

**Greater Los Angeles Area Mensa**  
Board of Directors Meeting Minutes  
Meeting conducted electronically via Zoom  
August 6<sup>th</sup>, 2022

Area	Secretary	Delegate	Members-at-Large
Mid-City	vacant	vacant	[✓] Roy Ball
Coastal	vacant	vacant	[✓] Brian Madsen
SFV	vacant	[✓] Alan Stillson	[✓] Andrea Nolan
ELAC	[X:2] Ignacio González	[✓] Jonathan Elliott	[✓] Madeline Walker
Hi-Desert	vacant	vacant	[✓] Gregory Williamson
Inland Empire	[✓] Wilbert Woo	[X:2] Mark Carpenter	vacant

**Key:**

[✓] = present for entire meeting

[ / ] = present for portion

[X:#] = absent, with count (#) of consecutive absences

**Guests:** Jordan Byrne, Nikki Frey, Toni Hansen, Samuel Moses

During the meeting, guest Moses was elected to the Board as Member-at-Large.

**I. Opening**

**A. Call to Order**

- Meeting was called to order by Chair Gregory Williamson at 11:00am.

**B. Approval of Agenda**

- Elliott moved to approve. Woo seconded. Agenda was approved unanimously.

**C. Approval of Previous Minutes**

- Elliott moved to approve the July meeting's minutes. Stillson seconded. Ball abstained, all others voted in favor. Minutes were approved (7/0/1).

**II. Reports**

**A. Executive Officers**

**1. Chair (Williamson)**

- Our tax-exempt status:
  - We have not filed taxes for the past four years.
  - The IRS revoked our tax-exempt status on September 15, 2021.
  - Our State of California tax-exempt status had not been revoked.

- According to the California Secretary of State, we're registered as a 501(c)(4) with the federal government but as a 501(c)(7) with the State of California.
    - Williamson noted that his notes were difficult to read and he may not have been reading them correctly. In any case, he said, we were registered differently with the two agencies.
  - Our tax return with the State of California Franchise Tax Board was due September 15<sup>th</sup>.
  - Our Statement of Information was overdue with the California Secretary of State.
    - The State requires this every two years in odd-numbered years by July 1<sup>st</sup>.
    - Williamson had asked Madsen to file a current one.
  - Our newsletter was late again this month.
    - Williamson asked Elliott to work with our editor to help as needed to make sure that things go smoothly going forward.
  - Williamson had some names to nominate later in this meeting.
2. Executive Vice-Chair (Elliott)
- No report
3. Administrative Vice-Chair (Madsen)
- Billie Lee had another bill that needed to be paid.
    - This was for a service that manages our website's calendar.
    - Once Woo reimburses her for that expense, Madsen will take over ownership of that account so that he will be notified in the future, rather than Billie, when this next comes due.
      - Woo asked for a receipt for that expense. Madsen pointed him to an email sent July 30<sup>th</sup>, which Woo confirmed that he had received.
4. Secretary (Madsen)
- Madsen promised to submit the California Statement of Information right away.
  - Despite reporting at the last meeting that he intended to make progress on putting the Board Member handbooks in order, that hadn't happened yet.
5. Treasurer (Woo)
- Our RG account balance was \$5,256.51. Our general account balance was \$28,059.81. The combined total was \$33,316.32.
  - Woo asked for clarification about which tax returns were not filed.
    - Williamson stated that returns were missing from 2018, 2019, 2020, 2021, and were due shortly for 2022. In each case, these were for fiscal years ending in the stated year, so "2018" meant the fiscal year starting in 2017 and ending in 2018.

- Elliott: "The most recent year that we completed our tax filing was in the fiscal year ending April of 2018. That was the last year that I was the chapter treasurer."

## B. Area Reports

1. Mid-City (vacant)
2. Coastal (vacant)
3. SFV

- Stillson had planned a deli lunch followed by a Carnelli gaming event.

4. ELAC: no report
5. Hi-Desert (vacant)
6. Inland Empire

- Woo: "We are continuing with our Zoom meetings. Hopefully we'll start some face-to-face luncheons in the near future."

