

## Tech Valley Game Space Meeting Notes for 12/8/2019

The regular meeting of the Tech Valley Game Space Board of Directors was held on Sunday 12/8/2019 at 2:10pm.

The following members of the board were in attendance via Teleconference or in person:

Taro Omiya (Executive Director)

Frederika Edgington-Giordano (Secretary)

Jamey Stevenson

Stephanie Jennings (Acting Chair) via Discord

Dan Tanguay via Discord

Abigail Mathews

The minutes from the last meeting were reviewed, some changes were made.

The agenda was discussed, including the fact that Jason was not made aware of when the board meeting was scheduled for this month, so the Treasurer report was not available for the current meeting.

Taro mentioned that policy for approving freelancers should be discussed in the future, probably January.

The meeting notes were approved.

The update on the attorney search from Dan was next. He initially contacted Hedgeman Law Firm, but they are not available until after the end of the year. The Wagoner Law Firm was also contacted, and they immediately provided quotes and a flat rate. Working with them still needs approval from Jason. There are two items that have highest priority, the promissory note and freelance contract. According to the Wagoner Law Firm, these can be done in a short period of time without high cost. Taro has an action item to check that Jason has looked over the quotes.

Paying the \$1000 retainer for the law firm was discussed. We need to know how to come up with the money. Jason is not necessarily aware of this charge.

Currently, the firms have Taro and Jamey as signees. Taro and Jason might make more sense. Asking the firm to change their documentation was discussed, just changing signees. Taro has that action item.

Stephanie posted the agenda in the chat.

Fundraising efforts was the next item discussed. Giving Tuesday was discussed - \$1010 has been received. Facebook will contact Network for Good, who will send the money to TVGS in March or April.

Jamey reported on meeting with the CEG education working group. He shared the meeting notes from the meeting in the chat.

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Jamey met with Questar III BOCES. They have partnered with Vicarious Visions over the summer to train teachers. Jim is interested in working with TVGS and Questar could raise funding for future joint programs.

Dan discussed some of the training that the teachers were provided as part of the program.

Jamey asked Dan if he could help with getting funding for Protostar from VV. The program is happening on the 17<sup>th</sup>. Can donations be solicited after the 17<sup>th</sup>? Dan indicated that having VV name displayed somewhere would be crucial.

Documentation would be needed as to why the funding would be transferred to Jamey's account, if it will be used to reimburse him.

Also, pledged contributions would be documented by sponsorship form that Jamey created.

Jason, the Treasurer, should also be consulted.

The 2019 grant budget was next. Jamey shared the link to the budget spreadsheet in the Discord chat. Jamey worked with Abby, Taro, and Jason to reallocate the funds. Changes to the funding were documented in new columns on the Updated Current Spending tab.

The changes to the Education budget were discussed.

The changes to the Lift Off budget were discussed. It was overestimated previously, so the additional funds are being reallocated, ~\$3300.

The equipment budget was bumped up based on the feedback from the community that Abigail gathered. The major purchases were discussed. The iMac Pro was discussed. The NReal Light developer kit was discussed. The price increases on software were discussed, since the licenses were a little different than initially planned. An inventory management solution was also included in the budget.

The promotional budget was discussed next. The amounts earmarked for web development was decreased. The amounts for marketing and branding material was increased. Contracting and consulting was also discussed. The remaining conferences and events funds were also reallocated.

TVGS needs to take this to RPI for approval. Email from Ben Chang indicated that RPI would allow the money to be shifted between categories. Paying contract work for 2020 in advance using the current 2019 funds was allowed, according to Ben Chang.

Fronting the money was discussed. The freelancer invoices could be provided ahead of time. This has not been communicated with the freelancers.

TVGS has ~\$15,000, but funds are needed to take care of bills. ~\$10,000 is available, additional funds will need to be provided by individuals. Availability of funds from individuals was discussed. Loans versus reimbursement were discussed. The promissory note will not be ready in time to be approved by the board.

Dan would like to know more about the reimbursement process.

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Paying the freelancers and approving the contracts was discussed. The Treasurer and Executive Director will need to approve them. Paying the contractors was discussed.

Paying Becca was discussed. This would involve having Taro pay TVGS the owed amount, then that amount would be paid from TVGS to the contractor, then Taro would be reimbursed. A paper trail would be needed, including a reimbursement form.

The need for someone to be specifically responsible for providing money to a freelancer upfront was discussed.

The motion to approve the updated budget was passed.

2020 budget was discussed next. Meeting with RPI and checking in with board prior to the meeting would be preferable.

Taro would like to have the 5-year plan to be considered when working on next year's budget.

Stephanie made a note that the 5-year plan should be reviewed during the January meeting.

Dan will post the notes from the 5-year plan meeting. This will include the 1-year plan should be quick, but the 3-year and 5-year plans should take longer, but they might not be needed for the next year's budget.

Other items that will need to be discussed in the future were mentioned. An important one was improving the cashflow issue and the reimbursement process. Delays in reimbursements need to be addressed.

Delays related to the RPI grant were discussed. RPI didn't ask TVGS for a budget until March and there was a further delay in getting the funding to TVGS.

Funding is available for the next 5 years, but there are large gaps. This prevents hiring employees.

The new Volunteer coordinators were discussed, along with the gaps. Events, Outreach, and Co-working are covered. The other positions are not filled. Abigail wanted to volunteer to be the Fundraising coordinator. Abigail deafened Discord while the rest of the board discussed this. She was approved as the Fundraising Coordinator. She returned to the call.

Jamey volunteered to cover the Mentorship Coordinator. Jamey left the room while the board discussed it. He was approved and returned to the meeting afterwards.

Communications, Media, and Web coordinator positions are still open.

Frederika leaves for the Queenship discussion.

Taro brings up the context: Muse said she wanted Queenship's developer, David Kinns, access to the Construct 3 license outside of the TVGS venue.

Taro asks whether we allow developers access to TVGS Software Licenses outside of TVGS' equipment and/or venue, and if so, to whom?

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Abigail brought up that since David isn't a member anymore, this to her is a clear case of, "no."

Jamey said he wanted to discuss about organizational membership at some point.

Abigail said she would like to discuss about license question is to discuss with a lawyer.

Stephanie asked to table this discussion, by forwarding it to a lawyer first before determining a policy.

Jamey asked if for the time being, the answer should default to, "no." Stephanie agrees.

Taro said he'll address to Muse that it's in the works with an attorney, but the board did state David's lack of membership makes it difficult to agree on.

Frederika returned after the discussion was over.

Stephanie brought up scheduling the January meeting. It should be later in the month, to allow for catching up, including going over the items put off.

Question to Jamey, Abby, Frederika: Did the times work for us, as coordinators? It did free up time on Sunday, but it did disrupt the volunteer coordinator meetings if there were additional times.

Some board members are not always available. Laquana, Ela, and Stacy's availability was discussed.

Meeting with Stacy for fundraising was discussed. This meeting may require additional work to schedule.

New board members will need to be recruited.

Revisiting scaling back on programs will be discussed.

Action items tracking was also discussed.

The meeting was adjourned.



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Frederika Edgington-Giordano, Secretary of the Board