

MINUTES
BOARD OF DIRECTORS MEETING
AFRICAN VIOLET SOCIETY OF AMERICA, INC.
May 30, 2021
Cyber Diamond Celebration Convention

Sue Ramser, President, called the Zoom meeting of the Board of Directors of the African Violet Society of America Inc. to order at 3:07 pm Central Daylight Time. Joyce Stork gave the invocation, and Sue Ramser led the Pledge of Allegiance to the flag.

In lieu of a roll call, attendance was taken via Zoom by the Acting Secretary, Mary Corondan, as members entered the Zoom meeting and verified via Zoom attendance records. The following Board members were present: Allen, Anderson (Jeri), Anderson (Susan), Bruns, Bui, Carter (Carolee), Corondan, Covolo, Craft, Goretsky, Hall, Jablonski, Jensen, Lahti, Post, Price, Ramser (Sue), Ramser (Charles), Shannon, Skalski, Thompson, and Williams. Lynn Lombard asked to be excused from the meeting. The following Special Committee Chairs attended: Baldwin, Brekel, Carter (Judith), Deutsch, Harden, Riemer, and Stork. Courtesy seats were extended to the following who were in attendance: Sharon Shannon, Third Vice President Nominee; Director Nominees Scott Ammann from Illinois; Kurt Jablonski from Florida; Patricia Mattson from Wisconsin; Leonard Re from California; Danny Tidwell from Arkansas; Past Presidents, Ron Davidson, Winston Goretsky, Linda Hall, Janet Riemer, and Joyce Stork. Courtesy Seats were also extended to these attendees: Amy Carruth, Office Manager; Stephanie Travis, Secretary; Teresa Odle, Editor; Sophia Bennett, Incoming Editor; Susan Anderson, Cyber Diamond Celebration Convention Chair; and Mary Corondan, Cyber Diamond Celebration Show Chair. Mary Corondan stated a quorum was present for the meeting.

Mary Corondan, Acting Secretary, read the Standing Rules for the Zoom Board Meeting, a copy of which is attached to these minutes. Mary Corondan moved they be adopted for this meeting, Glenda Williams seconded the motion, and the motion passed.

President Ramser announced there would be short breaks at 4 pm CDT, 5:10 pm CDT, and 6:20 CDT.

Mary Corondan, Acting Secretary, moved the adoption of the agenda as emailed. Linda Price seconded the motion, and it passed.

President Ramser appointed the Committee to Approve the 2021 minutes of the meeting as follows: Randy Deutsch, Chair, and Linda Price. President Ramser asked for a volunteer to serve as the third member of this committee. Joyce Stork volunteered and was thus appointed. Sandra Skalski was appointed Timekeeper. The Teller Committee appointed by President Ramser is Candace Baldwin, Doug Allen, and Jill Jensen. Jeri Anderson, Chair of the 2020 Committee to approve the minutes, reported the minutes had been approved and were published in the AVM.

The Executive Committee elected Kathi Lahti to serve as the Chair of the Nominating Committee for 2021-2022. The following members volunteered to serve on the Nominating Committee: Linda Price from Florida, Stephen Covolo from California, Kurt Jablonski from Florida, and Danny Tidwell from Arkansas. The motion was made and seconded to accept these nominees, and they were elected to serve on the Nominating Committee.

The Executive Committee met. Mary Corondan, Acting Secretary, made the following recommendations on behalf of the Executive Committee.

Motion 4 – to revise the following from the P&P, p. 1, Section 1, B. Membership Applications – Types and Dues: 2. Affiliated Chapter Membership/~~Virtual Affiliated Membership~~/State and/or Regional Societies/State Councils and/or Judges Councils, ~~b. Virtual Affiliated chapter dues shall be paid annually with no magazine.~~

The motion passed.

Motion 5 – to modify the P&P on p. 17, Section 4, Office Information, A. General Personnel Information, as follows: 1. ~~Thirty-five (35)~~ **Thirty-two (32)** hours shall constitute the normal work week. Benefits shall be earned at a minimum of 20 hours per week. The office shall be open from 9:00 am to 4:00 pm (Central Time), Monday through Thursday. Summer hours may be set by the Executive Committee. 2. One-half (1/2) hour is allotted each employee for lunch and is not considered part of ~~the thirty-five (35)~~ **thirty-two (32)** hour week. Lunch hours shall be staggered by the Office Manager to provide continuous office operation.

The motion passed.

