

**FLWGA Board Meeting
July 13, 2021**

The July board meeting was called to order by President, Becky Rice, at 2:07 p.m. at the Westside Village Center Room 1. A quorum was established with all current board members in attendance. Those attending were Becky Rice, Sue Ellis, Betty Detrich, Rosemary Calderon, Leslie Tieszen, Dixie Randle and Pam Tyndall.

Secretary Report –

The May 2021 meeting minutes were previously transmitted to the board for input, and the final copy was sent to the board and posted on the website.

Treasurer Report –

Betty Detrich previously provided via email to all board members a copy of (i) the Balance Sheet as of June 30, 2021, dated 07/08/21, (ii) the Statement of Accounts for period ending 06/30/2021, (iii) the Profit & Loss for June 2021 dated 07/08/21, (iv) Reconciliation Detail of the Checking Account for the period ending 06/30/2021, and (v) the 2021 Profit & Loss Budget vs. Actual through June 2021 dated 07/08/21. She advised that we currently have \$7,843 in the bank with the caveat that the liability of \$1,195 for the Hole-in-One Club will be paid out at the end of the year, since we have had 3 hole-in-ones since our last meeting. She also advised that the income section of the Profit & Loss reflected a new member dues of \$30.00 and the \$300 was from Joe Washburn for the Invitational, which was cancelled. Since the Invitational was cancelled, Rosemary transferred the goodie bags which were purchased utilizing Joe's donation to the 9 hole scramble, which has been converted into a 9 hole scramble exchange with invitations being extended to Heritage Ranch, Eldorado and Stonebridge. Betty will move the \$300 and related expenses from the Invitational to the 9 hole scramble exchange. Under the Expense section, the \$117 reflects the cost related to the Happy Hour, and \$474 was for the Summer Scramble, which occurred in June. The \$430 expenditure, plus \$65 paid to Rosemary for expenses she incurred bring the total expense for the 9 hole scramble exchange up to its current \$500 budget, and the \$300 for Joe's contribution will be transferred and added to that budget.

Betty reported on her assessment on where we stand currently in connection with our income and current and future expenses as follows. We currently have \$7,800 in the bank with \$1,200 due for the Hole-in-One Club leaving us with \$6,600 in cash. Looking at the balance of expenses that have not yet been expended, there is the \$800 for the 9 hole scramble exchange, which includes the \$300 being transferred from the Invitational. For the Closing Day Party, we will probably spend \$1,500 and for the Closing Day Scramble, there will be another \$500. The Software expense has already been paid, and she will no longer be bringing in Prize Fund payments. The Halloween Tournament will have an expense of \$500. She advised that the total expenses, which are yet to be incurred and paid is \$3,250, which leaves \$3,395 after expenses and payment of the Hole-in-One Club. It was discussed that we will do a similar analysis in our October board meeting and discuss and vote on whether we may reduce the renewal fees.

Membership Report –

Leslie reported that we have 149 members, which includes the recent member dues payment. She advised that the new member does not want to participate until September, so Leslie will activate her at the end of August. She also inquired about the need to increase the number of

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licenses for members' use of the software, since we are down now to just one more license. After discussion, it was decided not to purchase any additional licenses at this time since new member signups have been trickling in slowly.

Vice President Report -

Google Drive: Sue advised that she is available to accept any documents that we think should be included on the Google Drive, and she mentioned that some of the items that need to be out there are such things as instructional documents for the coordinators.

Hole-in-One Web Page: Sue advised that we will be adding a web page as a new drop down under Events to honor all FLWGA hole-in-one members...that is, members who have gotten a hole in one on a sanctioned FLWGA playday. In order to include past members who have had a hole in one, Becky will include in her President's message the addition of this information to the web site and request that members send in information about past instances in which they have gotten one, whether or not during a time when the Hole-in-One Club was then in existence.

