Rotary Club of Portland, Maine

## Board of Directors Virtual Zoom Meeting Minutes

# January 21, 2022

## Board Members in Attendance:

Bruce Jones, President, Ellen Niewoehner, Immediate Past President, Dick Hall, 1st VP, Dave Putnam, Sgt-At-Arms, Howie Herodes, Treasurer, Michelle DiSotto, Secretary, Alice Alexander, Administrative Coordinator, Directors Bob Clark, Roger Fagan, John Thompson, and Mike Fortunato, Alan Nye, Club Protection Officer

## Absent:

Mark Foster, Director

**Guests:** Patty Byers, Tom Ranello, Tom Talbot, Elise

## Business

The regular meeting of the Rotary Club of Portland, Maine was called to order on January 21, 2022 at 12:58 pm by President Bruce Jones and a quorum was established.

## Approval of Minutes

The minutes of the December 17, 2021, board meeting was approved as is.

1. **Treasurer’s Report**
	1. Howie presented Operating Fund Budget from 7/1/21 – 6/30/22. To summarize, the net income loss projected is $5,144 and the final balance is projected at $12,738. Bob Clark moved to approve the budget, Bruce seconded, all approved.
	2. Howie presented the Charitable Fund Budget from 7/1/21 -6/30/22. Howie requests we discuss these funds as charitable expenditures and charitable income; some previous discussion of this fund has been a bit confusing. The Charitable Fund is income, the budget should be simple. Due to COVID 19, we don’t have many transactions. While reviewing this budget, the board discussed the carryover issue. Howie included a separate sheet defining restricted funds. He suggested we eliminate the carryover of unrestricted items, instead of a mandatory carryover. Our intent is to honor the wishes of those who have made restricted gifts to the club. Ellen asked Howie how we could clean up carryover? Howie suggested restricted gifts go into the budget as a line item. Budget vs. Actual will reflect the income and expenditures of restricted funds. Any balance would be carried over to the next budget. Tom Talbot discussed the example of the funds earned at the Veterans Lunch. There’s a $4,000 carryover even though we didn’t do the event last year and most likely won’t do it this year. Why carry it over. Howie replied we need a record of restrictions, because the board needs to know where the funds are restricted to make decisions about future allocation of funds for budget perspective. Dick Hall explained that unspent committee money would typically go back into unrestricted gifts and then the committee budgets are recast each year to reflect the needs of the committee. If a donor requests the funds not be spent for other things we will honor that request as a carryover, such as a bequest. Dick Hall moved to accept the Charitable Fund Budget as is with a change to the Satellite Club line item from $1503 to $2000; and asking more research to be done about the Veterans Lunch balance to see if we spent those funds or if they should continue to carry over. Bruce seconded the motion; all approved this motion.
	3. Tom Talbot requested the board to motion the President present the budget to the board in June for approval as we aim to get the club back on track. The President would then publish and share the approved budget with the club in July.
	4. Banking Resolutions: Dick Hall moved the board approve the 3 resolutions to change bank accounts to reflect Bruce Jones as President and Howie Herodes as Treasurer to correctly give control of the club’s finances. Bruce and or Howie will sign checks. Michelle mentioned that she has been sending wire transactions through Bangor Savings Bank and will need to have contact changed to someone else at the bank for this procedure. Bob Clark seconded; all approved this motion.

1. **Membership Applications for the Satellite Club:**
A discussion was held about the dues structure for the satellite club. As it was presented to them by Bob Martin, members under 40 years old pay $130 and over 40 years old pay $150. Mike Fortunato asked if this policy is as needed or for all. Dick Hall confirmed this was for all with no restrictions. A discussion ensued to debate the belief that we should have everyone pay the same and if someone has trouble paying, dealing with that on a case-by-case basis vs. setting up a dues structure that varies by age. The decision was made to table the discussion about the clubs’ dues structure for a future meeting, but today we will vote on the satellite clubs dues only. Ellen moved to accept the satellite club dues to be $150 for those over 40 years old and $130 for those under 40 years old, Bruce Jones seconded the motion, all approved the motion. Mike Fortunato added that we should discuss how to bring the satellite club to a future Rotary Club meeting to introduce the new members in a meaningful way to make them feel included.
2. **Unpaid Dues Review:**

Ellen suggested Alice send the most recent report via email and the board can comment and review until our next meeting.

1. **In Person Meeting in February:**

Dick Hall told the board the district is not meeting in person in February. Two clubs are meeting in person but not providing food so masks can stay in place to keep members safe. The Board agreed that due to the current health crisis presented by COVID 19, it does not make sense to meet in person in February. A message will go in the Windjammer. The board will re address meeting in person at our next board meeting in February. Mike Fortunato will discuss with the Italian Heritage Center and let them know our intention is to meet again in person but we must postpone February. We are thankful the Italian Heritage Club is being so flexible.

1. **Other Business:**
* Ellen mentioned we should decide how to honor Nan Heald’s passing as a club.
* Bruce asked that the board bring ideas to the next meeting about what they think the priorities should be for the rest of the year for the club. Dick Hall said we must find ways to engage members and provide opportunities for gathering in a safe way. Patty Byers suggested we should also share this request with the committee chairs and possibly invite them to our next meeting for a discussion. Dick suggested we complete business in the first 30 minutes of the next meeting and leave the last 30 minutes open for a discussion workshop of priorities.

## Adjournment

The meeting adjourned at 2:03 pm by President Bruce Jones. The next general meeting will be at February 18 at 1:00 on Zoom.

| Minutes submitted by: | Michelle DiSotto, Secretary |
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| Approved by: | Bruce Jones, President |