## C. Members-at-Large

### 1. Ball

- Found "a number of technical errors" in the newsletter calendar, which he itemized and emailed to Williamson.
- Noted that June's and July's newsletters each arrived by postal mail a week into the corresponding month, and also received his May newsletter three days prior to the current meeting, three months late.
- There was not only an adult CultureQuest competition, but also a youth competition. Los Angeles's team, called No Country for Old Mensans, won this year.

### 2. Madsen

- Madsen responded to a number of emails and/or phone calls requesting information:
  - GLAAM member Libby Friz asked to be admitted to the GLAAM Facebook group. Madsen referred that request to Chandler Kyle.
  - New GLAAM member Michael Barnes was looking for general information.
  - Rick Halladay asked how to take a qualifying exam. Madsen referred him to Angie Mattson in Orange County.
  - A woman named Meera asked for information about taking a qualifying exam and also asked how to submit prior test scores for evaluation. Madsen referred her both to Williamson and to Becky Folger at the national office.
- Madsen also attended Jana Bickel's fourth Thursday dinner at Sizzler.

### 3. Nolan

- Had been looking for places to meet, but had found that "a lot of places are either closed or are closing, which is making things difficult."

#### 4. Walker

- No report.

#### 5. Williamson

- Hosted a happy hour event, which Walker attended.
- Planned future events: another happy hour at The Beetle House, and a day at Universal Studios.

### D. Committees and Coordinators

#### 1. Awards Committee

- Elliott reported:
  - "We were very sad to hear about the passing of Jackie Mosher. She was a rookie of the year and is a member of our Hall of Fame."
  - "I noticed a couple of recent calendar events which do not carry the full names of the event hosts. Although listing a full name is not a requirement – it's generally the host's option – we cannot provide credit in our awards program without a full member name."

#### 2. Diversity Committee

- Williamson: Work continued, as reported in previous meetings, to develop an approach for partnering with other organizations, and to determine how to propose to them what we would like to do together with those organizations.

#### 3. Gifted Youth Committee

- Walker: A number of parents have come forward, bringing the number of Gifted Youth volunteers to about half a dozen.

#### 4. Regional Gathering Committee

- Walker: Volunteer recruitment meeting planned for September 17<sup>th</sup> at Reno's Pizzeria in Burbank.

#### 5. Scholarships Committee

- Williamson had found someone who was interested in chairing the Scholarships Committee, but Williamson was not yet ready to appoint that person at this time.

#### 6. Special Events Committee

- Walker intended to look into purchasing tickets for the Hollywood Bowl.
- Walker announced a picnic in Griffith Park on October 15<sup>th</sup>.

#### 7. Testing Committee

- Williamson, Toni Hansen, Douglas Marriott, and two others were in training to become proctors.
- Williamson also noted that we needed to find a testing location. An ideal test location would be centrally located, easy to find, with free parking, and a quiet room.
- Williamson: "We are ready to start having tests here in our area. We have at least

two proctors who are ready to administer tests. We just need locations.”

#### 8. Calendar Editor

- Stillson gave compliments to “all the people who run SIGs or various programs that go into the calendar.” Despite the AG in July, the calendar came together in a timely manner and event coordinators have been very cooperative. “The calendar keeps growing a little bit with each passing month.”

#### 9. Circulation Manager

- Stillson noted that the August issue went out late, and also that an incorrect version of the newsletter was uploaded initially to the national office's website, but this was quickly corrected.

#### 10. Data Officer:

- Madsen reported that GLAAM membership between last month and this month grew from 1,733 to 1,742.

#### 11. Historian

- Elliott was interested in augmenting “the existing history page on the GLAAM website with a year-by-year chronology of all the big events and trends going back to our inception.”

#### 12. Open Forum

- Byrne attended the virtual Mensa Foundation colloquium, which gave him “some interesting ideas for how to present future Open Forum events.”
- Byrne was aiming for a first event “later this fall”.
- Byrne asked for suggestions for speakers and topics.
  - Williamson responded that the Diversity Committee “would be a good collaborator” for finding such things. Byrne concurred, and expressed interest in joining a future Diversity Committee meeting.

