

## **CMG Board of Directors Meeting**

May 27, 2011 Camp Shalom, Malibu, CA

### **Summary of this Meeting**

No Bylaws were considered for correction or addition.

One Operating Procedure was considered:

Sweat Lodge Liability—approved as written. (This matter was brought up as part of the Insurance Report, which was also approved as presented.)

In Addition, two budgetary items were approved:

72<sup>nd</sup> CMG Budget—approved as presented.

Increased funding for Insurance—approved, with amendment, as presented.

### **In Attendance**

#### **Board Members Present:**

Mike Fahy (President), Ben-Andy Hein (VP), Ed Perez (Treasurer), Mohabee Serrano (Secretary), Jordan Lieberman (72<sup>nd</sup> CMG), Lee Usher (Tech. Advisor), Rich Farshler (LEC-Sac), James Badberg (Comm. Dir.), Milo Shapiro (LEC-SD), Jamie Simmons (LEC-DC), Jim Ruboyianes (Webmaster), Bradley Gammon (71<sup>st</sup> CMG), Robert Burnham (70<sup>th</sup> CMG), Bradley Gammon (LEC-BA), Steven Fiechter (LEC-LA), Ed Wahl (Arts Coordinator), Rob Cole (LEC-BA)

Vibes: Lee; Time: Frank Rothacker

Absent Board Member: Zakkary Zoah

#### **Visitors Present:**

Frank Rothacker, Barry Schoenfeld, Drew Searing, Al-Binky Hoch, Robert Bettenger, Thomas Nicholson, Ross Todd, Jason, Bob Ames, Rob Cole, Trevor Eyester

***Meeting Called to Order: 2:10 PM.*** Mike opened with a brief round of check-ins. The CMG Mission Statement was read. A second round was heard, in which pressing concerns were voiced.

### **OLD BUSINESS**

#### **Meeting Minutes of April 13 Board Meeting (Mohabee)**

Ed Perez Seconds/Approved: 10 Yes; 0-No; 1 Abstains

#### **Secretarial Matters (Mohabee)**

Mohabee also reported that the LEC Planners Manual will be presented to the LEC Congress during the 70<sup>th</sup> CMG, to consider forming a committee to oversee the ongoing revision effort. Mohabee has been revising the manual since Ken Simpson left the CMG, in 2003, and as Archivist, has been updating the procedures and bylaws that apply to LECs, since that time. The latest update eliminated “deadwood” from the manual, making the manual free of outdated policies or bylaws. Mohabee will discuss this further with the LEC representatives and visitors to the LEC Congress, which is scheduled Saturday, May 28, at 4:00 PM.

#### **CMG Insurance Policy-Update (Ben-Andy Hein) *Milo Seconds***

***Additional Funding for Unknown Insurance Costs*** (Ben-Andy)

*Ed Wahl Seconds; Tally: 14 Yes; 0 No; 0 Abstain*

Allow Exec. Committee to approve up to \$600 for any insurance increases for the current term of service, which pertain to the changes Ben-Andy outlined in his report to the Board (see below).

***Sweat Lodge Insurance*** (Ben-Andy Hein) *Ed Wahl seconds*

*Vote Tally: 10 Yes; 0 No; 1 Abstain*

Any committee of the CMG wishing to hold a Sweat Lodge must either:

1. Procure a General Liability Policy with \$1M incident, \$2M aggregate coverage and pay for that policy, or
2. Contract with a Sweat Lodge facilitator who carries such coverage and get a Certificate of Additional Insured from his carrier naming the CMG.

Before a Sweat Lodge is scheduled, the CMG Board must receive notification and confirmation of coverage.

**Discussion Notes**

Ben-Andy explained what coverage we currently have.

General Liability Policy: we just updated the GLP with very complete information about what CMG does **now**.

Ben-Andy thanked all the men on various committees who reviewed his draft and pointed out areas that were **not** correct. It was because of the completeness of our update that our bill for this policy will only go up \$305 per year! That is a 25% increase but we were expecting up to a 500% increase.

