

# **Board of Directors Meeting 20160424**

This meeting will be held in Modified SRC3 format.

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## Time, location

12:00, Dallas Makerspace

## Prior minutes

Board\_of\_Directors\_Meeting\_20160313#Minutes

## Financial Statement

General Funds as of March 31st stand at \$3431.65.

While this may seem low, this is just the General Funds and not the whole balance. Committee Balances look pretty healthy.

I have included the current balances (to date) for the committees **WITH THE IMPORTANT CAVEAT** that many transactions for April have not been entered and these numbers are very subject to change. What the current committee balances should point out:

- Blacksmithing has made a large purchase of equipment for \$20000
- While Machine Shop was in the negative on March 31st, deposits have been made which puts the committee at \$3247 now
- Various classes (funds) that were marked for closure have been cleared and closed

## Consent Agenda

Newly proposed agenda items appear in the consent agenda. Any member present at the meeting may pull an item out of the consent agenda for discussion, at which point it goes under "New Business". If nobody objects to the solutions presented by the consent agenda, everything in the consent agenda passes by consensus. Items that have more than one proposed solution should be moved to the "New Business" section.

Any member may edit this wiki page and place an item on the agenda. However, discussion of agenda items should be done via the forums. The cut-off time for addition to or revision of the consent agenda items is 48 hours prior to the meeting. Please note, agenda items (Consent, New, or Old) that request spending \$250 or more must include a section on "Relevance to our tax exempt purpose".

### Purchase PaperCut License (Brooks Scharff)

**Problem:** Currently, we have no automated way to force members to pay for print jobs (both the shared use printers in the Multipurpose Room and the wide-format printers in Creative Arts). A 40-day free trial has been installed and currently works (but users are not forced to use it). Users can purchase additional credit by emailing [infrastructure@dallasmakerspace.org](mailto:infrastructure@dallasmakerspace.org) (we can send them a PayPal link and then manually generate a voucher), OR for an additional \$495 we can have Authorize.Net or PayPal integration.

**Solution:** Allocate \$660 to Infrastructure to purchase a PaperCut NG license (license is for 501 to 1000 users). This will allow us to cut down on paper and toner usage, and also track usage down to the user level. Users will continue to have a monthly free print quota for the shared printers.

**Relevance:** Enforcing pay-per-print will reduce shrinkage to 0%, increasing operational efficiency and member honesty.

### Set the date for DMS open house to Saturday September 17, 2016 8a-11p (Nicole Franczvai)

**Problem:** Currently no date is reserved on the calendar for the open house. We should lock in a date to assist with planning and facilitating this event.

**Solution:** Lets lock in a date and make it legit.

**Relevance:** Just taking care of biz-nach yo!

### Appoint Andrew Zalaket as a Procurement Officer (Alex Rhodes)

**Problem:** Currently the chair can not make purchases.

**Solution** Appoint Andrew Zalaket as a purchaser.

## **Moderation / Leadership Status on Talk (Nick Sainz)**

**Problem:** I opened a Help Desk ticket on 3-7-16 to be added as a moderator of talk and I have received no communication about this through the ticketing system.

**Solution:** Please make me a moderator of talk.

**Relevance:** As an active member of the space and a very active member of Talk having moderator status would allow me to better handle split discussions the other issues I see daily on our Talk forums without the need to hassle other members.

## **Maintaing legally required information for voting members (Walter Anderson)**

**Problem:** In the last voting cycle we were only able to publish the names of the voting members despite the laws requirement that address information be included as well. We were unable because we don't currently have those address for all members (per Andrew in board meeting)

**Solution:** Since all voting was reset based upon new rule. Require all members who request voting rights in future to provide a mailing address and explain the reasons so that they will not be surprised in next election when it is published.

Here is the relevant section of Texas Code:

Sec. 22.158. PREPARATION AND INSPECTION OF LIST OF VOTING MEMBERS.

(a) After setting a record date for the notice of a meeting, a corporation shall prepare an alphabetical list of the names of all its voting members. The list must identify:

(1) the members who are entitled to notice and the members who are not entitled to notice of the meeting; (2) the address of each voting member; and (3) the number of votes each voting member is entitled to cast at the meeting.

