

# Minutes of the 2014 Annual Meeting of the Board of Directors of Atheists of Florida, Inc.

January 19, 2014

**1. INTRODUCTION.** The Annual Meeting of the Directors of ATHEISTS OF FLORIDA, INC., a 501(c)(3) nonprofit Florida Corporation, was held on Sunday, January 19, 2014 at the Atheists of Florida office, 5103 S. West Shore Blvd., Tampa. The Chair noted that this was the annual meeting called by the directors of the above named corporation pursuant to the bylaws of said corporation for the purpose of discussing items specified on the agenda which had been delivered to all board members prior to the meeting.

## **2. CALL TO ORDER**

2.1 Chairperson Thomas called the meeting to order at 10:15 AM.

2.2 Roll was called by Chair Thomas and the following Directors were present:

Steve Brown

Ed Golly, *President*

Gloria Julius, *Secretary*

Galen Matson

Nan Owens, *Treasurer*

James Peterson

Tracy Thomas, *Chair*

Also present (not voting):

Judy Adkins, *Secretary of the Meeting*

Chris Brown, *Tampa Chapter Director*

The Chair noted that a quorum was present and proceeded with the meeting.

2.3 Announcements were made as follows:

2.3.1 Darwin was scheduled for February 8 at the Unitarian Universalist meeting hall beginning at 10:30 A.M. The event would provide an opportunity to attend dinner with Daniel Dennet on Friday preceding the meeting, and plans were being formulated for a possible reception by invitation only.

2.3.2 Golly announced he was providing lunch for the Board for the meeting.

2.3.3 Robyn Blumner's had been named executive director of the Richard Dawkins Foundation for Reason and Science in Washington. It was suggested that if she remained in the area we should invite her to speak at one or some of our events.

2.3.4 Matson reported he had been contacted by Carl S. at American Humanist Association regarding the opportunity to have a breakfast meeting with the president and communications director in January 31<sup>st</sup> to discuss Florida issues and the AHA. It was not clear what the agenda would be. The Board suggested any items we would want discussed with them should be brought to the attention of Matson.

2.4 Review and revision of Agenda.

2.4.1 Item 8.1 was moved to follow the Treasurer's Report.

2.4.2 Approval of minutes of April 28, 2013 was amended to the minutes of June 9, 2013.

2.4.3 On MOTION duly made, SECONDED, and APPROVED by VOTE of the Board, the changes to the Agenda were approved.

2.5 Owens distributed financial reports for the organization.

## **3. MINUTES OF THE PREVIOUS MEETING**

3.1 Upon MOTION by Golly, SECONDED, and APPROVED by unanimous VOTE, the minutes of the June 9, 2013 meeting were approved.

3.2 Golly submitted a MOTION to eliminate all elements of the December 1, 2013 board meeting except the single motion addressed by the Board. VOTE on the MOTION was:

FAVOR—6    OPPOSED—1 (Julius).

The MOTION was APPROVED.

3.3 Brown submitted a MOTION (SECONDED) that all recorded minutes of all Board of Directors meetings be researched and amended to reflect any changes adopted to those minutes.

3.3.1 Owens submitted an AMENDMENT to the motion to limit revisions to one year. The AMENDMENT DIED for lack of a second.

3.3.2 Golly submitted an AMENDMENT to limit revisions to five years. VOTE on the amendment was:

FAVOR—6 OPPOSED—1 (Julius).

The Chair directed the Board to the main motion. VOTE in favor of the motion was unanimous.

#### **4. MEMBERSHIP ADDRESSES TO THE BOARD**

4.1 Brown announced he was developing a cleaner logo for A OF F.

#### **5. PRESIDENT'S REPORT**

Golly reported that during the previous year of his term he considered the most significant accomplishment of organization had been to fully develop the Web cast facility and produce multiple programs for our Web site. The other significant achievement was to simply have survived as an organization in view of the staggering waste of time and treasury required to deal with the lawsuits faced by the Board of directors and the organization itself caused by the expelled former officers.

Golly reviewed the situation with the building being occupied as the headquarters and office for the organization and determined that if the organization faced relocation to a rented facility it would deplete the entire budget for every year going forward. As the situation stood, A OF F would be required to vacate the premises by February 15.

The Board had voted last year to instigate membership renewals which would commence with publication of the next newsletter which would accompany the renewal forms. Members would be appraised of the need for income to fund our operations while bringing them up to date on our accomplishments, let them know with all certainty that A OF F remains operational, and it would be the responsibility of the membership to support the organization so we can engage in public outreach events and expose the organization to the public.

Comments to the president's report included the suggestion we instigate two kinds of meetings, one in a public setting to help attract new members and that we need an activist connection to present the perception that we are doing something beyond just a membership drive. The Board also questioned the possibility that we would share rental space with the videographer currently occupying part of the building.

#### **6. TREASURER'S REPORT**

Owens distributed the Profit and Loss Statement for 2013 and a balance sheet. She offered a detailed report upon request from those who wanted one. Owens announced she was using a standard IRS depreciation method for all our equipment, some of which had already been realized for 2011 and 2012.

6.1 Upon MOTION duly made by Peterson which was SECONDED to approve the treasurer's report, VOTE of the Board was UNANIMOUS.

#### **7. FINANCIAL AUDIT**

A OF F Member Sandra Smith announced she and A OF F Member Rick O'Keefe would have the financial audits completed for both 2012 and 2013 completed within two weeks.

