



BKS Iyengar Yoga Association of Minnesota

P.O. Box 582381 • Minneapolis, MN 55458-2381

Board of Directors Meeting

May 20, 2018

Location

The meeting was held at Common Roots Café, Minneapolis, MN.

Call to Order

Meeting called to order at 12:28 pm by President Joy Laine.

Attendance: Determination of a Quorum

Present: Sara Cezar, Joy Laine, Luanne Laurents, Nancy Marcy, Mona McNeely, Mary Jo Nissen

Absent: Shannyn Potter

A quorum was established for the meeting.

Approval of Minutes

Mary Jo N. moved and Luanne L. seconded that we approve the March 2018 minutes. Motion passed.

President's Report

There was no president's report; administration matters were discussed later on.

IYNAUS Information

There was no IYNAUS information to report.

Committee Reports

Treasurer's Report

Sara Cezar arrived late but we reviewed the written report she had submitted.

1. Taxes: Dick Jones was reimbursed for mailing and filing fee for the taxes. Sara will meet with him this coming Tuesday.
2. Insurance: IYAMN is covered through December 30, 2018.
3. Wix: Our website account payment is up to date through 2018. Shannyn has set us up for auto-renewal through August 2019. We have paid \$280.96 so far. Wix info is to be uploaded to Box.com
4. Website: Mark Hayden has submitted invoice total \$360.00. Specifics on the invoice: PayPal resolution \$120; Anniversary Dinner \$80; Owerko Workshop \$120; Arun Workshop \$40. Checks/payment are ready to be signed and mailed. Request to pay him through PayPal with future invoices.
5. Associated Bank:
 - a. Correction: The correct balance on 3/20/2018 was \$7,977.78, not \$8,057.56, which was the balance on 3/12/18. See March bank documents.

- b. Past treasurer's user i.d. has been changed and bank alerts are now being sent to the IYAMN email account. Sara and Luanne have access passwords to the Associated Bank account. New passwords are in place.
 - c. Associated Bank Statements changed to monthly instead of the week overlapping.
 - d. Shannyn is using the Debit card number to make payments for Wix, printing, and airfare for Arun workshop.
6. Treasurer's Financial Reports
Past Monthly reports of Jan, Feb, March have been sent to Shannyn to be uploaded to Reports and Archives for the IYAMN Website.
Past reports of Jan, Feb, March have been uploaded to box.com
7. Events
- a. Anniversary Dinner: new profit after web invoice is \$215.20 from \$295.20
 - b. Owerko: PayPal registrations transfer of \$3090.60 has just occurred; need to send reimbursement and profit checks to her; she has not yet cashed her instructor fee check (\$5000); awaiting two checks from participants (\$212; \$60 or \$70)
 - c. Arun: flight is purchased @ \$567
8. Needed: Reimbursement checks to Luanne, Mark, Carrie, Nancy, Yoga Day events
9. 5/20/18 Bank Balance is \$10,437.93 according to online website; actual balance is \$3614.07

Nancy M. moved that we accept the treasurer's report. Joy seconded. Motion passed.

Membership (Mary Jo Nissen):

1. Our current membership is 112 as of May 1st. We have received a check from IYNAUS for \$240, our share of membership payments for April.
2. IYNAUS will issue a final membership plan in June, but indications are that they will request individual regions to come up with their own plans based upon five categories: (a) benefits (e.g., discounts for workshops), (b) community building events (e.g., membership meeting), (c) membership "ask" activities (e.g., membership drive, presentations), (d) member care activities (e.g., welcome letters, renewal notices), and (e) other.
3. Paige raised the idea of offering membership in Iyengar Studios with IYNAUS getting a cut from that. The board felt that would not be feasible in our region. Paige also asked whether we feel that our regional teachers are engaged with IYNAUS. Discussion ensued about the definition of 'engagement.'

Media/Communications (Luanne) Media/Communications:

Calendar for our website: We discussed the current limitations (platform limitations, time, and money) around putting a calendar on the site. We agreed this is something that supports our members and thus our organization's purpose, and we will need to revisit how to move forward on this website addition.

