**MINUTES Hawaii Writers Guild August 14, 2018**

**Rev. 2**

Hawaii Writers Guild (HWG) Board of Directors (BOD) Meeting

Held at the home of Eliza Cahill

Officers and Directors of the Guild present:

Eliza Cahill – *President*, Bruce Stern – *Vice-President*, Diane Revell – *Secretary*, Bob Lupo – *Treasurer*, Duncan Dempster – *Webmaster*, Joy Fisher – *Public Relations Director*, Cece Johansen – *Events Dire*c*tor*, Eila Algood – *North Kohala Director*

Others Present:

 Sam Cudney, Amara Cudney, Jim Gibbons

[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.]

President Eliza Cahill called the meeting to order at 1:30pm.

The Secretary, Diane, requested revision 1 of **minutes of the July 3rd Board meeting** be moved to be approved and they **were approved**. They **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**.

Diane reported on **current membership; we have 53 active members** some delinquent on this year’s dues but also two of the members are new since the last Board meeting. Bob Lupo mentioned he has continued to send gentle reminders to those with outstanding dues. We found out the issue for one member was we used an old e-mail address for him and he was not receiving our HWG communications including the dues reminders; we now have his updated e-mail address.

Diane indicated she still needs to **post the Guild documents of incorporation** to make them available to the Board members. **Bruce Stern, Vice-President, said he was sure there was a way to do folders in a Google Group and he has investigated this for Diane**. They will discuss this outside of the meeting. [The means Diane used to store them via a message on the HWG BOD google group in April apparently required Diane to “share” them to allow other Board members to see them. She tried to do this on August 18th when Joy brought this to her attention and Diane will need feedback to see if that worked.]

Diane provided prior to the meeting another version of **Bylaws updates to handle the signature authority rules per prior discussions and e-mail replies since our last Board meeting. Additional changes will likely be needed** including some recent e-mail replies on submittal of receipts, accounts security and more for either Bylaws or Policy updates.

As **agreed previously per Joy’s suggestion, seconded by Bruce Stern a legal review of these signature authority changes should be completed** to ensure they seem appropriate for our organization. This along with the issue of dues entailed a discussion of **what type of organization we should be (non-profit or other like a club)** and how this affects our tax status. This **has also been an underlying issue in doing a financial audit per our Bylaws being delayed** based on the need to determine our tax status. **It was decided a separate meeting on this topic should be held to give it the attention needed and to finally settle the issues around this topic. This meeting will be held on Tuesday September 4th at 1:30pm at Eliza’s home and will include a pros/cons of being a non-profit**. There are multiple types of IRS defined non-profits also that need consideration; besides the 501(c)(3) we all tend to think of for religious/charitable/scientific/educational there is the category 501(c)(7) social and recreational clubs. Cece suggested contacting the **Hawaii Alliance for Nonprofit Organizations** (HANO – located in Honolulu, phone 808-529-0466, <https://hano-hawaii.org/>). **This organization has an assistance program for helping individuals to set up a nonprofit organization in Hawaii and is referenced in the State of Hawaii, Department of Taxation’s Tax Facts publication 98-3** (<http://files.hawaii.gov/tax/legal/taxfacts/tf98-3.pdf>) tax information of Nonprofit Organizations. Bob Lupo also suggested the use of the Legal Zoom websites for information and filing for no-profit status as a relatively inexpensive way to go, but some in the meeting suggested caution about relying on them versus a local tax expert familiar with Hawaii.

Our **Treasurer**, Bob Lupo, said **we currently have $1558.48 in checking and the required minimum of $50 in savings**. He received two additional dues payments of $40 each today and a check from another member that he still needs to deposit. He **raised the issue of consideration of a two-tiered membership** with lesser dues and fewer benefits for a lower level membership; this **assumes some of the non-payment issues are because the dues are too high**. This topic gained additional discussion with Sam Cudney giving examples along with others of **tiered “dues” along the lines of membership dues, student dues, sponsor donations as three possible levels**. One member of the Guild did indicate to Bob that due to the situation she is having to deal with related to the Puna district lava flows, she would be unable to pay for membership this year. Per a prior discussions by the Board, it was considered the Guild should have policy for allowing dues free membership in a hardship though specific wording to approve the policy had not yet been discussed. The **proposed hardship waiver for Dawn Hurwitz was moved/seconded and approved** even without the current Bylaws update for this policy. The wording for the policy will be an agenda item on the next regular Board meeting.