#### **8. CHAPTER DIRECTORS REPORTS**

Tampa Chapter Director Brown reported that we have continued the quarterly structure of our meetings beginning with a potluck social meeting followed by a general meeting followed by a guest speaker meeting. Discussion ensued about prospects for future meeting locations if A OF F was unable to secure a

new location prior to the next scheduled meeting. The Board determined that the decision would be left up to the chapter.

## **9. PROJECT REPORTS**

- 9.1 Bequest Committee—Owens reported she had sent a letter to a member in Sarasota who had expressed interest in leaving a bequest to A OF F.
- 9.2 Publications—Peterson distributed a gatefold pamphlet he had produced updating information about A OF F.
  - 9.2.1 Following inspection and comment by the Board, Peterson submitted a MOTION that A OF F have three hundred copies printed. The motion was SECONDED. Following discussion, the Chair called for a VOTE on the motion recorded as follows:  
FAVOR—0                      OPPOSED—5 (Brown, Golly, Owens, Julius, Thomas)  
The Motion FAILED.
  - 9.2.2 Peterson then submitted a MOTION to form a Committee to produce the pamphlet in house, SECONDED. The Committee was formed and consists of Brown, Matson, Owens and Peterson. The Committee was directed to make the pamphlet available electronically and be printed on demand for our needs. VOTE on the motion was UNANIMOUS.
- 9.3 Outreach—Golly reported the organization had engaged in no outreach in 2013 except for the Humanist conference in Orlando. He observed that the Coalition of Reason (COR) newsletter contained a column in each publication outlining the activities of A OF F, and numerous Meet-up contacts had been developed.
- 9.4 *Atheist Forum* Webcast—Golly reported that we have generated quite a few programs and have adequate equipment now to continue production, but will need to postpone future productions until we have a new facility.
- 9.5 Website/Internet—Adkins reported we are not getting much response due to our position in the Web search, but we do need to publish our Meet-up address.
- 9.6 Atheist Quilt—Julius reported that we need more promotion for the project and Adkins would announce it on our Meet-up site.
- 9.7 Take an Atheist to Lunch—Adkins offered to post the project on our Facebook site upon receipt of a description of the project from Julius.
- 9.8 Volunteer/Activities Coordination—Tampa Bay Harvest. Adkins announced that 110 pounds of food had been donated.
- 9.9 Board Member Committees:
  - 9.9.1 Annual Report—Golly and Brown reported that the Board had decided not to produce a report for 2013 and the Board could decide if it wanted to produce an Annual Report for the current year.
  - 9.9.2 Fund Raising—Julius focused on collecting funds on behalf of stem cell research and outlined her plan for doing so. Peterson submitted a MOTION, SECONDED, that collection of funds on behalf of stem cell research be referred to the president. VOTE on the motion was 6 Favor, 1 opposed (Golly). MOTION PASSED.
  - 9.9.3 Newsletter—Golly reported that the newsletter staff had been doubled with the inclusion of Peterson. Although production of a current issue was in progress, completion would be delayed until a new office was established. When published, the newsletter would focus

on the positive things A OF F was doing with minimal focus on the legal issues we were dealing with.

9.9.4 Membership—Adkins reported that we needed incentives for new members to join.

9.9.4.1 Matson submitted a MOTION that A OF F offer a reduced introductory fee for membership to encourage immediate signup at a rate of \$12 for the first thirty days of the renewal period, established by the date of publication of the newsletter that would announce the special rate. The motion was SECONDED. Following discussion, VOTE on the motion was:

FAVOR—5 (Matson, Peterson, Julius, Owens, Brown) OPPOSED—1 (Thomas)

The Motion was APPROVED.

9.9.4.2 Peterson submitted a MOTION that upon receipt of a gift, the value of which would exceed the cost of membership by at least 10%, the donor would be offered a membership. The motion was SECONDED.

9.9.4.2.1 An AMENDMENT was submitted by Thomas that if a donation is made in excess of the amount of an annual or lifetime membership, corresponding membership will be offered to the donor. The amendment was SECONDED. VOTE on the amendment was UNANIMOUS.

The Chair directed the Board to the main motion. VOTE on the motion was:

FAVOR—6 OPPOSED—0 ABSTAIN—1 (Owens)

The Motion, as amended, was APPROVED.

9.9.5 Legal Affairs—Golly reported that A OF F Legal Counsel Eric Husby had negotiated the Lakeland Prayer Lawsuit Lien down to \$5,000.00.

9.9.5.1 Thomas submitted a MOTION to postpone payment of the lien for three months until we could determine if the lien could be paid out of the funds in the McKnight escrow account. The motion was SECONDED.

9.9.5.1.1 An AMENDMENT was submitted by Owens that if we delayed payment of the lien we keep our counsel, Gale Porter, appraised of our decision. The amendment was SECONDED. VOTE in favor of the amendment was UNANIMOUS.

9.9.5.1.2 An AMENDMENT was submitted by Julius that the Board revisit the issue as necessary. The Amendment DIED for lack of a second.

The Chair directed the Board to the main motion. VOTE on the motion was:

FAVOR—5 OPPOSED—1 (Brown) ABSTAIN—1 (Julius)

The Motion, as amended, was APPROVED.

