



**Board of Directors Meeting  
Saturday, July 21, 2018**

# Texas High School Bass Association

## Board Meeting Minutes

Date: Saturday, July 21, 2018  
Time: 9:00am  
Location: KPE / Steele Resources Board Room

Board Members present: Tim Haugh, Ken Starling, Steve Holland, Matt Tolnay, Taylor Hardin, Henry Burns, Russell Taylor, Holly Mischnick and Gereta Brown Others present: Glenda Holland.

### **WELCOME**

Tim Haugh called the meeting to order at 9:08am.

### **MINUTES**

Minutes were previously emailed to all board members and everyone acknowledged reviewing the minutes from the January board meeting. Steve moved to approve as is and Holly seconded the motion. The motion carried unanimously by the present and voting members.

### **BUDGET**

Glenda provided a copies of the Summer Budget and 2018-19 Budget for the upcoming season.

Summer budget was reviewed first. On 7/18/18, this was the balance of the checking account was \$38,462.22, but a few checks have been written that had not gone through at this point (ie: 50% check for the trailer) and was not taken out of this figure. This is a recap of the revenue, operating expenses, website budget expenses that Matt had provided to Glenda and the last section are items that were purchased and pending for the new trailer.

#### **Website Budget**

In review of the website budget expenses, the original budget is \$12,000.00 with a \$2,580.00 down payment leaving a balance due at website completion of \$9,420.00. The AT&T monthly fee for the three iPads, three iPhones, with unlimited data on all devices will be \$273.32 for 30 months starting in August; however, Matt advises this is going to change. The monthly fee currently includes taxes and Matt is working to get this set-up as tax exempt due to being a 501(c)(3) organization. A down payment of \$549.99 was made on the devices, cases to hold/carry everything was purchased at Academy for \$64.92, protection cases for the devices was purchased at Amazon for \$125.31, tripods and mounts were purchased at Best Buy for \$97.05 and the three Square devices were purchased for \$62.79. These purchases will allow to accept credit cards for merchandise purchased at each event as well as be able to "live stream" each event. Each trailer will have this set-up. This bring the total website budget as of 7/17/18 down to \$2,226.62. Matt is not aware of any additional expenses, but would like to have this tag this money in the event we need to purchase signal boosters, but states will not know until about 2-3 months in to it. Reception at various areas can be sketchy at times and you have to have enough cell service. Tim advised we can make a note of it additional monies will be coming in with memberships and we have to get the account down to \$5,000 or below; but we are going to have to update the curtains and backdrops due to changes in sponsors. A vote was not taken but everyone agreed to roll the \$2,226.62 back into the operating budget to cover other expenses.

#### **Revenue**

In looking at the revenue, we have the \$2,226.62 remaining from the website budget that has been added back in along with the check from Moritz and the check for the sale of the original tournament trailer. This will bring the revenue up to \$44,688.84

#### **Operating Expenses**

In review of the operating expenses, the \$125.00 expense for Best Boat & RV Storage will be coming off as the trailer for Central, East and Northeast Divisions will be kept at Gereta's residence eliminating the storage cost for this trailer. However, there may be storage cost for the new trailer that will be for the Houston / Hill Country Divisions. That cost is unknown at this time. After payroll, insurance, the balance of the state rings, balance of

website completion, and AT&T charges, that will bring the operating expenses through the end of August to a total of \$20,266.28.

Once operating and website expenses are paid, this will reduce the checking account balance at the end of August to \$18,129.26

Content purchases for trailer #3 is currently at \$15,624.21, but there may be a few additional expenses. May consider paying off the loan. At the end of 8-31-18, if we have \$16,000 left in the checking account and we need to reduce our account to \$5,000, we may consider paying that towards the loan balance. Rather than do draws on these purchases to reduce the end of August balance, apply it to the loan which would reduce our overall loan. Once memberships start coming in, we could consider completely paying off any excess balance. Tim does not anticipate having to purchase another trailer next year. Matt made a motion to apply monies to the trailer loan at the end of August to reduce our checking account balance. Tim seconded the motion. The motion carried unanimously by the present and voting members.

Tim made a motion to approve the summer budget as presented and Taylor seconded the motion. The motion carried unanimously by the present and voting members.

The 2018-2019 Season Budget was reviewed which includes adding 2 new divisions bringing us to a total of 8 divisions. We included Lew's information, sponsorships and the tournament director fees will be the same. Matt advised that Fun-N-Sun will do \$2,000 this year. It is up to us how we use it, we can use \$1,000 for AOY in the Metroplex division and \$1,000 in general scholarship fund. Tim advised that American State Bank is also doing \$2,000. \$1,000 of that can be used for Northeast AOY and other \$1,000 to general scholarship fund. Estimates are included for each division. As far as expenses, Glenda included some proposed changes for her and Kathy as well as expenses for insurance, CPA Tax Attorney, RV storage, trailer insurance, insurance based on 2500 members, renewal fee on PO Box, \$500 for annual website fee, plus the monthly A&T fee. Operating expenses come out to \$96,046.21. In the columns with the payroll, NET salaries are in the column to the column to the right with Gross salaries being in the column to the left.