(b) Not later than the second business day after the date notice is given of a meeting for which a list was prepared in accordance with Subsection (a), and continuing through the meeting, the list of voting members must be available at the corporation's principal office or at a reasonable place in the municipality in which the meeting will be held, as identified in the notice of the meeting, for inspection by members entitled to vote at the meeting for the purpose of communication with other members concerning the meeting.

(c) A voting member or voting member's agent or attorney is entitled on written demand to inspect and, at the member's expense and subject to Section 22.351, copy the list at a reasonable time during the period the list is available for inspection.

(d) The corporation shall make the list of voting members available at the meeting. A voting member or voting member's agent or attorney is entitled to inspect the list at any time during the meeting or an adjournment of the meeting.

**Relevance:** Necessary to comply with state law and maintain our non-profit status

## **Improve committee definition (Brandon)**

**Problem:** DMS has taken the approach of creating committees that have different responsibilities, the role of a committee in our organization needs to be further defined to remove ambiguity. If volunteers don't feel empowered to do something the way they feel is best, then members will find other things to do with their time and the organization will stagnate.

**Solution:** Add item to 8.1 Committees > Rules: Committees shall have the autonomy necessary to perform duties as delegated by the Board of Directors.

## **One Committee, One Chair (Brooks)**

**Problem:** DMS Committees have started to appoint more than one Committee Chair, causing confusion among the membership as to who has the "final say" for a specific committee.

**Solution:** Add item to 8.1 Committees > Rules: Committees shall have one and only one Committee Chairperson.

## **Change Name of Foundry Committee to Fired Arts (Nathan Jones)**

**Problem:** Foundry is a vague term and visitors expect us to be smelting and forging. While the small foundry unit for aluminium is a part of the committee purview, the committee is interested in other areas that are not currently reflected in the name. Fired Arts was chosen because the majority of activities of the committee members involves the work of heat; through torches, kilns, soldering irons, or the foundry unit.

**Solution:** Change name of Foundry to Fired Arts.

## **Getting out of the Sandtrap and painting our walls (Mell Rhodes)**

**Problem:** The walls of our space are not pretty and need some updating.

**Solution:** We plan on continuing the color scheme started by the Creative Arts gallery wall throughout all of the common walls of the Space--vestibule, Room 1, and hallways. We're planning to go in 2 phases. Vestibule and common room first. Then hallways at end of May/early June. Requesting \$250 for paint and paint supplies to paint the first phase.

**Relevance:** Necessary to make our space bright, inviting, and a canvas for member creation.

## **Appoint Committee Chairs**

**Problem:** We need to appoint Committee Chairs.

**Solution:** Appoint the following Committee Chairs:

- 3D Fabrication Committee: Axeonos Robertson
- Automotive Committee: Brandon Green
- Blacksmith Committee: John Haskins
- Civic Hacking Committee: Stephen Wylie
- Classroom Committee: John Gorman
- Creative Arts Committee: Nicole Franczvai
- Digital Media Committee: Jay Johnson

- Electronics Robotics Committee: Katie Luper
- Financial Committee: David Kessinger
- Foundry Committee: Nathan Jones
- Infrastructure Committee: Brooks Scharff
- Jewelry/Small Metals Committee: Anne Gullett
- Laser Committee: Pearce Dunlap
- Logistics Committee: Erik Smith
- Machine Shop Committee: Bryan Gangwere
- Metal Shop Committee: Chuck Graf
- Public Relations Committee: Mell Rhodes
- RC Committee: Harold A.
- Reloading Committee: Russell Ward
- Science Committee: Ashley Newland
- VECTOR Committee: Jayson Woods
- Wood Shop Committee: Andrew Zalaket

## **New Business**

### **Close New Laser Fund (Luke Olson)**

**Problem:** The new laser cutter is here and there's money left in the fund.

**Solution:** Allocate \$200 to the laser committee from the new laser fund to cover a few remaining expenses. Return the remaining balance to the general fund.

### **Upgrade Dust Collection System (Woodshop c/o Andrew Zalaket, Mathew Busby)**

**Problem:** The dust collection system in the Woodshop is severely undersized. Quotes were solicited from multiple vendors (Oneida, Donaldson, and Stiles Machinery) to develop a budget for an additional dust collector.

