FAIR OAKS ROTARY CLUB FOUNDATION

**Board of Trustees Meeting
August 25, 2018, 9 am**

**Dan Smallhouse’s home ~ Citrus Heights, CA**

**CALL TO ORDER – Call to order by President Smallhouse at 9:10 am**

1. Attending – Dan Smallhouse, Nick Broad, Peter Wick, Bonnie McClain, Rick Chang, Anne Browning, Bruce Hagel
2. Absent, Shelley Mathews
3. Guest: Bruce Vincent
4. Roll call of Board –quorum present with only 1 Board Members/Trustees absent
5. Overview of agenda - All approved.

**OPENING REMARKS BY THE PRESIDENT**

Motion to approve prior meeting minutes made by Dan, seconded by Nick, approved.

**FINANCIAL REPORT**

1. Peter Wick passed out “FORF Fundraising & Project Report” and FORC Balance Sheet each dated 6/30/18. It has been a good year with 8% return.
2. Reviewing the former report…Uncorked made more money than the Crab Feed this past year which led to much discussion about hiring of the auction company. Thanks to Marlow for connecting us with the professional auctioneer. The committee should go to the warehouse next year prior to the events to observe what options are available. The trips were big sellers and we want more next year. We told them to limit the number of Sports Memorabilia and Rock & Rocks items.
3. In conclusion the profit was up this year and the budget was higher.
4. Bill Wagner’s company is sold and it’s unclear about our future here. Bill & Peter recently met and are still working together. Currently the plan is to continue working with Bill in a safe conservative way. Although retired he will be working with the company for about 2 years.
5. Bruce H suggested looking for other options during this transitionary period. He shared about Sacramento Regional Community Foundation, a non-profit like Bill’s company. Anne made a motion to form a committee to search for possible alternative investors with Bruce H as committee chair. Dan seconded the motion and all approved. Other committee members will be Nick, Peter W and Dan. Dan will contact the Orangevale and Roseville clubs. Bruce will contact the downtown club.
6. Bruce Vincent commented we need to share with the club more details and differences between RI, our Foundation and the Rotary club. Agreed we should share about Rotary International and the Foundation at the weekly club meetings. Anne suggested we have a “Rotary Moment” once a month for this purpose. A 3-minute video from RYLA students or scholarship recipients would be good to have at a meeting. Anne will form a committee, “Good news in Rotary”.

**Chicken Festival**

* In the absence of chairman Jake Kurtz, Dan reported about the upcoming Chicken Festival and brew booth. There are two bands coming this year, “Why Not” for $75 and “Damn Near Dead” for $300 rather than the free groups from prior years.
* We need a sign-up sheet for pourers and awareness of which Breweries are sending their own pourers.
* Dan has a key to the theatre refrigerator for beer to be kept cold till set up time.
* Anne suggested having written rules and guidelines for running this event for the proper protocol.

**NEW BUSINESS**

* President Dan reported two board members terms had ended: Bruce Hagel and Nick Broad. Dan made motion we accept these two for a term of two more years. All approved. Shelley Mathews is a member but rarely attends the board meetings with only 1 of 5 attended. Dan will talk to her.
* Dan talked about our insurance and a letter received back from the IRS after he wrote to them. Per the R.I. Insurance carrier, in order for club foundations to be covered, all foundation board members must also be club members and *the club will have final say as to whom is elected to the board*. The latter requirement appears to be at odds to IRS 501c3 rules, another entity can’t have undue control over the charitable 501c3 entity. Thus, the need for Fair Oaks Rotary Foundation to perhaps obtain our own insurance coverage. They said the CLUB must control the Foundation. This conflicts with our rules. Dan is contacting some local insurance brokers including Mitch who quotes about $3-500 a year for insurance.
* The Rotary Club should have “sole authority” vs “control” to chose board members. Dan is working on this and will have more information at the next meeting.
* Nick motioned we obtain comprehensive coverage from a local insurance company. Anne seconded, all approved. An electronic vote to come.

**GOOD OF THE ORDER**

**DATE & PLACE OF THE NEXT MEETING:** November 17, 2018 at Dan’s home.

**ADJOURN – 10:36 AM**

**Respectfully submitted,**

Bonnie McClain

Foundation Secretary