

NRLHF SPECIAL PHONE CONFERENCE

January 6, 2015

The board of directors of the National Rendezvous and Living History Foundation met in a special phone conference Jan. 6, 2015, to review the foundation's financial records. The treasurer's report from the Dec. 16 meeting had not been complete, and board members requested more detailed information from Treasurer Rodd Pederzani.

The meeting was called to order by Chairman Jim Penland at 7:43 p.m., and he reminded everyone the meeting was being recorded.

Roll call

Present were Chairman Jim Penland, Vice Chairman Jean Heschke, Secretary Vicki Johnson, Dan Duhamel, Jerry Heister, John Hensley, Ruth Py, Robert Woody, Public Relations Coordinator Greg Bagshaw, Treasurer Rodd Pederzani and Parliamentarian Mark Adamik Jr.

Absent were delegates Daniel Cain, Eric Davis, Jim Fulmer and Jerry Middendorf.

A quorum of eight delegates was present.

The chairman reminded everyone this meeting was set due to financial reports not being finished at the last phone conference.

Treasurer's Report

The treasurer reported there is \$34,309.91 in the general account. There is also \$18,586.49 in cash in the Boosway Bucks account, plus \$6,415 in Boosway Bucks, bringing the total to \$25,000.

He said the Eastern 2014 account is still open because there are still outstanding checks.

He reviewed the profit & loss statements from each event this year:

Corps of Discovery - Profit of \$73.19

Old Northwest - Loss of \$233.83

Northeastern - Profit of \$5,842.77

Eastern - Loss of \$5,204.89

Southeastern - Profit of \$2,011.03

Total profit for events this year was \$2,488.27.

Regarding a board request for an audit of the financial records, the treasurer said he checked with the certified public accountant he worked with on the 2013 taxes, who told him an audit would cost between \$10,000 and \$20,000. After discussion about alternatives, Chairman Penland, past chairman Jerry Heister and other board members said they would look into less costly alternatives.

Chairman Penland said he has received login and password information for the foundation's financial records from the treasurer.

Treasurer Pederzani said he would like to provide printed bank statements to the board at each quarterly meeting from now on.

He said the 2014 taxes can be completed within a couple weeks, and the same CPA who filed the taxes last year will do it again this year for \$550.

Delegate Jerry Heister asked if the 2013 taxes were completed. Pederzani said yes, and he hasn't heard anything since they were filed. He also said the missing information for the 2012 taxes was also reported.

Delegate Heister asked why the foundation's bank account is down by \$50,000 if one event lost \$5,000 and the other events lost minimal amounts or made a profit. The treasurer asked where he got the \$50,000 number and he said there was more than \$80,000 in the bank at the end of 2013 and now there is roughly \$30,000.

The treasurer reminded him of several large expenses that depleted the account such as a large payment to the former quartermaster, \$3,000 in new liability insurance for board members and others.

Delegate Duhamel asked how much the bank account has changed since the end of 2013. The treasurer said the total of all accounts was \$80,480 at end of 2013, as taken from the 2013 tax form, and the total at the end of 2014 is \$53,077.

Treasurer Pederzani said there have been problems with overspending. Chairman Penland reminded delegates to review event expenses so we aren't buying things we don't need. When participation numbers are down, expenses also have to decrease.

Office Manager Contract

Chairman Penland said the contract of Office Manager Beverly Heister expired at the end of 2014 and a new contract is needed.

Bev Heister briefly joined the phone conference. The chairman asked if she would be willing to remain on the job for another two years at her current pay rate due to the foundation's decreasing finances. She said yes.

Dan Duhamel made a motion to offer Office Manager Beverly Heister a two-year contract at her current pay rate. Seconded by Ruth Py. Approved 6-0 with Jerry Heister abstaining.

Burlap Shipping

Public Relations Coordinator Greg Bagshaw said 2,500 pounds of burlap is still in the hands of former delegate Wade Reynolds in South Carolina. At the annual meeting the board voted to spend up to \$300 to ship the burlap to a storage facility in Ohio. However, the new shipping cost is \$485.

During discussion, board members determined the shipping cost was worth saving \$2,000-\$3,000 worth of burlap.

Jerry Heister made a motion to approved the shipping of the burlap to Dan Duhamel's storage area for \$485. Seconded by John Hensley. Approved 7-0.

Other Items

Delegate Hensley noted the funeral arrangements of well-known reenactor Ed Skidmore in case board members wanted to attend.

Delegate Duhamel asked for clarification on the need for two internet providers. PR coordinator Bagshaw explained one fee is to the domain provider and the other is the web host. He explained how the website system is set up for each event.

Remarks by the Treasurer

Treasurer Rodd Pederzani said he had not been honest in 2013 and had borrowed foundation funds to pay personal bills. He said he broke the code of ethics, and "it's been eating the hell out of me." He said he read the code of ethics, which states he should be removed as treasurer.

He said he was "stuck between a rock and a hard place" and he borrowed "a couple hundred dollars" which has since been replaced.

He said he could resign, but that would leave the foundation without a treasurer, so he said he would be cooperative to the board's wishes and do whatever he could to fix the situation or help with transition.

Delegate Duhamel asked for clarification on when the money was taken, and he said just before the Eastern in September 2013. Pederzani cited family needs for the reason for his actions. He said he wanted everybody to hear it from him.

Chairman Penland said he has proof the money that was taken has been paid back.

Delegate Heister asked to be excused and left the phone conference.

Chairman Penland called for an executive session of delegates, and all non-voting board members left the phone conference.

The board entered executive session to discuss personnel matters.

The board went back into regular session at 9:12 p.m.

Present upon return were Chairman Jim Penland, Vice Chairman Jean Heschke, Secretary Vicki Johnson, Dan Duhamel, Jerry Heister, John Hensley, Ruth Py and Robert Woody.

Dan Duhamel made a motion that Rodd Pederzani be removed as treasurer due to ethics violations and that all financial information be transferred to the business office with past chairman Jerry Heister to

have temporary control of the finances until Chairman Jim Penland can be added to the account and a new treasurer is found and appointed. Seconded by Jean Heschke. Approved 7-0.

John Hensley made a motion that Rodd Pederzani return all foundation property that has been purchased with foundation funds such as a printer and computer software by the end of January 2015. Seconded by Ruth Py. Approved 7-0.

The meeting was adjourned.