

BASIS-PRESCOTT boosters

2016-2017 Booster Meeting

Date: 10/4/16 **Time:** 6:00 **Location:** MPR 1 BASIS Prescott

Call to order – 6:02pm by Jodi Weber

In Attendance: Jodi Weber, Beth Luce, Christy Young, Rob Meindl, Bill Weber, Marijke Marsana, Lisa Payne, Christa Stehower, Louise Mortimore, Keith Gonzalez, Sara Jane Nelson, Pamela Gearhart

Approval of August 9 Booster Meeting Minutes

Minutes were read by Christy Young – Motion by Bill Weber, Second by Lisa Payne – Motion PASSED unanimously

Treasurer's Report

Report presented by Christy Young

Butter Braid fundraiser raised approx. \$1600

Motion by to approve the Treasurer's Report as presented - Motion by Lisa Payne, Second by Keith Gonzalez – Motion PASSED unanimously

Membership Report

Louise Mortimore gave a report on the number of current members (125 families) and business members (30)

Business membership banner is at the printers and will be done this week.

BASIS Prescott agreed to hang the banner above the stage in the Gym.

Amendment to Bylaws

Bylaws have not been amended since Boosters was created in 2014. There are some items that must be amended, such as the address in Section 1.2 since it lists a former member's address. Additionally, the 2015-2016 Board approved some changes permitting business memberships in Section 5.1, however amendments were not made yet. Finally, the 2016-2017 Board proposed additional wording changes to Section 3.1, clarification of Section 5.1, and clarification on Section 5.2. See enclosed document. Louise Mortimore suggested next year's business membership form be changed to "Business Sponsorship" as sponsorship does not necessarily mean membership since business owners are permitted to sponsor Boosters without having students as BASIS Prescott. Form will be created as such for next year. Motion to approve all amendments as written by Christa Stehower, Second by Louise Mortimore – Motion PASSED unanimously

Bus

- Costs to date for the bus: \$7,711.87 per 2015-2016 financial records
- School's Position: School does not want to accept the liability of the bus, regardless of who actually owns the bus. BASIS.ed will not let staff or students on the bus because of the liability. Even if bus is donated and Boosters raises funds to maintain and operate the bus to and from events, BASIS.ed still says No. Even though two other BASIS schools have transportation, they do not want to accept liability of another bus. Boosters has a letter from Rob Meindl confirming all of this. Rob answered any and all additional questions regarding BASIS.ed's Legal Department position.
- Liability and Insurance: Bill Weber, our Insurance Agent from NFP, presented the complexity of the liability (Boosters, Board, BASIS Prescott, BASIS.ed, and BASIS Prescott Administration could all be involved in a lawsuit should there be an accident – he sighted Shadow Valley High School case from 1990s as example), and costs to meet BASIS.ed's minimum insurance requirements if BASIS would concede and accept the liability of the bus.
- Future expenses: Minimum insurance per BASIS.ed is \$7,000/year, maintenance, gas/fuel expense, as well as costs to correct the school name and donor name on the bus
 - Boosters has an email from NFP with a quote for the future costs
- As per minutes dated: May 19, 2016: "The donor wants the bus to go to his church, The Heights, if Boosters does not want it. It has to go to another 501 (c) (3).
 - Boosters has an email from The Heights stating they do not want ownership of the bus
- Board asked for direction from membership – Motion from Sara Jane Nelson to sell or donate bus (2nd by Louise Mortimore, 3rd by Keith Gonzalez, 4th by Lisa Payne) Unanimous agreement to have voice vote on the matter – Motion PASSED unanimously

Volunteer Opportunities

- Scholastic Book Fair – Nov 7-10 with online orders beginning 10-22-16
 - Need volunteers to setup; help run the table before school, after school, and during lunch; tear-down after the fair is complete; volunteers to contact Christy Young
- Haunted Hallway / Boo Bash – Oct 22 – need help with food sales and carnival games; have 20 teachers available to help also; volunteers to contact Beth Luce
- Casino Night – Feb 4, 2017
 - Venue TBD
 - Waiting for confirmation to see if Liz Frost will still coordinate event
 - Need flyer for event (with 501c3 #) as soon as details are confirmed so volunteers can begin to solicit for donations for silent auction items
 - Louise Mortimore and Sara Jane Nelson volunteered to help with solicitations ASAP
 - Volunteers to contact Beth Luce

Motion to Adjourn meeting at 7:14pm by Jodi Weber, Second by Sara Jane Nelson

Meeting Adjourned

Amendment to Bylaws:

Bylaws of BASIS Prescott Boosters, Inc. (An Arizona Non-Profit Corporation): July 7, 2014.