However, Liability Coverage for the Sweat Lodges was specifically **excluded** which means that any claim arising from that activity would not be covered. Further, if we had to defend a claim arising from it, which bankrupted CMG or even cost it a significant amount of its operating capital, then any **Member** of the CMG could sue the Board. The Directors and Officers Insurance wouldn't cover us [or if it did, then the moment they found out it was due to an excluded item the ins. co. would now be coming after us to pay them for their defense], and we'd lose because it would be completely financially reckless to offer "Sweats" without insurance.

This coverage is from Non-Profit's Insurance Alliance of CA [NIAC] who specializes in insuring non-profits and are themselves a non-profit. They give us dividends BACK if premiums are in excess of claims over a certain period of years.

Directors and Officers (D & O) Coverage: Covers all elected or confirmed Officers from being sued. This includes the Executives, all Officers, and all Board Reps on the committees. However, if an officer **was responsible for the** thing they're being sued for, the insurance company can pursue them for the payment of their defense. The most common claim on D&O is either sexual harassment or wrongful termination. Our most likely case would be by a Member stating that we fiscally mismanaged the corporation [if say we somehow lost all the operating capital] so that it was defunct and that Member wanted the seed capital back to start it up again. Remember that we went with a different company than NIAC last year because we wanted this coverage to cover "all acts not yet known to us" meaning anything we might get sued for in the future that had already happened. NIAC won't write that policy at inception [only for all acts after the start date] but **will** grandfather it in. So, we'll move to them later this year rather than renew the old policy. It will be cheaper.

Accident Policy: This covers attendees of Gatherings and Local Events. They don't have to file a lawsuit. This is \$25,000/\$50,000/\$750,000 coverage with a \$250 deductible [which we'd pay]. This is "somewhat" in lieu of Workman's Comp, which gets really complicated with volunteers. We'd have to figure out "phantom wages" for each volunteer "job" and then give the NIAC all the **names** of the persons doing those jobs, in advance. Since it's nearly impossible for us to continuously update volunteer rosters, and for the insurance company to stay informed, this is the best we can do at this time.

Property Loss: This covers all CMG possessions in storage, and even the storage unit itself at Camp Shalom. There is \$5,000 in coverage for each Bay Area, LA, SD and the Archives. An itemized inventory would be the basis of any claim. It is "replacement value" but without a list of what was lost, it would be hard to collect.

After the quarterly dividend is accounted for, the CMG will pay \$44 more for the new policy per year. Due to the unfinished nature of this policy, Ben-Andy proposes that additional funding be budgeted, in case of a larger net increase in the insurance policy cost. Ben-Andy moves that the Board approve that the Executive Committee increase its insurance budget by \$500, to cover any increase in the new policy's cost. A friendly amendment, offered by Milo, and accepted by the author, increased the amount to \$600.

***What Is Covered (Summary):***

Each Gathering or Local Event is covered for accidents, personal injury, and loss of limb use, by any attendee or volunteer of a Gathering or Local Event.

There is a \$250 deductible, and a \$750,000 aggregate coverage for each claim. In addition, \$25,000/\$50,000 coverage is available to cover most claims which require special care, such as paralysis, dismemberment, or even death.

Property, such as items held in the many storage units, garages, and other places, and the Archive, are covered for fire, theft, and accidental damage, up to \$5,000 per location.

Our Liability Insurance covers lawsuits and associated court costs, \$1,000,000/\$2,000,000. This covers the CMG, its volunteer staff, and Board Members. Coverage locations include camps, local event venues, and storage facilities, hired and non-owned vehicles. ***This insurance policy does not cover any Gathering or Local Event in which a Sweat Lodge is held.***

**Treasurer's Report (Ed Perez)**

***CMG Budget and Bank Balance Report***

Ed presented a printed copy of the current balance sheet, to the Board. He summarized the current bank activities: Budget vs. Expenses: \$4340, as of April 30, 2011. Our total bank balance is well over \$100K.

