



October 17, 2020 Meeting Minutes

Board Members Present: Ashley Miller, Charlie Turk, Ben Stovall, Jack Estes, Jon Lewis, Chris O'Neal,

Not Present: Lisa Joachim, Joshua Wooley

Sargeant at Arms: Bradford Moulton - Present

Guests Present: Russ Simnick, Chad Arnold, Ryan Pickett, Mark E. Layton, Matt J. Crouch, Steve Lunsford, Juston Miller, Abdul Hakim-Shabazz, Jack Estes III, Mike Schaefer

Names in parentheses indicate: (the person who made the original motion, the person who seconded)

Official meeting called to order

Secretary's Report – Approval of agenda (Ben, Jack) and minutes (Ben, Ashley)

Committees

Entertainment (JLew) - Talked about events since the last meeting. First was the President's Ball. Even though the event had a lower turnout, the club still made a decent profit off the dinner special. The Halloween Party was coming up on 10/31 from 6-8PM. The Rocky Horror Picture Show will be shown and a witch's brew will be offered. Chef Rick will be offering some treats. On Election Day - 11/03, white Russians and 'Merica shots - red, white and blue jello shots will be offered. A "crying room" will be set up upstairs with Evan Shearin's old toys. On 10/24 from 12-3PM the dining room will be dedicated to Rex Early. Also on the schedule 11/28 - St Andrew's Day Celebration. We would like to get Celtic Rain and John Essex II to play. There is a euchre tournament planned for 11/14 with details to follow.

Capital Improvement (Ben) - There was a pipe issue that Jack helped to resolve. During Employee Appreciation Night there was a power issue that was fixed and improved.

Bylaws and Election Rules (Ben) - Mike Schaefer said that after the candidates were done speaking today, voting would commence at the back of the bar. The list of voters is split alphabetically. If your name starts with McC your name will be in the second list. Show your ID and you will be given your ballot. You can vote for up to seven of the nine candidates. Voting for board members will continue until October 31st.

Tech Work Group (Jack) - Spoke further on the power issue during Employee Appreciation Night. Half of the power in the office failed. There was no easy way to identify the location of the tripped breaker. They were running extension wires over the club and overloading circuits to get the POS system back up. Jack came back the following Tuesday and rewired everything upstairs. It is all load balanced and set. He was able to procure a complete battery backup system that's substantially more powerful than the one we have. It will be donated by a local IT company and Jack will install. He will take care of it on Monday.

Membership (Lisa, Chris) - They had a New Member's Night. Smaller turnout than expected. It was well

received for those that attended and overall the event went well. Hopefully the event will carry forward. The bike rack project will be completed whether or not they are re-elected. Ashley and Lisa went over the membership applications and saw that 70 new members had joined.

Restaurant Operations (Bar and Food) (Ashley) - She mentioned that Josh was working with Rick to revise the menu. We have a new vendor - Piazza Produce.

Hiring: (Ashley) - No need for one since we are fully staffed. Jlew asked about how well Sara was adjusting to absorbing the office manager position. Ashley mentioned that there were descriptions of both positions and Ben pointed out that the office manager position has changed since Evan Ruder has left. Ashley would work with Sara to get a redefined description of the position.

Treasurer's Report: (Charlie) – Talked about his third revision of the financial update. Net income for September was around \$2800 versus a \$858 loss from the prior month. We exceeded last year's net income for the month by \$31. Net cash decrease is \$3800 because member dues are not cash based they're accrued expenses so even though we're showing a net gain we lost cash for the period which is not bad, but how the club operates. YTD net income is \$40,000. Charlie addressed a couple of issues on net income. There was one accounting adjustment due to cleaning up the books of about \$ 11,000 and the EIDL grant of \$10,000 which showed as income. If you adjust for those two things we're approximately \$19,000 in net income for the period, but that still exceeds last year by \$1,000, that's if we exclude the insurance proceeds from the fire. A new report was developed for restaurant operations that just looks at bar/kitchen costs of goods sold and labor associated with running the bar and kitchen. For this period we had a net loss of \$134 which means we almost broke even. Not good or bad, but we should strive to increase income. The prior month we made \$1300, but in July we had a net loss of \$358. The next board will need to focus on this. We want the total operating profit from the restaurant itself to actually make money. We're hopeful in terms of what we want to see in that they bring in about \$5,000/month. As a goal he would encourage the next treasurer to look at the budget to make the bar/kitchen profitable on a monthly basis. Food and beverage for the month was approximately 45% COGS to revenue. Industry average should be about 30%. Since we're a club we have higher pours and not as high of a volume as a regular restaurant. So a goal would be 35% COGS to revenue. The club has a way to go. Since 10/01, 60 or so members have renewed and had a cash influx of about \$11,000. We have invoices for \$84,000. Assuming we receive an 80% renewal rate then our cash position will be where we were last year. Barring another shutdown we should be able to push through being that we are a member driven organization. We also have revenue from the parking garage of about \$5-6,000/month. This assumes \$7,000/month from member dues if we average those throughout the whole year. If we can get the bar/restaurant to turn a profit of \$3-5,000/ month we would be turning a net gain of \$4-5,000/month. This would go a long way to making capital improvements. This is his last meeting as treasurer and he feels good about the financial state of the club. The books are as clean as possible. New policies have been implemented where the bartenders are receiving their tips instead of via credit card which is reducing our expenses from a payroll perspective. The bartenders are happier, but it entails more office work. He felt good that our financial statements, Quickbooks and the financial procedures that were put in place are in a great position for the next treasurer. The board thanked Charlie for his efforts. If we didn't get the PPP loan of \$42,500 and \$10,000 EIDL grant we would have a total cash position of about \$20,000 right now. At the end of this term we're at \$72,000 and have no debt. We should have approximately \$10,000 in debt after we take care of the PPP loan. Last year and the end of December we were \$30,000 in debt due to a line of credit loan that has been repaid. Jack asked what could be changed to increase sales. Charlie said we were doing well with our specials, but they have small profit margins. The club could sell other items such as a "hummus plate" that have

