

# **Cedar Valley Iris and Daylily Society**

## **November 2022 Meeting Minutes**

### **I. MEETING DETAILS**

Date: 12 November 2022

Location: Radisson Hotel & Conference Center, Coralville

Time: 11:00 a.m. CST

Officers Present:

President: Darrin Lett

Vice President: Joyce Parsons

Treasurer: Shelly Lett

Secretary: Cari Rusnak

Immediate Past President: Nancy Rash

### **II: PRESENTATION**

Topic: Fall Banquet & The Cat's Meow of Daylilies

Presenter: Bret Clements, Clement Daylily Garden

Presentation started at 1:00 p.m.

### **III: BUSINESS MEETING CALL TO ORDER**

Business meeting called to order by Darrin Lett at 2:55 p.m. 53 members and 5 guests were present in-person and several members were present via Zoom.

### **IV: OLD BUSINESS**

Cari Rusnak read the October Meeting Minutes. The minutes were amended since they were emailed to the club on November 9th. The amended minutes had several changes, including updated dates, names, and a correction to the Region 1 Meeting.

*Nancy Carlisle motioned to approve the amended October meeting minutes. Valerie Moeller seconded the motion. The motion passed unanimously.*

## V: NEW BUSINESS

### Treasurer's Report:

Darrin Lett read the treasurer's report. CVIDS account has \$19,484.78 and the Regional account has \$3,458.36 - only change is a payment to the hotel for the Region 1 Meeting.

### 2023 Region 1 Meeting

Nancy Carlisle talked about the lunch arrangements for the garden tour. Lunch will be held at the Wilton Candy Kitchen in Wilton, Iowa. Lunch will include a chicken salad croissant and a malt of choice. It is located towards the Muscatine County Freedom Rock, which attendees can visit after having lunch. Nancy also said that they have received a very reasonable bid for porta potties for the tour gardens.

Nancy Carlisle said that the registration is online and live on the CVIDS website. As of today, people can sign up for the Region 1 meeting and book the hotel at the group rate. The link should be shared on the Region 1 website soon. Keith Riewerts said that he has invited a speaker but does not have one confirmed yet. Nancy Carlisle said that we need members to make donations towards the silent auction.

**If you have any items to donate to the Region 1 silent auction, please contact Nancy Carlisle or Keith Riewerts.**

### Webmaster Update

Jonathan Poulton said that he will stay webmaster remotely from Colorado. Thank you for staying an active member of the club from afar!

### CVIDS Bylaws & Handbook Updates:

Darrin Lett said that he is still passionate about making some changes to our club bylaws, and he has been asking for input on these changes over the last year. Currently, the club Vice President serves 2 years, the President serves 2 years, and the Immediate Past President serves 2 years for a total of 4-6 years of service to the club. Darrin proposes that we change it to 1 year as Vice President who will then be elected as President for 1 year and then become Immediate Past President for 1 year, for a total of 3 years. This will allow more people to have leadership in the club, serve for a shorter amount of time, and allow for continuity as new people are elected.

Nancy Carlisle asked if Darrin had anything in writing for the exact changes he hopes to make. Darrin Lett said that he will request members of the club send him opinions and any corrections to the bylaws by December 1st. He will then compile the corrections and make a written proposal, which he will email to the club in January. The proposal will then be proposed at the first meeting of the year and

discussed during the two required meetings before it will come to a final vote in March.

**If you have any input towards the bylaws and handbook updates, please contact Darrin Lett by December 1st.**

#### Club 501(c)(3) Status

Valerie Moeller thinks we should become a 501(c)(3) organization, which would give our club non-profit tax exemption. This will make any donations to the club tax deductible. She contacted AHS Region 1 and they said that our club is not covered under their 501(c)(3) status and encouraged us to get our own tax exemption number. She said that this would be a good move because we could possibly get donations from larger organizations, like Lowe's, because it could be written off on the company's taxes. She has written letters for these donations before and is happy to do it for the club. Barb Papenhausen said that she is part of another garden club with 501(c)(3) status, and that club doesn't get large donations from companies. She says we may want to adjust our expectations for what companies are willing to donate to garden clubs.

Bret Clements, speaker and lawyer for AHS Region 1, said that we wouldn't want to be covered under the AHS tax exemption because that would give them veto power over the officers that our club elects, which would mean we would risk losing control over the direction of the club and how we use money we raise. He also said that we should consider incorporating into a Limited Liability Company (LLC) because it will limit the personal liability of club members. Darrin Lett clarified that 501(c)(3) is a tax designation and becoming an LLC is about limiting the legal liability of club members. Bret Clements said that it makes more sense to incorporate before seeking tax exempt status because if we become tax exempt first, we will need to refile for tax exemption after incorporation and it will have to be re-approved.

*Pat Connolly made a motion that the club should incorporate into an Limited Liability Corporation before we file for 501(c)(3) tax exempt status. Bruce Whitaker seconded the motion.*

Several club members said that we need to look further into what incorporation would mean for the club, how much it would cost, and how long it may take. Sam McCord volunteered to research the subject and email the club with his findings.

*Shelly Lett motioned to shelf the motion made by Pat Connolly. Keith Riewerts seconded the motion. The motion carried.*

*Shelly Lett motioned for Sam McCord to research incorporation, how it may help the club, and the process of becoming an LLC. Valerie Moeller seconded the motion. The motion passed unanimously.*

### Vice President Vacancy

Darrin Lett said that Joyce Parsons is leaving the post of Vice President after 10 years of service and asked for nominations for a new Vice President. No nominations were made and the position will remain vacant until a replacement can be found. Darrin Lett will be reaching out to possible nominees.

**If you are interested in becoming Vice President or have a nominee for Vice President in mind, please contact Darrin Lett.**

### Treasurer Vacancy

Darrin Lett said that Shelly Lett is leaving the post of Treasurer and asked for nominations to fill the role. Nancy Rash nominated Jackie Westhoff.

*Nancy Rash nominated Jackie Westhoff for the role of Treasurer. The motion passed with an overwhelming majority voting 'aye' to confirm her as club treasurer.*

### CVIDS Board Meeting

Darrin Lett said that the CVIDS board members have a meeting in January, but he is going to postpone that meeting until a new Vice President can be seated.

## **VI: ADJOURNMENT**

*Motion to adjourn the meeting was made by Shelly Lett seconded by Gary Oster. Motion unanimously approved. Meeting was adjourned at 3:30 p.m.*