

**Chesapeake Region Chapter  
Board of Director's Minutes  
December 16, 2020  
9:30 am  
Conference Call/Zoom Meeting**

**Attendance:** Vicki Eaton, President  
Gail Windisch, President-Elect  
Susan Rapaport, Vice-President  
Ruth Harlan, Treasurer  
B.K. Swartwood, Secretary  
James Anderson, Director  
Kelly Rae, Director  
Kerrie Zander, Director

**Absent:** Rod Clark, Director

**Chapter Staff:** Stephen McConoughey, Chapter Executive Director  
Angela Marsh, Marketing and Events Manager

**Call to Order:**

The meeting was called to order by Ms. Eaton at 9:33 am.

**Approval of Minutes:**

- Ms. Rapaport **motioned** to accept the minutes of the November 19, 2020 Board Meeting. Mr. Anderson seconded. VOTE: (8-0-0). Motion Passed
- Ms. Marsh** is tasked with adding the November minutes to the website.

**Committee Reports:**

- There were no edits or revisions to the committee minutes presented. Discussion on Board action items will be addressed under new business.

**Treasurer's Report:**

**December 2020 Treasurer's Report (Through November 30, 2020)**

SECU Checking	\$81,514.37
SECU Savings (for Office Lease)	\$28,734.32
<b>TOTAL Operating Funds</b>	<b>\$110,248.69</b>

Morgan Stanley (3 CDs @ \$40,000 each) Mature 4/20,4/21,4/22,4/23	\$120,000.00
Morgan Stanley (MM)	\$90,8866.04
Morgan Stanley (Investment Gain/Loss)	
Credit Card Rebate	\$536.42
<b>TOTAL</b>	<b>\$211,402.46</b>
<b>COMBINED TOTAL</b>	<b>\$321,651.15</b>
<b>Liabilities</b>	<b>\$113,974.60</b>
<b>Assets after applying liabilities</b>	<b>\$207,676.55</b>

- Ms. Harlan reviewed the treasurer's report with the Board and noted a few specific items:
  - a. Ms. Harlan, Mr. McConoughey & Mr. Frey, the Chapter bookkeeper, met on December 8, 2020. During this meeting they reviewed and reclassified the income accounts that needed to be researched. The account is now at 0.00. They also reviewed other income accounts and made further adjustments. All adjustments made are as of November 30, 2020. The account reservations for November are now showing a negative number. Ms. Harlan stated that there are various reasons why these changes had to be made and believes the Chapter will be better served to implement a new methodology moving forward.
  - b. Once an event is completed, Ms. Harlan, Mr. McConoughey & Mr. Frey will meet to review and correct any event revenue and expenses.
  - c. On the balance sheet provided to the Board, the open invoice amount matches the report that was issued at the December 8<sup>th</sup> meeting. This will be reviewed monthly.
  - d. Ms. Harlan, Mr. McConoughey & Mr. Frey are going to confer with Anderson Davis CPA to combine the three equity accounts into one.
  - e. As of December 16, 2020, the Chapter has not received any correspondence regarding a workers' compensation audit. The Chapter is preparing for year end and have presented Mr. McConoughey with a list of five checks that need to be investigated to make the necessary entry or comment for year end. At this time, there are four Chapter vendors who will be receiving 1099's for 2020 and we will prepare them in early January for mailing to be sent to the appropriate government agencies. We are planning to submit to Anderson Davis the authorization to begin the 2020 review around January 15, 2021. The Board will be notified prior to this authorization.

## 2021 Budget Approval:

- Ms. Eaton made a few comments and suggestions for the 2021 budget:
  - Ms. Eaton would like to see both the 2020 expenses and the 2021 budget for each committee and by class at the January Board meeting.
  - Code 6135 – Giveaways – Ms. Eaton suggested that there be money put into the budget for possible giveaway expenses.
  - Code 6270 – Prizes – The Board agreed by consensus that \$5,000 be put into code 6270 for prizes for events such as the Golf Outing, Expo and Committee thank you gifts.
  - Code 6150 – Insurance - The Board agreed by consensus that all insurance items should be listed in one line item with a note of what types of insurance are included in that amount. Ms. Eaton suggested Mr. McConoughey add all contract expiration dates into the Chapter work calendar.
  - Code 6296 – Security alarm – The Board agreed by consensus that \$500 be added to the security alarm budget.
  - Code 7000 – Salaries – The Board agreed by consensus that some money be taken out of the Employee salary line expense and be moved into a new line item for staff recruitment. This decision was made because the Chapter will most likely not hire a new employee until a few months into 2021 and a possible expense may be needed to place ads out on certain platforms.
  - Ms. Eaton suggested that line items be added for the Annual Social and an additional line item be created for Social events.
  - With the current changes from the Board meeting today, the net operating income would be (-\$33,950.00). Additional changes will be implemented by Ms. Harlan, Mr. McConoughey & Mr. Frey so the final number may be altered in January.
  - Ms. Swartwood motioned to adopt the budget as amended and to revisit the budget in January. Ms. Windisch seconded. VOTE: (8-0-0). Motion Passed. Ms. Harlan will attend the Board meeting in January to review the amended budget with the Board.
  - Mr. McConoughey and Ms. Harlan are tasked with updating the budget with the Board recommendations.

**Management Report:**

- The Board was sent Mr. McConoughey's management report and there was no further questions or discussion.