### **Projected Revenue**

In the far left column, you will see the projected revenue of \$641,825.00 for the 2018-2019 season for the 8 divisions. Less the cost of all the opens at \$208,234.50 (trophies, plaques, prizes, scholarships, polygraphs, live release tanks, tournament director fees etc); less the post season at \$262,055.00 and operating expenses at \$96,046.21, this will bring the end of season carryover down to \$75,489.29. We will know closer to the State event if we need to earmark some of the monies for other expenses (ie: trailer repairs, trailer wraps, curtains, etc). Payouts for all 3 regionals were kept the same.

### **Considerations**

From the January 2018 meeting, Holly suggested an Equipment Replacement Fund (ERF) be established to keep a certain amount of money in the event a generator is blown or other equipment failure, it can easily be replaced. After some discussion, Tim requested Glenda follow-up with the tax attorney for clarification so we are not violating any non-profit laws. Holly advised that we put together some type of life expectancy listing of the trailer and all the parts and pieces inside especially the big ticket items (ie: life expectancy of the trailer could be replacing it every "x" number of years, scales every "x" number of years, speakers "x" number of years, etc. If those are voted in to the minutes, then we could justify why the money is there because we are expecting to have to replace equipment with a specific time frame. Tim proposed that we set up the account and every 6 months (winter and summer breaks), make sure stuff is working and we take the trailers in for maintenance having the tires checked, axles checked, etc. We can start that with the money that Gereta is buying the old tournament trailer with. Henry made a motion to set up the account and Russell seconded the motion. The motion carried unanimously by the present and voting members.

Holly also asked the board about purchasing a wireless headset. Mundt Music advised Tim that we would have to purchase a whole new set-up as we would have a lot of interference or feedback with the microphone and headset too close together. Matt advised that it could just be the mixing board that needs to be changed out. Matt advised that expects the cost to be around \$100 each and Holly advised it should be definitely less than \$200 each, but must be able to handle the elements. Tim proposed the purchase of 1 wireless headset for each trailer and Taylor seconded the motion. The motion carried unanimously by the present and voting members.

Tim made a motion to approve the 2018-2019 budget as presented and discussed and Matt seconded the motion. The motion carried unanimously by the present and voting members.

### **SCHOLARSHIPS**

After discussion about the scholarships on the spreadsheet, Tim made a motion that we adopt a form that will take THSBA off the hook for how a scholarship is split (ie: one kid fished and won a scholarship, but the partner did not fish for whatever reason, how will the scholarship get split? 100% to the kid who fished or 50/50 between him and his regular partner?) The proposal is to amend / update the existing scholarship application where both anglers/parents have to sign (like the entry form) and make their election .... Scholarship is split 50/50, Angler A get 100% or Angler B gets 100%. Holly will work up the form. If the form is not signed by both parties, the application will go back to them. Tim made a motion to amend the scholarship application similar to the entry form and Matt seconded the motion. The motion carried unanimously by the present and voting members.

### **WEBSITE POSTING OF FINANCIAL TRANSPARENCY**

As per the email received from the CPA, THSBA is not required to post any information on your website. We are required to provide it in a timely manner to anyone who asks for it. If no one asks, then you don't provide it to anyone. The IRS advice on posting it on your website is more applicable to large organizations which might be inundated with many requests that they may not be able to respond in a timely manner. Guidestar.org posts tax returns from the prior 3 year for all filed tax exempt entity returns. The IRS provides them with electronic copies. When someone wants to see the tax returns of exempt entities, they go there rather than disturbing the individual entities since it is available immediately. The amount of financial disclosure you post on the internet is at your discretion.

Matt advised that he was told that since we were a non-profit, we had to disclose this information on our website. Since our tax returns are a matter of public record and available to anyone to view, Holly suggested putting a link to guidestar.org and they can look us up there. Matt advised that since there is nothing written in our bylaws and the IRS does not require it, then we not post it. Tim proposed that we will provide the information if someone requests it, but we will not post it. Tim confirmed through our bylaws that minutes are to be posted on the website. Russell made a motion as Tim proposed and Holly seconded the motion. The motion carried unanimously by the present and voting members.

### **EXECUTIVE SESSION**

Gereta advised that with all the employment aspects of having paid employees and minutes being posted to the website, she felt as if personnel matters did not need to be made public, they needed in closed session and just pertain to the board.

