



BOARD MEETING MINUTES

DATE: Wednesday, November 7th, 2018

TIME: 6:00 PM

LOCATION: The Bay

Board Chair: Dan Huntley

Board Scribe: Patrick Alexander

BOARD MEMBERS / ATTENDEES REQUESTED:

Daniel Huntley

Patrick Alexander

Ron Royer

Megan Salley

1. **Call to Order:** Called to order at 6:03 PM by Vice President Dan Huntley
2. **Welcome / Introductions:**
3. **Meeting Minutes**
 - i. **Approve October 8, 2018 Board of Director Meeting Minutes**
 - ii. Motion to approve October meeting minutes by Ron Royer, seconded by Patrick Alexander. Unanimously approved.
4. **Agenda Action Items**
 - i. **Resignations and Position Vacancies** Since our last meeting Dan Marquez resigned due to personal reasons, following that Gretchen also chose to resign due to financial issues relating to SCP. We will have a board meeting December 5 and we will vote on when to hold an election at that meeting. Joe Swanda asked how he can vote electronically as he will be out of the country. Dan will look into it.
 - ii. **Bylaws Approved/Filed with State** Filed with SOS by Patrick
 - iii. **TailGayt Update** The tailgate event was cancelled due to our current revoked nonprofit status. It was scheduled for 11/10 initially.
 - iv. **October & November Benefit Shows**
 - v. **501(c)(3) Revocation and Reinstatement**

Our 501c3 status was revoked in 2014. Gretchen was asked to get a determination letter from the IRS in order to set up Google suites. When she called into Google for assistance locating it we were told our status was currently revoked by a staff member at Google. Gretchen then confirmed with the IRS that it had been over 15 months since it was revoked. This limited our options. After finding this out Gretchen contacted then President Dan Marquez and Megan Salley and stepped down in order for someone more qualified to take over.

The tax attorney, Tim Mull, is present and says that form 990-N was not filed for several years. It is more than likely that this was inadvertent on the part of the previous board. The IRS was not notifying us of the need to file this form, so it was missed. If this is figured out within 15 months there are several options.

1. File a full form 1023 to request that status be reinstated; this would require us to file actual returns from those years. We would need to have a good reason for why our status should be reinstated. This would take the longest to get done as we would have to recreate the finances from the previous years. We would need to put together a reasonable cause statement to explain why we got where we are in the first place. This may not be accepted by the IRS. This would cost us roughly four or five thousand dollars.
2. We could begin filing and going forward we would be in good shape. For our previous donors, this would not make their donations previously tax exempt. This may or may not be a big deal depending on how the donations were made. You can file a 1023-EZ, this could be completed within the next 30 days. It may take the IRS up to 90 days to process this. Fee to the IRS would be roughly \$400.00 and would likely be around \$1,000.00 to the attorney.
3. We could also let the organization die and start a new organization. This would be much more involved and would likely take several months.
4. We can also gift our current funds to another organization, for the funds to sit there until we are back in good standing. The Lincoln Community Foundation would be an option for this.
5. We can put our funds into a foundation to have the money managed by a third party. First Nebraska Trust Company would be an example of a third party money manager.
6. We could operate under the umbrella of another organization, and funds would be able to be specifically designated for a subcommittee. We would need to find a like minded organization.

As far as fundraising is concerned, we can retroactively have our donations made tax exempt, we would just need to let donors know about our current status.

Tax liabilities:

As long as remaining funds go to paying liabilities or was given to another third party organization we would not have any kind of tax liability as this would be tax deductible.

The dissolution plan in Nebraska would require a filing with the State to be approved by the attorney general, and then would file with the Secretary of State. This would likely take 30-60 days.

At this time we would need to vote on whether to present a recommendation to the corporation or to present both options to the Corporation to let them decide.

Compliance – we as a board should adopt the guidelines from the Nonprofit Association of the Midlands. Motion to approve by Dan and seconded by Ron. Unanimously approved.

Member complaint – There was a personal attack and threats made by a member of our corporation on sitting board members that impacts the organization. This was a digital message and has been filed with our meeting minutes. We have also filed a complaint with the Lincoln Police Department.

5. President Report

We attended the UNL LGBT history dinner and it was wonderful.

Sponsorship packets were created, however, it does state that we are a 501c3 so we can't disperse them

6. Reports

a. Vice President

We did not have any responses to our internship post on Careerlink

Lavender Hill – Dan spoke with Lavender Hill on KZUM

Messaging – Going forward we want to communicate fully with the corporation and the public what we are working on and what is being done to accomplish our goals.

b. Treasurer

Current balance is 12,351.98

1350.00 from the Tourism grant will be deposited in the next few weeks

Insurance was covered in previous minutes but does not cover athletics

c. Secretary

Tailgate was cancelled

Documents and records reconciliation has taken a backburner to current issues.

Newsletter will be worked out with incoming community outreach coordinator.

d. Entertainment Director

Trick Her Treat was on October 19 and we raised 129.00

November 16th Molli will be performing at the Panic

e. Community Outreach Coordinator

We were creating documents to be dispersed to organizations for educational purposes but this has taken a back seat

We are not able to use google for nonprofits or any other nonprofit grants

Megan will be resigning effective in one week due to time commitments

7. New Business

a. Event Opportunities

New Years Gala – this is going to be cancelled as we will not be able to execute. Motion to cancel by Dan, seconded by Patrick. Unanimously approved.

Entertainment will be put on hold until we figure our 501c3 status out.

8. Adjournment

Motion to adjourn by Dan at 6:58 PM, seconded by Patrick.