

Los Angeles Robotics Annual Board Meeting and Elections

May 22, 2024, 7:00-9:00 PM Pacific

Zoom Meeting Agenda

Attendees: Tony Young (President), Stephen Stein (Vice President), Terry Wells (Secretary), LeRoy Nelson (Treasurer), ~~Kip Louttit~~, Anita Nelson, Joe Petito, Tarek Shraibati

Absent: Kip Louttit

Quorum: 5 Directors

Standard agenda items for the annual May Board Meeting and Elections:

- Review and approve minutes of previous meeting
- Review liability insurance coverage
- Review interim financial reports for the current fiscal year, which ends June 30
- **Special item: Discuss and approve disposition of funds held in SCRRF accounts**
- Elect directors
- Elect officers: President, Vice President, Secretary, Treasurer
- Review committees and select committee chairs
- Assign committee members
- Committee reports: Audit, NTG, SCRRF, Website
 - Activities during the last year
 - Plans for the next year
- Program reports: *FIRST* programs, REC Foundation programs
 - Other developments not mentioned previously
- Schedule next meetings

Meeting convened at: 7:06pm

Review and Approve Minutes of the Previous Board Meeting held on November 8, 2023: Minutes for all Board meetings are posted at:

<http://larobotics.org/BoardMeetings.html>

Minutes approved by consensus

Review Liability Insurance Coverage. We need General Liability coverage to get Directors & Officers Liability coverage. We added Commercial Auto Liability to General Liability to cover truck rentals. The first monthly premium payment is due May 15 for coverage that starts May 31. Since all Nelson Team Grant events are hosted by schools as official school events, we have not needed to supply an Additional Insured certificate since 2019. We provide 2-10 volunteers for events and LeRoy trains coaches at his home.

The Commercial General Liability Policy Renewal is based on the following:

1. 10 Part time Volunteers only volunteering with the organization throughout the year.
2. Having a total of only 400 Members/Participants for 12-month period for all teams and events.
3. Currently only 1 Event [**the minimum**] is scheduled under the Nelson Team Grant Division for the next 12 months.

The Directors & Officers Policy Renewal is based on the following:

1. Your D&O policy only covers Board Members without any employee/contractor exposure. If you were to hire/compensate anyone without adding EPLI coverage to your D&O policy, there would be no coverage from potential Retaliation or Failure to Accommodate claims from employees.

Annual liability insurance premiums:

Coverage	2023-24	2024-25
Commercial General Liability (includes Auto)	\$1,459.00	\$1,582.00
Directors & Officers Liability	660.00	759.00
Total	\$2,119.00	\$2,341.00

The renewal insurance policies are available here in case anyone would like to review them:

[General Liability Policy](#) (includes Commercial Auto Liability)

[Directors & Officers Policy](#)

[Informational Review](#)

Review Interim Financial Reports for the current fiscal year, which ends June 30.

- The one-page **Financial Report Summary** provides an overview of revenue and expenses for FY 2021, FY 2022, and the first 10 months of FY 2023 (from 07-01-23 through 04-30-24).
- The full Interim Financial Reports are posted along with prior Financial Reports at: <http://larobotics.org/FinancialReports.html>
- Each section of the full **Financial Reports** begins with a large program name (**LRobotics, NTG, Other, SCRRF**) at the bottom of the account balances page. The other officers and the Audit Committee members should review the full Financial Reports and let LeRoy know if they notice any problems or have any questions. The Audit Committee will do a full Audit after the full FY 2023 Financial Reports are generated in July.
- **NTG:** During the 2023-2024 VEX IQ Robotics season, we
 - Received \$50K in donations from the Nelsons.
 - Received \$45K from championship registrations and \$2K from other sources.
 - Spent \$78K on team grants and event host stipends.
 - Spent \$25K on championship and other expenses
 - Awaiting invoices for estimated \$10K in expenses for championships in Chatsworth.
- **SCRRF:** No activity.
- **Other:** John Santos Memorial Scholarships were dispensed in June 2023 (prior fiscal year).
- **Tax status:**
 - In Fiscal Year 2021, we technically converted from a public charity to a private foundation because of the extra donations required to purchase equipment in advance and because COVID reduced our income from other sources.
 - Our 5-year average public support percentage decreased from 33.0% in FY 2020 to 28.2% in FY 2021.
 - Public charities cannot fall below 33.3% two years in a row.