higher profit margins. Specials will bring people into the club, but we only have a limited number to draw. We should have enough items on the regular menu with higher profit margins to help cover costs. We are losing money on the kitchen and could make more revenue without one, but we don't want to do that as a club. Ben mentioned that the menu was being restructured with that in mind. Charlie said they had a consultant come in and make some recommendations - a smaller menu with certain items that have a higher margin and reduce the amount of product that you have to bring in house so that you reduce the amount of waste. When we did a comparison to food over food costs between the different vendors there wasn't much of a variation so we are not going to get a lot of price difference just better quality. When we stick with a specific vendor then they can bring us new items and give some of them for free. Charlie talked about the volume of food that was purchased versus how much was used. Ben said that was why we switched vendors. When Charlie looked in the basement prior to COVID the inventory was astronomical. We need to make sure we control our inventory. Jack asked if the consultant looked at the bar, but Charlie said the consultant was just advising on the kitchen. Charlie said there was a balance to what we do and what we offer. Jack personally thanked Charlie for the work that he'd done and the great vision of where we are and need to go. Charlie will work with the next treasurer to get them up to speed. He had taken a great deal of input from Juston and also received input from other sources. He thinks we're at a good point, but there's still work to be done.

Motion to approve: (Jack, Ben)

President's Remarks - (Ashley) She spoke of the year we have had and to acknowledge all the great things that we have done as a board. She mentioned the bad things that happened first. We had five resignations. Overcome the fact that we didn't pay taxes for four years. A general manager and other staff that left. We also had a pandemic, riots and everything else in between, but we have had over 70 plus new members come in. 200 unique individuals have also come in since we reopened on June 1st. We have almost 500 members. The first time we have sent out completely electronic invoices, even though we still mailed a few. She was really proud of the work that's been done over the past year. There are a lot of people to thank. John Essex II for keeping us updated daily by posting on social media and keeping people engaged. Wayne Murdock for installing the ceiling fans on a moment's notice. Mike Gaines for helping us with some repairs including fixing a back door. Russ Simnick for removing wallpaper and painting. Chad for providing the table upstairs. Evan Shearin helped document the things that we sold in the auction. John Shearin helped and continues to catalog all the past president's portraits. Ben for cleaning up our data significantly on the membership side and helping to streamline the election process. He also helped with running point on membership issues. Jack for revamping our wifi system. She also thanked his son for helping peel off wallpaper. She liked his idea of having a fish tank upstairs because it was linked with our mission of helping wildlife. Josh for helping to cut panels for the bathroom and providing food for all the helpers. Michael Tarr for painting the logos upstairs. Michael and Josh donated a television as well as Rebecca Brazzel. Lisa for providing legal aid by reviewing documents which helped along with Charlie to install the parking box. She also worked with our insurance company. Chris for sanding the ceiling, cutting the tiles and peeling wallpaper. Jlew for his continuing efforts on the events committee. The POY dinner was flawless. He was also thanked for keeping members engaged. Ashley relayed how we were reinstated and had a town hall. We were closed for 76 days. We filled the dumpster 5-6 times over. We fixed chairs. We moved a lot of stuff around. We removed wallpaper. We had virtual happy hours and board meetings. We had a COVID talk thanks to Logan Fulford, Melody lafrato and Bradford Moulton. We have an employee handbook for the

first time. We had an employee appreciation night. She thanked Charlie and presented him with the Distinguished Service Award. Among the many things he did was beer inventory, cooler cleanup and keg retrieval. He also fixed our tax status and shared design ideas. The sense of service that was instilled in him from his grandmother was clearly evident. Ashley thanked our staff for sticking around and putting up with us.