#### 13. Public Relations

- Williamson noted that upcoming testing would be something to publicize, and also that he had been working with our Social Media Coordinator to “re-energize” our social media presence.

#### 14. SIGHT

- Arlette wrote to Madsen that David Ilan reported that he would have a visitor from Hungarian Mensa and his fiancée visiting from September 15-17.

#### 15. Social Media

- Williamson reported that our new Social Media Coordinator was doing quite well with her new position.
- Williamson also reported that one of our members spoke recently at Comic-Con – “something about how science-fiction has influenced STEM education” – and was posting/tweeting and tagging us in his posts, which we then reposted/retweeted to our followers.
- Byrne asked Williamson to forward Kyle's contact information so he (Byrne) can

contact her about social media issues, both to promote Open Forum and to make sure that she had the information she needed, such as login credentials for our accounts. Williamson agreed to coordinate that between the three of them.

#### 16. Webmaster

- Billie Lee, one of our previous webmasters, attempted to hand over the master password for our WordPress account to someone in GLAAM. She first tried to give that to Madsen, who demurred, then (at Madsen's suggestion) tried to give that to Elliott, but did so without giving him prior warning. Elliott received the request but didn't recognize it and declined because it looked suspicious. Elliott and Madsen agreed that they would talk about this and coordinate this with Lee outside of this meeting.
- Elliott reported a number of updates to the GLAAM website, including changes to the business and administrative pages, now renamed "Bylaws"; also changes to replace Word documents there with PDF documents, making for a more consistent presentation; and content changes to various awards pages (Rookie of the Year, Hall of Fame), and the GLAAM history page "which had not been updated since 2008," including (among many other things) mention of our 50<sup>th</sup> anniversary celebration in 2012.
- Elliott also asked Williamson to review the text of our "Join Mensa" page for accuracy, since Williamson had been researching the testing process recently. Williamson agreed to review that text.

17. Archivist, Elections, Finance, Membership Committee, *L.A. Mentary*, Ombudsman, SIGs, and Young Ms all offered no report.

### III. Special Orders

#### A. Filling Vacancies on the Board

- Ball nominated Moses as Member-at-Large, speaking highly of his past experience on the GLAAM board, and calling him "an invaluable resource".
- Williamson asked Moses if he was willing to serve. Moses confirmed.
- Elliott spoke enthusiastically in favor of the nomination.
- Williamson called for a vote. All eight Board members present voted in favor.
- Moses was declared elected by unanimous vote.

#### B. Appointment of Committee Chairs and Coordinators

- Williamson introduced Mickey Oskey (*in absentia*), proposed him as Chair of the Finance Committee, and asked for comment. No objection was offered, and so Oskey was declared appointed as Finance Chair.
- Williamson also presented Bill McBride as a member of the Finance Committee.
  - At Elliott's request, Williamson presented McBride's qualifications.
  - Williamson had stated that McBride attended "a few of our meetings", but Elliott hadn't seen him at any of them. Madsen clarified that McBride had attended just our June Board meeting, from which Elliott was absent, which was why they hadn't crossed paths.
  - Williamson asked for objections or comment. No objection was offered.

- Williamson declared McBride appointed as a member of the Finance Committee.

