

MINUTES FROM THE 2020 SKÅL INTERNATIONAL USA NATIONAL COMMITTEE MEETING

In accordance with the Article of Incorporation of Skål International USA, the President of Skål International USA, Dave Ryan invited the Representatives of Skål International USA to attend the National Committee Meeting (NCM) on Friday, October 2, 2020 via webinar format.

The following Committee Members were present at this meeting:

Dave Ryan—President	Holly Powers—International Skål Councillor
Richard Scinta—VP of Administration	Art Allis—VP of Finance
Jim Dwyer—VP of Membership	Morgan Maravich—Director of Membership
JoAnne Ford—Auditor	Celeste Lupercio—Director of Membership
Tom Moulton—VP Communications & PR	JoAnne Ford—Skål USA Auditor
Robert Lowell—Skål USA Deputy Auditor	

Call to Order

- I. President Ryan called the meeting to order and welcomed the attending Delegates and Guests. ABA Administrator Eric Braendel welcomed the attendees and walked them through a few housekeeping items to guide the attendees on how to use the GoToWebinar features to make comments and ask questions. Braendel also reviewed the polling feature that will be used for voting throughout the meeting and emphasized that only voting delegates may submit a response and vote. He also noted that the EC will have the ability to verify who voted after the meeting as it is all recorded in GoToWebinar. President Ryan thanked Braendel for the instructions and welcomed all the attendees, he thanked them for their hard work and efforts during this unprecedented year. President Ryan then let the attendees in the Skål toast. He also took the time to recognize the past presidents in attendance: Burcin Turkkan, Holly Powers, and Carlos Banks. President Ryan also acknowledges all the committee members in attendance, he then turned the floor over to VP of Administration Richard Scinta for Roll Call.

Roll Call of the Clubs – VP of Administration Richard Scinta

- I. Determination of Quorum
 - i. SI Albany – Present
 - ii. SI Arkansas – Present
 - iii. SI Anchorage – Present
 - iv. SI Atlanta – Present
 - v. SI Baltimore – Present
 - vi. SI Boston – Present
 - vii. SI Central Pennsylvania – Present
 - viii. SI Central North Carolina – Present
 - ix. SI NE Pennsylvania – Present
 - x. SI Charlotte – Present
 - xi. SI Chicago – Present
 - xii. SI Colorado – Present
 - xiii. SI Columbus – Present
 - xiv. SI Fort Lauderdale & Palm Beaches – Present
 - xv. SI Hawaii – Present (2 representatives)
 - xvi. SI NE Florida Jacksonville – Present

	Present	xxix.	SI Pittsburgh – Present
xvii.	SI Kansas City – Present	xxx.	SI Portland – Present
xviii.	SI Las Vegas – Present	xxxii.	SI Reno-Tahoe – Present
xix.	SI Miami – Present	xxxiii.	SI Sacramento – Present
xx.	SI Myrtle Beach – Present	xxxiv.	SI San Jose – Present
xxi.	SI Nashville – Present	xxxv.	SI San Francisco – Present
xxii.	SI New Orleans – Present	xxxvi.	SI Santa Fe – Present
xxiii.	SI New York – Present	xxxvii.	SI Seattle – Present
xxiv.	SI New Jersey – Present	xxxviii.	SI Southwest Florida
xxv.	SI Orange Coast – Present	xxxix.	SI Tampa Bay – Present
xxvi.	SI Orlando – Present	xl.	SI Tucson – Present
xxvii.	SI Philadelphia – Present		SI Washington D.C. – Present
xxviii.	SI Phoenix – Present		

- II. Upon completion of the Roll Call, Scinta determined that they had met quorum, citing that they only needed 22 delegates to achieve it.

Approval of Minutes from the NCM and AGM

- I. President Ryan reported that the meeting minutes were posted online for the membership to review and asked if there was a motion. Motion to approve the NCM minutes made by Cecilia Hudnet, seconded by James Ferguson. There being no further discussion, there was a call for a vote. All in favor, no opposed, no abstentions, motion passes. There was a motion to approve the AGM minutes made by Gordon Reese, seconded by Enrico Margaroli. There being no further discussion, there was a call for a vote. All in favor, no opposed, no abstentions, motion passes.

Skål International Update – Burcin Turkkan

- I. President Ryan introduced past Skål President Burcin Turkkan and gave her the floor for her update. Turkkan announced that Skål International had completed phase one of the Digital Transformation, and that they are well into phase two. The transformation will give the Skål organization more influence online, more opportunities for B2B expansion, and online events. She commended SI USA for how quickly they have adapted to the changes that 2020 brought, and how they have worked to help their membership shift to this digital platform. In other updates, Turkkan stated that SI is focusing on growing their membership, citing that they added 120 new members in September. She said they had their first webinar open to the public, with 270 registrations. Their goal for 2021 is to flood the national media with Skål news, events, and press releases. They have increased their presence on LinkedIn to encourage online engagement and growth. She also encouraged clubs to organize member events for October and November, and that she was looking forward to seeing everyone at the AGM on October 17th. Turkkan said she would welcome any questions, and President Ryan directed everyone to enter their questions and comments into the chat function. SI delegate James Ferguson asked when there will be more information available about the virtual tradeshow initiative. Turkkan answered saying that SI is still waiting on feedback from the membership and the data back from their tradeshow partners so they can have a clearer picture of the full cost and investment

virtual tradeshows would be. This concludes Turkkan's report.

