

MINUTES Hawaii Writers Guild August 6, 2019

Hawaii Writers Guild (HWG) Board of Directors (BOD) Meeting
Held at Tutu's House

Officers and Directors of the Guild present:

Diann Wilson (via internet) – *President*, Bruce Stern – *Vice President*, Diane Revell – *Secretary*, Bob Lupo – *Treasurer*, Duncan Dempster – *Webmaster Director*, Joy Fisher – *Public Relations Director*, Louise Riofrio – *Events Director*

Others Present:

Jim Gibbons, Shawn Nakoa (Attorney at law)

[Note: Items in **bold** indicate decisions made or actions required. Items in square brackets are usually information that became available after the meeting had been adjourned.]

The meeting was called to order by President Diann Wilson at 1:00pm with “Zoom” running on the Tutu's House's computer and large screen to allow other Board and Guild members to join remotely, however no one joined today via internet. We did have a conference microphone to better ensure those who do participate remotely will hear all the speakers in the room as that had been an issue last month.

Joy Fisher introduced our special guest, Shawn Nakoa, Attorney at Law, who had helped us with our initial applications for Hawaii recognition of the Guild as a nonprofit. This included providing guidance on our Articles of Incorporation and filing the final version with Hawaii State. She also had reviewed our recent Bylaws update and found them fine with no changes needed. **Shawn was here to provide us with information on the next steps to gain federal recognition for the Guild as a 501(c)(3) tax exempt nonprofit.**

Advantages of federal 501(c)(3) tax exempt nonprofit status are primarily 1) no federal taxes to pay and 2) personal tax exemption for those who donate. It may also provide an advantage for obtaining grants. To apply for this status **the Guild will need to fill in and file Internal Revenue Service (IRS) Form 1023. Shawn provided a copy of the form to Joy Fisher.** Based on our specific organization much of the many page form will not be applicable. Also, the Board concurred with Shawn's assessment that as writers and based on the work she has seen on the other documents, **much of the form can be filled in by the Guild members without much help from her**, so the fees she would charge would be much less than if she had to fill it all in for us. The full-service fee would have been around \$6000, but **to guide us through the process and file the form for us a flat fee of \$2300 would be the cost.** Our 501(c)(3) Committee members would need to work on the **narrative of group events and financial data for the form.** We have not had any fund-raising events and do not offer compensation to our Board (or other) members, so this will simplify the work. **The committee would do most of the draft and Shawn would provide legal editing.** She asked about a mission statement and a couple policies we do not yet have in place and **recommended we create them right away and have them available for adoption by our next Board meeting in September: Mission Statement, Conflict of Interest Policy, and Non-discrimination Policy.** The 501(c)(3) Committee members will work on these documents right away. [Diane R. sent out a task list for this activity seeking volunteers for each of the 3 documents. **Joy Fisher has agreed to take on the Conflict of Interest Policy document.**]

It was agreed **the Guild would like to obtain federal non-profit status before the end of 2019 if possible.** Shawn said **the IRS turn around can take 5 weeks to 6 months depending on complexity** based on her experience. She has not had experience with the Trump administration, so is not sure if this has changed recently. There is an expedited processing option that has an additional fee required and the reason for

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requesting it to be expedited must be compelling to qualify. We agreed we don't believe we have rationale nor want to pay the fees for that. She said if we have questions filling in the form, the folks at the IRS have always been very helpful in her experience when you call them.

To have her file our form, she will send Joy a Form 2848 to fill-in and sign to provide her with our power of attorney. Joy asked if Shawn could also provide a copy of a filled in Form 1023 that was accepted by the IRS and Shawn said she would provide one to Joy for our use as an example.

When the IRS grants 501(c)(3) tax exempt nonprofit status, it is communicated via a Determination Letter they will send. This should be maintained by the Guild as their proof of 501(c)(3) tax exempt nonprofit status. Hawaii Revised Statutes (HRS) Chapter 414D – Hawaii Nonprofit Corporation Act (<https://cca.hawaii.gov/breg/hrs/hrs-chapter-414d-hawaii-nonprofit-corporation-act/>) includes the duties of Board members. Shawn offered to come talk to us about this when we have obtained our federal nonprofit status. Three main points of the duties are 1) duty of care, 2) fiduciary, and 3) loyalty to the organization. If questions on ethical issues arise, most often reference to the organization's mission statement should help resolve the issue.

