

2021-09-29 Meeting of the Board of Directors

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Time and Location:

Meeting to be held virtually via Google Meet on 2021-09-29.

Call to Order:

Meeting called to order by Dave Painter at 7:00pm.

Board/Officer Name	Position	Term	Attendance (Y/N)
Brad Hess	Board Member	2019-2022	Y
Bev Murdock	Board Member	2021-2024	Y
Dave Painter	Board Member, Chairperson	2020-2023	Y
James Waldron	Board Member	2019-2022	Y
Jonathan White	Board Member, Secretary	2020-2023	Y
Scott Newman	Board Member	2021-2024	Y
Mike DeWan	Board Member	2021-2024	Y
John Dubelko	President	2020-2021	Y
Mary Waldron	Treasurer	2020-2021	Y

Consent Agenda

Any Board Member may make a motion in the Consent Agenda. The purpose of the Consent Agenda is to propose motions that have been discussed by Board Members in advance and/or are expected to pass without objection. If the item does not fit this description, it should be proposed in New Business. Discussion of Consent Agenda items should be done via Slack prior to the meeting. Any Board Member present at the meeting may request that an item be moved from the Consent Agenda to New Business. The motions in the Consent Agenda (after any items are moved to New Business) may be passed as a group if there are no objections. **The cut-off time for addition to or revision of a Consent Agenda motion is 48 hours prior to the meeting.** Any motion that requests spending \$250 or more must include a section on "Relevance to our tax exempt purpose".

CA1: Leesburg Printer Disposal (John Dubelko)

Issue: The Epson plotter at Leesburg has an issue that would require a new print head which is ~\$1,800. It is also taking up space that the room stewards would like to utilize for other purposes. The printer is semi functional but not of a good enough quality for the artists that wanted to use it for their work. The smaller Epson printer is not needed anymore to print membership cards since the UV printer can do this. It is also taking up space that can be used for other purposes.

Solution: Dispose of both pieces of equipment

Relevance to Tax Exempt Status: none. If we are able to give them to another non-profit that helps us with our non-profit status

Motion: Approve the disposal by the room stewards or president of the Epson plotter and printer at Leesburg. Membership will be offered the items first and if no takers, disposed of in a responsible manner.

Vote: Motion carries on voice vote.

Approval of Prior Minutes

[2021-08-25 Meeting of the Board of Directors](#)

[2021-09-02 Special Meeting of the Board of Directors](#)

Mike D requested that his attendance at the Special Meeting be recorded. Secretary amended 2021-09-02 Special Meeting Minutes.

Jim motioned to approve.

Seconded

Vote: Carried by voice vote.

Officer Reports

Chairperson:

No new report this month

Secretary:

Jonathan mentioned that we are collecting our official documents on Google Drive. Please respond with documents if you have them. Editing on those folders has been restricted on these to avoid files being put in the wrong places or deleted.

Treasurer:



2021-08-31 Financial Report.pptx

Committee Reports:

Website Committee (Jessee Maloney)

Jessee provided a report orally.

Membership Committee (Scott Newman)



Board Membershi...ep 20210927.pdf

Leesburg Facility Committee (Jessee Maloney)

Jessee provided a report orally.

Purcellville Facility Committee (Tom Hill)

Dave Painter gave a report orally.

Scheduling Committee (Diane Painter)



Scheduling_minu...s_Sept_2021.doc

John Dubelko is taking over as Scheduling Committee chair until a permanent chair is identified.

Dave Painter provided an overview of the written report.

Special Projects Committee (OPEN)

No report this month.

Welding Committee (Skip Smith)

No report this month.

Newsletter Committee (Melissa Kowalski)

No report this month.

IT Committee (Michael James)

A donation was received of two small format computers.

Video Committee (Squirrl McClintock)

No report this month.

Custom Frame Shop Committee (Teresia Scott)

Dave Painter provided an oral report.

Radio Club Committee (Allon Stern)

No report this month.

Marketing Committee (Scott Newman - Acting Chair)

Scott Newman provided an oral report. A new Marketing Committee chair is needed.

Unfinished Business

There is no unfinished business for this meeting.

New Business

NB1: Reserve Funds ([user-eefcb](#))

Issue: Reserving Capital

Solution: In order to provide working capital for our needs for Tool and Machine Replacement as things wear out or are supplanted by more modern technology, and to prepare us for the potential for new facility acquisition should the need arise, and to reserve capital, I propose that \$35,000 of our bank balance be earmarked as a Tool Reserve and that an additional \$35,000 of our bank balance be earmarked as Capital Reserve. This will leave us approximately \$30,000 in working capital to meet the needs of ongoing expenses and short term projects. The Reserve funds shall be held for their stated purpose and may be allocated and spent by majority vote of the Board.

Relevance to Tax Exempt Status: None

Motion: Move to earmark \$35,000 of our bank balance as a Tool Reserve and an additional \$35,000 of our bank balance as Capital Reserve. These funds shall be held for their stated purpose and may be allocated by majority vote of the Board.

