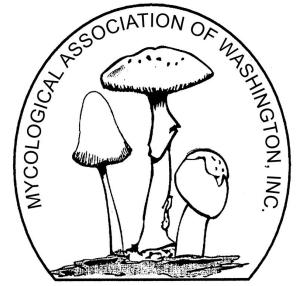


MAWDC Board Meeting Agenda

July 28, 2022, 6:30 PM



A. Approval of Minutes - Highlights:

1. Planning for events
2. Need to do nominating committee at next (this) meeting
3. Agreement that we want a Code of Conduct, but want a lawyer to review draft
4. John to file paperwork to add "Mycological Association of Washington DC" as an official legal name for MAW
5. Unresolved bylaws issues - some thought that we might want to totally restructure so that members don't have to vote on bylaws changes

B. Accomplishments since last meeting (6/14)

1. Forays - 4 (including July 4)
2. Folklife Festival
3. July 4 cookout
4. 1 cultivation workshop

C. Treasurer's Report

All on track

D. Upcoming Events

1. Forays?
2. Cultivation Workshop at Backbone Farm 8/14
3. Sequanota 9/2
4. **Next Board Meeting** 10/6
5. Mushroom Fair 10/16
6. Norwood Park 10/30
7. **MAW's 25th anniversary** (counting from filing the Articles of Incorporation) is on July 14, 2023 -- have a picnic near that date?

E. Governance

1. **Nomination Committee** - Which board member will head this up this year?
Process:
 - i. Need 3 members, 2 can't be members of the Board of Directors.
 - ii. Committee consults with current Board members individually about what they want to do, but final decision on the slate is up to the Nominating Committee, not the Board.

- iii. Committee develops a slate by October 18, membership vote Nov 20 to Dec 6

E will send an email to board members to ask what they want to do next year, additional positions they think are needed, and to solicit participation in Nominating committee. April is considering it. Need to finalize the Committee by mid-August.

John & April raised larger questions about how this should be structured, but as of now the bylaws are very specific about the process and board positions.

2. **Lawyer to help with unresolved By-Laws Issues?** (Code of Conduct, voting, other minor fixes)

- i. I had a lawyer friend review the Code of Conduct. [Here is a slightly revised draft.](#)

Elizabeth says she will propose this as part of the board rules for 2023 (if she's president again).

- ii. At the last meeting we were exploring the concept of changing our bylaws so that members don't have to vote on bylaws. John's most recent email states that this would require changing to a non-membership organization.
- iii. This seems big enough that we might want to involve a lawyer. I messaged 2 with expertise in nonprofits:
 1. [Keith Rosten](#): Says it would probably be fastest and cleanest to just draft new bylaws from good boilerplate. ("You writing the first draft usually makes me spend twice the time.")
 - a. Rate: \$375/hr
 - b. Likely total budget: \$3,000 to \$5,000
 2. [Ben Takis Nonprofit Law](#):
 - a. Rate: \$380/hr
 - b. Likely total budget: \$1,900 - \$3,800 or more
 3. Alternatively, John has volunteered to head up an effort to draft new bylaws.

General consensus not to hire a lawyer at this time.

The main thing that we are trying to solve is the provision about voting on bylaws. Is this really necessary at all, if we don't have other things we want to fix about the bylaws?

People are tired of talking about this, and there is not an urgent need for action.

If John wants to recruit some lawyers from the club and draft a proposed set of bylaws from scratch the Board is open to considering them. Tabled until there is such a proposal.

3. **Legal name/DBA:** John said at last meeting that he would file the paperwork to add "Mycological Association of Washington DC" as an official legal name for MAW but now is arguing we shouldn't bother

Ok, don't do it. If we eventually move forward with new bylaws that involve also changing our Articles of Incorporation, we could update the name then.

F. Event policies

1. Cultivation events now generally not being run through our registration system. Mitch raised a question about who we pick to do this? Should we have expectations around the fees they charge?
2. Questions have also been raised about who gets to advertise what in newsletter/Facebook group

General agreement that we just need to avoid creating the impression that we are playing favorites with these events. April says she has been actively recruiting the workshop leaders -- no one else has approached her about wanting to lead a workshop.

G. Budget

1. There was a question at last meeting about whether the bylaws require membership to approve the budget -- the membership has to approve the Board Rules, which includes the total budget number for the year
2. We included background info on the line items that resulted in the total budget, but the approval vote was on the total.
3. Tom McCoy has inquired whether the DNA group would be able to spend more \$ than budgeted this year.

Several Board members are interested in funding this, but there was general agreement that we'd like some more detail about what they're doing first.

H. Pending - don't need to discuss

1. Identifiers to address April's question on outside certification
2. Tom and John to organize a review of park rules on picking/foraging

I. Other topics that came up

1. Would be nice to collect some club history on early days
2. Connie wants MAWDC to do scholarships to send people to NAMA