### C. Budget

- We saw previous draft budgets at each of our last two meetings. Much of the feedback from those last two meetings was incorporated into a new draft, which the Board discussed at this meeting. See attached [GLAAM Budget 2022-2023 - Draft 4.pdf](#).
- Williamson stated that his goal with this draft was to include all expected expenses and to include new income sources to pay for all of those expenses. He noted that at our last meeting, there was less income than expense, and his goal with this budget was to find enough income to pay for everything. To that end, he had been in conversation with Oskey, McBride, and others, including one unnamed individual who had experience securing grants for nonprofit organizations like ours.
- Elliott raised a number of concerns about the draft:
  - Values for the RG seemed incomplete, since we should be showing both income and expense, not just net income, and also overly optimistic, since they show a net income amount that we have not experienced in recent years.
  - A \$12,500 amount expected as a charitable grant seemed overly optimistic.
  - *L.A. Mentary* advertising revenue (\$2,500) seemed unrealistically high, based on past performance. Elliott was aware of only \$150 from that source in past years.
  - Any income from Amazon seemed optimistic, considering that we have not received money from them in recent years.
  - \$3,000 for financial review seemed high, based on past experience.
  - Rather than \$500 per area, Elliott recommended \$600 per area, or \$50 per month.
  - The Scholarship amounts appeared to be in error. \$2,500 had been our total scholarship amount, comprising \$1,500 for the Dave Felt scholarship plus another \$1,000 scholarship amount. This budget unexpectedly showed \$2,500 for the Dave Felt scholarship, for a total scholarship amount of \$3,500.
- Madsen concurred that the Dave Felt scholarship should be \$1,500, not \$2,500, and the total should be \$2,500.
- Madsen also noted that the Amazon Affiliates program was formally discontinued during the pandemic, during the short time that Craig Lancaster was Treasurer, and had not generated revenue for quite a while before that. "I am completely and utterly in favor of taking all references to it off of the website and out of the newsletter."
  - Williamson suggested that setting up an Amazon Affiliates account again would be a simple way to generate income.
  - Madsen countered that this was a good idea in the days before Amazon's current AmazonSmile donations program, which had really become a better choice for Amazon customers in recent years. Further, if we set up an Amazon Affiliates account again, then in order to generate a meaningful amount of revenue from it, we would need to emphasize to our membership that they should be doing their shopping from that link. Madsen expressed dislike for that idea, as it would turn our publications, both the website and the *L.A. Mentary*, into an advertising

vehicle for Amazon.

- Walker noted that the draft budget includes scholarship fundraising as part of the Regional Gathering budget which does not belong there.
- Sam Moses asked whether, once we straighten out GLAAM's registration as a nonprofit, we might qualify for the Amazon Affiliates program and/or the AmazonSmile donations program.

See also:

- <https://affiliate-program.amazon.com/>
- <https://org.amazon.com/>
- <https://smile.amazon.com/charity/smile/about/>

- Williamson agreed that we need to straighten out our 501(c) status, because this affects our ability to fund raise and get grants.
  - Madsen noted that American Mensa was a 501(c)(4) organization. He quoted from <https://www.us.mensa.org/learn/primer/dues/>:
    - "American Mensa is a 501(c)(4) organization; dues are not deductible as charitable contributions for income tax purposes."
    - "The Mensa Education & Research Foundation is a 501(c)(3) organization. Charitable donations to the Mensa Foundation are tax deductible and are unrelated to Mensa membership."
  - Madsen stated his understanding that GLAAM was supposed to be also a 501(c)(4) organization, like American Mensa, rather than a 501(c)(3) or a 501(c)(7).
  - Madsen confirmed that in order to participate in the AmazonSmile program, an organization must be a 501(c)(3). From <https://org.amazon.com> (under the "About AmazonSmile" tab): "Organizations must be registered and in good standing with the IRS as a 501(c)(3) to be eligible to participate."
- Williamson does not have our Articles of Incorporation, and that document does not appear on the California Secretary of State's website.
  - Elliott and Williamson agreed that we initially filed in 1977, and that this was before the California Secretary of State had a website, which might explain why we don't see it there.
  - Moses stated his understanding that we could write to the Secretary of State and ask them for the original Articles of Incorporation, which they should have on file if not online, although it may take time for them to find that document and send it to us.
  - Elliott wondered if that document might be in our storage unit.
    - Walker confirmed that the storage area was near her home.
    - Williamson suggested a "field trip" to the storage unit to look for



that there.

