

2021-04-28 Meeting of the Board of the Directors - Agenda /Minutes

- 1 Time and Location:
- 2 Call to Order
- 3 Consent Agenda
 - 3.1 CA1: FY20 Financials and 990 (John Dubelko)
 - 3.2 CA2: Ceramics Startup Budget (Jason Hill)
- 4 Prior minutes
- 5 Member Reports:
- 6 Committee Reports:
 - 6.1 New Member Orientation Committee (Chairperson Jessee Maloney)
 - 6.2 Website Committee (Chairperson Jessee Maloney)
 - 6.3 Membership Committee (Chairperson Scott Newman)
 - 6.4 Social Outreach Committee: (Chairperson Jessee Maloney)
 - 6.5 Leesburg Facility Committee (Chairperson Brad Hess)
 - 6.6 Purcellville Facility Committee (Chairperson Tom Hill)
 - 6.7 Scheduling Committee (Chairperson Diane DeMott Paint)
 - 6.8 Special Projects Committee (Chairperson Mike Werling)
 - 6.9 Welding Committee (Chairperson Arthur 'Skip' Smith))
 - 6.10 Newsletter Committee (Chairperson @Melissa Kowalski)
 - 6.11 Custom Frame Shop Committee (Chairperson user-17f4a)
 - 6.12 Radio Club Committee (Chairperson Allon Stern)
- 7 Old Business:
 - 7.1 OB1: Press Release Contract (Michael James)
 - 7.2 OB3: Machine Access Controls (James Waldron)
- 8 New Business:
 - 8.1 NB1: UV Printer Acquisition (John Dubelko)
- 9 Open Discussion
- 10 Adjournment

Time and Location:

April 28, 2021 at Virtual Meeting - 7:00pm

Call to Order

Meeting called to order at 7:06.

Call to Order			
Attendance:			
Name	Position	Board Year in Term	Roll Call
Brad Hess (Brad Hess)	Board Member, Chairperson	3	Y
Brandon Bullis (Brandon Bullis)	Board Member	2	Y
Dave Painter (David Painter)	Board Member	1	Y
James Waldron (James Waldron)	Board Member	3	Y
Jonathan White (Jonathan White)	Board Member, Secretary	1	Y
Erin Werling (Erin Werling)	Board Member	2	Y
Michael James (Michael James)	Board Member	2	Y

Consent Agenda

Newly proposed agenda items appear in the consent agenda. Any member present at the meeting may pull an item out of the consent agenda for discussion, at which point it goes under "New Business". If nobody objects to the solutions presented by the consent agenda, everything in the consent agenda passes by consensus. Items that have more than one proposed solution should be moved to the "New Business" section. Any member may propose an item on the agenda. However, discussion of agenda items should be done via Slack. **The cut-off time for addition to or revision of the consent agenda items is 48 hours prior to the meeting.** Please note, agenda items (Consent, New, or Old) that request spending \$250 or more must include a section on "Relevance to our tax exempt purpose".

CA1: FY20 Financials and 990 ([John Dubelko](#))

Problem: End of year financial statements and 990 need to be approved by the Board.

Solution: Board review and approve both

Relevance to Tax Exempt Status: We must file a 990 by May 15th or request an extension.



FY20 Finals with FY19.xlsx

Motion: Approve the following Financial statements and 990.



f990ez Makersmiths FY20.pdf



f990sa Makersmiths 2020.pdf



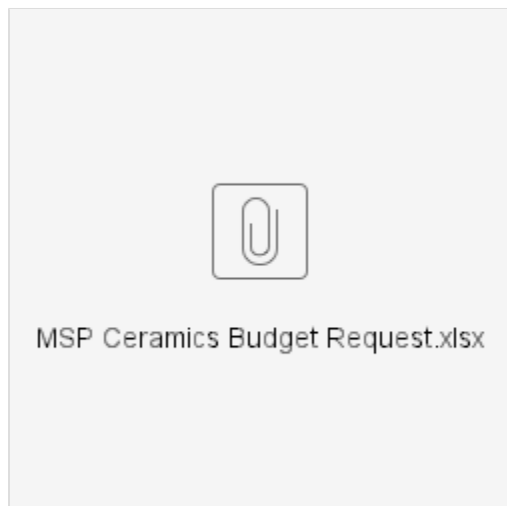
f990so Makersmiths 2020.pdf

Discussion: John provided a spreadsheet to show the difference between this year and last year. We didn't get as many equipment donations in 2020 as we did in 2019. Trued up inventory at Purcellville in this cycle as well. Some other woodshop equipment. Donations were up in 2020, classes were down. Overall, we had \$135k gross profit in 2020, and it was \$184 in 2019. The expenses between each year were within \$1,000 of each other. Overall we ended the year with a net income of \$13,600. On the balance sheet, the thing we need to focus on is the Kickstart obligation with Purcellville, plus possibly one or two memberships that we need to burn down. John can make the list of Obligations available to the Board. Once the Board approves, the next step is that they got Mary and then Liberty Tax will submit them. Liberty Tax charges \$175 to file.