Golf Director Report -

9-Hole Scramble Exchange: Rosemary advised that the planning is underway for the 9 Hole Scramble Exchange. Erin Garrison has designed the flyer, which will be sent out in early August. The player cost will be \$45.00 and will include brunch at the clubhouse after play, as well as cash prizes and door prizes. Three other clubs have been invited to attend. They are Heritage Ranch, Eldorado and Stonebridge. All players will be paying by check payable to the FLWGA, and then we will pay the golf course. The \$45.00 includes the \$5.00 prize fund. The tee gifts which were purchased for the Invitational with Joe Washburn's sponsor money will be used for this 9 Hole Scramble Exchange. Betty inquired with \$500 having already been paid for physical items leaving \$300, was the \$300 adequate to cover the remaining expenses, and Rosemary responded that it was adequate.

Match Play Tournament: Rosemary reported that the Match Play Tournament, coordinated by Becky Rice and Jenny Blackwood is now under way. An informational meeting was held where rules were explained and matches were assigned for the first round. There are four 9-hole teams and eleven 18-hole teams participating from now until November when the winners will be determined.

Social Report -

Pam reported that the planning for the Closing Day Party is going well and that she and her committee were meeting again on September 12th. The food menu was discussed. Becky advised that a couple of things that they should keep in mind is that there should be an agenda with times outlined so that all items which need to be covered will have adequate time. We may be conducting a brief members' meeting during the party, and we will need time for introducing the sponsor and presenting awards. She had advised that we have a hard stop time of 8:30 pm so that clean up can be done by 9:00 am. She will advise when we can access the room, however, she recalled it was somewhere around 3:00. She also advised that we will need to provide seating at one table to accommodate the sponsor seating, which will include at a minimum Betty McKean and likely her partner, Trish Scates, Judy Merritt, Becky and Rosemary.

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President Report -

Charity for Holiday Party: Becky advised that the president has historically selected the charity that we invite to the Holiday Party. She did not have a charity in mind and, therefore, suggested we could 1) select the same as two years ago, 2) ask the sponsor Betty McKean to select a charity, or 3) board members could suggest a charity. It was decided to select the same charity as the last couple of years. It was recalled that in the past it was Children's Advocacy Denton. Becky will reach out to set them up for the Holiday Party.

Bylaws Committee: Becky previously provided via email to all board members a copy of a "Summary of Proposed By Laws changes for 2021" and a marked up copy of the Amended and Restated Bylaws with the revision reflected with strikeouts and inserted language with red type, which she received from Jenny Blackwood, who lead the Bylaws review with her committee. Becky requested that all board members review the proposed revisions prior to this meeting, so that we could cover them and approve and/or make revisions to the proposed changes.

The revisions proposed by the committee and approved and/or revised by the board are reflected below and set forth in the attached Amended and Restated Bylaws document:

ARTICLE 1 did not change.

ARTICLE 2 – MEMBERSHIP –

Section A did not change.

Section B did not change.

Section C was revised to clarify and eliminate the suggestion that guest may play in tournaments. After discussion, the board further revised the language to clarify that the 3 guest privileges will be in a year. In addition, the board agreed to strike the last sentence as it felt that it was appropriately covered in the guest privileges provided in the first sentence, and the VAFLCA Documents and Rules provide that a member must live in the Frisco Lakes Community.

Section D was revised to clarify the renewal procedures and eliminate any difference between a "renewal member" and "new member" after January 1st. In addition, the board further revised the Section to replace the word "renewal" with the word "current" in the fifth sentence, and to replace the word "shall" with the word "may" in the last sentence.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee's proposed language to ARTICLE 2 as revised and outlined above and reflected in the attached Bylaws document.

ARTICLE 3 – BOARD OF DIRECTORS –

Section A was revised to allow the Board to have fewer positions, if necessary, to allow that any past President may serve as advisor and to clarify the duties of the Past President. The

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committee felt that the “advisory” role of a Past President should not carry a vote, except to break a tie. The board had no additional changes.