Motion seconded.

Jonathan motion to amend to include the word "Building" between "Capital" and "Reserve". New motion: Move to earmark \$35,000 of our bank balance as a Tool Reserve and an additional \$35,000 of our bank balance as Capital Building Reserve. These funds shall be held for their stated purpose and may be allocated by majority vote of the Board.

Motion seconded.

Vote: Motion carried on voice vote

NB2: Air distribution piping for MS-P lower building ([user-eefcb](#))

Issue: While the air compressor is installed at the lower building, we do not have distribution piping for compressed air.

Solution: Procure and install pipe along the outside back of the MS-P lower building, providing a Tee for an air supply extension at each room location (Kiln, Ceramics, Classroom, Framing, and Blacksmith). Piping will be attached to the building above the top window line. Air will not be extended into each room at this time (Tee will be capped). As with all construction materials at this time, pipe and fittings are inflated and the building is long. Budget \$700 for this project. (Note: We found a box of misc. pipe fittings that will be used as applicable.)

Relevance to Tax Exempt Status: None

Motion: I move to approve a \$700 budget for compressed air piping for the MS-P lower building.

Motion seconded.

Move to approve a \$700 budget for compressed air piping for the MS-P lower building from the Purcellville Upper Building budget allocation.

Seconded.

Vote: Motion carries on voice vote

NB3: Facility Usage Report ([user-eefcb](#))

Issue: Report of Facility Usage according to the Open/Closed boxes at each facility. Should use be continued?

Background Information /Solution:

The Open/Closed boxes at Leesburg (with Stoplight) and Purcellville record site open, close, and open durations. See Report on space Utilization

- Results for 2020 and 2021
- Estimated and Actual (sort of) hours the facilities were open
 - Some folks do not use the box (they do not use the touch screen to show the facility open)
 - There were some power failures resulting in the units being off-line
 - There was at least one instance of power fluctuations that messed up the current time base in Purcellville. Rebooting solved that problem.
 - There was at least one instance of the box being confused by power fluctuations that required intervention, resulting in a short outage.
 - Sometimes folks forgot to touch close and the facility showed open overnight.
 - Actual numbers are probably somewhere between Estimated and Recorded Time - trending towards Recorded Time
 - Amazon Skill (Skill = Makersmiths Status, "Alexa, what is the space status?") is logging about 1 use per month.

Since the original intent of the boxes was to inform Associate Members when the site was open (as they could only have access when a Full Member was present in the facility) and our Membership structure has changed (allowing all members 24/7 access), the original intent of these controls is no longer applicable. Some Members like them, some Members are indifferent, and some Members just ignore them (I have not come across a member who dislikes them).

Do we want to retain these boxes and continue to log the data?



Leesburg Door St...ort 20210824.pdf



Purcellville Door...port 20210824.pdf

Relevance to Tax Exempt Status: None

Motion: I move to remove the site status boxes at MS-L and MS-P

Motion seconded.

Motion to amend: Move to retain site status boxes at MS-L and MS-P.

Seconded.

Vote: Motion carries by voice vote.

NB4: Machine Access Controls ([user-eefcb](#))

Issue: Do we want to continue, expand, or eliminate the Machine Access Controls.

Background Information /Solution:

Report on First and Second month usage.

Additional units can be constructed for between \$95 and \$135 each. (Depends on phase and current. Single phase 20 Amp units are less expensive than 3 phase 40 Amp units. Units for more than 40 Amps will need a separate quote based on the cost of the contractor.) Android application is complete. iPhone app needs to be compiled and tested (I need an Apple computer and an iPhone for this). Currently, I am the only person with the phone app (Android). If we decide to proceed, we need to create a data base of users and their passwords (I believe we decided to use their Makersmiths Wifi password - available from Wild Apricot (?)) and roll out the application to our user base. Production units will not have an override button (or it will be disabled when we have essentially completed roll-out of the application). Some machines may need a disconnect for changing blades or other maintenance.

If we want to continue I will work with the site managers to determine which machines need controls and put together a budget for Board approval.

Do we want to retain these boxes and continue to log the data?



Relevance to Tax Exempt Status: None

Motion: Brad - I move to expand the access control boxes project.

Seconded.

Vote: Motion carried by voice vote.

NB5: Site Managers to Coordinate shop supplies budgets ([user-eefcb](#))

Issue: Tool/Room Stewards do not know how much of the monthly Shop Supplies Budget is available.

Background Information /Solution:

Tool/Room Stewards will coordinate their proposed Shop Supplies expenditures with the Site Managers who will let them know if budget is available. Where potential overspend is possible, the Site Managers will determine the allocation of the supplies budget. This will prevent inadvertent overspend of the Shop Supplies Budget.

Relevance to Tax Exempt Status: None

Motion: I move that Site Managers will coordinate Room/Tool Steward spend against the Shop Supplies Budget.