***72<sup>nd</sup> CMG Budget (Jordan Lieberman)***

Approve the 72<sup>nd</sup> CMG Budget, as presented (13-Y; 0-N; 0-A) *Approved Unanimously*

Jordan distributed the budgets to the Board; a \$10 increase across the board to all categories is noted. A Sweat Lodge is scheduled, but this activity won't occur, unless the sweat lodge leader has required liability coverage. Lighting and sound: new lighting apparatus is to be purchased. New massage tables to be purchased, too. The Planners for the 72<sup>nd</sup> CMG are mostly local this year, making meetings easy to arrange.

Jordan moves, and Ed P. seconds, the approval of the budget. Barry suggests not budgeting to the camp's capacity. Mike thinks the budgets are conservative, and thanks Jordan. Dave agrees that the budget looks good.

***70<sup>th</sup> CMG Income Shortfall***

Ed brings up the issue surrounding the shortfall in attendance, at the 70<sup>th</sup> CMG. Robert Burnham, 70<sup>th</sup> CMG Board Rep., says he has no new info. Bob Ames says the planners were surprised, but that the income will be less than budgeted. Bob says he'll have an accurate accounting, and will report later to the Board if there are any unusual matters. There are no expected cut-backs in what is being paid out. Bob thinks that an effort of keeping costs low, might exclude the catered dinner for volunteers on Thursday. Bob says there is no control available; he asks that a policy be written to cover contingency funds for future Gatherings. Camp costs have been managed

this year. Lee Usher says Cat Walker asked throughout planning process, that conservation efforts be used. We cut back in food budget. Al-Binky: do we have an alternate to Camp Shalom? Dave Clark: Camp Shalom offers at a flat fee, and no other camp with Shalom's capacity has been found. Trevor: suggests advertising. He noted that there was no advertising in the 70<sup>th</sup> CMG budget. Ben-Andy reported that the total income, calculated to be \$90,941, is less than \$6,000 below the projected budget. Ben-Andy also said that an \$800 shortfall to the Board is to be expected.

Ed: Calls for all PC treasurers who are in attendance, meet this weekend, to discuss contingency plans. Ed suggests a time and place, during the 70<sup>th</sup> CMG.

## **President's Report (Mike Fahy)**

### ***Local Events Committee Designation***

We are the legal governing body of the CMG, Inc. Mike commented that there is uncertainty and disagreement about the Local Events Committee designation. A local events committee can choose to use "CMG-[city]" for promotional and publicity purposes. Mike has a concern about the internal designation. We are one group, with many different committees. He thinks that "CMG" may be seen as an entitlement to a city or location. The words we use are how we think. Mike's recommendation is that we call Local Events Committees "LECs," for our internal references. Mike is OK with "CMG" for publicity. Milo thinks there could be confusion with a "double naming," and thus, does not share Mike's concern. Jim says we make it clear. We need to reach people where they are, on local level. The clarity must lie with the distinction between the corporation's name and the local presence. Lee: the mission statement affirms that there is a collective CMG body. Jamie S: does not share Mike's concern. There are men who attend local events, who aren't at gatherings. Robert: there seems to be a "clique-ish" element to this. Barry: it's about communications, and being clear to those unfamiliar with our local events. We operate as "CMG." James Badberg: sees no relevance in having the designation "CMG." The world would best see us as one unified group. The process of hosting events makes no difference.

### ***New Board Positions***

Director of Community Involvement: Mike says this possible function will be introduced at the events committee congress.

### ***New Webmaster Trainee***

Ross Todd was introduced. Ross will apprentice with Jim, to become our next webmaster (see Webmaster's Report).

## **Communications Director (James Badberg)**

### ***I-Contact Update***

James updated the report about I-Contact. There are some difficulties still; James is glad LEC-BA is solving its problems. A new I-Contact management system will be online in a few days. The goal is to have all LECs working with one folder, for making announcements. There will be little or no intervention to subscription management. This will be discussed at the EC Congress. 3500 unique addresses exist on our total subscriptions. Our new subscription to I-Contact will be for 90,000 messages. I-Contact service center isn't replying well to James' concerns.