**Solution:** Allocate up to \$22,000 (includes a 10% contingency) from the General Fund for the purchase of a new dust collector (\$12,000), additional duct and fittings (\$5,000), and associated electrical work (\$3,000).

**Relevance:** The health and safety of our members is paramount. Effective dust collection is critical to the safe operation of tools in the Woodshop.

### **Deploy OpenCast Test System to Lecture Hall for Facilitating Automated Course Capturing (Jay Johnson & Mark Havens; Digital Media)**

**Problem:** As one of the largest and most active educational Makerspaces on the planet, DMS produces virtually no online educational content. If this behavior continues, we will forgo a substantial and an otherwise easily capturable and sustainable revenue stream that would include incidental grants generated from increased national and international exposure, as well as YouTube related micro-donations and potential ad revenue.

**Solution:** An automated course recording solution would encourage the rapid production of quality online content already taught by instructors at the Space. This would be an optional, opt-in, click it and forget it recording solution. OpenCast is being used by many universities and is a proven, mature, scalable, open source solution. Provision \$3500 to deploy a full featured test system to the Lecture Hall. This test deployment, if determined to be useful and popular with the membership, would serve as a model for any future deployments made to other appropriate areas of the space.

**Relevance:** Capturing courses and publishing them online would serve a limitless community demand that would promote the heart of the Dallas Makerspace mission. Our mission and purpose as an educational nonprofit would be well documented and indisputable. By positioning our organization to eventually capture a substantial new source of revenue, we would further help serve immediate and long term goals.

Hardware needed (tentative):

- Small form computer capable of capturing three 1080p video streams
- Movement tracking camera (Logitech c910-c930)
- Pan/Tilt Camera (Sony EVI-D30-D100)
- HDMI capture card (for capturing synchronized slide presentations)
- HDMI signal splitter

### **Thinking towards the not so distant future and watching our purse strings in the process (Nicole Franczvai)**

**Problem:** DMS open house is somewhat around the corner (September). Expected (t-shirts, posters, give aways, business cards, mailings) and unexpected costs will be associated with this event. To ensure that it's not an unexpected financial drain we need consider budgeting now so we have a small reserve of money to draw from for this event. While this cost isn't looming or something that we couldn't manage if necessary - it's still a financial practice that I believe is in the best practice of Dallas Makerspace.

**Solution 1:** Begin to allocate \$300-1000 (can and should be discussed) a month till September into the PR account to be specifically marked for open house expenses leaving a budget of \$1800-6000 for open house. What needs to be discussed is the scope of outreach we want to achieve and the costs associated with the event. I like a good big party so I say go big- but for that we need volunteer support. . After the September open house I propose the creation of a monthly stipend to PR in the amount of \$100-tbd.

**Solution 2:** Allocate \$4,000 to PR committee. One time transfer reduces treasurer overhead and bookkeeping, and PR knows how much they can look to spend.

**Relevance:** Allowing us to demonstrate fiscal responsibility and maintain adequate time for planning public events.

### **Prioritize CNC Plasma Cutter Ventilation (Zach Metzinger)**

**Problem:** The CNC Plasma Cutter setup has been sitting idle for a very long time. Alex Rhodes is working to find contractors, but the last documented (on Talk) work was back in Feb for the roof penetration.

**Solution:** Increase funding to the necessary level so that the proper contractor can be acquired. Alex Rhodes probably has some idea of what this requires.

**Relevance:** Plasma cutting produces fume levels unacceptable to the Fire Marshall. Without ventilation, this equipment will continue to take up valuable space without benefit to DMS members.

### **CNC Plasma cutter Ventilation solution (Alex Rhodes)**

**Problem:** The CNC Plasma Cutter needs ventilation.

**Solution:** We have one bid so far for plasma ventilation at 9737. Total cost with roof penetration is 575 for a total of 10312. Would recommend 11K for incidentals.

**Relevance:** Plasma cutting produces fume levels unacceptable to safely operate. Ventilation is needed.

## **Behavior of Two Members**

Possible disciplinary action will be discussed, the members in question have been notified of this discussion and will be given the opportunity to speak in-person or submit a written statement.