A diverse board is viewed as helpful in applying for grants. We know we are heavy on older, retirees and may want to consider options to improve on our age balance. A student discount membership perhaps with recruitment in high school and college journalism classes could be considered as suggested by Louise. To accommodate younger school or working members on the Board may require changing meeting times. We are diverse on gender and have some ethnic diversity in our membership though less so on the Board.

To summarize Shawn said we should work through the Form 1023 and leave blank issues we find, then when done, consult with Shawn on the questions that have come up. At this point Shawn left the meeting (1:30pm).

The Secretary, Diane Revell, requested the **July 2nd Board meeting minutes be moved to be approved and the meeting minutes were approved** unanimously. The minutes will be posted to the Guild's website in an archive location for minutes. When this is done by the Webmaster, the Secretary will send an e-mail to all members with the link.

Since our prior Board meeting, **Diane R. collected the remaining signatures needed of the Board members who were not there at the time to sign off our revised, adopted Bylaws.**

Diane indicated that there had been **no change in the membership total count since our July Board meeting; currently 56 active members. We also have 2 pending members.** Dues are still pending as of February 19th (Steven Donovan) and one other pending member who was accepted May 10th (Janet Oakley). We also have **four members with delinquent dues in suspension territory (2 to 3 months delinquent), one less than last month.** One of our Board members, Bryan Furer, had paid online via PayPal, but wasn't sure if it had gone through. Diane had confirmed with him the prior day that Bob Lupo had received Bryan's payment.

Diane had brought a conference microphone she donated for use with our Zoom remote meeting access. No one logged in remotely, so we weren't able to test its effectiveness today. Diane wanted to know if the Board felt we should donate the mic to Tutu's House (kept there, but still available for our use) or to keep it with the Guild and just bring it to each meeting. **It was decided to keep the mic with the Guild.**

Treasurer, Bob Lupo, provided the HWG Treasurer's Log, June 28 to July 31, 2019 with current bank balance and recent income/expenditures (Attachment 1). This included the payment of dues via PayPal

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owed by three members, payment for a t-shirt, and the expenses to cover the June pop-up bookstore events at the Waimea Farmers Market (Pukalani Stables area) as well as the monthly bank fee for our checking account. This left **our bank balance at \$2,680.29 with \$1600 of that reserved for work to make us an official 501(c)(3) qualified charity, so \$1,080.29 for Guild operations.** However, Bob now had two more dues checks to deposit, plus one cash payment from Jim Gibbons for dues and payment for another \$10 t-shirt, and an outgoing check to reimburse Louise for the two most recent pop-up bookstore events in July. **These will show up in the treasurer's log for August.**

Bob previously raised the issue that the PayPal fee when folks pay by that means shorts the Guild by \$0.04 each time. **Duncan** said PayPal adjusted the amount of their fee a few months ago for those who pay using PayPal via our website so he **would change the amount to make the Guild portion come out as \$40** after the PayPal fee is subtracted. [**Duncan completed this on August 11th.**]

Committee Reports:

Duncan, our Webmaster has checked with Jada Rufo to have her try out the blog as a chat option on our Guild website, but he has not seen much action on her part, so this is not moving along at this time. Jada was going to be the moderator for the chat group. The current plan to use Weebly for this use is a concern for Duncan as the application does not give him the option to route incoming messages to another moderator; all messages are routed to him. So, if we decide to pursue this we may need a better application to do this (had planned to use a Google Group option until their pricing structure changed and made it too expensive).

Duncan did update the member books page of the Guild's website. He **might have missed Bruce Stern's book, so will check and add it in if needed.**

There was a pending request to the Guild via our website that Duncan passed to the Board for a reply but did not receive one. **A mother on Oahu was looking for someone to mentor her 11-year old son on short story writing.** It was suggested the request be forwarded to Sabrina Ito, one of our members on Oahu, to see if she would like to respond to the request. [**Duncan forwarded the request to Sabrina via e-mail for her to respond to or not as she saw fit.**]

The Public Relations Director, Joy Fisher, reported Louise Riofrio's workshop presentation on marketing of one's publications called "**Telling Your Story: Bringing a Book to the World**" at **Tutu's House on July 25th had about 14 in attendance and it went well.** This evening at 6pm at **Kona Stories Bookstore's Words and Wine** event one of those reading from their book will be our member **Donna Beumler.** The next **Writers Voices in Waimea is the following day, August 7th, with readings by four of our members:** Virginia Fortner, Jada Tan Rufo, Steven Foster and Bob Lupo. Joy passed out flyers for the event. The **next Writers Voices event will be on October 2nd.** Joy will be away, but one of our members volunteered to be emcee on her behalf, **Carol McMillan.** Carol lives in Bellingham, WA, but will be moving to Waimea before October.

