

Albuquerque Square Dance Club, Inc.
A Non-Profit Corporation
Annual Meeting of ASDC Members
August 14, 2021

Board Members present: Ben Allen, Gale Askren, Margaret Bolshazy, Jerry Gilbreath, Larada Horner-Miller, Alice LaCelle, Lin Miller, Sheri Pastian, Bob Stevens. Absent: None

The ASDC Annual Meeting for the fiscal year 2020, ending January 31, 2021, would normally be held in January, 2021. The **meeting was delayed** because the Square Dance Hall was closed due to the COVID19 pandemic; the Hall reopened July 1, 2021. Because the Hall was closed most of 2020, and the meeting was not held until August 2021, **ASDC members for either 2020 and/or 2021 were allowed to vote in the election of officers.**

The meeting was **called to order** by President Jerry Gilbreath at **3:02 P.M.**, 15 minutes after the adjournment of a Special Meeting. ASDC members present: **89**, more than a **Quorum**. Each member was asked to sign in prior to the Special Meeting and state whether they were vaccinated for COVID19. Unvaccinated members and those who declined to answer the question were required to wear a mask throughout the meeting. The entire Hall was used for the meeting, with the benches on both sides used for social distancing for those who did not state that they were vaccinated. As members signed in they were given red cards to use in voting during the Special Meeting, and these cards were exchanged for election ballots at the beginning of the Annual Meeting. **Karen Zakovec served as Sergeant at Arms and Parliamentarian.**

Jerry Gilbreath noted that he has **served on the Board for three years plus an extra eight months due to the Pandemic**, which delayed the normal election schedule. Others on the Board, **Alice LaCelle and Sheri Pastian, served an extra eight months as well. Officers elected for the three openings today will serve two years and four months** instead of the normal three years since a portion of the three year term was lost to the Pandemic.

Minutes of the last annual meeting, held January 4, 2020, were sent out by email and copies were available at check-in. Jerry asked for any **corrections** to the Minutes. **Chris Clarke said that page 2, paragraph 2, refers to the Caller School (class held at the Hall in 2019) as "CALLERLAB," which is incorrect.** The Caller School had nothing to do with CALLERLAB. Jerry agreed that it was not a CALLERLAB sponsored event. Alice LaCelle (Secretary) said that it was referred to as "CALLERLAB" at the meeting, but she would insert a notation that the reference was incorrect. **Bill Taylor made a motion to accept the Minutes as corrected, and Bruce Little seconded it. Motion carried unanimously.**

REPORTS FROM BOARD MEMBERS

Treasurer's Report, Sheri Pastian: **Report covers January 1, 2020 to December 31, 2020.** The Treasurer's report presented at the meeting last year, on January 4, was off because the range of dates used was incorrect, but this year Sheri was careful to use the correct dates.

- **Wells Fargo loan for \$50,000, a five year loan, was paid off in four years.** (Applause)
- **Lights were replaced in the East Hall**, (5000 Kelvin LED's replaced with 3000), and the **5000 panels were repurchased** by an electrician to give a partial return on that expense.
- **Utilities were reduced for April through December of 2020** due to the Hall being closed during the Pandemic. We stopped the trash pickup, turned off the air conditioning, refrigerators, etc to save money. For 2019 our utilities were almost \$7000, but for 2020 they were down to approximately \$2,600.
- The **accordion wall** was serviced.
- Bob Stevens replaced **light bulbs** as needed.
- We purchased a **new amplifier** for the East Hall.
- **Donations: \$3,045 was donated in the name of Buddy and Gale Asken, who were elected to the Square Dance Hall of Fame.** (Applause) **Hot August Nights**, always a wonderful sponsor for the Hall, **donated \$2,510.** Various individuals made donations to help pay the bills, so that the **total for all donations was \$7,825.** Sheri thanked everyone who donated for helping to maintain the Hall.
- There were **clubs who continued to pay their rent** even though they were not able to use the Hall: The ABQ **Sundancers, Kris Jensen's AWK, Rich Stewart's Club, and the Wilde Bunch** paid full rent for the entire time the Hall was closed. (Applause)
- **The IRS audited our books and found that we have more than 35% "outside" income; that is, income from non-members, which cost us our 501c7 non-profit status.** The auditor said if we let the outside groups (ballroom dancers and Contra dancers) join as members we might regain our non-profit status, but the Board decided against this. Sheri had to add a separate line on Quickbooks to record non-member payments. Otherwise, the Auditor said Sheri was doing "a great job." (Applause) **We owed back taxes for 2016 and 2017.** We have not heard anything about back taxes for 2018 or 2019. **Taxes for 2020** have been submitted, but we have not heard anything about those. Sheri stated that she wants the membership to be proud of the job she does, and she would never take a cent of club money. (Applause).

