



USAWE Executive Session Meeting Minutes 3.2.2023



Meeting Date: Thursday, March 2, 2023

Meeting Time: 5:00 p.m. Pacific, 6:00 p.m. Mountain, 7:00 p.m. Central, 8:00 p.m. Eastern

Meeting Frequency/Modality: As needed; held virtually via Zoom

Agenda sent via Email: 2.27.2023 11:59 AM PST by Secretary Kris Blacklock

Minutes: The 3.2.2023 Executive Session Meeting minutes were e-approved 3.9.2023 by the BOD and posted to the USAWE.org > Corporate > Records > Meeting Minutes and filed in USAWE G-Drive > Board of Directors > Executive Sessions

NEXT MEETING – Quarterly meetings with the Executive Committee and Financial Oversight to be set up.

Board of Directors (BOD)		Attendance at Roll Call	
Executive Committee (Required)		Present	Absent
President	Chris Stanko	P	
President Elect	Doreen Atkinson	P	
Secretary	Kris Blacklock	P	
Treasurer	Erin O'Shaughnessy	P	
At Large Director 1	Robin Bond	P	
At Large Director 2	Stephanie Hayes	P	
Regional Directors (Notified; Optional)			
R1 Director	Heather Humelbaugh		A
R2 Director	To be Appointed by BOD	---	---
R3 Director	Linda Frazier		A
R4 Director	Kiki Pantaze		A
R5 Director	Becky Sherven		A
R6 Director	Karen Miller	P	
R7 Director	Rebecca Algar		A
Guest(s)			
Financial Oversight	Leesa Nero, Co-Chair	P	
	Brittney Flowers, Co-Chair	P	
	Barbara Crawford	P	
	Mike Boso		A
Affiliate Organizations	Kristine Strasburger, Coordinator	Unable to attend; Sent email	
Youth Development	Alex Tyson, Chair		A

Current # Executive Committee = 6 | EC required for Quorum = 4 | 6 EC present | Quorum was established.

Erin O'Shaughnessy left meeting at 5:40 PM PST; Stephanie Hayes left meeting at 5:45 PM PST

Call to Order: President Chris Stanko called the meeting to order at 5:00 PM Pacific Time.

NEW BUSINESS

Meeting Purpose – determine how and what to do as Financial Oversight Committee and exploratory meeting to develop organization financial policies and procedures.

The Financial Oversight Committee sent an email on February 17, 2023 to the Executive Committee to define the committee's roles and function within USAWE, solicit answers to questions, develop recommendations, establish financial procedures and set committee policies and procedures.

Affiliate Organization Fees and Membership Designated Funds – Kristine Strasburger provided an email response to questions related to the Affiliate Organizations.

Youth Development Zone Scholarships and Membership Designated Funds – Alex Tyson was absent and did not provide an email response to questions related to Youth Development. Financial Oversight to follow-up.



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Corporate Records – The Financial Oversight Committee recommends hiring an independent IT company to assess and monitor Google Suite drive and accounts. Recommend 2-Factor Authentication (2FA) be established on all accounts. PayPal 2FA reinstated on 2/28/23 (previously been set up, then disengaged at change of officers, now set up again, and users added with limited permissions and own logins required with 2FA). Secretary Kris Blacklock to develop 2FA Google G-Drive guide and share it with the Full Board and Committees at March 8 BOD meeting.

Reviewed Bank Account, PayPal, Credit Card and Debit Card access: President, President Elect, Secretary, Treasurer, Registered Agent, Email Account Coordinator, Affiliate Organization Coordinator, Financial Oversight Committee,

Discussed G-Drive record retention of all ‘approved’ contracts and agreements for Executive Committee and Financial Oversight review

Discussed Affiliate Organization Agreement, annual fee recurring subscription remittance, member designated funds and payment tracking.

Discussed receipt of and check depositing process.

Recordkeeping – QuickBooks – used by Treasurer, Erin O’Shaughnessy.