Financial Report – VP of Finance Art Allis

- I. Financial Assistance for Active Member Retention – Allis greeted the attendees and thanked President Ryan for the introduction. Citing the pandemic and financial and economic impact of COVID-19, Allis announced that the EC is proposing to create a \$25,000 fund to use as a reserve for dues subsidies for Skål International and Skål USA dues, noting that this could assist up to 178 active members or about 12% of their membership. President Ryan emphasized that the EC is encouraging clubs to do what they can and support their members through donations, fundraisers, or even through finding a sponsor – but that the EC wants to also support their membership financially as well. Allis stated that this funding would come out of the Skål USA reserves. For those who want to apply, the application shall be to a committee including the ISC Councillor, the VP of Membership, and the VP of Finance. The stipulations are that a candidate must be an active member of Skål USA and in good standing. The candidate shall have the endorsement from the Club President affirming that the club itself was not able to secure funding for this member. Upon approval from the committee, the VP of Finance shall authorize a dues credit to the club for \$140. Allis emphasized that this subsidy and the application process will be completely confidential. The committee also respectfully requests that any recipient of the subsidy continues their membership into 2022 if they are gainfully employed in the industry. He emphasized that the EC is focused on retaining membership, and that they strongly encourage clubs to look into methods for fundraising or having a local sponsor for those members who are unable to raise funds to pay for their membership. President Ryan said that this process will be simple, confidential, and that they will take members at their word if they say they need financial assistance. He also noted that if there was ever a time to dip into the reserves they have built up, 2020 would be the year. Before opening the floor to comments and feedback, President Ryan asked for a motion. SI Colorado delegate Olga Garcia motioned to accept the proposal, seconded by SI Washington delegate Randy Harron. With the motion in place, the floor is open for comments and questions. ABA Administrator Braendel facilitated the questions and read the available comments. There was some commentary regarding members feeling uncomfortable asking for help, and a recommendation to call it a Skålarship rather than a financial assistance program. Another member recommended that the Skål Club and Skål USA split the cost for those members 50/50. Another member asked about the length of the program, Allis responded stating that they anticipate the program go into effect in January and they encourage all the clubs to begin early billing in November so they can have a clear picture of their need before January. President Ryan also reiterated that the details are still being worked out, but that individuals are able to apply to Skål USA directly and that the clubs don't need to reveal the names of who has applied. He said he understands how sensitive this issue is, and that they want to make this process as simple as possible – also noting that if there is a flood of requests, the EC would like to make more funding available if needed. Skål delegate Karen Trevino noted that it's not that her members are unemployed, but their employers are no longer paying their Skål dues, due to budget cuts. Allis clarified that a member does not need to be unemployed to qualify for the subsidy. President Ryan emphasized that they are not putting any restrictions on the application or subsidy, that they are taking members at their word. Two clubs asked if Skål International is lowering their dues for 2021.

Powers answered saying that they are offering a discount of 12% if clubs pay their dues before the end of January. Powers noted that those dues are not for events or extracurricular activities, but they go directly to the running and administration costs for the organization. And because there is no reduction on the international level, that's why the EC wanted to offer funding on their part. Turkkan also said there is a discount for clubs who pay their dues by the end of January and another discount for those who pay their dues by the end of February. Allis noted that with a potential second round of funding, the EC would need an updated motion and approval from the membership to give them the permission to do that. SI delegate Olga Garcia so motioned to give the EC leeway to exceed the original \$25,000 fund for membership dues. Motion seconded by SI delegate James Ferguson. Skålleague Carlos Banks asked if the EC would be able to use their surplus from unused travel expenses to contribute to the funding of the membership dues. Allis stated that at the time they were talking about dipping into the reserves, but now they should be able to roll it over from their 2020 budget. Allis thanked Banks for his question. SI delegate Robin Morales thanked the EC for their efforts to support the membership and commented that her club has not been able to meet since March of this year. She asked if in theory, her club has 18 applications, would she need to endorse all 18 of them. President Ryan answered stating that if possible, they will have all the applications done anonymously. Prior to the vote, ABA Administrator Braendel noted that the current motion would be different from what the GoToWebinar poll would show, since the proposal had been amended on the floor. President Ryan summarized the current motion on the floor: There is a motion to approval the use of \$25,000 of Skål USA reserves to use as a fund for Skål members in need of financial assistance for 2021, with a caveat that additional funds can be approved as needed by a vote by the Skål USA EC. The poll opened for voting for the membership. During the voting, VP of Administration Scinta noted that SI Atlanta delegate Monika Pasquerello, SI Orlando delegate John Stine, and SI Central NC delegate Cyndi Golden have all joined the call. Auditor Ford asked if they had voted on the NCM and AGM minutes, Scinta stated that he didn't think they did, but that he would follow up with them after the meeting. The poll closed on GoToWebinar, and motion passed unanimously. President Ryan thanked everyone for their input and participation in this proposal.