Section B was revised to cover a Director’s ability to appoint committees or “helpers”, as opposed to including in the various job descriptions, and the Bylaws committee recommended simplifying the various Board job responsibilities. After discussion, the board further revised the first sentence in the first paragraph to delete the language “and until her successor shall have been elected and qualified”. Further, it was determined that the language in blue in the Membership Director description must have been intended to be deleted, and if not, it was determined that the language was not necessary.

Section C was revised to support the Bylaws committee’s opinion that the membership should always have access to board meeting, that a schedule of the meetings should be set, and that any changes to the scheduled meetings should be communicated to the members. The board had no additional changes.

Section D did not change.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee’s proposed language to ARTICLE 3 as revised and outlined above and reflected in the attached Bylaws document.

ARTICLE 4 – MEMBER MEETINGS AND ELECTION OF BOARD OF DIRECTORS –

Section A was revised to allow for flexibility. The board had no additional changes.

Section B, subparagraph (2) was revised to allow all qualified members who wish to be nominated for a board position to be included on the Nominating Committee’s slate to be presented to the Board. The board had no additional changes. Further, subparagraphs (4) and (5) were revised to allow for unusual circumstances in the balloting procedures. The board had no additional changes.

Section C was revised to replace the notice timeframe from “not less than seven (7) days nor more than thirty (30) days before the date of such meeting” with “at least fourteen (14) days in advance of the meeting date.” The board had no additional changes.

Section D was revised to provide one standard for the passage of any business and, therefore, to allow for electronic or ballot voting, if need in lieu of in person voting. The board had no additional changes.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee’s proposed language to ARTICLE 4 as reflected in the attached Bylaws document.

ARTICLE 5 did not change.

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ARTICLE 6 – PROCEDURES is a newly added Article, because our Handbook was created as helpful information for our members. The intent is to eliminate a need for a separate, office procedures document by making that a function of the Handbook. The Article would require board approval for changes in the procedures. It also provides for resolution of any dispute on procedures. After discussion, the board revised the Article to replace the word “distribute” in the first sentence with the words “make available”.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee’s proposed language to add ARTICLE 6 as revised by the board above and reflected in the attached Bylaws document.

ARTICLES 7, 8, 9, 10 and 11 were renumbered accordingly.

ARTICLE 7 – COMMITTEES, Section C, was revised to replace the word “will” with the word “should”. The board had no additional changes.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee’s proposed language to ARTICLE 7 as reflected in the attached Bylaws document.

ARTICLE 8 – RECORDS, Section A, was revised to replace the word “maintained” with the word “retained”, and Section B was revised to replace the work “maintained” in the first sentence with the word “retained”. The board had no additional changes.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee’s proposed language to ARTICLE 8 as reflected in the attached Bylaws document.

ARTICLE 9 – AMENDMENTS TO BYLAWS –

Section A was revised to allow flexibility in voting procedures for Bylaws changes. The board had no additional changes.

Section B was revised to provide members with adequate information prior to a Bylaws vote. The board had no additional changes.

Section C was revised to eliminate inconsistency and allow for electronic or paper ballot voting, if needed in lieu of in person voting. The board had no additional changes.

A Motion was made, seconded and unanimously approved to accept the Bylaws committee’s proposed language to ARTICLE 9 as reflected in the attached Bylaws document.

ARTICLE 11 – SAFETY AND FINANCIAL LOSS did not change, except for the renumbering.

Becky will schedule a meeting of the membership in order to vote on the bylaw changes. Since a few changes impact the nominating committee, she would like to have the meeting / vote before September 1st. She plans to make it a cocktail party with light food / drinks. She requested

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\$250 - which was not budgeted - to be allocated for this Membership meeting. A motion was made, seconded, and unanimously approved to allocate \$250 for the meeting. Becky will coordinate the date with the board to ensure we have a majority of board members present.

After a few other discussion items, Becky adjourned the meeting at 4:30 p.m.