Bob provided a draft budget document for 2018 ad 2019 along with the assumptions he made for review and discussion. For assumptions related to the Guild’s website costs, Duncan agreed to provide more specific costs for the current and coming year. **Bob said he would update the budget proposal accordingly. [Included at the end of the minutes is an attachment of the updated budget provided by Bob on 8/17/18.]** There was a suggestion by Eliza that the Guild may want to store some of our income in the savings account to set it aside for future major events that might require more money than the month to month expenses (this could include for example the annual membership meeting or a special guest speaker). Having money in saving versus checking would ensure it was less available to be used up for standard expenses.

The Treasurer only accepts cash or checks for now though we looked at the option to allow PayPal or a similar payment application to be used. This might make it easier for our international member to pay her dues. Previously the Board approved Duncan setting up a free PayPal Standard Business account. Duncan stated he would then update the Guild’s website to provide a way to folks to pay for dues or a make a donationvia our Guild’s PayPal account. Duncan had done all he can at this point to set up the PayPal Standard Business account, but **there is a hang up for the step linking the PayPal account to our Guild’s credit union accounts as he is not currently on our signature card**. He was removed when he left the job of Treasurer, but also was out of commission due to a serious car accident. **The Board agreed Duncan Dempster should be added to the signature list and Diane will provide an updated signature authority card for presentation to the credit union** to get him back on their copy of the signature list. [Diane provided the updated list to Duncan via e-mail on 8/15/18 and a copy is provided as an attachment to the minutes.]

It was suggested previously that Diane should incorporate the policy on dues delinquent more than 3 months (see June 12th meeting minutes) into our Bylaws. This action is still pending.

*Committee Reports*:

**Duncan our Webmaster was recovered enough to attend our Board meeting. Yeah!** He had earlier raised the issue of lack of input by new members of their biographies/photos for the website and Eliza has taken action that should help. As agreed previously, Eliza created a **personal message to those who have not yet done so, to encourage them create a bio with a photo and the message included some tips on creating one**. She was sending this message out later today to those who had not used this feature based on a table Diane created to show who had and had not done so. [**Duncan reported back a couple days after the meeting that at least one of the members had provided him with their bio and photo since Eliza had sent her request** for such out to the members who had not previously provided these for the website.]

It was previously agreed a **new Google Group called “HWG Chat” was needed to allow all Guild members to have a free exchange of ideas**. Two things are needed to make this possible. **One is to set up the new Google Group. Bruce said he will look into this task**. The other issue was to **have a moderator** **to ensure no inappropriate use** **of the group** by member postings, so until that is done the group cannot be activated. Eila thought she had a possible candidate to moderate, but so far that has not worked out.

**There was a brief discussion of some feedback received on our website and in particular that some of the colored lettering on colored backgrounds made reading the information difficult**. Wendy Noritake who worked in Communications as her profession had made some suggestions. It was agreed the site should be reviewed and updated. Eliza was going to send out to the Board a suggestion request for changes to the website. [**Eliza sent her request out via e-mail on 8/15/18 with the subject “Our Webpage”** to the Board and also to Sam and Amara Cudney.]

The **Public Relations Director, Joy,** mentioned the **next Writers’ Voices (formerly known as Lit Nite) event is planned for October 3rd**. Joy published the write-up on the most recent one held on August 1st on our Website and Facebook pages.

Previously Duncan had **posted Joy’s ad for TV skills certification, but so far no one has taken advantage of the offer**. Joy was not sure how to connect with school video class students that might be interested and schools had not been in session until recently. Also, she was not sure a student would be the appropriate choice for the task. For now, we will just wait for a volunteer.

After the last Board meeting’s discussion of **alternate suggestions for the name Lit Nite for the Waimea public readings,** Joy send out a solicitation for votes among our membership and of the three choices **the one selected was Writers’ Voices**. Joy came today with a mock-up of a banner to be posted day of the readings that used the new name. The banner design was approved by the Board and the banner should be ready before the next reading in October at the Thelma Parker Library.

