

TCA Transitional Board Meeting  
October 9, 2013 6:30-8:30PM  
GoToMeeting

## AGENDA

- I. Call to Order at 6:37PM
- II. Approval of September 11, 2013 Minutes - ACTION ITEM (5min)
  - A. Tony motions to approve the September 11, 2013 Minutes. Iris seconds. All in favor.
- III. Treasurer's Report (2 min)
  - A. LiveStream for one extra month, \$50
  - B. Alan motions to approve Treasurer's Report. Tony seconds. All in favor.
- IV. Old Business
  - A. Reimbursement to SJT for indirect costs of Launch Meeting (postponed to next meeting)
    1. Wisa will submit some small percentage for overhead at next meeting
- V. New Business
  - A. General summaries of how Working Committee process worked (or not) for Initial Meetings - timeline issues, changes to chair position, any issues/concerns with guidelines, etc. (20min)
    1. Masters' Retreat only committee unable to hold first meeting.
    2. Overall: doodle poll and GoToMeeting worked for everyone. Difficult to find workable time for all committee members. New Chairs for: Transition (Shoji Kameda), Nonprofit Status (Jon Campbell), Communications (Wanda Kurtcu).
    3. Suggestion for an organizational calendar as meeting schedules could/will conflict.
- VI. Committee Reports - updates on committee progress, proposals for Board, etc (45min=avg 5min each)
  - A. Transition (Michelle Fujii)
    1. Committee structure
      - a) Chair Shoji Kameda, Vice Chair Michelle Fujii (when Shoji is unavailable), Secretary Margaret McKenty
      - b) Decision making has 5 layers: for, endorsement with reservation, abstaining (no opinion), standing aside (not liking idea but not wanting to hold up group), and against.
        - (1) Majority decision requires majority of votes in either for or endorsement categories. All types of votes will be noted in committee minutes.
    2. New members
      - a) Decision to not add other taiko community members at this time, but due to sensitive nature of committee purpose, much of the discussion/decision making process will gather feedback/input

from larger community through a mix of surveys and direct solicitation.

3. Next meeting: Oct 21. Scheduling two meetings per month.

## B. Nonprofit Status (Jon Campbell)

1. Committee structure

- a) New Chair - Jon Campbell, Secretary - Natalie Hudson.
- b) Majority rules decision making process. If someone has a strong objection/reservation most likely continue discussion.

2. New members

- a) Decided to not add more members from outside communities as much of the work was already drafted and there is time urgency in submitting application.

3. Progress

- a) Natalie and Jon (both attorneys) are reviewing all of the application documents and updating language per Launch Meeting discussions.
- b) Roy will contact the different committees to collect a 3-year estimation of budget, by year.
- c) Natalie and Jon also working on cleaning up by-laws.

4. Committee tentative recommendations for bylaws following further committee review (to be approved by Board later):

- a) Set a max of Directors of 12
  - (1) Getting together across time zones and making decisions in a timely fashion set this number.
  - (2) Bylaws can be amended later to decrease or increase.
  - (3) Does not apply to sub-committees or advisory.
- b) Clarify that meetings can occur electronically
- c) Set a quorum for approving in addition to  $\frac{2}{3}$  majority for Board decisions.
  - (1) If people are missing meetings could be difficult to secure  $\frac{2}{3}$  majority of full Board.
  - (2) Discussion to define quorum: leaning towards 50% (of total Board membership)+1, but would requires that we define who can call a Board meeting.
  - (3) Does not apply to Working or Other Committees.

5. Next meeting Oct 10.

6. Question: Will timeline change (re: 501c3 status approval)? Tough to say because we don't know how long it'll take to get approved (considering government shutdown, etc). Trying to work through application paperwork as quickly and responsibly as possible, but delay may occur during government review process.

- a) Only thing committee needs from others are the budget estimates.

## C. Membership&Finance

1. Committee Structure
  - a) Chair - Sue Yuen
  - b) Majority rules decision making process.
  - c) Not splitting into sub-committees in order to focus on fundraising
2. New members
  - a) Looking for pacific northwest and Canada for non-launch meeting members in order to captain regional membership push: asking Donna Zumoto, Diane Kadota
3. Progress
  - a) Discussed \$50K fundraising goal, focused on membership aspect.
    - (1) Recommendation to pursue pledge drive for Charter membership of individuals.
      - (a) One time opportunity to become a Charter Member. Permanent status as Charter Members subject to annual renewal.
      - (b) TCA does not have resources to offer concrete benefits - these pledges would be based on faith in what TCA can become.
      - (c) Fees: \$50 general charter membership based research, \$25 student membership
      - (d) Confirmed a \$5K pledge from Janet Koike and use of it for a matching incentive program.
      - (e) Undecided: (1) what to do with people who want to donate more than \$50; (2) whether \$50/\$25 fees would stay the same each year or be different.
      - (f) Decision to not pursue group memberships right now due to difficulties in defining appropriate fees per member and diversity of group sizes.
        - (i) Can always implement group membership later nearer to NATC.
        - (ii) Group membership could discourage individual gifts.
      - (g) [Wisa motions to accept Committee recommendations. Iris seconds. All in favor.](#)
    - (2) One idea (not run by committee yet): launch pledge drive with a full-day's schedule of Livestream informal mini-performances from across the country. Each performer/group would give testimony about the positive effects of TCA.
      - (a) Initial donation drive prior to Launch Meeting came from many unexpected sources. Livestream would allow for greater dispersed connection.
4. Budget