## **Consideration of Forming a Governance Committee (Mark Havens)**

**Problem:** DMS has grown too large to discuss and promote governance and fiduciary duty concerns with the Board as individual stakeholders.

**Solution:** To keep in step with our growth, we should consider forming a Governance Committee that reports to the Board and Membership regularly and submits recommendations as agenda items during Board Meetings.

### **Recommended Scope:**

1. Monitoring of governance related due diligence and making recommendations for action to the Board.
2. Making recommendations to the Board regarding structure changes in order to meet legal and moral obligations.
3. Monitoring policy effectiveness and recommending new policies and/or changes to the Board.
4. Recommending governance standards, monitoring adherence, and engaging the Board for change.
5. Creating processes to recruit and retain qualified Board members (identification, nomination, development, evaluation, and promotion of candidates).

## **Approve Repairs for AC Unit Serving Interactive Classroom (Kent Bowling)**

**Problem:** AC unit that serves Interactive Classroom is effectively dead for the most part.

**Solution:** Our lease allows a maximum of \$1000 expenditure on our part per AC unit (the landlord picks up the rest). Allocate \$1000 towards having the unit repaired or replaced.

## **Provide Tools for Sheet Metal Forming in the Metal Shop**

**Problem:** The Metal Shop does not have the tools required to form sheet metal. This capability would be a valuable addition, not only for its own sake, but for the use of the Automotive, Machine Shop, Creative Arts, and other Committees.

**Solution:** We propose to purchase three pieces of basic sheet metal forming equipment. The educational goal would be to train Members on how to make objects out of sheet metal (steel, aluminum, brass, etc.). The following tools would be purchased :

1. Sheetmetal Shear 52" Wide, Cuts up to 16 Ga. Steel. This tool makes precision straight cuts on up to full size sheets of metal.
2. Box & Pan Brake 48" wide, up to 16 Ga. Steel. This tool will make precision bends in sheet metal to form boxes, brackets, joints, etc.
3. Stand for the Brake. The brake will need a floor stand.
4. Slip Roll Former 36" Long. Up to 16Ga. Steel. This tool rolls sheet metal and rod to form cylinders, cones and rings.



We intend to sell the old sand blaster cabinet, old welding fume exhauster, and Harbor Freight Brake, to make room for the new equipment. We do not know what, if anything, these items are worth. Whatever proceeds may be generated would be rolled into the General Fund.

The Costs for the new equipment: this is based on equipment manufactured by Jet.

1. Box and Pan Brake \$1,299.00
2. Foot Shear \$2,299.00
3. Slip Roll \$699.00
4. Support for the Brake \$299
5. Electrical Power Free!! (Member Powered)

**Total Cost \$4596**

## Reloading Camera (Brooks Scharff)

**Problem:** Russell has opened a ticket asking for Reloading to have a camera.

**Solution:** Allocate \$200 to Infrastructure to purchase a camera for Reloading. Their current camera will not work for them as the lens was for Amateur Radio (field of vision is very low).

## April, 2016 Budget Report

Bank Balance 3/31/2016	127363.23	
	BALANCE 3/31	BALANCE 4/23
COMMITTEES		
3D Fabrication	3583.66	3778.46
Amateur Radio	632.51	632.51
Automotive	818.31	1498.57
Blacksmithing	21021.73	1021.73
Classroom	1491.45	1515.55
Creative Arts	4781.31	4548.49
Digital Media	2334.15	1357.77
Electronics	2109.88	2386.43
Financial	486.57	486.57
Foundry	557.31	557.31
Gunsmithing	270.00	270.00
Infrastructure	769.68	1007.09
Jewelry	543.42	518.85
Laser	2968.90	3800.90
Logistics	2245.25	2130.56
Machine Shop	-661.61	3427.89
Metal Shop	197.86	197.86
PR	425.60	286.60
Radio Control	885.04	885.04
Science	2414.45	1946.88
Vector	289.00	38.67
Wood Shop	1128.53	1939.49
FUNDS		
3D Printer Operation	0.00	
Authorized Spending	0.00	
Delta 3D Printer	0.00	
LaserCutter_02-2016	7690.00	6332.70
Maker Fellowship	904.15	904.15
Maker Scholarship	8937.94	8937.94
Premium Classroom	0.00	
Screen Printing	1165.47	1165.47
Snack Fund	0.00	
Vinyl Cutter	82.25	82.25
FUNDS_MONTHLY		
Adobe CC License	514.00	564.00