9.9.6 Bylaws Revision Committee—Adkins reported that no activity had occurred since the previous Board meeting.

9.9.7 Financial Oversight Committee—No requests had been made to the FOC.

## **10. OLD BUSINESS**

- 10.1 Office Day—Matson reported that the Office Committee will be reorganized upon relocation of the organization.
- 10.2 Meet-up sponsorships—Adkins reported that there was no change in the status of sponsorships.
- 10.3 Satisfaction of Legal Fees—Golly reported that all legal fees were paid up to date.
- 10.4 Endowment Fund—Owens reported that the Endowment Fund was fully set up and had been funded by donated shares of stock, some of which had been sold to satisfy our legal fees. Remaining shares could be sold, and checks could be written on the account.
- 10.5 Skype Equipment—The issue was TABLED.
- 10.6 Insurance Coverage for Building Contents—The issue was TABLED pending relocation of the organization.
- 10.7 Provision of Legal Counsel for A of F Members—The issue was TABLED until A of F could resolve all its legal issues with the former board members.
- 10.8 Regional Conferences—This item was TABLED pending development of a more specific plan of action.
- 10.9 Building Purchase—During Board Meetings in 2011, the Board had agreed to purchase a building for A of F. However, due to the legal issues that had plagued the organization, no effort had been made to carry out the action.
  - 10.9.1 A MOTION was submitted to cease any effort to purchase a building at the present time. The motion DIED for lack of a second.

## **11. NEW BUSINESS**

- 11.1 Status of chapter co-directors on board of directors
  - 11.1.1 MOTION was submitted that chapter directors would be obligated to attend only the Annual Board Meeting. The Motion DIED for lack of a second.
  - 11.1.2 MOTION was submitted that each chapter would be limited to one director who may appoint assistant directors as necessary. The motion was SECONDED. VOTE on the Motion was UNANIMOUS with one abstention (Brown).
- 11.2 Proposed Budget for 2014
  - 11.2.1 Matson submitted a MOTION to adopt the proposed budget as submitted. The Motion was SECONDED.
    - 11.2.1.1 AMENDMENT was submitted to revise the funding for the Annual Report to \$0 and create the document as a .pdf file that could be posted on our Web site. VOTE on the amendment was UNANIMOUS with one abstention.
    - 11.2.1.2 Owens submitted an AMENDMENT to revise the Credit Card Services item to be identified as Bank/Credit Card Services and revise the amount to \$150.00. By VOTE of the Board, the amendment was APPROVED.
    - 11.2.1.3 Internet/Telephone Service—Owens reported that the cost for this service in 2013 had been \$1,575.00. The issue was TABLED pending relocation of the organization.

- 11.2.1.4 An AMENDMENT was submitted to revise the budget for Office Supplies to \$50.00. The amendment was SECONDED. By UNANIMOUS VOTE of the Board, the amendment was APPROVED.
- 11.2.1.5 The issue of Office Rent was TABLED pending identification of a new location for the organization.
- 11.2.1.6 Thomas submitted an AMENDMENT to reduce the budgeted amount for *Atheist Forum* Webcast Expenses to \$500.00. The amendment was SECONDED. The Chair called for any objection to the amendment. Seeing none, the amendment was APPROVED.
- 11.2.1.7 Thomas submitted an AMENDMENT to combine the budgeted amount for Special Events to \$750.00. The amendment was SECONDED. VOTE on the amendment was UNANIMOUS.
- 11.2.1.8 Brown submitted an AMENDMENT to budget \$200.00 to fund Student Atheist Group Grants. The amendment was SECONDED. VOTE on the amendment was:  
FAVOR—5 (Peterson, Julius, Owens, Thomas, Brown) OPPOSED—2 (Golly, Matson). The amendment was APPROVED.
- 11.2.1.9 Peterson submitted an AMENDMENT to revise the budget for the Web site to \$100.00. The amendment was SECONDED. The Chair called for any objection to the amendment. Seeing none, the amendment was APPROVED.
- 11.2.1.10 An AMENDMENT was submitted to revise the budget for funding for the Meet-up operation to \$150.00. The amendment was SECONDED. By UNANIMOUS VOTE of the Board, the amendment was APPROVED.

The Chair called for a VOTE on the main motion as amended. Vote on the Motion was UNANIMOUS.

As approved by the Board, the 2014 Budget was composed as follows:

| ITEM   | AMOUNT             |
|--|--------------------|
| Board Meeting Lunch (2014 all meetings)          | \$ 100             |
| Credit Card Services                             | 150                |
| Internet/Telephone Service                       | TABLED             |
| Office Supplies                                  | 50                 |
| Office Rent                                      | TABLED             |
| Postage & Delivery                               | 300                |
| Printing—Newsletters and miscellaneous           | 800                |
| <i>Atheist Forum</i> Webcast expenses            | 500                |
| Special Events                                   | 750                |
| State Solicitation of Contributions Registration | 10                 |
| Student Atheist Group Grants                     | 200                |
| State of Florida Annual Report                   | 61.25              |
| Web site   | 100                |
| Meet-up operation                                | 150                |
| TOTAL  | <u>\$ 3,171.25</u> |

## **12. ELECTION OF OFFICERS**

### 12.1 Nominations for Officers and Chairman:

#### 12.1.1 NOMINATION for President:

Adkins was nominated and accepted  
Golly was nominated and declined  
Matson was nominated and declined  
Thomas was nominated and declined  
Adkins was APPOINTED president by ACCLAMATION.

#### 12.1.2 NOMINATIONS for Vice President:

Owens was nominated and accepted  
Golly was nominated and declined  
C. Brown was nominated and declined  
Owens was APPOINTED vice president by ACCLAMATION.

#### 12.1.3 NOMINATIONS for Treasurer:

Owens was nominated and accepted.  
The Chair called for further nominations. Seeing none, Owens was APPOINTED treasurer by ACCLAMATION.