- II. Proposed Budget for 2021—Allis stated that the proposed budget has been available online for the past 30 days, and that there is a handout available for the attendees in the control panel for their review as well. Allis went over the major points in the budget, noting that they are forecasting a 30% decline in active membership, a 50% decline in all Young Skål membership and a 5% decline in life membership. Allis stated that the allowable meeting and travel expense is \$61,633, but the EC has budgeted 15% below that (at \$52,000). YTD Skål dues are \$123,266. The EC is reporting a lower travel budget than in years past, Allis also noted the recategorization of travel budgets to have the EC members travel expenses included in the total cost for meetings like the WEC and NASC so they can have a clearer picture of the total estimated cost for those events. Allis noted that all travel expenses must be approved in advance. But the bottom line is that they are projecting a loss of \$22,332.76 for 2021, noting that in 2020 they will have a surplus of \$14.00. Allis concluded his report and opened up the floor for questions and comments, facilitated by ABA Administrator Braendel. Skål delegate Cyndi Golden motioned to approve the budget, seconded by delegate Iris Salazar. There were

some questions regarding the accounting for where the \$25,000 fund is coming from in relation to the balance sheet. ABA Administrator Braendel explained the process. SI Delegate Enrico Margaroli asked what the contract services line item was for. President Ryan answered that it was for the administrative work that the ABA does for Skål USA, noting that they have been their administrator since 2013. There was another question regarding the budget difference between Membership 1 and Membership 2. Allis clarified that those numbers are based off of the historical actual number and used to come up with the budget total for the next year. That concluded the questions and comments, there being no further discussion the voting poll opened on GoToWebinar for the delegates to vote. Once the poll closed, the motion passed unanimously. President Ryan thanked everyone for their input and Allis for his work on the budget.

ISC Report – ISC Councillor Holly Powers

- I. FVF Fund Update – Powers welcomed the delegates and thanked everyone who had already contributed to the FVF and encouraged those who had not to do so.
- II. Upcoming AGM – Powers reported that the ISC has been working hard leading up to the AGM (on 10/17). On Thursday, October 15th at 4pm they will host a meeting with just the ISC delegates to review the candidates, the procedures and their recommendations for the upcoming votes. An email invite will be coming to those delegates for that meeting. She also recommended the delegates print out the Skål Agenda which contains information on all the reports, the candidates, and the bylaws. She stated that the only people on the AGM zoom call will be the voting delegates, but that there will be a YouTube live stream for the members to watch the process. She emphasized the importance of this meeting being online since Skål USA has the largest voting delegation with a potential of 50 votes. She noted that there were only two of the 59 bylaw changes that Skål USA had a dispute with: one regarding lowering the club sizes from 15 to 10 members and the other bylaw was regarding Young Skål no longer being a program, rather a membership category; that dispute was over the unclear wording used. Skål delegate Carlos Banks noted that clubs with two votes will need to have two separate delegates on the call, in order to use both of those votes. Turkkan noted that SI is still reviewing the procedures for the meeting, but that there will be instructions sent out to the delegates ahead of the call. This concludes the ISC report.

Presentation of the “Bill Sweet Member of Distinction Award” – Skål President Dave Ryan

- I. Presentation of the Award – President Ryan said this award is being given to a member of SI Kansas City: Alton Hagen. President Ryan commended Hagen for his work within his local club and work at a national level, noting that he has saved the club thousands of dollars and that this vote was unanimous. Hagen thanked the EC for their consideration and for the award.

Other Business

- I. 2021 WEC Meeting Location – President Ryan stated that there were two proposals to host the WEC by SI Arkansas and SI Tampa, noting that both proposals were amazing and appreciated their work. The EC voted and decided to award the WEC to SI Arkansas. He thanked SI Tampa for their proposal and commended the club for putting together such a phenomenal package.

- II. Hospitality Strong Update – Scinta stated that they have raised \$10,539 for employees in need in the hospitality industry and that they have been able to allocate that funding to all of the applicants. Scinta shared testimonials with the membership, encouraging the members and clubs to donate as this fund is making a real difference in the lives of those in the hospitality industry who have been impacted by COVID-19. They will send out the donation link to the club presidents to share with their members.

There being no further discussion, Cyndi Golden motioned to adjourn the meeting, seconded Randy Harron. President Ryan called for a show of hands in favor of adjourning the meeting, it was determined that there was a majority in favor. Motion passes, meeting is adjourned.