

**Society for Range Management WA Chapter  
Thursday – December 17th, 2020  
Membership Meeting Minutes**

**4:05 p.m.**

**SRM WA CHAPTER ANNUAL MEMBERSHIP MEETING – CALL TO ORDER**

**In attendance:** Catherine Cannon (President), Hannah Tomlinson (Vice-President), Tom Platt (Treasurer), Angela Williams (Secretary), Richard Fleenor, Kevin Guinn, John Larsen, Bob Gillaspay, Steven Link, Gene Fults, and Ken Visser.

**PRESIDENT'S REPORT:**

Not much to report. Will not be able to have in-person meetings or gatherings this year.

**TREASURER'S REPORT:**

Current Balance= \$5136.03, no outstanding checks.

Tom reports that the balance starting 2020 was \$5813.00 and that the only expenses in 2020 were related to cost of manufacturing large medallions for awards.

- ✓ **Medallion update** Kevin Guinn has worked with a bronze foundry in Montana to recreate the medallion mold and cast the medallions. The cost per casting is \$125 per medallion. The Chapter will resale the medallions at cost plus 40%. The profits will go towards the scholarship fund.

**CALENDARS and EVENTS:**

According to Cathy, If we follow the existing tour schedule that has been rotating between the OR, WA, and BC chapters, it is WA's responsibility to host the summer meeting in 2021. However, Cathy is not sure about how, what, or where and is in discussion with the Section.

**CORRESPONDENCE: N/A**

**OLD BUSINESS:**

- ✓ **501(3c)**

We are currently not operating legally as an organization within Washington state. To operate legally we need to incorporate as a non-profit organization, which also allows us to have ability to file for 501 (3c) status. We must file as 501 (3c) if we make over \$5000 in profits annually, which we currently do not. However, if we do earn over \$5000 in profits, we need to have articles that provide ability to file as 501 (3c) in future, without needing to modify articles.

The costs to file for 501 (3c) status would be as follows:

1. Apply for 501 (3c) status with WA Secretary of State (\$30-\$60 one-time fee). File annual report with WA to update officers and place of registered agent (\$10 per year).
2. Apply for 501 (3c) status with IRS (\$400 one-time fee). File annual report only if earning over \$5000 in profit.

**NEW BUSINESS:**

- ✓ **Formulation of Articles of Incorporation and new Bylaws**

All members were sent copies of proposed draft bylaws and articles of incorporation. All members were also provided with a link to the live document where they could leave comment. All members have been requested to review said documents. Once the draft versions of the bylaws and articles of incorporation have been finalized, membership will vote to approve and adopt.

Concerns raised during the meeting were as follows:

What defines a quorum? What issues need to be voted on by a quorum versus the board? This needs more clarification in the bylaws.

Tom proposes changing bylaws to reflect that a "membership quorum" is simply defined as members participating in a membership meeting, and a "board quorum" is 50% of board membership. All in attendance agreed.

- ✓ **Selections and appointments of “Directors representing general membership”**  
Cathy proposed that the board make-up stay at 7 individuals; a president, a vice-president, a treasurer, a secretary, two Directors at Large, and one non-voting ex-officio member. All in attendance agreed.  
Concerns raised during the meeting were as follows:  
Who makes up the Directors at Large and what are their responsibilities? These questions were discussed and not fully realized during the meeting. Bob proposed that the Directors should not have specific duties tied to them to limit their responsibilities and to ensure their participation.
  
- ✓ **Recruiting new members**  
Cathy proposes using scholarship funds to sponsor SRM memberships for Omak High School Range Club members (total of 5 students at this time).  
Tom proposes paying travel costs for a student and parent to attend one of our summer or fall tours.  
Bob proposes sponsoring Rangelands subscriptions for high school clubs or students.  
Bob propose sponsoring travel for a student to attend the High Desert Youth Range Camp in Oregon.  
Hannah proposes sponsoring travel for a student and parent to a conference or seminar through an application process.

**PUBLIC COMMENT: N/A**

**5:29 p.m. ADJOURN**

**NEXT BOARD MEETING:  
Thursday, February 4<sup>th</sup>, 2021  
4:00 p.m.**