- **Lin Miller announced that Hot August Nights, which was scheduled for next weekend (August 20-22), has been cancelled** after discussions with the Governor's office about the increase in COVID cases and the possibility of a mask mandate. There will be refunds or "rollovers" for dancers who have paid in advance. However, **Hot August Nights will honor the contract and pay the Hall rental.** (Applause)
- **Lynn Tillery made a motion to accept the Treasurer's Report, seconded by Bruce Little:** 80 in favor, 2 opposed, no abstentions. **Treasurer's Report approved.**

Vice President's Report, Ben Allen: We have tried to **comply with the state government's COVID guidelines** in opening the Hall, which was opened July 1, at what we thought was our earliest opportunity. There are various interpretations of what the state guidelines mean, but the Board has done it's best to come up with the minimum requirements per those guidelines, allowing clubs to apply more stringent guidelines if they wish. We were **unable to have the two ASDC 2021 dance events** normally sponsored every year.

Maintenance, Bob Stevens:

- **Utilities:** Air conditioning and heating was reduced to the minimum while the Hall was closed, water fountains and refrigerators were off, the water heater was on vacation mode, the trash pickup was halted. This reduced costs.
- **Weeds, leaves, needles, and litter were cleaned up weekly** so that the building would look like it was being used.
- **The State Square Dance Convention will be held at the ASDC Hall** next year, and we need to **paint the front porch** in preparation. Also, Bob wants to remove the large rocks in the front and put gravel in the front beds.
- **Carpets need to be shampooed.**
- **Major projects for the long term** include finishing our parking lot on the east side, and repairing cracks.
- After the meeting it would be helpful if everyone would take their chair and stack it in the back closet.
- **It costs a minimum of \$1,000 to \$1,200 a month to keep the building running,** between maintenance, utilities, taxes, and insurance, even with the building closed. Taxes alone are \$10,000 a year. **All of the clubs and individuals who paid while we were closed helped us meet those expenses,** and Bob thanks those people. (Applause)

Central District, Gale Askren: There was a **meeting August 1, 2021**, with the officers who had been serving during the Pandemic, no elections. The **next CD dance will be the Halloween dance on Saturday October 30.** Nothing has been decided yet re a New Year's Eve dance. **The CD meeting will be at the Hall on September 26.** **Delbert Teeple** asked how much **Central District dues** will be. **Karen Zakovec** said that the dues will continue to be **\$6.00**, and the cards are printed and ready for distribution to the clubs.

Publicity, Lin Miller: His report is the same as it has been for ten years: You all keep sending him notices, and he'll keep sending them out. He **sends out notices for ASDC dances, local clubs, and for dances outside of the local area.** Anyone who wants to be added to the Publicity email list, let Lin know. **Lin also thanked Alice**, who is not running for reelection, for her contributions. (Applause)

Supplies, Margaret Bolshazy: Feels she has the easiest job on the Board -- shopping! She **buys the consumable supplies** for the Hall. She did not have to stand in line for toilet paper, and had no supplies to purchase for about 16 months due to the Pandemic.

Contracts, Larada Horner-Miller:

- **As soon as the building was closed the Board met and agreed that no renter would be held responsible for any contract that was in place during the closure.**
- We have **two new renters from non-member groups: McCallum Dance** on Mondays and the **Tango Club of Albuquerque** on alternating Friday nights and Saturday afternoons. A third group is looking at openings in our schedule.
- **Albuquerque Dance Club**, our biggest renter, is run by Susan Kellogg. Both Susan and the Tango Club renter **thanked the ASDC Board for having our vaccination requirement.** The Tango Club had been dancing at the Lloyd Shaw Hall, and have wanted to move to the ASDC Hall for years, but there weren't any appropriate openings. They moved at this time because the Lloyd Shaw Hall gave them such stringent COVID restrictions. **The ABQ Dance Club and the Tango Club are both requiring dancers to show COVID vaccination cards.**
- **VP Ben Allen checks the pricing on all contracts** to verify the correct amount is being charged per the fee schedule.