**Eila also purchased a banner for use at the North Kohala Library readings and for the Pride Writing Workshops with the Guild logo design.** Diane helped her find the font used in our logo**.**

**Joy thought we should also have T-shirts with the logo on it made available for sale to members.** She and Cece as well as Sam and Amara Cudney will be attending the Kauai Writers Conference in November and wearing the T-shirts there would be a way to help advertise the Hawaii Writers Guild. Sam Cudney said he could provide some information to Joy on how to get the printed t-shirts locally. **Related to the Kauai Writers Conference, Joy inquired about a table there to promote our Guild and she has been informed a table will be made available for the Guild’s use at no charge**.

**Bruce suggested we should also make a tri-fold brochure advertising the Guild for use at our events and ones attended** like the Kauai Writers Conference. A tri-fold created on 8 ½ by 11 inches paper is an efficient way to put lots of information into an inexpensive format. Eliza seemed to be interested in taking on this task though others might also want to do so and get to it sooner. [Sam Cudney told Joy after the meeting that he would be willing to take on this task if we would provide information to him.]

**Cece Johansen, our Events Director, was able to clarify her situation through the end of the year that made it clear she needed some help from now until then**. It was agreed that **Joy would handle the Writers’ Voices readings in the meantime** and **other Board members agreed to help with specific requests** to keep the events on track.

Cece said she had been disappointed that three of the group of six who said they would come for the Christmas in July event at the King Kamehameha Kona Beach Hotel in Kailua-Kona on July 16th did not make it. She is underwhelmed with the membership support of these types of events. Otherwise the event did go well, and she thought it worth her time to attend. **She would appreciate more attendance by other Board members who could talk about the advantages of Guild membership**. Often these events have **costs in two categories, one for the table space and the other per person** who will be at the table. **It was agreed by consensus as a general policy for those events the Board approves for participation, the Guild should pay for the table space, but those who plan to staff the table and sell their books should pay the per person fee.** [This policy was not decided by a formal vote and as deemed to be a necessary Bylaws change.]

Related to the topic of **the annual membership meeting to be held in January, Cece mentioned a group called Friends of the Future that might work together with us on the event**. Among other things they work with Tutu’s House. **Their contact information** **is as follows:** Michelle Medeiros for Resource Development, phone 808-885-8336, e-mail FriendsoftheFuture@gmail.com, website page on who they are <https://www.fofhawaii.org/who-we-are/>.

The Board previously agreed all proposed events should start with the New Events Suggestion form (found on the Guild’s website under the Events Calendar tab: [**http://www.hawaiiwritersguild.com/new-event-suggestion.html**](http://www.hawaiiwritersguild.com/new-event-suggestion.html)). Then the form could be discussed at the Board for potential approval.  **Current events approved and happening** are as follows:

 **A free workshop offered by Sam Cudney**

**Wednesday, August 29th, 6:00pm-7:00pm entitled “… Self-Publishing 101**”; and

**Three free workshops offered by Eila Algood with support by Holly Algood**:

1) **Saturday, August 18th, 3:00pm to 4:30pm at Tutu’s House** in Waimea,

2) **Tuesday, August 28th, 3:30pm to 5:00pm at North Kohala Public Library** in Kapaau and

3) **Saturday, September 1st, 10:00am to 11:30am in Honolulu** all on **the subject “Pride Writing Workshop, Talk Story on Paper.”**

It was noted that the Thelma Parker Public Library agreed to sponsor the workshop that Sam is offering so there was no fee to use the meeting room or the necessary audio/visual equipment.

**Eila, Director for North Kohala, had scheduled the first of the future public readings at the North Kohala Public Library,** beginning on **Monday, September 17th**. She currently has five of the planned six readers signed up.

**Bryan Furer, Director for South Hawaii, was unable to attend today’s Board meeting**. The most recent Volcano Writers Group meeting will be held Monday, August 20th at 10:30am with the theme Humorous Disaster Stories.

