

ADBC Annual Membership Meeting, Saturday, April 6, 2024

President Melody Gann called the meeting to order at 10:35 am and announced that there was a Quorum (four members paid 2024 dues at the meeting bring our total membership to 89 members and 37 (41.6%) attended today's meeting).

Melody asks for a moment of silence for the following Club members who had passed away in the last few years: Charlie Raines, Corinne Easley, Linda Pempsell, Letty Garek, Richard McGill, Dorene Drum, Anna Box, Bobbie Beverung, Ruth McKee, Ann Pennington, Helen Nelson, Al Mince, Jan Kenyon, Sue Gilbreath, Harold Chadwell, Virginia Chadwell, Barbara Chang, Mickey Tryon and Steve Hibbard.

Melody also expressed the Club's appreciation to those club members who help the Club and Studio run smoothly: Club Manager, Mary Ellen Stanton; Webmaster, Tom Moore, Director Coordinator, Dorothy Moore; Treasurer, George Morey; Facility Manager, Wayne Corbett; and Steve and Nancy Kornegay.

Melody then thanked all the Game Directors and the many members who brought food and special treats that helped make the games special events.

Melody congratulated Diana and Pete Clive for representing District 16 in Flight C at the NAP finals held at the recent National Tournament, Mike Peiffer for making Gold Life Master and Mary Ellen Little for making Silver Life Master.

The election of Directors was deferred to later in the meeting.

Minutes of the April 1, 2023, Annual Membership Meeting were approved.

Financial: Treasurer George Morey discussed the 2023 Financial Reports for the Club that were distributed to those attending the meeting. He noted that the Club lost (\$ 7,228.65) during 2023 and our Cash balance at the end of the year was \$ 41,172.64. On behalf of the Club, George thanked Rosalee Hacker for reviewing the Club's financial records and read her opinion following her review of the Club's books and records for 2023: "In my opinion, the financial records of the Club reflect the results of Operations of the year ending December 31, 2023" (Rosalee's audit report is attached to these minutes).

Lease Extension: George reviewed the lease extension proposal that was distributed to the members attending the Annual Meeting. The proposal was for a two-year extension and included a 3% increase in Base Rent for year 1 (from current \$ 1,810.42 per month to \$ 1864.73 per month) and a 3% increase in Base Rent for year 2 (from \$ 1,864.73 per month to \$ 1,920.67 per month). The overall rent will also include allocations for common area maintenance, taxes and insurance which is estimated to increase the current overall rent of \$ 2,533 by 3% each year. In addition, the Club would have an option to extend for an additional two years with Base Rent at \$ 1978.29 per month. The proposal included the landlord making some minor corrections to our space. George reported that the Board recommended that the membership approve the

extension. On a Motion by Stanley Maneikis, seconded by Bob Dove, the Members approved the Motion (one dissenting vote) and authorized the Board to finalize the lease extension.

Local Charities: Ballots showing several local charities with additional space for a write-in charity were distributed. Members were asked to vote for up to two charities only and turn in their ballot either today or put them in the "Suggestion Box" by April 30th. The Board will then count the votes and announce the two charities the Club will support in 2024.

Election: Melody reported that a member of the Board of Directors had voiced a concern that the Board had made past decisions that violated our Bylaws and that holding an election today would also violate the Bylaws due to only electing three Directors in 2024 (an even year) and only having three Members on the Nominating Committee. There was a long discussion about the relevance of these concerns. A Motion was made by Nancy Peterson, seconded by Jan Mogged, to proceed ahead today with the election. During the discussion of Nancy's Motion, Bob Dove made a proposal (Motion), seconded by Doug Berke to:

1. Table the motion to hold the election today.
2. Deem all actions taken by a seated Board of Directors leading up to this meeting as well-intentioned decisions made in good faith and for the best interest of the Club and hold harmless any and all Board members involved in decisions leading up to today's meeting.
3. Direct the Board of Directors to have the Bylaws amended as expeditiously as possible including dates and procedures to bring the Club into compliance with the Bylaws. Following this action, to put forth a slate of candidates and hold an election in compliance with the new Bylaws. In addition, the Board should look at a process to address emergency situations such as government directed stay-at-home orders.

Bob's motion was approved by the members.

Open Forum: Chuck Burke again stated that the Club needs to grow to survive. To help accomplish this goal he offered to teach a bridge class (but not direct a game)

Meeting adjourned at 12:30 pm

Submitted by Larz Smith, ADBC Secretary