Education/Events:

1. *Lee Sverkerson's Sutra Study*: is going well. Will continue throughout the year.
2. *Carrie Owerko Workshop (Nancy/Mona)*: Nancy presented a final report with summaries of attendance and finances which will be posted on box.com. Average attendance: 26 per session. Final profit: \$219.69. The workshop went smoothly and was enjoyed by participants.
3. *H.S. Arun Workshop (Shannyn, Nancy, Mona)*: Arun Workshop: The postcards for the Arun workshop have been mailed out, the website registration is open, and as of May 20th, 8 people have registered for the full workshop, with a few more à la carte registrations. Venue is Mind-Body Solutions. We may need more chairs which Shannyn, Nancy, Mona can provide. Flight has been set. Arun is staying with Nancy. Mona will help with check-in. Mary Jo will pick up the mail (revised May 21, 2018). Nancy will continue to check IYAMN email for registration questions, and work with Luanne on the PayPal progress.
4. *Mary and Eddy Fall 2018 Workshop*: We need to ensure we have a venue for this workshop. Not certain that it will be at SPYC. Alternative sites to consider: Mind-Body Solutions in Minnetonka, Barre Bliss in Minneapolis, and Good Vibrations in Hopkins. May need to split the workshop between two sites: one for Monday through Thursday, and the other for the weekend. Times of the workshop need to be confirmed with Mary and Eddy. We have: Monday through Thursday: 7-9 am and 5:30-7:30 pm; Friday 7-9 am and 5:30-8 pm (intermediate level); Saturday 9:30-noon and 5-7:30; Sunday 9-noon and 1:30-3 pm.
5. *Other workshops*: Randy Just, Laurie Blakeney, Bobby Clenell have all confirmed that they will come. Tabled until next meeting.
6. *Summer Yoga Day*: This will take place on Sunday, July 29th in Decorah, Iowa. Steve Hornbacher is heading it up. He will order box lunches. Decorah is 3, 3.5 hours away. \$25 for nonmembers and \$15 if a member of a different association.

Administration (Nancy/Joy):

Joy and Nancy shared a report that summarized the points of discussion at a meeting held on May 2, 2018 with attorney Patty Zurlo and Richard Jones. The purpose of the meeting was to determine the most efficient and legal way to complete the updating of our organizational documents: Articles of Incorporation (AOI), bylaws, and 501(c)(3) status. The upshot of that meeting was that we were advised that we should greatly shorten and simplify our bylaws, that we need not require member approval in order to do any business of the organization, and that we are not a foundation nor a corporation. A call to the Secretary of State Office revealed that we must rewrite our AOI to make all changes except for 501(c)(3) status.

After a round of discussion, the board agreed that we will:

1. *Restate the Articles of Incorporation and submit to the Secretary of State of Minnesota. These restated articles will:

- a. Rename the BKS Iyengar Yoga Association of Minnesota (IYAMN) to Iyengar Yoga Association of the Upper Midwest (IYAUM)
 - b. Meet legal requirements while being as minimal as possible
 - c. Identify a new registered agent (that will be the current secretary of the board)
 - d. Identify a new registered office (that will be the current address of the current secretary of the board)
2. **Modify the bylaws:
- a. To ensure that the board has the power to select directors in any manner that they deem appropriate (including the power to appoint directors without member vote)
 - b. To ensure that the board has the power to modify the articles of incorporation and bylaws without a vote of the members
 - c. To change the rotation of the BOD to every three years, staggered
 - d. To remove unnecessary bylaws that impede the doing of business of the organization
3. ***Change the status of the association from private foundation to public charity, if it is determined to be more appropriate for our purposes
4. Seek legal advice from one or more attorneys (David Carpenter, David Larsen, Patty Zurlo) once we have drafted our revisions.
5. Adhere to the purpose and ethical precepts of our organization.
- *Nancy and Luanne will draft the new Articles of Incorporation and submit them to the State. **Nancy and Luanne will modify the bylaws and share with BOD and attorney(s) for input. ***Mary Jo will research the differences between Private Foundation, Private Operating Foundation and Public Charity, and report to the BOD.

Next Meeting

The next meeting will take place on 9/23/18 at noon after Lee's Sūtra Study group at Common Roots Café (Update: The next meeting will take place on Sunday 6/24/18 at 4 pm at Common Roots Café.)

Adjournment

The meeting was adjourned at 2:35 pm.

Respectfully submitted,
Nancy Marcy
IYAMN Secretary