Motion seconded.

Motion amended: Move that the bylaws be amended at a future date to cover Site Managers coordinating Room/Tool Steward spend against the Shop Supplies Budget.

Motion seconded.

Vote: Motion carried by voice vote.

NB6: Long Term Planning Committee ([user-eefcb](#))

Issue: From the 8/25/2021 meeting of the Board: "The Bylaws and Standing Rules Committee, will become the Long Term Planning Committee once it completes it's remit under its current committee charter."

Background Information /Solution:

Request that a new Slack channel be created, 'Long Term Planning' and that members of the Board and Committee be required to each submit their vision for Makersmiths going forward. Further, at the next Member Meeting, announce the Slack channel and request all interested Members to each submit their vision for Makersmiths going forward.

Relevance to Tax Exempt Status: None

Motion: I move that a new Slack channel be created, 'Long Term Planning' and that members of the Board and this Committee be required to each submit their vision for Makersmiths 1, 3, 5, and 7+ years going forward. Further, that at the next Member Meeting, the Slack channel be announced and request all interested Members to each submit their vision for Makersmiths going forward in the month of October.

Motion seconded.

Move to amend: I move to establish a Long Term Planning Committee and that members of the Board and the Committee be required to each submit their vision for Makersmiths 1, 3, 5, and 7+ years by the end of November. Further, that at the next Member Meeting, the Slack channel be announced and request all interested Members to each submit their vision for Makersmiths going forward in the month of November.

Motion seconded.

Vote: Motion carried by voice vote.

NB7: Makerspace Tourism Sign ([user-eefcb](#))

Issue: Limiting our Liability from persons visiting our site.

Background Information /Solution:

Place a notice proximal to our entry doors stating:

A t t e n t i o n

Be advised, there is no liability for an injury to or death of a participant in a Maker Space Tourism Activity conducted at this Maker Space location if such injury or death results from the inherent risks of Maker Space activity. Non-Members entering this building are advised that they are voluntarily participating in a Maker Space Tourism Activity and that there are inherent risks of injury or possible death that may occur as a result of this activity. Inherent risks of Maker Space Tourism Activities include, but are not limited to, the potential of you as a participant to act in a negligent manner that may contribute to your injury or death and the potential of another person or participant to act in a negligent manner that may contribute to your injury or death. You are assuming all the risk upon entering this facility.

This may help to limit our liability for persons entering the space who have not signed our waiver. It also removes the need to direct any visitor or potential member to sign the waiver before showing them the space (which can be detrimental to our marketing/sales efforts).

Relevance to Tax Exempt Status: None

Motion: I move that this notice be printed and posted proximal to our entry doors at both locations.

Motion seconded

Vote: Motion carried by voice vote.

NB8: Adoption of updated Bylaws and Standing Rules ([Jonathan White](#))

Issue: Bylaws and Standing Rules have not been updated, other than for the Membership types changes. Additional changes and updates were needed to bring the documents in line with current practice and future plans.

Background Information /Solution:

A Committee was formed to review the documents and make recommendations to the Board to update them. The committee held at least 12 hours of meetings, numerous Slack discussions, dozens of hours commenting on the documents individually, and went through 5 versions of the documents. The committee submits the attached documents as the results of the committee's work.



Makersmiths Bylaw...tted to Board.pdf



Makersmiths Stand...tted to Board.pdf

Relevance to Tax Exempt Status: None

Motion: I move that the Bylaws and Standing Rules documents be adopted by the Board as of 09/29/2021.

Motion seconded.

Vote: Motion passed by voice vote.

NB9: Membership Rate Changes ([Scott Newman](#))

Issue: Board of Directors tasked the Membership Committee with reviewing membership rates.

Background Information /Solution:

The Membership Committee engaged in discussions over several months. Ultimately there were 3 proposals considered:

- 1) Leave the rates at \$50/\$100. This rate structure seems to be supporting membership growth.
- 2) Raise the rates to \$59/\$99. This rate structure recognizes that there have not been any rate increases in the history of the organization. The \$59 rate approximates the rate of inflation over the time (per the discussion at the Board meeting where this request was made), and the \$99 rate provides an incentive for members to remain at that rate or to support the organization at a higher level than individual.
- 3) Raise the rates to \$59/\$109. Similar arguments to the second option, but addresses the argument that we are lowering the rate for Household Memberships and raising it for Individual Memberships.

The consensus (but not unanimous) recommendation was option 1, to leave the rates at \$50/\$100

Relevance to Tax Exempt Status: None

Motion: I move to implement option 1 as stated.

Motion seconded.

Motion to amend: I move to implement option 2 as stated above, effective January 1, 2022 and to be announced at the membership meeting.

No second.

Scott withdrew the motion.

Open Discussion

Hillsboro Ruritan offer

Honorary Membership for Loudoun Valley

Adjournment

Meeting adjourned by Dave Painter at 9:20.