Motion 6 – to add the following information to the P&P, p. 60, Section 7, P. Fundraising Committee, 2. General: a. 1) Annual Auction, **a) The annual auction is held in cooperation with the annual national convention. The auction chair solicits, stores, and arranges items for the auction held during the luncheon.**, b) The auction chair arranges for sufficient staff to assist with the display and bidding process., 2) Booster Donations, **a) For members who wish to contribute donations towards projects and expenses of AVSA not covered by dues.**, 3) Boyce Edens Research Fund (See Section 3, G. Boyce Edens Research Fund), 4) Tinari Endowment Fund (See Section 3, E. Anne and Frank Tinari Endowment Fund), and 5) The Barbara Burde Endowment Fund (See Section 3, F. The Barbara Burde Endowment Fund)

Winston Goretsky amended the motion to read: 2.a.1) a) The annual auction is held in cooperation with the annual national convention. The auction chair solicits, ~~stores, and arranges~~ arranges, or coordinates the storage of items for the auction held during the luncheon. The amendment was seconded by Candace Baldwin, and the amendment passed. Motion 6 then passed as amended.

Motion 7 – to delete from the P&P, p. 90-92, HH. Tinari Endowment Fund Advancement Committee, 1.a. and 2.a. through 2.g.: ~~HH. Tinari Endowment Fund Advancement Committee: 1. Purpose, a. The solicitation of contributions to the Fund., 2. Duties of the Chair, a. Shall report quarterly to the AVSA~~

Executive Committee and annually to the Board of Directors on the progress of contributions to the Fund., b. Shall be responsible for the solicitation of donors, with the assistance of the committee, for major gifts to the Fund., c. Shall be appointed by the current President for a two (2) year term to coincide with said President's term., d. Shall maintain up to date files. These files shall be the property of AVSA and shall be forwarded to the successor., e. Written acknowledgement of the specific donated amount will be sent for all donations of \$250 or more, in accordance with IRS regulations. The donation response letter template provided in the Appendix should be used., f. Shall prepare and submit a budget for consideration to the Finance Chair by December 1. Shall receive a budget allowance as authorized by the Board. Bills and/or substantiating receipts shall be required and shall be mailed to the Treasurer., g. Shall submit to the Secretary by March 1 a written report of all work since the last Annual Meeting. The original copy shall be filed in the AVSA office. Prior to the Board Meeting, Board Members must review the packet of submitted reports of all officers, directors and committee chairs found on the Board section of the AVSA website. and relocate/reword: 3. The AVSA Legacy Society, a. through j., by inserting into the P&P, p. 60, Section 7, P. Fundraising Committee, 2. General Committee, a. 6) AVSA Legacy Society, a) This Society exists to recognize bequest donors to the AVSA Tinari Endowment Fund., b) The Society itself does not receive donations. c) The Society recognizes those individuals who make a donation of at least \$1,000.00 in a will or a trust or through life insurance. Donations may be a cash amount or a percentage of an estate., d) Donors notify the Tinari Fund Advancement Committee of the intent and nature of the donation., e) All donation amounts remain confidential., f) Members of the Society will receive recognition by: i. Ribbon., ii. Group recognition at the convention awards banquet annually., iii) Listing in the AVM annually., g) Members may request to be anonymous., h) The Society has no officers, no representatives, and no voice in the operation of AVSA., i) Neither the Tinari Advancement Endowment Fund, the Fundraising Committee, nor AVSA offer legal advice or tax advice in the process of requesting donations or recognizing donors as members in the AVSA Legacy Society., j. Donors who have previously made a bequest donation to the AVSA Tinari Endowment Fund are eligible for recognition.

The motion was approved.

Motion 8 – to insert into the P&P, p. 57, Section 7, the following:

M. Council of Past Presidents – Special Committee

1. Shall assist in an advisory capacity to a newly elected president.
2. Shall elect its own chair.
3. Submit written information as a resource of information about past AVSA history.
4. Provide documentation of recommendations and suggestions to the acting president.
5. The current president will invite past presidents to serve on this committee.
6. Shall prepare and submit a budget for consideration to the Finance Chair by December 1. Shall receive a budget allowance as authorized by the Board. Bills and/or substantiating receipts of all expenses incurred in the performance of duties shall be required and shall be mailed to the Treasurer.
7. Shall submit to the Secretary by March 1 a written report of all work since the last Annual Meeting. The original copy shall be filed in the AVSA office. Prior to the Board Meeting, Board Members must review the packet of submitted reports of all officers, directors and committee chairs found on the Board section of the AVSA website.

Sharon Shannon amended the motion to read: 4. Provide documentation of recommendations and suggestions to the acting **current** president. Mary Thompson seconded the amendment to the motion, and it was approved. The motion as amended was then approved.

On behalf of the Finance Committee, Terri Post moved the adoption of the 2021-2022 budget as previously emailed. The motion was approved.