#### 12.1.4 NOMINATIONS for Secretary:

Thomas was nominated and declined  
Golly was nominated and declined  
Matson was nominated and declined  
Julius was nominated and accepted.  
Julius was APPOINTED secretary by ACCLAMATION.

#### 12.1.5 NOMINATIONS for Chairman:

Thomas was nominated for Chair and accepted.  
The Chair called for further nominations. Seeing none, Thomas was APPOINTED Chair by ACCLAMATION.

### 12.2 Nominations by President to fill board vacancies:

12.2.1 Adkins nominated herself for a position on the Board.

12.2.2 Adkins nominated C. Brown for a seat on the Board and Brown accepted. VOTE on both nominations was UNANIMOUS.

### 12.3 Election of Financial Oversight Committee:

Adkins nominated C. Brown and he accepted. By VOTE of the Board, Brown was APPROVED.  
Adkins nominated S. Brown and he accepted. By VOTE of the Board, Brown was APPROVED.  
Adkins nominated Matson and he accepted. By VOTE of the Board, Matson was APPROVED.

## **13. CONCLUDING BUSINESS**

### 13.1 Appointment of Outreach Committee:

Adkins appointed Golly, S. Brown, Matson, C. Brown and Peterson. By VOTE of the Board the Committee was APPROVED.

- 13.2 MOTION was submitted by S. Brown to authorize the president to write a letter to Pinellas Park City Council in support of the Randy Heine issue of placement of a Bible on the dais at the PPCC meetings. The motion was SECONDED. By VOTE of the Board, the motion was APPROVED.
- 13.3 MOTION was submitted by Julius to offer Robyn Blumner an honorary Lifetime Membership in Atheists of Florida. VOTE on the motion was:  
FAVOR—7 OPPOSED—1 (Golly) ABSTAINED—1 (C. Brown)  
The motion was APPROVED.
- 13.4 MOTION was submitted to ADJOURN. By UNANIMOUS VOTE of the Board, the Meeting was adjourned.

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By: Judy Adkins  
Secretary of the Meeting

# Minutes of the 2014 Interim Meeting of the Board of Directors of Atheists of Florida, Inc.

July 13, 2014

**INTRODUCTION.** An Interim Meeting of the Directors of ATHEISTS OF FLORIDA, INC. (A OF F), a 501(c)(3) nonprofit Florida Corporation, was held on Sunday, July 13, 2014 at the residence of Director Ed Golly, 4303 S. MacDill, Tampa. The Chair noted that this was an interim meeting called by the directors of the above named corporation pursuant to the bylaws of said corporation for the purpose of discussing items specified on the agenda which had been delivered to all directors prior to the meeting.

## **1. CALL TO ORDER**

- 1.1 Chairperson Thomas called the meeting to order at 11:00 AM.
- 1.2 Announcements—none were made.
- 1.3 Review and revision of Agenda.
  - 1.3.1 Item 10.6 WEBSITE DOMAIN, was added to the agenda.
  - 1.3.2 Item 10.7 GIFTS, was added to the agenda.
  - 1.3.3 Item 10.8 RECOGNITION OF OTHERS IN COMMUNITY FOR ATHEIST SERVICE, was added to the agenda.
- 1.4 Owens distributed financial reports for the organization.

## **2. ROLL CALL**

Roll was called by the Secretary and the following Directors were present:

|  |                                  |
|--|----------------------------------|
| Judy Adkins, <i>President</i>              | Galen Matson                     |
| Chris Brown, <i>Tampa Chapter Director</i> | Nan Owens, <i>VP / Treasurer</i> |
| Steve Brown                                | James Peterson                   |
| Ed Golly                                   | Frank Prah                       |
| Gloria Julius, <i>Secretary</i>            | Tracy Thomas, <i>Chair</i>       |

The Chair noted that a quorum was present and proceeded with the meeting.

## **3. MINUTES OF THE PREVIOUS MEETING**

- 3.1 Upon MOTION by Peterson, SECONDED by Julius, approval of the minutes of the previous meeting were postponed until the next scheduled meeting. VOTE on the Motion was:

AYE: 9

NAY: 1 (Brown)

The MOTION was APPROVED.

## **4. MEMBERSHIP ADDRESSES TO THE BOARD**

- 4.1 A OF F Life Member Steve Schwartz, in attendance at the entire meeting, addressed the Board and expressed his confidence in their continued effort to run the organization.

## **5. PRESIDENT'S REPORT**

Adkins had submitted her report electronically to the Directors prior to the meeting. She had organized her report under the following headings with accompanying commentary:

**Promoting Skepticamp.** Adkins had instigated a promotional campaign for the Skepticamp event, scheduled for September 14 at the A OF F Headquarters, by sending letters to Brandon Atheists, St. Pete-

Atheists/Freethought Group and Tampa Bay Thinkers on 6/21/2014; and to Humanist Families, Atheist Libertarians and Sarasota-Manatee Atheists and Secular Humanists on 6/23.

**Stolen Domain Names.** She reported that our domain names, Floridaatheists.org and Floridaatheists.com had been stolen. She was still attempting to recover the names but reported pessimism about succeeding. Time had been spent attempting to ensure that our atheistoffloridainc.org site didn't also get stolen. She had invested significant time changing contact information and was able to report that fortunately she had not yet issued any press releases for Skepticamp using the e-mail address.