Eliza said previously **we should have some standard forms/letters/processes for the things the Guild does**; for example, holding reading events and all that encompasses including a timeline of the sequence, answers to frequently asked questions (FAQ), congratulations e-mails to new members, requests for dues, etc. **She would like the Board members to provide her with a list of these types of things that we could standardize and (if you have them) examples to use**. Some of these Eliza has on the list include the following:

* An **invitation e-mail** to recruit possible new members – this is **in work now**.
* The **bio/photo help e-mail** – finalized recently and **to be sent today**.
* The “**hosting a workshop guide**” – Using input from Eila she sent to the Board members for comment on July 1st. She received a couple positive comments and Eila mentioned providing more feedback on July 3rd. [Appears to still be in work]
* Protocols/guidelines for **running a workshop** with input from Eila and Sam – new idea not yet started
* Diane suggested she could create a **HWG secretary handbook** that would include templates agendas and meeting minute – not started yet.

Eliza developed a **poster/banner design for use in advertising the coming Writers’ Voices reading**s by working with the Board via e-mail before this meeting. She made it suitable for use on both digital and paper ads and **provided it via e-mail on August 10th**.

**Eliza had filled in and submitted on August 10th a New Events Suggestion form for a “Bare Bones Poetry Workshop & Bare You Bones Spoken Poetry Competition.”** There was a comment or two submitted via e-mail, but **we did not have time at this meeting to discuss it**.

A **Special Board meeting date was set for Tuesday, September 4th at 1:30pm-3:30pm for discussion of the legal status and organization of the Hawaii Writers Guild**.

The **next regular Board meeting date was set for Tuesday,** **September 11th at 1:30pm-3:30pm**.

The meeting was adjourned at 3:00 pm (or so).

Respectfully submitted,

Diane Revell, Secretary

Announcements:

* **Special Board Meeting on the subject of the Guild’s tax organization status, meeting time and place: Tuesday, September 4th at 1:30pm – 3:30pm at Eliza’s home** at 65-1372 Kawaihae Rd. in Waimea. The agenda is limited to the special topic with Board members suggested to bring pro/con lists for some of the tax organization options (such as 501(c)(3) or 501(c)(7) IRS non-profit categories where the second one is for “social and recreational clubs.”
* The **next regular Board meeting time and place: Tuesday, September 11th at 1:30pm – 3:30pm at Eliza’s home** at 65-1372 Kawaihae Rd. in Waimea.
* **Requests for items to be added to the agenda for the next regular Board meeting** should be sent to the President Eliza Cahill at her e-mail address (Fridamagazine@gmail.com) 10-days prior to the next meeting, so **by September 1st**. The **agenda will be e-mailed September 6th**, five days prior to the meeting.
* Parking Lot:
	1. **The goal had been for the audit of the HWG finances be completed no later than February 28th, but this was delayed again with focus on determination of tax status taking precedence**. **Who:** Form an audit committee **Due Date:** Within a month after determination of the Guild’s tax status
	2. **Find a** **tax advisor for a written determination of the Guild’s tax liability**. Diane suggested Bob contact the Waimea/Kamuela office of Olson & Sons who do business law **Who:** Bob Lupo **Due Date:** Delayed with other options being considered as Olson & Sons said this is not their area of advice and suggested we need to talk with a lawyer that specifically handles tax law. Goal for new source is **prior to September 4th Special Board Meeting**.
	3. **Draft a set of signature authority rules**. A) Have the Secretary help in putting them into Bylaws appropriate edits. B) Have the related final Bylaw recommended changes reviewed by an appropriate legal advisor **Who:** A) Bruce Stern/Diane Revell B) TBD **Due Date:** A) *Round one completed with round two in work for review* ***prior to the August 14th meeting.*** B) Before September 11th.
	4. **Developing a process and associated forms/letters** that any Guild member could use **to initiate and set-up a reading event: recruiting authors to read, finding the appropriate venue, follow-up reminders to the readings and emceeing as well as any finish work**. A) **Initial** Framework **Who:** Bruce Stern/Eliza Cahill **Due Date:** A) *Eliza completed an Initial Framework and received comments by July 3rd* B) **Finalized** Version **Who:** Diane Revell while checking with Eila Algood and Cece Johansen to be sure their experiences were included **Due Date:** TBD
	5. Provide HWG business cards at local bookstores. See about establishing readings at other venues like the Kona Public Library **Who:** Eliza Cahill for bookstores, Cece Johansen for Kona Library **Due Date:** TBD
	6. **Presentation of a proposal for the HWG Poetry Slam**. Eliza submitted a New Events Suggestion form on August 10th. Some feedback, but not enough time to discuss at August Board meeting **Who:** Eliza Cahill **Due Date:** September 11th
	7. **Find a moderator for the new HWG Chat** Google Group. Joy had one suggested moderator who declined, but Eila was checking with an alternative. **Who:** Eila Algood **Due Date:** September 11th
	8. **Set up the HWG Chat Google Group for all members to post comments** to for an exchange of ideas. Develop a set of “tags” to group topics. **Who:** Bruce Stern **Due Date:** September 11th pending finding a moderator.
	9. **Set up a PayPal Standard Business Account for the Guild** and **provide links on the website for making dues payments or donations** with this as a means to pay. **Who:** Duncan Dempster **Due Date:** Delayed due to issue with Duncan no longer being on the HWG local credit union signature card, so he was not being given the information needed to link payments to the PayPal account - August 31st.