Joy provided an overview of the third meeting of the committee to establish an on-line Literary Review. The **more detailed minutes** of the meeting were previously provided to the Board by the chair of the committee, Laura Burkhart, and are **provided as Attachment 2 to these minutes.** The next meeting of the committee will be on August 9th. A previous concern that a person would need to be found to act as webmaster for a new application for the Literary Review was resolved at the meeting after Duncan was able to provide a suitable mock-up using our existing website application, Weebly. The publication is still targeted for January or February 2020.

We still have the **ad on our HWG website for a volunteer newsletter editor, but no takers to date.** Joy felt the newsletter would provide more communications with the full membership, it could include reviews of published works by our members and other activities that might be of interest to the members. The ad is at the top of the Guild News page of the HWG website: <https://www.hawaiiwritersguild.com/guild-news.html>

Louise Riofrio, Events Director, reported on recent and upcoming events. **The most recent pop-up bookstores were held on July 6th and July 20th.** She provided Bob Lupo with the receipts for the cost of the table per pop-up event at the stables which is \$30/event. He wrote a check today to reimburse. **The Christmas in July event in Kailua-Kona went well.** Each member who attended sold at least one book or more. For all these events it would be great to have more author participation. **The next pop-up bookstore will be held on August 17th and the table will be staffed between 7:30am – 1:00pm.** Besides the pop-up bookstore events, the next major event will be **Christmas Treasurers and More that will be at the Marriott King Kamehameha Kona Beach Hotel on November 16th.** [There is also a **Hilton Waikoloa Ohana Craft Festival Nov. 30- Dec. 1 we may want to consider.**]

Diane mentioned the **Guild had considered venues besides Anna Ranch for the Guild's January annual meeting but would need to plan earlier (probably by late October) to reserve a place.** Louise was concerned about getting the annual meeting lined up. A couple of us **suggested she reach out to Cece Johansen for advice as Cece did the major planning for the meeting in the past.** Also, Joy mentioned **Amara Cudney in the past had expressed interest in helping to arrange the foods for the event and might still be interested** in helping with that.

Eila, Director for North Kohala, was unable to attend. **The next public reading at the North Kohala Library is scheduled for September 23 from 6:00pm-8:00pm** and she has sent out a request for readers recently and plans to also have pop-up poets participate as she did at the previous one in North Kohala Library.

Bryan Furer, Director for Volcano, was not able to attend the meeting. Bryan is active in that area of the island and the next Volcano Writers meeting will be held on August 19th. Diane Revell had attended the August 5th Volcano Writers meeting. She reported they are working on an anthology of their group's writings that they hope to have ready to self-publish at the end of 2019. **Those at the meeting expressed appreciation to Diane for the work the Guild does and for those members who have participated with their group in the past at their public readings.**

Bruce Stern, Vice President, did not have any issues to raise.

Our President, Diann W. **said the workshop** by Susanna Moore will be held on August 26th from 6:00pm to 8:00pm at the North Kohala Library. **The workshop subject will be on how to critique writing.** Samples for criticism will be made available at the library ahead of time so attendees to the workshop can try their hand at critiquing the samples and bringing them to the class. It was suggested it would be good to have the samples online and providing a link for participants to print out the samples ahead of class without making an extra trip to the library. **If Diann can provide the PDF of the samples to Duncan and Joy they could make the link available to our members.** The two members who offered up writing samples for critique were Donna Beumler and Michael Foley.

Diann took on the updating of the current trifold for the Guild and it is in work. She said it was a bear to update in part as the only copy for editing was not readily modifiable. She had provided the update to the Board members for comment via e-mail recently, but it became clear the Word file was formatted differently depending on the receivers Word or other application settings. Sending out a PDF version was suggested once

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the non-format related comments were incorporated. The master copies will then be provided to the Secretary for use in future updates.

The **next regular Board meeting date** was set for **Tuesday, September 3rd** at 1:00pm-2:45pm at Tutu's House. Diann W. will try to participate remotely, but if that doesn't work out, Bruce will chair the meeting.

The meeting was adjourned at 2:28pm.