**Bylaws Review.** Adkins had reviewed all the minutes of the organization Board Meetings since inception in 1992 and found amendments to the bylaws that had never been incorporated. Adkins had sent the Directors a list of all items that had never been implemented. She had consulted an expert on non-profit organizations who concluded we should update our bylaws to include these items. The expert also pointed out that the Amendment that established the Financial Oversight Committee overrode a \$500 expenditure limit that had previously been placed on the president.

**Election Committee.** With a scheduled election of Directors approaching in November, Adkins had asked Rick O'Keefe to chair the Election Committee. She had assembled documentation for him and the Directors to review. She had notified the Directors seeking their approval or rejection of the appointment and none had offered any objection.

**Newspaper.** Adkins had created an Internet newspaper consisting of an aggregate of news from various sites and bloggers from around the Web and posted it on Paper.li. She named it Florida Atheists and had sent the Directors a link that could be used to subscribe to the document.

**Legal Issues.** Adkins had invested considerable time researching various items for the legal cases that the organization was continuing to deal with.

**Pinterest.** Adkins had set up a Pinterest account for Atheists of Florida, Inc. and provided a link to the account to the Directors. This was done as a result of her attendance at a Webinar and hearing that Pinterest was providing more visitors to sites than FaceBook.

5.1 MOTION was made by S. Brown, SECONDED by Julius, to approve the Presidents Report. VOTE on the Motion was UNANIMOUS.

## **6. TREASURER'S REPORT**

Owens distributed the following documents to the Directors which are attached to these minutes:

### **Profit and Loss Statement—Mid-Year 2014**

**Balance Sheet: July 2014**—Owens reported that the A/V Equipment purchased after 2011 had not been depreciated this year and needed to be more accurately appraised. Golly and Matson offered to obtain an accurate appraisal of the equipment in inventory that had not already been fully depreciated. The Directors determined that the A OF F Legal Fund donations that had been removed from our treasury to the Escrow Account of Attorney John McKnight should appear as a Current Asset of the organization since all funds legally belong to the organization. This amended our Current Assets to \$24,262 against Current Liabilities of \$26,058.

### **Income and Expense Report for 1<sup>st</sup> Quarter 2014**

### **Income and Expense Report for 2<sup>nd</sup> Quarter 2014**

6.1 Following review, questions and comment on the reports, MOTION was duly made by Julius which was SECONDED to approve the Treasurer's report. VOTE on the Motion was UNANIMOUS.

## **7. CHAPTER DIRECTOR'S REPORTS**

C. Brown and Golly reported that the Tampa Bay chapter meetings were structured to cycle through a pot-luck social meeting, an *Atheist Forum* video production meeting, and a speaker whose presentation would be recorded as an *Atheist Forum* program with audience participation. They announced there would be no August 2014 meeting.

The Directors discussed the implementation of a social dinner meeting to be held approximately halfway between the quarterly pot-luck social meetings in locations other than South Tampa designed to attract new members who live a significant distance from our meeting site. President Adkins announced she would schedule these meetings and announce them through our Meet-Up site.

## **8. LEGAL AFFAIRS**

President Adkins outlined the current status of our legal conflict with the former members who have instigated defamation lawsuits against eight current or former Directors while being simultaneously sued by A OF F for return of our electronic properties and our embezzled donations. She noted that a hearing was scheduled for the afternoon of August 19 that we anticipated could result in the dismissal of those defamation suits. All Directors were encouraged to attend the hearing.

- 8.1 Julius submitted a MOTION that A OF F satisfy in full the legal fees assessed against A OF F and co-Plaintiff EllenBeth Wachs in the Lakeland Invocation lawsuit brought in 2011, SECONDED by Matson. Following discussion, the Chair called for a VOTE on the Motion, which was tabulated as:

|                         |  |
|-------------------------|--|
| FOR: 2 (Matson, Julius) | AGAINST: 5 (C. Brown, S. Brown, Golly, Peterson, Thomas) |
|                         | ABSTAIN: 3 (Adkins, Prah, Owens)                         |

The Motion was DEFEATED.

- 8.2 A follow-up MOTION was submitted and SECONDED that we discuss payment of the above described fees with A OF F Counsel Gale Porter. Following discussion, the Chair called for a VOTE on the Motion, which was:

|                         |  |
|-------------------------|--|
| FOR: 2 (Adkins, Julius) | AGAINST: 6 (C. Brown, S. Brown, Golly, Peterson, Thomas, Prah) |
|                         | ABSTAIN: 2 (Owens, Matson)                                     |

The Motion was DEFEATED.

## **9. OLD BUSINESS**

- 9.1 **Amendment of previous minutes to reflect adopted changes.** Golly reported that it would create suspicion if the minutes were amended during the legal conflict that A OF F was dealing with and this action should be postponed pending conclusion of all legal issues.
- 9.2 **Financial Audit**—Sandra Smith reported that she and Rick O’Keefe had completed a written Financial Audit for A OF F for the year 2012 and all income and expenses were accounted for. She agreed to prepare a 2013 audit if requested and explained that since the expelled former Directors continued to refuse production of financial accounting of expenses incurred by them, it was not possible to conduct an audit for 2011. The Directors agreed to ask Smith and O’Keefe to produce a Financial Audit for 2013.
- 9.3 **Office Day**—Matson announced he would take charge of scheduling Office Day work at the A OF F headquarters either on a weekday evening following a dinner meeting or on weekends.
- 9.4 **Newsletter publications**—Golly reported that a newsletter was in production and would be published following this board meeting so it could include a report on any actions taken by the

Directors at this meeting. The publication would be used to announce the upcoming elections for Directors in November and the upcoming Skepticamp event. He also announced that he would be including a new feature seeking feedback from members and directors to be included in succeeding publications.