Holly made a motion to structure our future board meetings to include Executive Session to handle personnel matters and open session for all other board business. Gereta seconded the motion. The motion carried unanimously by the present and voting members.

### **BOARD MEMBER POSITIONS**

With Matt accepting the CEO of Tournament Operations & Social Media position, this will eliminate him being a voting member of the Board of Directors. Steve made a motion to keep Tim Haugh as the President of THSBA and Holly Mischnick made a motion that all other officer positions stay the same and Henry seconded the motion. The motion carried unanimously by the present and voting members.

Discussion about possible candidate for board member replacement for Matt are Greg Gaines (Gunner), Riley Fitzgerald (Caddo), Audrey Tolnay, Rhonda Weldon (Denton) and Gordon Stauffer (Media Bass). Tim made a motion to extend to offer to Greg Gaines (Gunner), Gordon Stauffer, then Audrey Tolnay. Taylor seconded the motion. The motion carried unanimously by the present and voting members.

### **VIEW WEBSITE DEMO**

Matt demonstrated the new website that will be unveiled on August 1, 2018. You are able to scroll through the different tabs. We can stream up to 4 different Facebook channels. You can see the Social Media section, but the board unanimously agreed not to allow people to post to our website as we cannot control what people are posting. It would cost us about \$25,000 a year to be able to continuously monitor and approve, edit or delete posts. We would not want

inappropriate posts made to our website that could potentially violate our sponsorship agreements. Some of the posts could be extremely subjective. Sponsor links will be in one location. Reviewed the entry, divisions, memberships, contact us pages, and shop ... our new online merchandise area.

### **DIVISION ASSIGNMENTS**

West, North Texas and Metroplex ... considering the number of teams in each division, a couple of schools were moved around.

Houston and Hill Country ... leave Houston like it is and hopefully change Somerville to Rayburn.

Central, Northeast and Central ... no changes

### **TOURNAMENT DIRECTORS**

Matt – West, Metroplex, North Texas

Gereta & Holly – East, Northeast, Central

Matt advised Ryan & Lori Emmert are interested in running Hill Country and Houston. They live up by Ray Roberts, but would keep the trailer in the Waco area for easier access to the Houston area and surrounding lakes.

Tim made a motion and Ken seconded to approve Ryan & Lori Emmert as the Houston and Hill Country tournament directors. The motion carried unanimously by the present and voting members.

### **APPAREL PROVIDER**

- AFTCO – Matt recommends that we do not use this company.
- K&G – our current apparel vendor ... she will come up with some different designs to send us every couple of months to keep everything fresh. Window decals, hats, kids shirts, dri-fit hoodie, buffs, lanyards and it is all priced on the website... and a division specific shirt.

Tim made a motion and Steve seconded to use K&G. The motion carried unanimously by the present and voting members.

Hard count the number of shirts, caps etc and use the line of credit to purchase the merchandise and pay it off by January.

K&G - Drifit shirts with and without hoodie, tshirts, hats, lanyards, letter jacket patches

Valley Fashions – buffs

Matt to put an order together and send it to the board for approval. Matt suggested we put it on the loan and then once we get memberships in, we could pay it off.

### **RULES**

The following rules were discussed and will be changed.

3. ...except for the immediate family member (father, mother, sibling or court-appointed legal guardian) of the student angler entered into the tournament, team advisor or boat captain.

5. Redact some of the items that is no longer valid. Change the registration information. Deadline will be Sunday 11:59pm before the tournament. Entries and fees must be paid online.

6. Discussion about paying out 1 in 5 or 1 in 7.... Holly made a motion to adjust our prize structure for 1 in 7, Matt seconded the motion. The motion carried unanimously by the present and voting members. Add additional item to Rule #6: All prizes won must be claimed before the start of the next scheduled divisional event, excluding scholarships. Tim made a motion to accept that all prizes won must be claimed before the start of the next scheduled divisional event and Ken seconded the motion. The motion carried unanimously by the present and voting members.

16. Change Texas Nameplate to ProRule.

21. Polygraphing 5 people randomly at 2 events per division. Cost is \$400 for 2 per event plus \$125 for any addl test.

Questions needed to be directed to our rules and nothing else. Matt provided a quote from Skip and Steve will touch base with Bobby. Table until proposals come back.

24. delete first sentence.

25. a. Top 50% of their division will qualify Regionals.

b. ELIMINATE this one.

c. Top 40% who qualify at the regional tournaments will advance to the THSBA Championship.

Tim made a motion to leave it at a 3 tournament minimum, 50% regional / 40% state. Matt seconded the motion. The motion carried unanimously by the present and voting members.