CA2: Ceramics Startup Budget (Jason Hill)

Problem: The ceramics area needs startup supplies and equipment.

Solution: See attached spreadsheet of items that are need. The ceramics committee predicts over \$6,000 in revenue over the year to cover these and more expenses.



Relevance to Tax Exempt Status: None

Motion: Approve \$1,400 for setup of the ceramic area and classes. Committee agrees to the class schedule attached.

Discussion: Jason attended some classes and has spoken to others about getting the ceramic area up and maintained. Jason is proposing that we get some of the essential supplies so that the space is useful but so that we can get regular classes. Additionally they want to get monthly firings. Putting shelves in the kilns would mean that 50 bowls could be fired at one time. The first section is clays and glaze chemicals. The clays chosen are as non-toxic as we can get. Different clays require different handling and having a couple of kinds available makes it easier to control. The second section are colors - and this has a variety. Dave asked about how important the sawdust kiln - Jason responded that during COVID, the sawdust kiln can be used outdoors and is useful as a social tool and a way for people to do a project and take it away that night. The sawdust kiln can also deal with some of our sawdust and the slag can be used for other ceramics applications. Dave asked about watching the kiln. Jason said it is basically a modified pit firing. There are no sparks that come out of it but that it does emit smoke. You can monitor every few hours or someone needs to be watching it at all times. Dave - have we checked with the fire department. Jason responded that their site says that for arts and crafts uses, they can allow it. Jason has reached out but not gotten an answer on it yet. John D will reach out to our fire department member to get information. Jason - once it starts, there is nothing to do but monitor it. Dave - given the fire department was hesitant to give us a permit for a bonfire, we would really need to look into this. Michael commented that this is akin to a smoker and Jason confirmed that a smoker is a good way to think of it.

Regarding classes, Jason looked for comparative classes in the area. They range from \$75 to \$175 for a class. Clay would cost \$1-5 per class and <\$1.00 for glaze. Should be relatively easy to make the money back after a couple of months. Jesse - average cost in the area is \$48 per hour for ceramics classes. That usually covers cost of clay, kiln, electricity etc. The classes are usually about 2 hours at time and could cover six sessions. Studio time is about the same \$48 per hour. No one allows you to bring in your own clay, so those costs include the clay. Typical class time is 2 hours and studio time is 3 hours. Jesse said that she could teach some classes. Jason - would be great to have people to teaching. Jesse - our teacher breaks classes up into 4 sections. Every six weeks she gets one block of clay and only one type of clay is allowed in the studio. Christa - taking classes at Round Hill Arts center. They have a similar system, 4 types of clay and no clays brought in from outside. One or two people in charge of the kiln who cycle projects in and out.

Dave - is the ask \$1,403? Jason - yes, get a variety of colors and material, some special equipment. Erin - how many people do we have teaching classes? Jason - right now zero. But I will start teaching classes. John - for the revenue model we said 8 classes of 4. Jason - and if we have a lot of classes we will have to stock up. Dave - looks like a low investment to get this started. Michael - what is the format of the classes? Jason - depends on the class. We can do classes where the clay has had its initial bake where people 'paint'. Those are easy to do and that would be 2 hour classes. Any others, I want to keep them to about 2 hours per session. Hand building 2 hours, come back after it has dried, then another 2 hour class. Jesse brought up that there is a lot of pre-work for the instructor that has to happen in order to teach a class. Jason - that was why I got the pugger last year which will help make the prep a lot faster. Christa - there are lots of people trying to get into classes that are full out west here.

Dave suggests that the committee gets together and provides a more complete plan of how often the space will be open, what classes will be offered, and who is committed to teaching prior to committing the funds. Jason has some of the class prep work done already. Jim W suggests that he would second this motion.

CA3: Establish Marketing Committee ([Scott Newman](#))

Problem: Bylaw 3.8.4 and the Standing Rules dictate that Committees must have a minimum of 3 members and that Committees and Chairpersons are appointed by the Board of Directors. At the last Board meeting it was proposed that the Social Outreach Committee be merged with the Marketing Committee. It was later discovered that there is no established Marketing Committee.

