

# Ace Monster Toys (dba Ace Makerspace) Board Meeting

**Date:** Thursday, November 21, 2024

**Time:** 8pm

**Location:** Remote (on Zoom)

## **Board of Directors Present:**

David R. Perry (he/him), aka drp

Matti Cridland (they/them), Chair of the Board

Sylvia Gonzalez (she/her)

Steven Sheffield (he/him)

## **Officers Present:**

Katie Harrell (she/her), Secretary

Steven Sheffield (he/him), Treasurer

*(President role is vacant)*

## **Guests Auditing:**

Tina Renschen (she/her)

## **Topics:**

- Meeting called to order at 8:06pm
- The Board confirms attendance quorum with 4 directors present for the meeting.
- Agenda for official board meeting 11/21
  - Board meeting norms
    - Katie reminds attendees of board meeting norms before beginning the meeting.
      - Our official meetings occur on the 3rd Thursday of the month per our bylaws
      - All are welcome to audit
        - Welcome to Tina Renschen who is auditing this meeting
      - These are decision-making meetings. Board collaboration meetings occur outside of these meetings.
  - Open Board Seat
    - David Morris has resigned from his board seat
    - **Action:** Board to announce his resignation.
    - Decide plan of action, whether to fill the vacancy or leave vacant for now.
      - Board discusses filling the vacant board seat per the bylaws.
      - drp **motions** to appoint Katie to the Board of Directors, Matti & Steven second.
        - All in favor
        - **Motion passes** - Katie is now officially a member of the board and will continue to fulfill the Secretary role.

The Board continues meeting with 5 directors present for the meeting.

**Board Members in attendance for remainder of meeting:**

- drp
- Sylvia
- Matti
- Steven
- Katie
  
- Vacant President role:
  - The board discusses how to proceed with the vacant President role.
  - Per California law, if there is no president the Chair of the Board is the “CEO” of the organization, so there is no rush to fill the vacant President role since we have a Chair of the Board.
  - The Board plans to discuss next steps for the vacant President role at the upcoming strategic meeting on 11/22.
  
- Compensation Status of Officer Roles
  - There was discussion of stipends for officer roles, which are currently unpaid.
  - Sylvia **motions** to pass the corporate resolution that officers are not to be compensated and will remain as volunteer roles.
    - drp seconds
    - All in favor
    - Steven abstains
    - **Motion passes**
  
- Admission of new, eligible voting members
  - Katie Harrell
  - Kurt Fleischer
  - Mark Graham
  - Jamie Solomon
  - Steven Sheffield
  - Nora Jesch
  - Per bylaws requirement, one non-dues paying applicant not listed is ineligible due to payment status
  - Matti **motions** to approve admission of all new eligible voting members
    - drp **seconds**
    - All in favor
    - **Motion passes**
  - **Action:** drp to update the form to include field for full names in the voting member form
  - **Action:** drp to reconcile the list of full voting members
  - **Action:** drp to add the newly voted members to the Slack group with a welcome message.
  
- Scholarships
  - A brief review of scholarship form raises concerns, particularly the “How can you support Ace?” question creating expectations around work-exchange.
  - **Action** to request demographics from candidates after being awarded
  - **Action:** Board to discussion revamping the scholarship form at an upcoming collaboration meeting. Target to launch the new form to the membership by early January.

- drp **motions** to approve the scholarships for 5 anonymous recipients
      - Stevens seconds
      - All in favor
      - **Motion passes**
- Authorize Sylvia to be the representative from Ace to interface with EBCLC
  - - drp **motions** to appoint Sylvia to interface directly with the EBCLC.
      - Steven **seconds**.
      - All in favor
      - **Motion passes.**
- Finance topics
  - High-level update
    - Finance advisory committee is refocusing on their charter to provide recommendations to the board. They will be added to the agenda for the next board meeting on 12/19.
  - Status of CAC (California Arts Council) payment
    - No update, but contract has been signed. Still within the waiting period. CAC pay due to us by January 15.
  - Rescind October 9th board approval regarding interim ED being approved as additional signatory to bank account
    - Sylvia **motions** to rescind
    - drp **seconds**
    - All in favor
    - **Motion passes**
- Review agenda for 11/22 board strategic
- Topics for the 12/19 board meeting:
  - How to proceed with Secretary & President roles
    - In connection with our topic on how we want to work as a board & our strategic goals for Ace. And how we want to appoint a committee for the search.
  - Finance advisory committee update
  - Scholarship Review
  - Full Member Review
  - Update from our volunteer leads (Ops, Outreach, Education, etc.)

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Meeting is adjourned at 9:15pm