Respectfully submitted,
Diane Revell, Secretary

Announcements:

- The **next regular Board meeting time and place: Tuesday, September 3rd at 1:00pm – 2:45pm at Tutu's House** at 64-1032 Mamalahoa Hwy # 305, Waimea, HI 96743. Attendance via internet will be offered.
- **Requests for items to be added to the agenda for the next regular Board meeting should be sent to the President Diann Wilson and Secretary Diane Revell at their e-mail addresses** (island.diann@gmail.com and diane.b.revell@gmail.com) 10-days prior to the next meeting, so **by August 24th**. The **agenda will be e-mailed August 29th**, five days prior to the meeting.
- Parking Lot:
 - a. **Setup the HWG Chat moderated blog via our website for all members to post comments** for an exchange of ideas. Duncan checked with Jada Rufo who is a willing moderator. Duncan completed his website update work and is waiting for Jada to proceed to make it active for the membership **Who:** Duncan Dempster/Jada Rufo **Due Date:** Jada agreed she plans to moderate this blog/chat and initiate first entry. Need to send notice to members when Jada has her first post up, before September 3rd Board meeting.
 - b. **Create documents for adoption at next Board meeting needed for our 501(c)(3) application. 1) Mission Statement, 2) Conflict of Interest Policy, 3) Non-discrimination Policy. Who: 1) ?, 2) Joy Fisher 3) ? Due Date:** Prior to September 3rd Board Meeting to send to Board to review.

Attachment 1: HWG Treasurer's Log, June 28, 2019 to July 31, 2019

Attachment 2: Coordinating Meeting HWG Literary Review Minutes for July 24, 2019

Attachment 1: HWG Treasurer's Log, June 28, 2019 to July 31, 2019

Hawaii Writers Guild Treasurer's Log for July, 2019

American Savings Bank Balance as of 6/28/2019	\$2,625.41
July Inflows	
Bruce Stern Dues Received (Pay Pal*) 7/5/19	39.96
Bryan Furer Dues Received (Pay Pal*) 7/17/19	39.96
Donna Beumler Dues Received (Pay Pal*) 7/22/19	39.96
July Outflows	
Pop-Up Expense Debited 7/3/19	-60.00
ASB Monthly Service Fee Debited 7/31/19	-5.00
Total ASB Operating Balance as of 7/31/19	\$2,680.29
ASB Net Operating Balance as of 7/31/19	
Total ASB Operating Balance as of 7/31/19	\$2,680.29
Less 501-c-3 Reserve Fund as of 7/31/19	-1,600.00
ASB Net Operating Balance as of 7/31/19	\$1,080.29

Note *: PayPal change in fee caused \$0.04 less for each dues paid via PayPal after 5/15/2019. Check with Duncan Dempster on means to correct issue. He plans to try to adjust it.

Attachment 2: Coordinating Meeting HWG Literary Review Minutes for July 24, 2019

Coordinating Meeting, HWG Literary Review
Wednesday July 24 2019, Laura's place in Hawi, 1:00-3:00

Present: Michael Foley, Bob Lupo, Jim Gibbons, Joy Fisher, Duncan Dempster, Laura Burkhart

1. Submission guidelines

Bob developed a well-researched draft for discussion. Committee members gave Bob comments and he'll revise the guidelines for the next meeting.

Joy will discuss guidelines for drama/dramatic monologue with Jan Asch and bring to the next meeting.

2. Editor for drama

Joy will follow up on this.

2. Style guide for editors of the review

Michael will review some and bring recommendation(s) to the next meeting.

3. Square Space

Joy has done the research and thinks it is the best option. There was discussion of who might take on the role of designer/formatter.

After discussion it was agreed that we probably don't need the Square Space platform at this time.

Duncan offered to try out Weebly and make a dummy page for review, using *Off Assignment* as a model.

4. Submittable

Laura has been in contact with people at this submission platform and has left a list of questions with them.

Since HWG membership is not large, it was agreed that for the first issue people could submit via email or snail mail, without going through the Submittable platform. Laura will develop a format to ensure blind judging of submissions.

5. Name, logo, tag line

Michael and other members presented options for a name. It was agreed to carry on the discussion of name selection at the next meeting.

It was agreed that the HWG kapa could be modified (e.g. circle or waves) to use as a logo.

6. Review of timelines

Since we won't be using Square Space or Submittable for the inaugural issue, the timelines for submissions of Sept 1-Nov 30 will still work. Publication is scheduled for Jan or Feb or 2020.

7. Next meeting

Friday August 9, Jim's place in Waimea, 1:00-3:00.