- a) Expenses estimated at \$4,125/year over the next 2 years, mainly infrastructure.
      - (1) May need to pay for other benefits later on.
  - 5. Question: is there some way to allow businesses to purchase ad space? Tax deductions for businesses regardless of nonprofit status.
    - a) Later on. NATC program book.
  - 6. Question: any thought for life membership? \$250 donation covers 5 years, \$5K should qualify for lifetime membership.
    - a) Not set. Right now conceptualized as first year charter membership fee then additional amount would be classed as a donation which could be matched by Janet's pledge
    - b) Want to keep people coming back, possibly using Tech Resources as a reason to return.
  - 7. Question: was there an average amount for the pre-Launch Meeting donation drive?
    - a) Almost 100 people but large range of gifts.
- D. Communications
  - 1. Committee structure
    - a) New Chair Wanda Kurtcu.
    - b) Majority rules decision making process.
  - 2. New members
    - a) No new members at this time, but open to adding either through inquiries or nominations.
  - 3. Methods of communication
    - a) social media (Jacob)
    - b) emails (Stuart)
    - c) website (Elise)
    - d) print media (for minority to opt in)
    - e) communications hub for TCA entities to post/request communication needs (Wisa)
  - 4. Progress
    - a) Created Googledoc communications hub
    - b) Will setup email address collection system on website
    - c) Will setup an opt in for print communication
    - d) Will create a TCA Organizational Calendar to post Board and Committee meetings
    - e) Working with Tech Resources on Event Calendar
  - 5. Projected Expenses: printing for quarterly newsletter, CRM (overlap with Tech Resources) to send out emails.
  - 6. Next meeting Oct 13.
- E. NATC
  - 1. Committee Structure
    - a) Chair - Stan Shikuma

- b) Consensus, case by case for majority
  - 2. New Members
    - a) Inquired with Yuta Kato and/or Kris Bergstrom (NATC11 Coordinator and Asst Coordinator) but were declined.
    - b) Would like to ask Johnny Mori to join and he accepted.
  - 3. General progress
    - a) RFP (Request for Proposals) first priority as most NATC planning dependent on site.
      - (1) Suggestion to push back RFP deadline to November 30 (from original Oct 31) in order to allow sites to do due diligence.
        - (a) Board approves revised RFP timeline and immediate release via all posting methods.
      - (2) Leads on sites within the NATC Committee:
        - Katie/Stanford, Jen/LV, Mark/East Coast (doubtful), Stan/Northwest
          - (i) Reminder that Taiko Marketplace cannot be on campus due Stanford's unrelated business income policies. Does this make it non-viable? Options to hold it off-campus or to just collect orders (where money is not exchanged on campus).
          - (b) Johnny personally doubts LA could do it following WTG in 2014
      - (3) Membership&Finance Committee (Sue) concerned about competitive external messaging. Would like focus to be on pledge drive.
        - (a) Agreement to announce RFP immediately but not announce site until after December.
    - b) Committee postponed any talk of budget or NATC Coordinator til next meeting
    - c) Next meeting Oct 13.
- F. Masters' Retreat
  - 1. Unable to meet due to conflicting schedules
  - 2. Comment from Steve - Akira Tana suggested a retreat site in Carmel that would be very interested in hosting something like this.
- G. Tech Resources
  - 1. Committee Structure
    - a) Chair - Linda Uyechi
    - b) Majority rules decision making process.
    - c) Sub-committees
      - (1) Infrastructure (Linda, Sue, Ben, Pete Spengler)
        - (a) Ben willing to handoff Taiko Source to TCA

(b) Recommendations to be in place before pledge drive Nov 1:

- (i) Use Salesforce as CRM
- (ii) Would like to move resources to Amazon Web Source (AWS)
- (iii) Board approves move to AWS and use of Salesforce.

(2) Interface (Sandi, Mitchell, Wendy, Elise)

(3) Content (Ben, Sandi, Mitchell) Alisa Henney added

2. New members:

- a) Added Alisa Henney to Content.
- b) Want to talk to Kiyoshi Shikuma and Kris Bergstrom.

3. Progress

- a) 3 products: TCA website, Resources website, and NATC Website.

4. Budget

- a) Annual Expenses estimated at \$4100 (additional spreadsheet).

(1) Negotiating Salesforce year fee until nonprofit status granted. Once 501c3 free.

(a) Also talking with Jun Daiko to be a temporary fiscal sponsor to get free.

(b) Board approves to use June Daiko as temporary fiscal sponsor.

5. Next meeting Oct 28

VII. Action Items

A. Announce Working Committee membership

- 1. Wisa to post separately from NATC RFP

B. Post NATC RFP

- 1. Stan to post tonight 10/9

VIII. Announcements

A. Next Board Meeting: Nov 13 at 6:30PM PDT (tentatively set for second wed of each month)

B. Set regular meeting schedule (ex: first Wed of each month) so that non-Board Committee Chairs can plan to attend

- 1. Doodle Board for regular Board meeting day/time before next meeting to make scheduling easier for Board and Committee Chairs

IX. Adjourned @ 8:54PM