Tim made a motion to reword some of rules as indicated and Henry seconded the motion. The motion carried unanimously by the present and voting members.

### **OFF-LIMITS for State at Cedar Creek**

Recommended off limits from 4/1 – 4/21 due to staggered Regional events during April. Tim made a motion to accept the off limits recommendations and Gereta seconded the motion. The motion carried unanimously by the present and voting members.

### **WEATHER / MOVING EVENTS**

Winds at 26 mph or more, cut-off to cancel will be Thursday prior to the tournament, unless extreme weather. Weather Underground is the official app we will use. TD reserves the right the cancel for other reason. Boat captains are still responsible for keeping safety at the forefront. Tim made a motion to use the Weather Underground as the official app and make a determination on weather if winds are 26 mph or more by Thursday prior to a tournament and Steve seconded the motion. The motion carried unanimously by the present and voting members.

### **SCHOLARSHIPS for 2018-2019 OPEN EVENTS**

Tim showed current scholarship payout. 3 proposals were made to reach more students with scholarships by bringing more down to the local level. 1<sup>st</sup> place: \$2,000, 2<sup>nd</sup> place: 1,000, 3<sup>rd</sup> place: \$500, 4<sup>th</sup> place: boat captain side pot. Regionals \$20k x 4 events, State \$80k for a total of \$300,000

Gereta made a motion to accept Proposal 1 and Steve seconded the motion. The motion carried unanimously by the present and voting members.

### **BY-LAWS**

The following changes will be made to the by-laws:

Article #4 – change January to July.

4.09 – directors needs to be specific.

4.07 – board director meetings needs to be changed to 2.

Tim made a motion to accept the changes to the by-laws and Henry seconded the motion. The motion carried unanimously by the present and voting members.

### **OTHER POINTS OF DISCUSSION**

Discuss and make sure everyone on the board understands that items that come up during the year need to be presented and voted on by the board. Anything over \$500 needs to be asked about.

Discussion OF top 5 AOY teams automatically qualifying for State. Board discussed and everyone agrees to leave rules as they are, you must compete and qualify for State.

Discuss and vote items that we need for the trailer(s): Tim to send me the list and will call Valley Fashions to see if they will match SmithSign Design pricing.

Discussed internship for interested students: Steve will call K&K to check out any legalities for interns.

SQUARE:

Trailer 1 – Matt

Trailer 2 – Gereta & Holly

Trailer 3 – Ryan

Track all of our monies coming in and out through Square at registration and merchandise sales.

Discuss the dropbox program: Cloud account. No limit to devices. If we had 3 logins with a 30% discount due to non-profit. \$720 less discount \$504 annually for 3 logins, unlimited storage space. Tim made a proposal to table this discussion until the January meeting and Taylor seconded the motion. The motion carried unanimously by the present and voting members.

Discussed protests: Referred to rule #1.

Director cell phone / tablet set-up: Matt advised of info.

Discuss Sponsor packages: baseline of levels/tiers (Diamond, Platinum, Silver, Gold, Bronze)

This will not be posted to the website, but just a template to work off of for the future. Tim made a proposal that we accept these sponsorship levels, and Henry seconded the motion. The motion carried unanimously by the present and voting members.

Social Media: You Tube channel .... Fun & Sun will be the title sponsor. We do the big bass video challenge, his cost will be with \$100 gift card for each month (9 months). Tim made a motion to do this on a trial basis for the 2018-19 season and Taylor seconded the motion. The motion carried unanimously by the present and voting members.

Discuss adding Top 10 AOY teams to the AOY Challenge Event which will be 80 boats. We lost money on this with Top 5 AOY. Academy did \$5k in gift cards. Matt suggested Amistad, Eagle Mountain, etc. Tim suggested a lake a little closer. Change the date Tim made a motion that we do the top 10 if we have the backing and Taylor seconded the motion. The motion carried unanimously by the present and voting members.

Discuss accounting software. Glenda bought 2 different ones – Quicken and one other, but did not like them as she did not have any training.

New computer for trailer #2 (Gereta & Holly) due to the one we have crashing and freezing up all the time and has limited ports. Steve made motion and Taylor seconded the motion. The motion carried unanimously by the present and voting members.

Lew's: Tim advised that KPE had 50 IMG Graphite Blank Lew's Laser MG Baitcast Combo that for \$53.75 each, \$2,151.20. Matt advised that we could use some for emergency prizes if rods are broke, Steve advised that we could use for the video contests, Matt advised that we could use them for Regional or State, top 10 AOY, use them as a raffle for a 2-3 fish bag - Matt made a motion to hold them and then decide what we want to do with them – can pay in January; Taylor seconded the motion. The motion carried unanimously by the present and voting members.

Motion made to adjourn meeting.