- 9.5 **Membership Renewals**—Adkins reported the organization currently had 18 new or renewed general members and 18 Life Members. Owens announced she would begin sending monthly renewal information to all members.
- 9.6 **Skype equipment**—Matson announced he would investigate the equipment necessary to generate Skype connections to our equipment.
- 9.7 **Insurance Coverage for Building Contents**—Golly explained that an allowance is in the general insurance for the building providing coverage for contents and since the tenant did not have much equipment in the building, any loss we might sustain would likely be fully covered. To aid in any claim, photos of the video production equipment would be produced and delivered to the insurance company to establish a record of our equipment and its estimated replacement value.
- 9.8 **Tabled Budget Items (1/19/14—11.2)**
  - 9.8.1 Internet/Telephone Services—Matson committed to investigate the availability of service at the Headquarters building and determine if the service currently used by the tenants would be sufficient and available for us.
  - 9.8.2 Office Rent—Golly explained that he had negotiated a rental discount with the current tenant as a trade-out for A OF F's use of the meeting space and one office/control room in the building. A OF F agreed to restrictions in its use of the space to weekends or evenings after 7:00 P.M.

## **10. NEW BUSINESS**

- 10.1 **Official A OF F E-mail Address for Business**—Adkins announced that she had set up generic contacts for all officers, the newsletter editor, etc.
- 10.2 **Skepticamp**—Adkins announced that Skepticamp was scheduled for September 14<sup>th</sup> at the A OF F headquarters meeting room from 12:30 to 5:30. The event had been set up by the Coalition of Reason (COR) and had five speakers so far with prospects for additional speakers to be signed up. Adkins explained that the event would be structured as a round-table interactive discussion with attendees rather than as a series of lectures by the speakers. COR had asked each participating member society to donate \$50 toward expenses of the event.
  - 10.2.1 Thomas submitted a MOTION for A OF F to donate \$50 to the Skepticamp event, SECONDED by Matson. By VOTE of the Board of 8 in favor and 2 abstaining (Peterson, Golly), the Motion was APPROVED.
- 10.3 **Board of Directors Elections**—Adkins announced that O'Keefe would serve as chair of the Election Committee.
  - 10.3.1 MOTION was submitted by S. Brown to approve the appointment of O'Keefe as chair of the Election Committee, SECONDED by Matson. VOTE by the Board APPROVED the Motion tallied as follows:  
AYE: 6      NAY: 1 (Julius)      ABSTAIN: 3 (Owens, Prahl, Adkins).
- 10.4 **Previously Adopted Bylaw Revisions**

- 10.4.1 MOTION was submitted by Julius to change the Bylaws so the organization could come up with a more appropriate method of selecting Directors, SECONDED by Owens. Following discussion, VOTE on the Motion was:  
AYE: 1 (Julius) NAY: 9  
The Motion was DEFEATED.
- 10.4.2 MOTION was submitted by S. Brown to defer discussion of any Bylaws revisions until time was available in a longer Board meeting, SECONDED by Julius. The Question was Called and APPROVED by unanimous VOTE of the Board.
- 10.4.3 Matson introduced a MOTION to publish an updated set of Bylaws incorporating all amendments revealed by Adkins as a result of her review of all minutes of past board meetings, SECONDED by S. Brown. The Motion was TABLED pending resolution of the legal issues facing A OF F.
- 10.5 **Florida Atheist Logo Options**—TABLED.
- 10.6 **Website Domain**—Adkins explained the issues concerning loss of control of the domain names associated with the A OF F Web sites and outlined the measures taken to attempt to regain control.
- 10.7 **Gifts**—Adkins suggested we could offer our T-shirts as gifts for events such as Skepticamp.
- 10.8 **Recognition of Others in the Community for Atheist Service**—The Directors discussed this issue and concluded action would be postponed.
- 10.9 **Florida Humanists**—Adkins announced that Florida Humanists had recognized that we are the legitimate Directors of Atheists of Florida, Inc. Their upcoming FreeFlo (Freethought Florida) was scheduled to be held in Orlando on the weekend of October 10-12 and would be the biggest conference in Florida geared toward Humanists, Skeptics, Atheists and other freethinkers. Adkins outlined how we could promote A OF F by placing our flyers in a Swag Bag for a cost of \$15.
- 10.9.1 Upon MOTION submitted by Matson, SECONDED, and APPROVED by unanimous VOTE of the Board, A OF F would purchase the Swag Bag inserts for \$15.
- 10.9.2 Thomas submitted a MOTION for the Directors to provide blind approval of the tri-fold flyers created by Peterson to promote A OF F. SECONDED. By unanimous VOTE of the board, the Motion was APPROVED.

## **11. CONCLUDING BUSINESS**

- 11.1 **Tabled Items**—No Tabled items were brought to the table for consideration.
- 11.2 Director Frank PrahI submitted his resignation as a Director verbally to the Secretary.
- 11.3 MOTION was submitted by Adkins to ADJOURN. By UNANIMOUS VOTE of the Board, the Meeting was adjourned.