Secretary, Alice LaCelle:

- In addition to Lin's Publicity list, Alice has a smaller **"ASDC Info" email list** for sending out notices about the Hall, such as COVID guidelines, the minutes from meetings, Hall repairs, and other Hall announcements, but nothing advertising dances or info about individual dancers. Anyone wanting to be added to this email list should contact Alice.
- **Serving on the Board** has been a learning experience, with so much input from both Board members and members of the ASDC. It has been challenging, interesting, and memorable. (Applause)

President's Report, Jerry Gilbreath: Feels that his job is easy, and mostly consists of calling meetings. **The State SD Convention for 2022, May 20-22**, will be in Albuquerque, and Jerry has been elected State Chairman. He is putting the Board back together that would have served for the cancelled 2021 State Convention. The caller will be **Buddy Weaver**, and the cuers will be **Chuck and Sandi Weiss**. Jerry asked if there is any new business or anything else anyone wanted to bring up.

- **Rich Stewart asked that we have a moment of silence to remember all the dancers we lost during the Pandemic.** Jerry and others thanked Rich for the reminder. **Sheri stated that whenever we lose a member she has a name plaque made** and these are hung on the memorial wall in the entry hall.
- Jerry was at the **Nationals in Mississippi**, and he heard from a caller in California that a dancer returned from the Nationals and went straight into the hospital with COVID. He did some checking, and he heard that so far there are **70 cases of COVID that came out of the Nationals**. *This is hearsay and not official*, but Jerry considers his source to be very reliable. **What we are doing by requiring vaccines and asking club officers to insure that those who come in the door are vaccinated, has helped us reduce risk.** We will continue requiring vaccinations for entering the building. Today's meeting is an exception, allowing unvaccinated members to attend while masked and socially distanced. **Bob Stevens** said that he has an article from a Phoenix paper, from about two weeks ago, about a dance center in **Linden, AZ**, where they had a terrible COVID epidemic that came out of one dance; they lost two people. Their Hall will be closed until 2022.
- **Chris Clarke said that the IRS Audit revoked our Federal and State non-profit status.** He asked if we need to **change our Constitution, By-laws, membership cards, and the header to the minutes** with regard to being a non-profit organization. **Delbert Teeple**, who is just retired as a 20-plus year tax professional, said that the **IRS rules don't necessarily apply**. The loss of non-profit status could be temporary, and we actually are a non-profit concerning the actual members. Chris pointed out that some Country Clubs have equity voting members plus associate, non-voting members: Have we considered something like that? If we had **outside groups as associate members**, how could we lose control of the Board? Jerry responded that the Board had considered it, and also discussed it with Susan Kellogg (Albuquerque Dance Club), and we elected not to go that route. Maybe it should be given more consideration. **Ben Allen** said that we have a decreasing number of square dancers, leading us to depend more on outside groups for income. Because they are **non-members, they pay much more to rent the Hall, so the cost/benefit may favor keeping the current outside groups as non-members**. **Alice LaCelle** said that she had suggested sending out a 30-day notice prior to this Annual meeting re **changing our Constitution and By-laws to eliminate the non-profit language**. **The Board did discuss it, but has not made a decision yet.**
- **Chris Clarke asked if the ASDC has ever considered installing solar panels on the roof.** Jerry said that the Board has considered that in the past. **Rick Follett** asked if we have considered **leasing solar power**. Jerry said not yet, but we can look into it. He has put solar panels on his house, and it eliminated the electric bill, but gave him a loan to pay off.
- **Diane Saunderson said there is a significant lag time between ASDC Board meetings and the posting of the Minutes** on the asdc.org website. March through June minutes were not posted for four months, and July meetings have not been posted yet. **Alice LaCelle**, who wrote the minutes, said she has been out of town this month and was slow getting the July minutes written. There is **no standard for getting the minutes written or posted**, and it might be a good thing to have such a standard. Minutes for one meeting are approved at the following meeting, which can sometimes be a long interval. **The new Board should consider** changing this, especially since it won't cause any problem for Alice, whose term is up. **Larada Horner-Miller said it is her job to post the minutes on the website**, and she has had some health issues that prevented her from posting the minutes in a timely manner. Lately we have had so many meetings that it was hard to keep up.

ELECTION OF OFFICERS: Everyone has a paper ballot. Jerry announced that each member can vote for **only three candidates**, and if anyone wishes to change their vote they should request a new ballot rather than crossing anything out. It is acceptable to vote for fewer than three candidates.