Bookkeeper	4500.00	6000.00
Cintas 1st Aid	-84.86*	-34.86*
Insurance	6000.00	6730.00
Internet	-420.10*	0.00
Janitorial	1631.88	1603.86
Offsite Storage	831.14	1231.15
Parts Washer	0.00	0.00
Quickbooks Online	-74.57*	-31.98*
Rent	-10600.65*	-50.65*
Router Loan	4000.00	5000.00
Savings Earmark	12000.00	14000.00
Trash Pickup	-385.13*	-160.13*
Utility	-1422.75	2030.87
Web Hosting	157.96	211.50
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TOTAL	97707.13	
-----		
VOODOO	26223.79	
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General Funds	3431.65	

[\* Means the negative balance is forgiven. While Committees in the negative are viewed as "on credit" with DMS, bills don't yield so well. These negative numbers are zeroed out in General Funds calculation. At some point the BOD will vote to zero out the negative balances or adjust the monthly allocations]

## Minutes

Dallas Makerspace Board of Directors Meeting notes : April 24th, 2016

In Attendance:

- Benjamin Groves
- Kent Bowling
- Andrew LeCody
- Alex Rhodes
- Robert Davidson

Meeting called to order at 12:02 PM

\*\*\* Prior Minutes \*\*\*

- Prior Minutes Pass

\*\*\* Board of Director Handoff \*\*\*

Approve the 2016 Board of Directors as Alex Rhodes, Erik Smith, Ken Purcell, Luke Olson, Robert Davidson

- Proposed by Andrew LeCody, seconded by Kent Bowling
- Unanimous Approval by the Board

\*\*\* CONSENT AGENDA \*\*\*

These items pass consent agenda with unanimous consent:

- Appoint Andrew Zalaket as a Procurement Officer (Alex Rhodes)
- One Committee, One Chair (Brooks)
- Change Name of Foundry Committee to Fired Arts (Nathan Jones)

\*\*\* PULLED CONSENT AGENDA ITEMS \*\*\*

Purchase PaperCut License (Brooks Scharff)

- Alex Rhodes proposed to table the issue, seconded by Erik Smith
- Motion tabled by unanimous approval by the Board

Set the date for DMS open house to Saturday September 17, 2016 8a-11p (Nicole Franczvai)

- Alex Rhodes proposed to pass the motion as written, seconded by Luke Olson
- Unanimous Approval by the Board

Moderation / Leadership Status on Talk (Nick Sainz)

- Robert Davidson moved to pass the motion as written, seconded by Luke Olson
- Motion failed with 1 in favor, 4 opposed

Maintaining legally required information for voting members (Walter Anderson)

- Robert Davidson moved to pass the motion as "Infrastructure will devise implementation plan to notify members of potential
- Unanimous Approval by the Board

Improve committee definition (Brandon)

- Robert Davidson moved to table the motion, seconded by Erik Smith
- Motion tabled by unanimous approval by the Board

Getting out of the Sandtrap and painting our walls (Mell Rhodes)

- Robert Davidson moved to pass the motion as "Allocate \$250 to PR for the purpose of painting Vestibule and Room One", seconded by Erik Smith
- Motion passed with 4 in favor, Alex Rhodes abstaining

Appoint Committee Chairs

- Alex Rhodes moved to pass the motion with chairs as listed below, seconded by Luke Olson:
- 3D Fabrication Committee: Axeonos Robertson
- Automotive Committee: Brandon Green
- Blacksmith Committee: John Haskins
- Civic Hacking Committee: Stephen Wylie
- Classroom Committee: John Gorman
- Creative Arts Committee: Nicole Franczvai
- Digital Media Committee: Jay Johnson
- Electronics Robotics Committee: Katie Luper (provisional until a new chair is determined)
- Financial Committee: VACANT
- Foundry / Fired Arts Committee: Nathan Jones
- Infrastructure Committee: Brooks Scharff
- Jewelry/Small Metals Committee: Anne Gullett
- Laser Committee: Pearce Dunlap
- Logistics Committee: Erik Smith
- Machine Shop Committee: Bryan Gangwere
- Metal Shop Committee: Chuck Graf
- Public Relations Committee: Mell Rhodes
- RC Committee: Harold Asbridge
- Reloading / Hatcher's Workshop Committee: Russell Ward
- Science Committee: Ashley Newland
- VECTOR Committee: Jayson Woods
- Wood Shop Committee: Andrew Zalaket
- Unanimous Approval by the Board