- In FY 2022, we were technically eligible to convert from a private foundation back to a public charity.
 - Our 5-year average public support percentage increased to 42.8% in FY2022.
 - Converting back to a public charity was approved by consensus.
 - However, the IRS rejected the return I filed as a public charity.
 - A specially worded letter to the IRS was needed to change our status to public charity.
 - I electronically requested an automatic 6-month extension, which the IRS accepted and then inexplicably lost. Last year, the IRS lost the extension form that I mailed to them. For the second year in a row, the IRS sent us a bill for \$2,880 for failing to file on time.
 - I discovered online that our status change was approved, so I resubmitted the return.
 - A cryptic notice that my request was approved arrived weeks later.
- In FY 2023, our 5-year average public support percentage increased to 47.7%.

Informational Review

Discuss and Approve Disposition of Funds Held in SCRRF Accounts. Proposal to be presented by the SCRRF Committee.

Proposal to disband SCRRF and roll the remaining SCRRF funds into Nelson Team Grants.
 Approved by consensus.

Elect Directors. The two-year terms of the following directors expire after the May elections, so they will need to be re-elected if they wish to continue on the Board:

Director Name	Office	Chair / Program	Committees
Tony Young	President		NTG
Stephen Stein	VP		NTG
Terry Wells	Secretary		SCRRF
LeRoy Nelson	Treasurer	NTG, Website	NTG, SCRRF, Website
Joe Petite	Director	SCRRF	SCRRF

Joe Petite chose not to be re-elected. Slate of directors approved by consensus.

The directors whose terms do not expire in May are:

Director Name	Office	Chair / Program	Committees
Kip Louttit	Director		Audit, SCRRF
Anita Nelson	Director		NTG
Tarek Shraibiti	Director	Audit, REC Foundation	Audit, NTG

FTC = FIRST Tech Challenge, NTG = Nelson Team Grants,
 SCRRF = Southern California Regional Robotics Forum

Elect Officers: President, Vice President, Secretary, Treasurer
 Slate of officers approved by consensus.

Review Committees and Select Committee Chairs: Audit, NTG, SCRRF, Website
 SCRRF committee is disbanded.
 Committee chairs approved by consensus.

Assign Committee Members
 Members as listed above.

Committee Reports.

- Audit:
 - No activity in last 6 months.
 - Tarek plans to review financial records for FY 2023 in July or August.
- Nelson Team Grants (NTG):
 - Last VEX IQ Robotics Competition season (2023-2024), we
 - Received increased support throughout the season from Stephen Stein.
 - Started 16 new schools and 41 additional teams. Restarted 21 dormant teams.
 - Started 3 new leagues and supported 9 returning leagues for 282 teams.
 - Supported 4 Southern California Championships for 151 teams.
 - Offered Event Partner (EP) stipends for 12 leagues and 4 regional championships:
 - Increased EP stipends by 50% over last year.
 - Stipends ranged from \$1,230 to \$1,890.
 - Unlike LAUSD, EP stipends could be split between up to six EPs and key volunteers, and union membership is not required.
 - IRS Forms W-9 and 1099 required for stipends exceeding \$600.
 - Next season (2024-2025), we plan to
 - Start 15 new schools and 50 additional teams. Restart 20 dormant teams.
 - Start 3 new leagues and support 12 returning leagues for 360 teams.
 - Support 4 Southern California Championships for 160 teams.
- SCRRF:
 - No past activity.
 - Committee disbanded
- Website:
 - Updated information for 2023-24 season.
 - Plan to update information for 2024-25 season.

Program Reports. Additional information not discussed previously.

- FIRST programs:
 - New *FIRST* program is water themed (dry) game.
- REC Foundation programs:
 - Finished worlds in Dallas. Will be Dallas again next year.
 - Reduced Vex IQ team count at worlds.
 - VEX drones is a fast-growing segment.
 - Expanding Native American outreach.

Schedule Next Meeting. November 6, 2024, 7:00-8:00 PM via Zoom.

Meeting adjourned at: 8:17pm

Agenda submitted by LeRoy Nelson

Minutes recorded by Terry Wells