Candidates:

Lise Brooks introduced herself as someone willing to step up and take time out of her schedule to work on the Board. She has served with the Rotary Club and the Civitan Club in various positions, including President and Treasurer, and also has 40 years of experience in bookkeeping and accounting. She is not looking for any particular position on the Board, but would like to serve and represent the members. (Applause)

Chris Clarke (Donald Christopher Clarke) introduced himself as a square dancer and a life member of the ASDC, and a proud member of the Wilde Bunch. He started dancing in 1983 at the request of his future wife, Joni Micals. He knows there is a lot of work to running clubs, running the building, and putting on all the events we enjoy. He now feels that he has the time to take on some of this work. He wants to promote the fun of square dancing. Qualifications: Age 66, bachelor's degree in Business Administration, specializing in Accounting, and has worked in Banking and Finance his entire career, ending up as a bank manager. Married to best friend Joni for almost 36 years. He has been asked if he supports the ASDC stance requiring dancers to

sign in for dances as vaccinated (for COVID). ASDC is now a for-profit corporation and a landlord of the Hall. We should abide by the local, state, and federal Health requirements - no less, and no more. Individual clubs can make further restrictions. It affects their income, but not ASDC's rent income. Does he support the Wilde Bunch's requirement for proof of (COVID) vaccination? That is already answered above. Does he have any ideas about how the health and welfare of the square dance community can be maintained? If he did, he would be proposing those ideas nationally for everyone, and on TV with Dr. Fauci. He has been vaccinated for everything - if there is a vaccine for something, he gets it. He did support most of the petitions as good ideas, but it is true that term limits and no spouses on the Board won't work if enough people don't volunteer to run, but his motto is never to even *appear* to have any conflict of interest. But since those rules were voted down, he is **nominating his wife, Joni Micals, who would make an excellent Board member**, probably even better than himself. (Applause)

Karen Zakovec has been doing research for the Board for her role as Sergeant at Arms and Parliamentarian, and has come to appreciate this group of people and what they do to keep the facility alive. ASDC is a gift, and she wants to serve on the Board to help preserve this for the square dance community. She has 30 plus years of experience with non-profits and serving on Boards, and has done a lot of volunteer work. She has served as Treasurer for the NMSDRA for the last five years, courtesy of the "Gilbreath Express Train," and has also served as Treasurer and Secretary of the New Mexico Caller's Association. She has many contacts throughout the local, state, and national square dance community. She would like to see our dance community grow. (Applause)

Sheri Pastian said she enjoys being on the Board, but has had a rough year with losing her father and dealing with all the petitions (addressed in today's Special Meeting). She does the Board work as if it were her own business, and although she does not have as much experience as some other candidates, she has been doing the Treasurer's job for awhile. The ASDC has a CPA to double-check her work, and she also has a good friend who is a Quickbooks pro to check her coding. This job is personally rewarding and gives her a break from running her own business. She would like to remain on the Board, even if someone else becomes the Treasurer. (Applause)

Jerry Gilbreath said he started dancing at age 13, before CALLERLAB existed. He quit dancing while serving in the military. When he came back to dancing 14 years later he became a caller. Dancing and calling had changed a great deal with the development of CALLERLAB. He has been involved in square dancing for a long "cotton-picking time." He was VP and President of the North Texas Callers Association. Although not fond of politics, he did run for the Board almost four years ago, was elected, and feels that we have done good things during his term. He would like one more term. He does still own a business and works daily.

Joni Micals was caught by surprise at being nominated. She has been a square dancer for 46 years, starting in 1975, and has been involved with every level, from beginner to C3A (Challenge level). She has been teaching square dancing for seven years, and is a member of the Gay Callers Association and CALLERLAB. She has a new class with 12 beginners, and is always trying to bring new people into square dancing. She got her husband into square dancing before they were married. She has been on Boards for Teachers Associations, was President of a Homeowners Association, and has also served as President, Treasurer, and Secretary, having experience in different roles. She would enjoy working in any role to serve the members. (Applause)

Jerry called for any other nominations from the floor; none were forthcoming. Several people asked for new ballots, since we have additional candidates. Ben reminded everyone that if they want to vote for Joni Micals they should write her name in *and* put a checkmark beside her name. Ben Allen, Bob Stevens, and Lynn Tillery were assigned to count votes. Bruce Little and Carolyn McDougal volunteered to observe.

Election results: Lise Brooks 36 votes, Chris Clarke 26, Sheri Pastian 62, Jerry Gilbreath 53, Karen Zakovec 58. **Sheri Pastian, Jerry Gilbreath, and Karen Zakovec were elected.**

Meeting adorned at 4:34.