Kathy Lahti, Convention Committee Chair, made a motion on behalf of the Convention Committee that the AVSA Board approve the following individuals to lead the 2022 Little Rock, Arkansas Convention: Danny Tidwell, Convention Chair; Kathy Bell, Assistant Convention Chair; Alice Brown, Show Chair; and Assistant Show Chair, Susan Hill. The motion was approved.

President Sue Ramser called for a five-minute break at 4:08 pm. The meeting resumed at 4:17 pm.

A motion was read by Susan Anderson from Dr. Jeff Smith, Research Committee Chair, who was not in attendance at the Board Meeting. On behalf of the Research Committee, I propose that Cornelius Bulili Kyalo be awarded a grant from the Boyce Edens Research Fund in the amount of \$4500 for the conservation of African violets (*Streptocarpus*) in the wild population expansion and habitat restoration coastal Kenya. The affiliated institution is the National Museums of Kenya. Dr. Minh Bui spoke to the motion. Terri Post, Finance Chair, stated the funds were available. The motion was approved.

Dr. Charles Ramser moved on behalf of the Scholarship Committee that Ms. Julia Rence Major, pursuing a Foundational Associate of Arts Degree from North Idaho College with a cumulative g.p.a. of 3.7 and with an ultimate plan of a degree in Biochemistry, be awarded a Boyce Edens AVSA Scholarship for the academic 2021-2022 year of \$1,000. The motion was approved.

An additional motion was made by Dr. Charles Ramser on behalf of the Scholarship Committee that Ms. Korina M. Bodisch, currently pursuing a degree in Scientific Illustration at Buena Vista University in Storm Lake, Iowa, with a cumulative g.p.a. of 3.6 and with an ultimate direction towards a master's degree, be awarded a Boyce Edens AVSA Scholarship for the academic year of 2021-2022 for \$500. The motion was approved.

Teresa Odle, Retiring Editor, stated that she would miss everyone. President Ramser stated that we would miss her as well and wished her luck in her new endeavors.

Acting Secretary, Mary Corondan, announced the Zoom link for the June 5 Board Meeting would be emailed to everyone on Wednesday or Thursday. The Annual Meeting Zoom link will be posted on the website.

Susan Anderson introduced Sophia Bennett, the incoming editor of the AVM. Sophia said she was happy to be working with everyone. She has worked with non-profits and did so for five years. The past few years, she has worked as a communications consultant. Feel free to

communicate with her any suggestions or recommendations. Susan stated that Sophia is currently shadowing Teresa. If information is sent to editor@avsa.org, it will be received by them both.

The following retiring directors were recognized: Randy Deutsch from South Dakota, David Kesler from Texas, Neil Lipson from Pennsylvania, Linda Price from Florida, and Sharon Shannon from New Mexico.

Four retiring committee chairs were recognized: Carolee Carter, Publications Chair; Linda Hall, Nominating Committee Chair; Sue Hoffmann, Resolutions Chair, and Pat Sutton, Courtesy Chair. A moment of silence was observed in memoriam of Sharon Gartner, Convention Show Awards Chair, who recently passed.

Teresa Odle was recognized as retiring editor and was thanked for her three years of service with AVSA.

President Ramser announced that Linda Price will be filling the unexpired term of Sharon Gartner as director.

A proposal of amendments to the Bylaws was published in the May/June 2021 issue of the AVM. Mary Lou Harden spoke to Motion 14 made by the Bylaws Committee. It must pass the Board by a two-thirds vote. It is as follows:

NOTICE OF PROPOSED AMENDMENTS TO AVSA BYLAWS

NOTICE IS HEREBY GIVEN that the following proposed amendments to AVSA Bylaws, Articles IV, V and X will be voted on at the AVSA 2021 Virtual Annual Convention.

Article IV Officers and Their Duties Section 1

Elected Officers:

It is proposed to insert in the first line of the opening paragraph, after the word "shall," the following words: **"be members of AVSA in good standing and . . ."**

First paragraph currently reads:

"The elected officers of this Society shall fulfill the duties prescribed by these bylaws and by the parliamentary authority of the Society. The elected officers of this Society shall be:"

If adopted, Article IV, Officers and Their Duties, Section 1, first paragraph under the heading "Elected Officers" would read:

The elected officers of this Society shall **be members of AVSA in good standing and** shall fulfill the duties prescribed by these bylaws and by the parliamentary authority of the Society. The elected officers of this Society shall be:

* * * * *

Section 2

Regional Directors:

It is proposed to add the following new paragraph 1:

“All Directors shall be members in good standing of AVSA.”