* 1. **Additional HWG banners should be obtained** for advertising use. Pending receipt of artwork from Julia Pace to Joy. This has gone ahead without the input from Julia **Who:** Joy Fisher, Eliza Cahill, Eila Algood **Due Date:** *Completed as of August 14th as Joy had a mockup of the banner she needs for publicizing of Waimea Writers’ Voices reading the day of the event, Eliza developed a poster design for digital and paper posters that was approved and made available August 10th, and Eila was able to have a banner approved/made for use at the North Kohala Library readings.*
	2. **A)** Request **members input for alternative name for Lit Nite**, then **B)** hold a **vote to select replacement and provide feedback to librarian for their poster**. **Who:** Joy Fisher **Due Date:** A) *Completed June 26th*, B) July 10th to support press release by July 15th *Completed with Writers’ Voices as the winner*
	3. Update the Bylaws to incorporate the policy on handling members with dues delinquent 3 months or more based on the June 12th Board meeting minutes and follow-on discussions. **Who:** Diane Revell **Due Date:** September 11th
	4. Discuss for approval Eliza Cahill’s August 10th New Events Suggestion form for a “Bare Bones Poetry Workshop & Bare You Bones Spoken Poetry Competition.” **Who:** Board members **Due Date:** September 11th

***Attachment 1***: August 2018 revision to the Hawaii Writers Guild – Bank Account Signature Authority list

***Attachment 2***: Hawaii Writers Guild Budget (Draft) – 2017 Actual to 2018, 2019 Estimated, provided August 17, 2018

 Here is the table of those with past bank account signature authority and those with current bank account signature authority for our account at Hawaii Community Federal Credit Union.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | 2017 | 2017 | 2018 | 2018 |
| # | Name | Officer/Director Title | Name | Officer/Director Title |
| 1 | Ray Pace | President (until Oct. 2017) | Elizabeth Ann Cahill  | President (since Oct.2017) |
| 2 | Duncan Dempster | Treasurer | Robert E. Lupo | Treasurer |
| 3 | Cecilia Johansen | Vice President (until Oct. 2017) | Bruce A. Stern  | Vice President (since Nov. 2017) |
| 4 | Eila Algood | North Hawaii/Kohala Director | Eila Algood | North Hawaii/Kohala Director |
| 5 |  |  | Cecilia Johansen | Event Director |
| 6 |  |  | Diane B. Revell | Secretary |
| 7 |  |  | **Duncan Dempster** | **Webmaster** |
|  |  |  |  |  |

Note that this August 2018 revision was agreed upon at the August 14th, meeting of the Board of the Hawaii Writers Guild to add our Webmaster, Duncan Dempster, to the list of authorized signatures for the Hawaii Writers Guild accounts at the Hawaii Community Federal Credit Union. – Diane B. Revell, Secretary, Hawaii Writers Guild