Solution: Board approves creation of the Marketing Committee, merges the Social Outreach Committee into the Marketing Committee as a subcommittee, and appoints its Chair.

Relevance to Tax Exempt Status: None

Motion: The board establishes the Marketing Committee, with David Lang, Jim Waldron, Jessee Maloney, and Julien Tricheaux, Jonathan White, and Scott Newman as its members, and merges the Social Outreach Committee into the Marketing Committee as a subcommittee.

Discussion: No discussion

Unanimous in favor of approving the consent agenda.

Prior minutes

[2021-03-31 Meeting of the Board of the Directors - Agenda/Minutes](#)

Vote:

Officer Reports:

Chairman:

No Chairman's report

Secretary:

No secretary report

Treasurer:

Financial Statement:

Net income for February was positive. Expenses were a little bit higher than usual because both Feb and March rent was taken out in March. Most of the donations income was from the IT auction that Michael James ran. YTD - net income is \$5,460. End of the month, bank balance was \$79k.



2021-03-31 Financial Report.pptx

Member Reports:

No member reports.

Committee Reports:

New Member Orientation Committee (Chairperson [Jessee Maloney](#))

Scott - Jessee has been doing a good job hosting the new member orientation meetings. Second one in April was pretty full. Jessee created a website report that has shown what she is working on, getting the gift card work on the website done.



New Member Orien... April 2021 .docx

Website Committee (Chairperson [Jessee Maloney](#))

Issue with people saying they will go and change things on the website that Jessee then has to go and and fix.



Website, Design & ...pril 2021 (1).docx

Membership Committee (Chairperson [Scott Newman](#))

Scott went through the committee report.



Board Membership...port 2021428.pdf

Social Outreach Committee: (Chairperson [Jessee Maloney](#))

Committee is being merged into the Marketing Committee.

Leesburg Facility Committee (Chairperson [Brad Hess](#))

No committee report.

Purcellville Facility Committee (Chairperson [Tom Hill](#))

No committee report

Scheduling Committee (Chairperson [Diane DeMott Paint](#))



Scheduling_News...-Apr22_2021.doc

Special Projects Committee (Chairperson [Mike Werling](#))

No special projects so no committee report.

Welding Committee (Chairperson [Arthur 'Skip' Smith](#)))

No committee report.

Newsletter Committee (Chairperson @Melissa Kowalski)

No committee report.

IT Committee Chairperson [Michael James](#))

No committee report.

Video Committee (Chairperson [Adam "Squirrl" McClintock](#))

Tour videos posted.

Custom Frame Shop Committee (Chairperson [user-17f4a](#))

Shed moved which clears space for the air conditioning unit.

Radio Club Committee (Chairperson [Allon Stern](#))

No report.

Marketing Committee

Consent Agenda item established Marketing Committee officially. Activity ongoing, Jim has been working on a marketing plan as well as Jonathan W so they will get together to share plans. Jessee has some contacts at Loudoun Times Mirror.

Old Business:

OB1: Press Release Contract ([Michael James](#))

Problem: Request for marketing funds to fund a set of press releases

Solution: We have been offered a contract for press release services from Graphics and Marketing (GAM). The contract is \$385 for setup and \$50 for each release. We have to do minimal work to provide them with information for the release. They will professionally write and create the release and submit it to a host of news outlets where they have contacts. I would like the board to approve funds for the startup and for the first 5 releases (\$635). This will get us through about 6 months of releases at which time we can evaluate the effectiveness and decide whether to continue or not. As we are putting together quite a group to work on marketing, this will work in parallel and push the effort forward.



Press Release Agr...ment - MS (1).pdf

Relevance to our tax exempt status: None

Proposed Motion: Propose that we sign the contract and fund the initiative in the amount of \$635.

Discussion: Michael covered what's in the proposal. Jim asked about how we would track the responses. If we put a unique link in the press release we can see how many people went to it. Company will give us suggestions of things to do a press release on. We give them data and they will write up the release. We give them photos and information and they do the write up after we give them the salient points. Other questions on how it will be tracked and how we will determine success. Discussion of whether we need a more comprehensive marketing plan before we spend money on this. Nation of Makers suggests doing press releases. Discussion of topics for and frequency of press releases. Makers creating businesses during the pandemic from their experience at the space.

Vote: More information required. Michael and Jonathan will work on a summary.

Follow up on 04-28-2021: This item will be moved to the marketing committee and brought back up should the committee determine that this should be done. Remove from Old Business

OB3: Machine Access Controls (James Waldron)

Problem: We are not currently able to gather machine operating hours or control machine access. Anyone can use any machine whether they have taken Red Tool training or not. This sometimes leads to machine damage and expensive repairs. Lack of usage information means that preventive maintenance is not related to actual machine time, may be overdue, or be performed too often.

