

Los Angeles Robotics Annual Board Meeting and Elections

May 24, 2023, 7:00-9:00 PM Pacific

Zoom Meeting

Attendees: LeRoy Nelson, Terry Wells, Stephen Stein, Joe Petito, Tony Young, Tarek Shraibati, Anita Nelson, Dave Brinza

Absent: Kip Louttit

A quorum was present.

Meeting convened: 7:07 pm

Standard agenda items for the annual May Board meeting:

- Review and approve minutes of previous meeting
- Review liability insurance coverage
- Review interim financial reports for the 2022 fiscal year, which ends June 30
- Elect directors
- Elect officers: President, Vice President, Secretary, Treasurer
- Review committees and select committee chairs
- Assign committee members
- Committee reports: Audit, NTG, SCRRF, Special Projects, 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

Minutes of the Board meeting held on January 3, 2023 were approved by consensus. Minutes for all Board meetings are posted at:

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

Liability Insurance. We need General Liability coverage to get Directors & Officers Liability coverage. Last year, we also added Commercial Auto Liability Insurance to cover truck rentals. The first monthly premium payment was due May 15. When all in-person events shut down in 2020, we minimized our liability coverage to only cover the minimum of one in-person NTG event. Since then, all in-person NTG events have been hosted by schools, so we have not needed to supply Additional Insured certificates. Here is a summary of the annual premiums for our policies:

Coverage	2022	2023
Commercial General Liability (1 NTG event)	\$1,124.00	\$1,209.00
Commercial Auto Liability	250.00	250.00
Directors & Officers Liability	660.00	660.00
Total	\$2,034.00	\$2,119.00
Dividend after renewal		
Additional Coverage Available:		
Cover up to 12 events	200.00	
Improper Sexual Conduct and Physical Abuse	1,000.00	

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](#)

Tarek: AB506 mandates certification for people working more than a certain number of hours with youth. This may not apply to LA Robotics as an organization.

LeRoy: All VEX IQ events are school-sponsored events. The school district's insurance applies. We are not asked to provide a Certificate of Insurance. LA Robotics is a sponsor rather than a host, and its representatives are regarded as invited guests. If SCRRF is asked to provide a Certificate of Insurance for a SCRRF event, we might need to restore the additional insurance coverages.

David: Team 980 already has the additional insurance coverages, so it could provide the insurance.

LeRoy presented the Interim Financial Reports. The one-page **Financial Report Summary** for the first 10 months of Fiscal Year 2022 (from 07-01-2022 through 04-30-2023) provides an overview of revenue and expenses for FY 2020, 2021, and 2022 to date. The full 36-page 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 (**LA Robotics**, **NTG**, **SCRRF**, **Other**) at the bottom of the account balances page. LeRoy found one error in the presented reports and will repair it for the full-year reports. The other officers and the Audit Committee members should review the full Financial Reports and let me know if they notice any problems or have any questions. We will do a full Audit after the full FY 2022 Financial Reports are generated in July. Noteworthy items in the financial reports:

- **NTG:** Last VEX IQ Robotics season (2022-2023), we
 - Received \$26K in additional donations.
 - Spent only \$10.2K on equipment because \$61.2K of equipment was preordered the previous year.
 - Generated \$54.9K in income from four regional championships.
 - Have not yet received an invoice for estimated \$5K in expenses for the regional championships in Chatsworth.
 - LeRoy found an incorrectly categorized large transaction in the presented reports and will repair it for the full-year reports.
- **SCRRF:** No activity.
- **Other:** John Santos Memorial Scholarship Fund has received donations of \$5,250. The additional \$1,000 donation since the previous report was received from Anna Santos, John's sister.
- **Tax return implications:**
 - In Fiscal Year 2021, we converted from a public charity to a private operating foundation because of the donations required to purchase equipment in advance.
 - 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.
 - For Interim FY 2022, we are eligible to convert from a private operating foundation back to a public charity.
 - Our 5-year average public support percentage increased to 42.4% in FY2022.
 - **Converting back to a public charity was 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
David Brinza	VP		Audit, SCRRF
Kip Louttit	Director		Audit, SCRRF
Anita Nelson	Director		NTG
Tarek Shraibiti	Director	Audit, REC Foundation	Audit, NTG

The directors whose terms do not expire in May are:

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

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

Eileen Kahn and Amanda Sullivan resigned as Directors on March 24, 2023. David Brinza has retired from JPL and will be moving out of state, so he will retire as a director and officer after the May meeting. Anita, and Tarek agreed to continue as directors. Kip Louttit could not be reached. He can be re-elected in-absentia but not later. He can resign if he does not want to continue as a Director.