Article V

Nomination and Elections

Section 1

Eligibility:

It is proposed to amend by striking out paragraphs 1 and 2 and replacing with the language below.

Paragraphs 1 and 2 currently read:

1. To be eligible to be an elected officer in the Society, a nominee shall be a member in good standing and have served at least two (2) years as a member of the Board of Directors.
2. To be eligible to be a Director, a nominee shall have shown outstanding leadership in African violet related activities.

If adopted, Article V, Nomination and Elections, Section 1, Eligibility, paragraphs 1 and 2 would read:

1. **To be eligible to be an elected officer in the Society, a nominee shall be a member of AVSA in good standing and must have completed two (2) years of service on the Board of Directors.**
2. **To be eligible to be a Director, a nominee shall be a member of AVSA in good standing and have shown outstanding leadership in African violet related activities.**

ARTICLE X

Committees

Section 1

Standing Committees:

It is proposed to create the following new committees with the stated responsibilities:

8. **FUNDRAISING:** shall assist with research and recommend funding solutions for various funds, fund drives as needed, other income opportunity programs, and solicitation of contributions, grants and other donation opportunities.
10. **MARKETING:** shall develop and organize a Marketing Plan for AVSA to enhance the visibility and reputation of AVSA and shall guide AVSA, notably the website team, committees, and affiliate chapters, in creating a unified vision, mission, look and feel of AVSA.

17. **WEBSITE:** shall be responsible for coordinating and implementing the functions associated with maintenance of the AVSA website.

It is proposed to amend paragraph 12 by striking from the responsibilities “the AVM and other.” Paragraph 12 currently reads:

12. PUBLICATIONS: shall be responsible for the publication of the AVM and other AVSA literature that the AVSA Board shall authorize.

If adopted, paragraph 12 (which will be renumbered to paragraph 14) will read:

14. PUBLICATIONS: shall be responsible for the publication of AVSA literature that the AVSA Board shall authorize.

**ARTICLE X
Committees
Section 2**

Special Committees:

It is proposed to add the following as the first paragraph:

“All members of Standing and Special Committees shall be members of AVSA in good Standing.”

Rationale: The purpose of the proposed amendments is for clarification and consistency. Adding the new committees to the Bylaws is simply to formalize what we’re already doing.

Mary Lou Harden, Chair, AVSA Bylaws Committee
Sue Ramser
Ruth Goeke
Bob Green

The bylaws amendment was approved.

Susan Anderson expressed that she hoped everyone was looking forward to the events of the week. It has been a lot of work and a lot of fun. She thanked everyone who had been involved. Joyce Stork added that a typical day on the website usually has visits by 500-800 people; but as of this time, we are at 2,293 views today. Winston Goretsky said there are currently 238 people registered for the convention. Mary Corondan added there are over 200 exhibits in the showroom and over 400 new introductions on the website.

Sue Ramser expressed thanks to Julie Mavity-Hudson for hosting this Zoom meeting and stated that Sharon Shannon will be hosting the Annual Meeting. Sue reminded everyone to type suggestions in the chat.

Danny Tidwell said he would like the Little Rock attendees to number even higher than those for the Cyber Diamond Celebration Convention.

There being no further business, the meeting was adjourned at 4:53 pm.

Respectfully submitted,

Mary J. Corondan, Acting Secretary

Committee to Approve:

Randy G. Deutsch, Chair

Linda Price

Joyce Stork

AFRICAN VIOLET SOCIETY OF AMERICA, INC.
Standing Rules for Zoom Meetings
Board of Directors Meetings and Annual Meeting

1. Upon entering the meeting, members will check their name to be sure both their first and last name is on their account.
2. All attending the meeting shall “mute” themselves during the entire meeting unless recognized to speak by the chair.
3. All board members shall use and turn on video camera on (if you have one), so everyone can be seen and heard during the meeting.
4. All electronic devices, pets, and family members should be set on silent during the meeting.
5. At the beginning of the meeting, everyone may say “hello” in the chat box.
6. Members desiring to make motions, amend motions, second motions, or debate shall press the “raise hand” button.
7. Members must wait until recognized by the chair before speaking. When that occurs, the member should “unmute” before speaking.
8. All remarks shall be addressed to the chair.
8. When finished speaking, press the “mute” button and “lower hand.”
9. Main motions and amendments longer than a few words shall be typed in chat box.
10. Debate shall be limited to two (2) minutes for each speaker.
11. All voting will take place in the polling box.
12. Following the meeting, a polling report will be sent to the teller committee for verification of polling results.
13. During the last 5 minutes, members may type closing thoughts in the chat box. (i.e., What worked well and what needs improvement?)