Club Operations Report - (Ashley) No report.

Vice President's Report (Ben) - No member's comments appeared in the Comment Box. There were five new applications for membership. All were validated. They were: Joshua Thomas Clay, Dan Allen, Michael James Thompson, James Curles and Jordan Zakery. An additional two would be validated later.

Motion to approve: (Ben, JLew)

New Business: Chef Jackets (Jack) He talked to Anthony Mina who is willing to create chef's jackets for Raudel, Alonso and Chef Fitch. They will have the Antelope Club logo and their name on it. They will be made at his cost which will be no more than \$300.

Motion: Authorize the expenditure of \$300 plus 10% (\$330 total) to make chef jackets for the staff.
(Jack, Ashley)

Proration of member fees (Ben) He said that we don't really have a good membership proration system for the first year. All that is in the bylaws is the option to allow the board the possibility of having a 50% discount in the last quarter of the year. He and Charlie have talked over the last year. It makes sense to have some form of true proration so that if you join in the last two months you're not immediately hit again with new dues. Ben has had a number of members who have reached out to him recently who are confused. There are also members who believe that your dues cycle is tied to the date that you were approved to join. Unfortunately, that was the image that members had because we didn't have good bookkeeping. Who knew when your invoice was going to go out? Now that our invoice system is much better we're actually getting it out on time. Members are going to understand that the renewal of their membership is actually tied to our fiscal year. There are a few options that we have to do a proration properly. We don't have the answer on what the proper method would be right now. It would be good to have a system in place for the new board so that they won't have to worry about it and they're not starting from scratch to establish one. Charlie didn't think that it would be that hard to do. Ben said that the bylaws don't specify either fiscal or calendar year in regards to proration. Charlie said that it should be based on our fiscal year that starts November first. He wanted to clarify that if the membership started in the last quarter of the fiscal year is the discount half the dues from the prior year and you still owe \$300. This amount would cover the next year's membership as well. The proration would only apply to new members. Charlie should have a table prepared Monday or Tuesday.

Motion: Establish a viable and feasible proration system and approve it before the new board takes over. (Ben, Charlie)

Discount Memberships for Active First Responders/Military:(Ben) He mentioned that with the current climate and given that we have a number of law enforcement officers that are members and others who have expressed interest in being part of the club. They feel safe and welcome here. He would like to see

the club to take a stance to show our appreciation of them being here and being part of our community. With that he proposed that we have a reduced membership rate for active members of law enforcement. He was willing to include first responders. Chris wanted to know if they would have to show proof to get the discount and Jack agreed. Charlie wanted to know if the discount would be an ongoing discount or would it just be applied to new members. Ben said he is currently proposing it to be ongoing, but could be a one time if needed. Charlie asked if it could include those in the military, but Ben only wanted law enforcement. Jack argued that if we were going to extend this benefit to law enforcement, we should also include first responders and active duty military. Charlie inquired if this group would include nurses and said it could be if they were for example assigned to an ambulance or flight crew. Charlie asked if we were doing it in response to COVID and the issues we have with the election or as a club. Ben said that if we decided to offer the membership as a one time discount that the percentage should be more significant. With the backlash that first responders have received in general and more specifically law enforcement it's a way to show that we do care about them being here. We do value that they are part of the community. He would like us to show our appreciation of them. Charlie asked if we could do it at an event versus a discounted rate for dues from a membership perspective. He believed that all members should be equal when they come into the club. From a discounted rate perspective he thinks that sends the wrong signal. That's the approach that he wouldn't take versus a first responder reception event where we recognize those members that are here. We should not make this a precedent based on the circumstances of what's going on today in the world to give certain individuals a discounted rate because of their current job status. Chris said that if we decide to do this as an event we should have more than one because some of them may be on duty/call at the time. Jack suggested we could have law enforcement night once a month. Chris said we could do it quarterly. He agreed with Charlie's opinion on how we should see all members as equals. Jlew also agreed and asked if we should include physicians or PAs. He gave as an example the doctors and nurses that work in the COVID wards. He was not diminishing the work that the others do, but if we are going to honor them what about the work of others? Ben agreed that it should be limited to a one time thing. We don't want to set a precedent as a knee jerk reaction to current events; however the focus of what he's proposing to be blunt is less about COVID and more about how officers are being kicked out of their communities. It is something that affects every officer. Charlie didn't disagree. He didn't know if giving a discount gives it any more value than saying what we believe. From a member benefit perspective he thinks the greatest member appreciation that we have is giving a lifetime membership and to him it's very special and is limited to a degree that a \$25 discount doesn't do it justice. He was not proposing that we do a lifetime membership for police officers. Jlew mentioned that if we set it up like a new member appreciation night we could offer hors d'oeuvres and give them a free beer. This would give members a chance to congratulate them on the work they do. Russ Simnick said there have been a number of cops that have shown up here that have fallen in love with this club. He has had multiple discussions with them. They want to come here to have a safe place. It's not about having a one night appreciation it's about them feeling safe here. He thinks a discount would be great but even with no discount there are 28 members of the IMPD signing applications right now and turning them in next week. He doesn't believe a member appreciation night is the right way to go. They want about 100 to join to have a safe place. He appreciated Ben for bringing up the issue. Abdul-Hakim Shabazz asked if we had a membership fee for applications. Ben said he believed it was discussed, but not approved. Abdul was going to recommend as a compromise if there was a membership fee it could be waived for public safety first responders or have their first year membership be half off. That way it is only short term.