The following amendments to be voted on:

Amendment #1:

1.2 Office

The registered office of the Basis Prescott Boosters is 218 W. Delano, Prescott, Arizona 86301. The office may be changed from time to time by the Board of Directors, and the Boosters may have such additional offices as the Board of Directors may designate or as the activities of the Boosters may require from time to time.

New wording for 1.2 Office to read as follows:

The registered office of the Basis Prescott Boosters is **1901 Prescott Lakes Parkway, Prescott, AZ 86301**. The office may be changed from time to time by the Board of Directors, and the Boosters may have such additional offices as the Board of Directors may designate or as the activities of the Boosters may require from time to time.

Amendment #2:

3.1 General Powers

The affairs of the Corporation shall be managed by its Board of Directors. The members of the Board of Directors shall have general powers to manage and direct the activities of the Corporation and shall have final responsibility for all matters relating to the business and affairs of the Corporation and for establishing and carrying out the purposes and goals of the Corporation and all policies and procedures relating thereto. Each member of the Board shall be a member of the Boosters. If a family is a current BASIS Prescott Board of Director member they will not be able to simultaneously hold an officer position on the BASIS Prescott Booster Board of Directors. All the Board Members shall be a resident of the State of Arizona, and a United States Citizen.

New wording for 3.1 General Powers to read as follows:

The affairs of the Corporation shall be managed by its Board of Directors. The members of the Board of Directors shall have general powers to manage and direct the activities of the Corporation and shall have final responsibility for all matters relating to the business and affairs of the Corporation and for establishing and carrying out the purposes and goals of the Corporation and all policies and procedures relating thereto. Each member of the Board shall be a member of the Boosters. If a family is a current BASIS Prescott Board of Director member they will not be able to simultaneously hold an officer position on the BASIS Prescott Booster Board of Directors. All the Board Members shall be a resident of the State of Arizona, and a **legal resident of the United States**.

Amendment #3:

Pursuant to Minutes dated: 8/17/15, of the BASIS Prescott Boosters, school year 2015-2016, the Booster Board voted to include business sponsors but did not amend the Bylaws. Clarification needs to be addressed regarding said minutes dated: 8/17/15, it is ambiguous if a business member without a student attending the school should have voting privileges. It is hereby amended and clarified that if a business owner is a parent or legal guardian of a student attending the School, then they shall be eligible to qualify for membership in the Boosters, requiring annual payment of dues. Business Sponsors may be allowed but not as members with voting privileges, annual payment for a sponsorship may be required.

5.1 Membership

All parents and legal guardians of students attending the school are eligible to qualify for membership in the Boosters. However, membership in the booster shall require annual payment of membership dues which shall be set by the board and shall be subject to change without prior notice. Membership shall become effective upon payment in full of dues and shall expire upon the last day of that school year.

New wording for 5.1 Membership to read as follows:

All parents and legal guardians of students attending the school are eligible to qualify for membership in the Boosters. However, membership in the booster shall require annual payment of membership dues which shall be set by the board and shall be subject to change without prior notice. Membership shall become effective upon payment in full of dues and shall expire upon the last day of that school year. **Business members that are parents and legal guardians of students attending the school are eligible to qualify for membership in the Boosters.**

Amendment #4:

5.2 Member Votes:

Each member family (hereinafter “Member”) shall have one (1) vote in the Boosters. In the event that a member ceases to be a parent or legal guardian of a student attending the School, either voluntarily or by operation of law, such Member’s membership shall automatically terminate at that time. Membership shall entitle the Member to one vote per family, regardless of the number of students enrolled in the School.

New wording for 5.2 Member Votes to read as follows:

Each member family (hereinafter “Member”) shall have one (1) vote in the Boosters. In the event that a member ceases to be a parent or legal guardian of a student attending the School, either voluntarily or by operation of law, such Member’s membership shall automatically terminate at that time. Membership shall entitle the Member to one vote per family, regardless of the number of students enrolled in the School. **Business Members shall have one (1) vote in the Boosters, if they are the parent or legal guardian of a student attending the School. Should a family have an individual / family membership and a Business membership, only one (1) vote shall be eligible.**

From : Robert Meindl <robert.meindl@basisd.com>

Subject : Bus Usage

To : Jodi Weber, Tracey Yeager, Beth Luce, Christy Young

Bus Usage

Thu, Sep 15, 2016 12:58 PM

Mrs. Weber, Booster Board Members and Booster Families,

After much deliberation and consultation with our legal counsel, we have decided that it is not in the best interest of the school to assume the responsibility or ownership of the vehicle referred to as the "bus".

We did not come to the decision easily and I personally took the matter very seriously. There are long term implications associated with BASIS Prescott assuming the ownership of the "bus". The implications are a substantial financial obligation and the safety of the children and staff in mind.

While I understand the potential benefits by having a vehicle at our disposal, the negatives outweigh the positives in this decision.