12:50 Recess

13:12 Meeting called back to order

\*\*\* NEW BUSINESS \*\*\*

Close New Laser Fund (Luke Olson)

- Luke Olson proposed to pass the motion as written, seconded by Alex Rhodes
- Unanimous Approval by the Board

Upgrade Dust Collection System (Woodshop c/o Andrew Zalaket, Mathew Busby)

- Alex Rhodes proposed to table the issue, seconded by Erik Smith
- Tabled unanimously by the Board

Thinking towards the not so distant future and watching our purse strings in the process (Nicole Franczvai)

- Luke Olson moved to pass the motion as "Allocate \$500 to PR for purpose of initiating long-term plans for Open House", seconded by Erik Smith
- Motion passed with 4 in favor, Alex Rhodes abstaining

Prioritize CNC Plasma Cutter Ventilation (Zach Metzinger)

- Alex Rhodes proposed to table the issue, seconded by Ken Purcell
- Tabled unanimously by the Board

CNC Plasma cutter Ventilation solution (Alex Rhodes)

- Luke Olson moved to pass the motion as "Allocate \$5000 from router loan fund and \$6000 from the general fund to metal shop", seconded by Erik Smith
- Motion passed with 4 in favor, 1 opposed

Behavior of Two Members

- Mark Havens
- Luke Olson moved to pass the motion as "Mark Havens is banned from the Maker Space for 9 months effective 4/24/2016, furthering the ban", seconded by Erik Smith
- Motion passed with 3 in favor, Erik Smith and Alex Rhodes abstaining
- Tom Cook
- Erik moved to pass the motion as "Tom Cook's ban ends immediately", seconded by Alex Rhodes
- Unanimous Approval by the Board

Consideration of Forming a Governance Committee (Mark Havens)

- Tabled unanimously by the Board

Approve Repairs for AC Unit Serving Interactive Classroom (Kent Bowling)

- Robert Davidson proposed to pass the motion as written, seconded by Alex Rhodes
- Unanimous Approval by the Board

15:10 Recess

15:21 Meeting called to order

Provide Tools for Sheet Metal Forming in the Metal Shop

- Alex Rhodes proposed to table the motion, seconded by Alex Rhodes
- Tabled unanimously by the Board

Reloading Camera (Brooks Scharff)

- Alex Rhodes proposed to pass the motion as "Approve 3 new cameras for infrastructure (\$600)", seconded by Luke Olson
- Unanimous Approval by the Board

Deploy OpenCast Test System to Lecture Hall for Facilitating Automated Course Capturing (Jay Johnson & Mark Havens; Digital Media)

- Luke Olson proposed to pass the motion as "Allocate \$1000 to Digital Media for the purpose of deploying OpenCast", seconded by Luke Olson
- Unanimous Approval by the Board

\*\*\* OFFICER APPOINTMENTS \*\*\*

President

- Robert Davidson nominates Alex Rhodes as President, seconded by Luke Olson
- Motion passes with 4 in favor, Alex Rhodes abstaining

President

- Alex Rhodes nominates Robert Davidson as Secretary, seconded by Ken Purcell
- Motion passes with 4 in favor, Robert Davidson abstaining

Treasurer

- Erik Smith moved to pass the motion as "Position of the treasurer will remain vacant, to be addressed at the next board meeting"
- Unanimous Approval by the Board

16:15 Meeting Adjourned

## Approved Spending Tracking

- \$250 to PR committee from general fund
- \$200 to laser committee from new laser fund
- Return remaining funds from new laser fund to general fund
- \$500 to PR committee from general fund
- \$5000 from CNC router loan fund to metal shop committee
- \$6000 from general fund to metal shop committee
- \$600 to infrastructure committee from general fund
- \$1000 to digital media committee from general fund

Journal entry 1639 in QBO.

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