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By: Ed Golly  
Secretary of the Meeting

## Summary of Meeting

- 3.1 Approval of the minutes of the previous meeting were postponed until the next scheduled meeting.
- 5 A Pinterest account had been established for Atheists of Florida, Inc.
- 9.2 Smith and O'Keefe would produce a Financial Audit for 2013.
- 9.3 Matson would take charge of scheduling Office Day work at the A OF F headquarters either on a weekday evening following a dinner meeting or on weekends.
- 9.5 Monthly renewal information would begin being sent to all members.
- 9.6 Matson would investigate the equipment necessary to generate Skype connections to our equipment.
- 9.7 Photos of the A OF F video production equipment would be produced and delivered to the insurance company to establish a record of our equipment and its estimated replacement value.
- 10.1 Generic contacts set up for all officers, the newsletter editor, etc.
- 10.2.1 A OF F agreed to donate \$50 to the Skepticamp event.
- 10.3.1 Rick O'Keefe approved to serve as chair of the Election Committee.
- 10.4.2 Discussion of any Bylaws revisions deferred until time was available in a longer Board meeting.
- 10.9.1 A OF F would purchase Swag Bag inserts for the Florida Humanists event at a cost of \$15.
- 10.9.2 Blind approval provided of the tri-fold flyers created by Peterson to promote A OF F.
- 11.2 Director Frank Prah submitted his resignation as a Director.

—END—

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# Minutes of the 2014 Special Meeting of the Board of Directors of Atheists of Florida, Inc.

August 24, 2014

**INTRODUCTION.** A Special Meeting of the Directors of ATHEISTS OF FLORIDA, INC. (A OF F), a 501(c)(3) nonprofit Florida Corporation, was held on Sunday, August 24, 2014 at the Atheists of Florida office, 5103 S. West Shore Blvd., Tampa. The Chair noted that this was a special meeting called by the directors of the above named corporation pursuant to the bylaws of said corporation for the purpose of discussing items specified on the agenda which had been delivered to all directors prior to the meeting.

## **1. CALL TO ORDER**

- 1.1 Chairperson Tracy Thomas called the meeting to order at 1:00 AM.
- 1.2 Announcements. Director Ed Golly read a letter from City of Largo Mayor Patricia Girard thanking A OF F member Joe Reinhardt for presenting the invocation at the August 5<sup>th</sup> Largo City Commission meeting. Humanist Dave Kovar had presented the invocation at the Clearwater City Council meeting on August 20<sup>th</sup>. Following the invocation, several Humanists and atheists present had met with Congressman David Jolly inviting him to address our group regarding his position on women's rights. Mr. Jolly declined the invitation. A OF F Secretary Gloria Julius was scheduled to present the invocation at the Saint Petersburg City Council meeting on September 4<sup>th</sup> at 8:30 AM.
- 1.3 Review and revision of Agenda.  
President Judy Adkins proposed adding Item 8.5 FORMAL ADOPTION OF MEMBERSHIP HANDBOOK.  
Adkins proposed adding Item 8.6 proposing to award one year free membership to Members Sandra Smith and Rick O'Keefe as a reward for their work preparing the financial audit of A OF F.  
Adkins proposed adding Item 8.7 HUMANISTS OF FLORIDA CONFERENCE.  
Member Steve Brown proposed adding Item 8.8 ACTIONS BETWEEN BOARD MEETINGS.  
Julius proposed adding Item 8.8 BLACK & WHITE HAT SOCIETY.
  - 1.3.1 Brown submitted a MOTION to approve the agenda as revised, SECONDED by Chris Brown, APPROVED by unanimous VOTE of the Board.
- 1.4 Owens distributed a Balance Sheet for the organization dated August 24, 2014.

## **2. ROLL CALL**

Roll was called by the Secretary and the following Directors were present:

|  |                                  |
|--|----------------------------------|
| Judy Adkins, <i>President</i>              | Nan Owens, VP / <i>Treasurer</i> |
| Chris Brown, <i>Tampa Chapter Director</i> | James Peterson                   |
| Steve Brown                                | Frank Prahl                      |
| Ed Golly                                   | Tracy Thomas, <i>Chair</i>       |
| Gloria Julius, <i>Secretary</i>            | Galen Matson (arriving at 2:10)  |

The Chair noted that a quorum was present along with Life Member Richard Julius observing and proceeded with the meeting.

## **3. MINUTES OF THE PREVIOUS MEETING**

- 3.1 MOTION was submitted by Peterson, SECONDED by Julius, to approve the minutes of the December 1, 2013 meeting. By VOTE of all directors except S. Brown and C. Brown (abstained), the Motion was APPROVED.
- 3.2 MOTION was submitted by C. Brown, SECONDED by Peterson, to approve the minutes of the January 19, 2014 board of directors meeting. VOTE on the Motion was UNANIMOUS.
- 3.3 MOTION was submitted by Peterson, SECONDED by C. Brown, to approve the minutes of the July 13, 2014 board of directors meeting. VOTE on the Motion was UNANIMOUS.

**4. MEMBERSHIP ADDRESSES TO THE BOARD**

No members were in attendance to address the Board.

**5. TREASURER'S REPORT**

Owens submitted a Balance Sheet dated August 24, 2014 and outlined the entries. She reported that A OF F was up to date on bills due to a loan in the amount of \$20,000 made to the organization which had been entirely remitted to payment of legal fees. Owens explained the balance sheet she had prepared. Golly pointed out that at the previous meeting the directors had agreed to post the \$18,040.92 payment to Attorney John McKnight as an Accounts Receivable, which amended the Current Assets amount to \$29,702. The chair directed the secretary of the meeting to attach the Balance Sheet to the minutes of the meeting.

- 5.1 Adkins submitted a MOTION to hold all future donations in an endowment fund, SECONDED by Peterson.