Thank you for your time and patience for allowing us to make an informed and conscientious decision.

Robert Meindl • Head of Operations

BASIS Prescott

1901 Prescott Lakes Pkwy

Prescott, AZ 86301

P 928-277-0334

robert.meindl@basisprescott.org

From : Jodi Weber

Subject : RE: more bus questions for clarification

To : 'Robert Meindl' <robert.meindl@basised.com>

Cc : Beth Luce, Christy Young, Tracey Yeager

RE: more bus questions for clarification

Mon, Sep 26, 2016 10:49 PM

Yes thank you. I feel it important to do due diligence for the membership as a whole, not just my personal opinion. I'd be doing them a disservice if I did not acquire all information. There may be individuals willing to step up and take board positions knowing what is involved, having ALL information provided to them if the vote is to keep the bus.

I've requested that Bill look into estimated figures for the insurance you mentioned below, so we can present all facts at the next meeting.

Thank you again,
Jodi Weber

From: Robert Meindl [mailto:robert.meindl@basised.com]

Sent: Monday, September 26, 2016 12:06 PM

To: Jodi Weber

Subject: RE: more bus questions for clarification

That's is correct. There are minimums required for the other parts of the insurance. A. They are for bus transportation we typically require at least \$5 million in general commercial; \$5 million in commercial auto; \$100,000 in abuse and molestation coverage; and sufficient worker's comp insurance). Hope that helps for more clarification.

Robert Meindl • Head of Operations

BASIS Prescott

1901 Prescott Lakes Pkwy
Prescott, AZ 86301

P 928-277-0334

robert.meindl@basised.com

From: Jodi Weber

Sent: Monday, September 26, 2016 11:31 AM

To: Robert Meindl <robert.meindl@basised.com>

Subject: RE: more bus questions for clarification

Thank you for clarification. If Boosters increased insurance to \$5M, added workers

comp and sexual molestation insurance then the teachers, staff and students could use the bus – correct?

I'm trying to put together an information sheet so that all Booster members are informed.

Jodi

From: Robert Meindl [<mailto:robert.meindl@basised.com>]

Sent: Monday, September 26, 2016 8:56 AM

To: Jodi Weber

Subject: RE: more bus questions for clarificaiton

Morning Jodi,

As of right now the teachers are not allowed to operate the bus as the appropriate amount of insurance is not carried on the bus.

As of right now students are not allowed to ride on the bus due to the lack of insurance coverage.

I am fine with you distributing the letter.

Any other questions please let me know.

Thank you.

Robert Meindl • Head of Operations

BASIS Prescott

1901 Prescott Lakes Pkwy

Prescott, AZ 86301

P 928-277-0334

robert.meindl@basised.com

From: Jodi Weber

Sent: Saturday, September 24, 2016 6:10 PM

To: Robert Meindl <robert.meindl@basised.com>

Cc: Beth Luce, Christy Young, Tracey Yeager

Subject: more bus questions for clarificaiton

Rob,

Sorry to ask more questions about the bus – but need clarification again from you. The teachers **are or are not** allowed to drive the bus? Students **are or are not** allowed to ride the bus to school events whether a teacher/ staff person or parent volunteer is driving? I am also confirming

that the letter you provided us may be distributed, correct? We are working diligently on a resolution for all involved.

Thank you again,

Jodi Weber



9/29/2016

Basis Booster Club of Prescott
PO Box 12314
Prescott, AZ 86304

RE: Indications for Additional Coverage

Dear Christy,

Per your request we are providing indications for the following:

- 5 Million Limit Excess Liability
 - \$5,000 + taxes & fees; \$5,500
- Workers Compensation Policy; Payroll on "if any" basis
 - \$1,500

Sexual abuse coverage is not excluded on your current general liability policy with Auto- Owners. The limit of insurance falls under the each occurrence limit of \$1,000,000.

Please contact our office if you have any additional coverage questions or are interested in purchasing one or all of the above listed coverages.

Sincerely,

A handwritten signature in black ink that reads "Lara Hawkins". The signature is fluid and cursive.

Lara Hawkins
Account Manager

3626 Crossings Drive Prescott, AZ 86305
Phone (928) 445-8720 Fax (928) 445-8726 www.nfp.com/propertyandcasualty

From : Bill Knotts <bill@heightschurch.com>

Subject : Re: Bus

To : christyyoung

Cc : Lori Thomas Ketring

<lthomas@heightschurch.com>

Cable One Webmail christyyoung

Re: Bus

Tue, Sep 27, 2016 07:47 AM

Christy,

Thanks so much for the offer, but we realized early last week we would not be able to utilize the bus. It appears that notifying you slipped through the cracks...my apologies.



***** per verbal communications between Christy Young and Lori Ketring The Heights Church does not have transportation for many reason, one of which includes liability issues.**