Anita, Kip, and Tarek were re-elected as Directors by consensus.

The quorum for eight directors will be five directors.

Elect Officers: President, Vice President, Secretary, Treasurer

Tony, Terry and LeRoy agreed to continue their roles as officers. Stephen Stein was nominated to fill the VP role. All four officers were elected by consensus.

Review Committees and Select Committee Chairs: Audit, NTG, Special Projects, SCRRF, Website

All current Committees except Special Projects will continue. All Chairs agreed to continue.

Assign Committee Members

All Committee members will continue their assignments as listed above.

Committee Reports.

- Nelson Team Grants (NTG):
 - Last VEX IQ Robotics season (2022-2023), we
 - Received support throughout the season from Stephen Stein.
 - Received and delivered two tons of VEX IQ Robotics equipment.

- Started 47 new teams.
 - Restarted 71 dormant teams.
 - Supported 125 returning teams.
 - Started 4 new leagues.
 - Supported 6 returning leagues.
 - Started 2 new regional championships to replace 2 that were lost due to the death of John Santos.
 - Supported 2 returning regional championships.
 - Propose to offer Event Partner (EP) stipends beginning last season. Initial proposal for 10 leagues and 4 regional championships:
 - Base stipend of \$500 plus \$20 per team.
 - EP stipends for last season: \$800 to \$1,400; on average, about half of coach stipends paid by LAUSD.
 - Unlike LAUSD, EP stipends could be split between EPs and key volunteers, and union membership is not required.
 - IRS Forms W-9 and 1099 required for stipends exceeding \$600.
 - **This proposal was approved by consensus.**
- Next season (2023-2024), we plan to
 - Start 25 teams at new schools. Start 25 additional teams.
 - Restart 50 dormant teams.
 - Support 240 returning teams.
 - Start 4 new leagues.
 - Support 10 returning leagues.
 - Support 4 returning regional championships.
- SCRRF:
 - No past activity.
 - Joe reported on planning for Fall off-season event.
 - Trying to revive Fall Classic under the new name of “Botnanza”.
 - Original date conflicts with Battle at the Border so likely need to reschedule.
 - Renting *FIRST* field requires insurance and transportation.
 - Proposal to use the SCRRF balance to cover any income shortfall.
 - Continue to waive registration fees for teams with financial hardship.
 - SCRRF committee will continue to investigate and will report back.
- Other:
 - John Santos Memorial Scholarship Fund received donations of \$5,250.
 - IRS Forms W-9 and 1099 required for scholarships exceeding \$600.
 - Tony worked with Guadalupe Garibay to identify scholarship recipient recommendations. She worked with John at both Manual Arts HS and Hawkins HS
 - Found 2 college graduate students from Manual Arts HS that worked with John many years ago.
 - Found 5 college students from Hawkins HS that worked with John more recently.
 - Proposal is to split \$5,250 by 7 students: \$750 each.
 - Tarek: We can send the money directly to the school and avoid W-9 and 1099, but that might be deducted from other scholarship support from the school.
 - Proposal is modified to give the student the option to submit a W-9 or have the money sent to the school.
 - **This proposal was approved by consensus.**

- Website:
 - Brandon Marshall updated the LARobotics.org website for mobile device screens and introduced collapsible sections.
 - Website is hand coded based on content scraped from old hosting site. Mostly easy to update, but changing menus is challenging.
 - LeRoy added collapsible sections to the Financial Reports, NTG and SCRRF Scholarship webpages

Program Reports.

- FIRST programs: No additional report.
- REC Foundation programs: Starting a new season for all VEX programs

Schedule Next Meeting. November 8, 2023, 7:00-8:00 PM via Zoom.

Meeting adjourned at 8:30 PM

Minutes submitted by Terry Wells and edited by LeRoy Nelson