### ***Trevor's Report***

The CMG FaceBook (FB) page is doing well, with 700 friends subscribed to the page. Trevor says his activity with the page had diminished, due to his recent recovery from an illness. Trevor wants all PC's and LEC's to know that he's running the FB page. Trevor says two unofficial CMG webpages exist, at FaceBook. The good news is that there is an app for carpooling, for the CMG FB Page. Another app is for "Good Reads" to talk about books.

Another idea is to found a credit union for CMG attendees. It is noted that, after his report, Trevor became upset with the Board, about its slow process, and not affirming his work with the Facebook Page for the CMG. He claimed that there was an “injury” to him, but this was unspecified. Trevor left the meeting at this point. *Secretarial note: During the meeting, Lee Usher offers to take over temporarily, as the FB manager. The Board informally gave approval to James Badberg, the Communications Director, to take over this task.*

### **Webmaster Report (Jim Ruboyianes)**

Ross, a webmaster candidate, was selected to succeed Jim, and will eventually be the CMG Webmaster. The plan is for Jim to train Ross, and for Ross to take on a few projects “solo,” with Jim’s supervision. Once Ross is familiar with the CMG Website, he will take on the responsibilities fully. The two men will work out the transitional process, and will keep the Board apprised of their progress.

### **Director of Development Report (Dave Clark)**

Dave says that there is little or no excess Financial Assistance (FA) for the 70<sup>th</sup> CMG, and future Spring Gatherings. No silent auction was scheduled for the 70<sup>th</sup> CMG. Dave will assist Silent Auctions in the future. Dave indicated that the Harbin Hot Springs Gathering added \$286 to FA funds.

### **Archivist Report (Mohabee Serrano)**

Mohabee says that the Archive Roadshow will be installed and ready for attendees at the 70<sup>th</sup> CMG, Saturday afternoon.

Mohabee also reported about the Website Memorial Committee, which he proposed to form. Al-Binky volunteered to be on this committee. The committee’s purpose is to verify and confirm information about a deceased CMG attendee, before the info is posted on the CMG website, or distributed publicly. The website committee will also create a database of info, about the deaths, which will be kept in the CMG Archive..

### **Database Manager (Ben-Andy Hein)**

Ben-Andy says he has spent much time in the last month on DB activities. He says that he realized that there are glitches in the reporting process that are apparent when someone cancels a reservation. The system is barely acceptable. Ben-Andy prefers that we have “our own” system, with our own rules and parameters, which the current system doesn’t cover. No action was proposed at this time, but Ben-Andy wants the Board to consider a custom-made registration system in the future.

### **Art Coordinator’s Report (Ed Wahl)**

Ed has been working with Reynold Watkins, to form a chorus in Los Angeles. Ed asks the 71<sup>st</sup> and 72<sup>nd</sup> PCs to push the concept of a community chorus, for their respective Gatherings. Ed’s plan is to direct or oversee community choirs, made up of men from the cities and regions in which the CMG has an LEC.

Ed has been checking with music clearance. There are no copyright issues for the 70<sup>th</sup> CMG. Ed will talk with Mike, about the next steps, in gaining music rights for all Gatherings and Local Events.

### **Technical Advisor’s Report (Lee Usher)**

The CMG Member Directory is in progress; Lee is looking for systems to use for this directory. Lee plans to take on FB pages, until a new FB editor can be found. Barry suggests Jamie Kravitz, and one system.

## **NEW BUSINESS**

### **Los Angeles Pride Festival Funding (Steve Fiechter)**

LEC-LA is asking that the Board cover the expenses related to the promotion of CMG, at the upcoming LA Pride Festival. Instead of funding the rental of a booth and table and chairs, which this year was donated to the CMG, the money that LEC-LA is asking the Board for, will cover volunteer-related expenses and other costs. This was approved by affirmation.

**Next CMG Board Meeting (Mike Fahy)**

Sept. 2, 2011, 2:00 PM, Camp Newman (71<sup>st</sup> CMG), meeting room TBA

***Meeting Adjourned 3:45 PM***