**Old Business****Homeowner Board Member Candidates:**

- The Board is responsible for appointing a Homeowner member to the 2021 Board of Directors due to a vacancy.
- The Board discussed potential homeowner candidates; however, it was decided by consensus that an Ad-Hoc committee would be formed to review and make recommendations to the Board for consideration at the January 2021 Board meeting.
- Ms. Swartwood and Ms. Rapaport volunteered to serve on the Ad-Hoc committee.
- The Board decided that Mr. McConoughey and Ms. Marsh would be tasked with running a list of homeowner members who have been a member for one year or longer which will be submitted to Ms. Rapaport and Ms. Swartwood to review.
- Mr. McConoughey and Ms. Marsh will verify the additional criteria of attending at least one Expo or two educational seminars.
- Once candidates have been verified and confirmed eligible to serve, potential candidates will be asked if they are interested in serving on the Board, and if so will be asked to fill out the Board nomination form that is used for Board elections.
- Candidate nomination forms will be submitted to the Board for review. Once the review is completed the Board will ask to meet with potential candidates via a zoom meeting.

**Employee Handbook:**

- Ms. Swartwood motioned to approve the Employee Handbook with the amendment to the Chapter Executive Director disciplinary procedure and the removal of the hierarchy language. Ms. Harlan seconded. VOTE: (8-0-0). Motion Passed.
- Ms. Rapaport is tasked with making these edits to the Employee Handbook.

**LAC Update:**

- Ms. Rapaport stated that the legislative session begins the first or second week of January.
- There were no further updates for the LAC.

**Legislative Committee Update:**

- Ms. Rapaport stated that the legislative committee met a few weeks ago and set their short and long-term committee goals.
- The committee divided themselves into groups to research specific counties – Baltimore County, Baltimore City, Anne Arundel County, Carroll County, Howard County, Harford County and the Eastern Shore counties.
- Mr. Toms from Whiteford, Taylor & Preston contacted Ms. Rapaport and volunteered to help with the Eastern Shore counties/Delaware area.
- Ms. Collins from Rees Broome has since volunteered to serve on the committee and work with Ms. Rapaport on Harford County research. Ms. Collins stated that Mr. Jeff West, the onsite manager at Bulle Rock would also like to volunteer to serve on the committee.
- Mr. McConoughey is tasked with adding a line for the Legislative Committee update to all future Board Meeting agendas.

## **New Business**

### **Action Items:**

#### **Social Committee:**

- Ms. Eaton **motioned** to approve the Baby Picture Happy Hour Social event in March. The Board will provide the committee two (2) Amazon gift cards that were previously purchased by the Chapter to give away to event winners as prizes. Ms. Harlan seconded. VOTE: (8-0-0). Motion Passed.
- The Board **agreed by consensus** that they would not solicit for sponsorships for this event.

#### **Golf Committee:**

- Ms. Rae **motioned** to approve moving the 2021 Golf Outing to Norbeck Country Club in Rockville, MD. Mr. Anderson seconded. VOTE: (8-0-0). Motion Passed.

#### **Lease Update:**

- The Board reviewed the lease rejection letter from the MSDA. Mr. McConoughey noted that the lease has been paid for through 2021.
- Ms. Harlan informed the Board that the Chapter did not have to use any reserve money from their CD's to pay for the 2021 lease.

#### **Review of Committee Chairs:**

- The 2021 Chapter Board President, Ms. Windisch, will be responsible for appointing the committee chairs and vice-chairs for 2021. **Ms. Windisch** plans to make her final decisions by the end of the week.
- The Board discussed each committee and made recommendations for committee chairs and vice-chairs for 2021 for Ms. Windisch to consider.
- **Mr. McConoughey and Ms. Marsh** are tasked with keeping track of how many years each committee chair and vice-chair have served.
- The Board agreed by consensus to split the membership and marketing committee into two committees. Mr. McConoughey noted that some members have expressed interest in joining the marketing committee.
- **Mr. McConoughey** is tasked with creating a Charter for the marketing committee for the Board to review for the January meeting.

#### **Online Directory:**

- The Board **agreed by consensus** that the names, company information and emails would be listed for the current Chapter Board members on the website. Phone numbers would no longer be listed.
- Ms. Swartwood **motioned** that the Chapter provide a digital directory to Diamond Sponsors in 2021. Ms. Harlan seconded. VOTE: (8-0-0). Motion Passed.

#### **Formation of Ad-Hoc Committees:**

- **Ms. Eaton and Ms. Rapaport** volunteered to serve on the Ad-Hoc committee for reviewing the Chapter policy document.
- **Ms. Rae, Ms. Swartwood and Mr. Anderson** volunteered to serve on the Ad-Hoc committee for researching venues for our September and November Breakfast Seminars. Ms. Rapaport suggested researching the Ten Oaks Ballroom.

#### **2020 Committee Gifts:**

- Ms. Eaton **motioned** to send the active Chapter committee members a \$25.00 Amazon E-gift card. Ms. Swartwood seconded. VOTE: (8-0-0). Motion passed.

**Martin's West:**

- Mr. McConoughey noted that there was an amendment to the Martin's West contract that the Chapter would owe a \$3,000 additional deposit to Martin's West for the Annual Expo that can be paid in July if the Expo is to be held in-person.

**Business Partner Advisory Committee:**

- Mr. McConoughey suggested that the Chapter implement a Business Partner Advisory Committee for 2021.
- Mr. McConoughey is tasked with creating a Charter for the Board to review at the January meeting.
- Ms. Harlan recommended Ms. Rae as Board Liaison of the committee.

**Additional Items:**

- The Board agreed by consensus that the 2021 committee chairs and vice-chairs should be chosen by the President-Elect who will be the in-coming President for 2022 at the November or December 2021 Board meeting.
- Board and committee chair orientation dates will be decided at the January 2021 Board meeting.

**Adjournment:**

The meeting was adjourned at 11:55 am by consensus.

**Next meeting:**

The next Board meeting will be held on January 13, 2021 at 9:30 am.