Solution: Fit select machines with access controls. Device to allow only authorized users and to log usage information. There are both home grown and commercial options available. Home grown solutions are less expensive but initially have fewer features. Commercial options are more expensive but more fully featured. Integration with our existing systems and data stores are likely easier for home grown solutions, possibly harder for commercial solutions.

Relevance to our tax exempt status: None

Proposed Motion: Adopt Machine Controls for Select Machines. Establish a small Machine Control committee to; determine which machines need to be controlled, investigate the current commercial and home grown solutions and select 3, present those to the Board at the February meeting. The Board to select a solution at the February meeting.

Discussion: Jim says he probably has enough parts to build some working prototypes. Dave - would like to see building a few of these and putting them in place and testing. We almost had to buy a new tablesaw this week given the Delta organization being on sold multiple times. This would have been \$250 in parts that aren't available anymore. Jim said it would be made available for Android and iPhone and you would use an app. It would enable the machine for an hour at a time and sense current that would then extend the machine on time automatically.

Amended Proposed Motion: Establish a small Machine Control committee to test a machine control solution and present the results and proposed costs to the Board at the February meeting.

Vote: Unanimous in favor.

Follow up on 02-24-2021: Delays due to snow storms but not ready to demo yet.

Follow up on 03-31-2021: Jim showed the prototypes. Dave suggested we put it on table saw in Pville. One could be repurposed to make a 3 phase version. Nothing to vote on at this time.

Follow up on 04-28-2021: Dave suggests putting it one on table saw and one on the miter saw for testing purposes. Jim will get prototype up and running in the next few weeks.

New Business:

NB1: UV Printer Acquisition (John Dubelko)

Problem: Following the discussion and approval to purchase at the last board meeting, the financing contract was late getting to the board. Besides the contract there is a resolution by the financing company for the board to approve.

Solution: Hold an electronic vote by Sunday May 2nd on accepting the financing contract and resolution to allow the board time to review and ask questions.

Relevance to our tax exempt status: None

Proposed Motion: Have an electronic vote on accepting the contract and adopting the resolution by May 2nd. If the vote is favorable the chairman of the board and president will execute the contract. The board will also approve the payment schedule in the contract. Attached are the documents.



Doc Package 75659 Emailed (1).pdf

Discussion:

John: I am open to another solution. There is a time deadline in getting the domo unit and vacuum table. Looked on various leasing companies and most if not all had bad BBB ratings. Met with Bank of America and they didn't get anything back after two weeks. The version from Geneva is a financing rather than lease, which saves us sales tax and property tax because we own the machine. Interest rate was 6.95%. There are some up front payments required as detailed in the document. Regarding pre-paying, if we prepay then we are still on the hook for the interest that will have accrued up to the 30th payment. Suggest we give Board Members the opportunity to review and do an electronic vote. Proposal/invoice is expiring soon so its possible the deal we are getting will not be available. If we can execute by Sunday then we have a good chance of getting what we need.

Dave - what is the total amount we are looking for now? John - \$35,499 is the total for printer, initial inks, rotary tool, vacuum table and filter unit, all setup and training.

Dave - please can all Board members read the document, then we can do an online vote Sunday afternoon.

Open Discussion

Dave asked - can all Board Members think about the \$200 per month allowance for the Purcellville shop? Lots of demand for metalworking, lots of nice machines, but not a lot of tools to use on the machines. We will need to get some additional basic working tools to get some of the other metalworking tools up and running. Look at possibility of increasing the monthly allowance.

Dave also asked - As we come off of COVID in the next few months, we may have a difficult time telling Associate Members who have had key access for the last few months that they can't have access any longer. Possibly time to get serious about what a single membership level is. Transition from COVID to normal is probably our best opportunity to do this. Please think about ideas, options, suggestions etc. Jessee said they have been telling Associate Members during the new member orientation that they should expect that the membership levels will change. Brad had a suggestion about \$75 per member and requesting that those used to paying \$100 donate \$25 per month and that becomes a tax write off. Jonathan - please bring ideas in writing and with figures, based on Scott's membership report.

Erin - we need to work on new Board Members for June. Brandon and Michael will not be running again. If you know someone who would be good on the Board, please talk to them and get them to submit an application.

John - What does Board feel about relaxing the number of people per room at Makersmiths? Virginia goes to 100 people gatherings on May 15th. Discussion about having different numbers of people per room depending on size. John will put something together.

Adjournment

Chairman adjourned 8:25.