- Jordan Byrne noted the budget line item about the GLAAM phone. He said that he was happy to set that up, but needed debit card information in order to do so.
- Williamson responded to Elliott's concern about the cost of financial review. He noted that our bylaws require a financial review each year in May, and that the \$3,000 shown in the budget would be the cost of hiring an outside company to do this. However, he had spoken with Bill McBride who would be willing to do that for us, resulting in much less expense for that item.
- Williamson noted that time was running short and asked what to do with this budget. "Do we continue talking about it at the next meeting?"
  - Elliott volunteered to join the Finance Committee, and also to put together another draft of the budget "which encapsulates the topics that we have discussed today, to be circulated for additional commentary in advance of the next Board meeting."

#### IV. Unfinished Business

- There was no unfinished business.

#### V. New Business

##### A. Scholarship Budget (Elliott)

- Elliott had submitted the following prior to the meeting, which appeared in the agenda:

Here from the Motions Catalogs are some of the previous actions which the GLAAM Board enacted as to scholarship funding. Motion #2005-076 has "For GLAAM to enter into an agreement with MERF and then fund a (one) local scholarship in the amount of \$1,000, limited to a person pursuing an undergraduate degree who resides in or will attend school in the geographic location of GLAAM." Motion #2012-006 has that "Whereas Dave Felt's exceptional and sustained service to Mensa generally and GLAAM specifically warrants a truly special form of recognition, the Awards Committee moves that the GLAAM Scholarship be renamed the Dave Felt Scholarship." Motion #2013-069 has "To restore the original limitation of the Dave Felt Scholarship to an undergraduate candidate." My recollection is that the Dave Felt Scholarship was increased to \$1,500 at some point, and that a second scholarship of \$1,000 was added which to date has not been named for anyone, but I can't confirm it from the official record because my Motions Catalog goes up to only November 2019. In any case, if this my recollection is correct, then I claim that it was inappropriate for Alma to override the express wishes and budgetary decisions of the Board. We may wish to assess a penalty point to her awards profile in recognition of the problem, but in any case I feel that we should take this moment to reinforce to our current leaders that they have no authority to override the Board's wishes on any subject (particularly as

to our finances), except possibly in the most urgent of circumstances, and even then that they should provide prompt notification to the Board of any such extraordinary decision. If this my understanding of chapter policy is incorrect, then let's please establish so at this time, otherwise let's please reinforce it.

- Madsen referenced Board minutes from September 2016, where Elliott as then-Treasurer had reported:

The checks which he issued this past month included \$2500 to the Mensa Foundation; last year's payment of \$1500 was expressly labeled as being for the Dave Felt Scholarship, but this time we had allocated an additional \$1000 for one or more scholarships to be named later, so this time the check simply read 'annual scholarship funding'.

... indicating that the two amounts were established and named by that time.

- Walker stated her recollection that the \$1,000 amount had been the amount of our scholarship before her involvement with the Board, and that we subsequently added the \$1,500 amount as a way of honoring Dave Felt's service to Mensa.
- There was general agreement:
  - that the two amounts for \$1,500 and \$1,000 had been the situation in GLAAM over several years,
  - that changes to these amounts last year were made by the then-current LocSec without the awareness or approval of the rest of the Board,
  - and that the current Board wishes to return to the previously established \$1,500 and \$1,000 scholarship amounts.
- Williamson proposed (without a formal motion) that we return to the \$1,500 and \$1,000 amounts, and asked for objections or discussion. None were offered.
  - Madsen noted that Williamson as LocSec needs to communicate those instructions to Jill Beckham, director of the Mensa Foundation, because she will continue with the previous instructions if she doesn't hear otherwise from us.

## VI. Closing

### A. Good of the Order

1. Ball asked if Elliott was planning to change his residential address, and asked whether he would stay in ELAC or move elsewhere. Elliott responded that he was considering alternatives, and that if he were to move, he would like to stay within ELAC boundaries.
2. Madsen noted that Chandler Kyle needs to be listed as our Social Media Coordinator both on our website and in our newsletter. She was not, and should be.
3. Stillson suggested encouraging the membership to consider changing their newsletter delivery preferences from postal to electronic/online.

### B. Adjournment

- Ball moved, Stillson seconded, and the meeting was adjourned at 12:59pm.
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*Respectfully submitted,  
Brian Madsen, GLAAM Secretary*