Charlie thinks that we all contribute to society in a way. Jack asked what the Columbia Club does for active duty military. Ben said they have a military rate for all military and it is the cheapest. After taking what Russ said in consideration Ben amended his motion to have a monthly night where active duty first responders have a discount on their drinks. The amount of the discount would have to be figured out. He suggested 10% off your bill. We would have to look at the numbers to come to a viable solution. His amended motion would be to have a monthly night to give a discount to active first responders. Jack asked how we were defining first responders. Based on earlier discussion that is why Ben changed from initially considering law enforcement to first responders or we could just limit it to law enforcement. We had previously discussed as first responders to be nurses, the National Guard and firefighters. Those could all be included. To help define further Charlie suggested nurses, doctors, law enforcement and military. JLew wondered about the financial impact of expanding the definition. That did not concern Charlie, he wanted to know how we were defining first responders. Chris said depending on the situation he could be considered a first responder. To make it viable to implement, Ben limited his motion to first responders. The motion now states we will implement one day every month that law enforcement will receive a discount on their bill. Jack couldn't support it without paramedics or the military. Both JLew and Ashley suggested making it first responders. Ben then asked how we would implement it. Charlie asked Bradford Moulton how first responders were defined. He said there was no official definition of a first responder; however the generally accepted definition is police, fire and EMS. Ben amended his proposal to one day every month that active police, firefighters or EMS workers can present identification and receive a discount on their bill as long as they're a member. Charlie and Jack did not like that they were not including active military. Ben said that should be treated as a separate piece. Ashley asked to include active military. Ben didn't want to inflate the purpose. Charlie said that since we're making this a policy going forward we shouldn't do it based on what is just going on today. Ben further amended his proposal.

Motion: Establish one day every month for members who are active duty police, firefighter, EMS and military who can present identification will receive a discount on their bills. (Ben,Jack) Motion passes with one in opposition.

Guest Comments: Mike Schaefer inquired about proration stipulations and how they applied to those members that are eligible to vote. He thought the prospect of police officers joining was rushed. Ashley let him know that topics are discussed offline. Ben said what he proposed today had nothing to do with the amount of officers that were wanting to sign up. He personally wanted to see those groups recognized. It's a good way for the club to show that we care about them being here. Mike inquired about a discount for a group to join. For example, if you pay for eight ten can join. It would be a group application. He said that way the discount is spread out and it's an idea that's going on in other places.

Motion to adjourn: (Ashley ,Chris)

The following motions were passed with unanimous consensus after the board meeting via Slack:

Motion: Approve Matthew Sullivan and Douglas Edmundson as members. (Ashley, JLew)

Motion: Approve the amendment to the bylaw's Title IV.1.D. to simply state: The board may implement a proration process on dues payments (the Bylaws Committee has unanimously signed off on the proposed proration bylaws change). Also approve the proration process outlined by Charlie above as the official proration policy of the Antelope Club (attached here as well; this would not be a bylaws change). (Charlie, Ben)

There was a brief board meeting on 11/04/20 to elect the new officers of the board. Members present: Bradford Moulton, Lisa Joachim, Russ Simnick, Chris O'Neal, Jack Estes, Ashley Miller, Matt Crouch, Chad Arnold. Members not present: Jon Lewis. The following officers were elected with three abstentions - Russ Simnick, Matt Crouch, Jack Estes.

Bradford Moulton - President
Chris O'Neal - Vice President
Chad Arnold - Treasurer
Lisa Joachim - Secretary

Ashley Miller resigned at the end of the board meeting.