- 5.1.1 An AMENDMENT to the Motion was submitted by Thomas that funds directed otherwise be so used. SECONDED by S. Brown.

- 5.1.2 S. Brown submitted an AMENDMENT to add “and acknowledged” to the Amendment, SECONDED by Julius. Following discussion, Owens called the Question. VOTE of the board was:

YES: 6      NO: 2      ABSTAIN: Adkins

The Chair directed the board to VOTE on the Second Amendment, tallied as:

YES: 8      ABSTAIN: Thomas

The Chair directed the board to the First Amendment. Following discussion, a VOTE of the board was called, and Vote to APPROVE the Amendment was UNANIMOUS.

The Chair directed the Board to the Motion. Following discussion, VOTE to APPROVE the Motion was UNANIMOUS.

**6. LEGAL AFFAIRS.**

- 6.1 Adkins gave a report on the status of the legal issues plaguing the organization. Our lawsuit had not progressed due to the Defendants’ lawsuit against us. The judge had heard three of six Motions. He ruled that we are a Media Outlet, so the postings on our temporary Web site were acceptable. But he ruled against the first Motion. During argument of the third Motion, the court ran out of time to complete the hearing, but the judge indicated there was a strong prospect that he would rule in our favor, which would result in the dismissal of Kieffer’s lawsuit against A OF F. Other Motions still awaiting hearing included the right of the Defendants to issue a subpoena to Rick O’Keefe; a Motion to compel Kieffer to complete his deposition; and a Motion to compel Wachs to have counsel at all events pertaining to the case.

- 6.2 Adkins explained that at the Hearing conducted in Polk County the previous Thursday, both parties had stipulated to dismiss the lawsuit without prejudice so it could be filed again in Circuit

court thereby allowing Wachs to increase the amount of damages she sought since the new damages would be in excess of \$15,000.

- 6.3 Adkins reported that our counsel had indicated reasonable certainty that we would eventually win recovery of our legal fees upon the outcome of the lawsuits.

(At 2:10, Director Galen Matson arrived and was roll-called into the meeting)

6.3.1 MOTION was submitted by Thomas that any further funds for legal fees be established as unsecured loans to A OF F. SECONDED by C. Brown. Following discussion, C. Brown MOVED to call the question. VOTE on the Motion was 8 APPROVE, 1 (Golly) ABSTAIN.

The chair directed the Board to vote on the main Motion. VOTE on the Motion was:

APPROVE: 7 REJECT: 1 (Julius) ABSTAIN: 1 (Golly)

## **7. OLD BUSINESS.**

- 7.1 Adkins issued a report on the status of the Board of Directors bylaws followed by discussion.

- 7.2 Adkins issued a report on the status of the Skepticamp event scheduled for September 14.

7.2.1 Adkins submitted a MOTION that for the upcoming Skepticamp event A OF F include a coupon in a swag bag offering a \$5 discount on membership on Atheists of Florida valid for 30 days. The Motion was SECONDED by C. Brown. S. Brown called the question. By unanimous VOTE of the board, the call was APPROVED. VOTE to APPROVE the Motion was UNANIMOUS.

7.2.2 MOTION was submitted by C. Brown that A OF F compile gifts as door prizes for Skepticamp, SECONDED by Adkins. S. Brown called the question. By unanimous VOTE of the board, the call was APPROVED. VOTE to APPROVE the Motion was UNANIMOUS.

- 7.3 MOTION was submitted by C. Brown that any motions conducted by e-mail be attached to the consecutive agenda, SECONDED by S. Brown. Following discussion, VOTE on the Motion by all directors was to OPPOSE.

## **8. NEW BUSINESS.**

New Business items identified on the Agenda were discussed with no Motions submitted for action.

Discussions include:

- Adkins asked for members of the board to sign up for various activities to keep the organization running since our membership is relatively small right now, in order to promote the organization,
- Adkins discussed the startup of a newscast, to be done bi-weekly.
- Adkins gave an update on the election status.
- Julius discussed starting a Black and White Hat Society and is putting together a plan.
- S. Brown indicated all meetings other than the annual meeting are Special Meetings and not Interim Meetings.
- Adkins stated that Peterson and Adkins will be attending the Florida Humanist and, COR is sponsoring a table, so flyers will be distributed from the table.
- Adkins suggested that Sandra Smith and Rick O'Keefe be given a free years membership, after they have finished the financial audit of 2013.
- Adkins asked that the Membership Manual be adopted and access provided to all members.

**9. CONCLUDING BUSINESS.**

9.1 **Tabled Items.** No Tabled Items were addressed.

9.2 **Adoption of adjournment**—Peterson submitted a MOTION for ADJOURNMENT, SECONDED by C. Brown. By UNANIMOUS VOTE of the Board, the Meeting was adjourned.

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By: Ed Golly  
Secretary of the Meeting

## Summary of Meeting

- 3.1 Approval of the minutes of the December 1, 2013 meeting.
- 3.2 Approval the minutes of the January 19, 2014 meeting.
- 3.3 Approval the minutes of the July 13, 2014 meeting.
- 5.1 All future donations will be held in an endowment fund and acknowledged. Any funds directed otherwise will be so used.
- 6.3.1 Any further funds for legal fees will be established as unsecured loans to A OF F.
- 7.2.1 A coupon at the upcoming Skepticamp event would be included in a swag bag offering a \$5 discount on membership to Atheists of Florida valid for 30 days.
- 7.2.2 A OF F would compile gifts as door prizes for Skepticamp.

—END—

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