Account Access – Bank (Checks, Mobile, Online, Wire Transfers), PayPal, Credit Card, Debit Card – reviewed authorized officers. Mobile Banking has not been set up. Financial Oversight does not recommend Registered Agent account access.

Membership Checks – currently mailed to Registered Agent, Leslie Martien. Financial Oversight recommends changing to Treasurer as recipient.

Treasurer vs. Bookkeeper – Financial Oversight recommends the Treasurer be set up with full account access with a requirement of secondary approval to move funds. President Chris Stanko to contact the bank account representative.

Expenditure and Reimbursement Form (DRAFT) – Financial Oversight reviewed and recommended process be changed to:

Email form and attached documentation (quote, invoice, receipts, etc.) to Treasurer@usawe.org who will review, then send it to the Executive Committee (EC) to obtain two EC Officer authorizations. EC to return signed request and documentation to Treasurer@usawe.org for payment remittance.

After payment is rendered, the Treasurer sends authorized request form and supporting documentation to Secretary@usawe.org who will file in the USAWE G-Drive Reimbursement folder (available to the USAWE Executive Committee and the Financial Oversight Committee).

Note: the expenditure/reimbursement process was revised 3.6.2023 and approved by Financial Oversight Chair Leesa Nero (see below).

Form required for all expenditures/reimbursements. Email request form with attached documentation (quote, invoice, receipts, etc.) to the Secretary@usawe.org and Treasurer@usawe.org who will review, then send it to the Executive Committee (EC) to obtain two Executive Officer authorizations. EC to return the approved request to the Secretary for payment remittance.

After payment is rendered, the Secretary sends completed request form and supporting documentation to the Treasurer for QuickBooks accounting. The Secretary files completed form and documentation in the USAWE G-Drive Reimbursement folder (accessible to the USAWE Executive Committee and the Financial Oversight Committee).

Completion	Requester:	C Chair:	EC Officer1:	EC Officer2:	Treasurer:	Secretary:
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Proposed Bylaw Amendment Verbiage Changes (DRAFT) – Financial Oversight recommended verbiage changes to Article IX CONTRACTS CHECKS, AND LOADS and Article X MISCELLANEOUS PROVISIONS. Executive Committee to review and discuss with the Full Board of Directors.

Corporate Account Management – Account Onboarding & Account Removal (DRAFT) – not discussed.

Annual Budget – Financial Oversight recommended the Board and Committees develop an annual budget. Leesa Nero to work with Erin O’Shaughnessy. Awards, Licensed Officials, Marketing and Promotion, Website Committees submitted and have BOD approved 2023 budgets; remaining committees are in process.

Annual Financial Assessment – Financial Oversight (or hire CPA) to perform.

Annual Asset Review (G-Drive, Financial Accounts) – Secretary Kris Blacklock performed a G-Drive review in December 2022, created G-Drive Committee folders and established an annual G-Drive review, cross-matched list of committee members, removed access if not listed as a committee member, created a Committee Appointment online form and asked each Committee Chair to review corporate access. Upon Board appointments, the Secretary sets up G-Drive folders for each committee member. Committee Chairs are responsible for setting up/revoking access to committee’s subfolders and files access for each committee member.

Tax Forms – not discussed.

Contracts and Agreements – Financial Oversight recommended all contracts and agreements be kept on file on the corporate G-Drive. Secretary Kris Blacklock is in the process of gathering documentation.

Quarterly Review – Executive Committee and Financial Oversight – Financial Oversight and Executive Committee to meet quarterly.

Issues, Concerns and Recommendations –

- Create an annual budget in QuickBooks
- Reroute the Expenditure Reimbursement Request Form process
- Authorize Treasurer full access with secondary approval to move funds (not a signer)
- Treasurer to perform monthly mid-month account transfers
- BOD and Committee to provide Quarterly Financial Reports to Financial Oversight

ANNOUNCEMENTS

None

ITEMS TO CONSIDER FOR NEXT MEETING

Quarterly Financial Review

President Chris Stanko adjourned the meeting at 6:46 PM, Pacific Time.

Minutes submitted by Kris Blacklock, USAWE Secretary