Twin Cities Maker Board Meeting Minutes

December 12, 2009 at The Home of Metis, Minneapolis, Minnesota

Attendees

Mike (uptownmaker - President TC Maker), Wayne (wammie - VP TC Maker), Micheal (metis - Development Coordinator TC Maker), Pat (noise - Secretary TC Maker), Brandon (orion - Treasurer TC Maker), Matt (mrebersv - Secretary HFM), Ari (Member HFM)

Scribe

Pat Arneson

Agenda

- Introductions between TCM and HFM members.
  - Brief personal introduction mentioning related skills
- Organizational history TCM (Mike and Board)
  - History
  - Structure
  - Branding
  - Infrastructure
  - Community
- Organization history HFM (Matt)
  - History
  - Structure
  - Other apt items
- Organization compatibility
  - Listing of potential stumbling blocks to union from organizational structure
- Membership goals and intents
  - HFM membership numbers, intended fiscal commitment (Matt)
  - TCM membership numbers and fiscal commitment (Brandon)
- Shop goals and intents compare and contrast
  - Eventual ideal resources
  - Access structure intents

    - Briefly touch on liability, security, and equipment sourcing issues
- Discussion of joining both groups, partnering, or other cooperation methods
- Develop plan of action based on meeting.
    - Maintain goals and intents of both parties
    - Produce plans to present to both groups membership (unified message)
    - Timing issues related to leases and current structures
- Other business
- Extra beer?

New Business

- Meeting was begun at about 9 PM. TC Maker members did self introductions, followed by intros from HFM.
- HFM History
    - 6 dedicated members, more interested if price point drops below $50/mo.
    - IP House contribution of $150/month.
    - Currently incorporated as LLC, with intent to become non-profit.
        - $330 was spent by HFM to incorporate.
        - HFM has registered some Internet domains but has not yet built pages around them.
- HFM Stipulations and commitments to its membership
    - Storage space for rent must be included in the plan. Some HFM members want to trade existing personal storage costs for less costly storage at the shop.
        - HFM members would pay extra for this storage, beyond member dues.
        - Rental units can be parceled in 4x8 increments or whatever works in the space.
    - Tool fund should be included in member charges to compensate for accessory costs, maintenance, and tool replacements, as a dedicated fund separate from gross overhead
    - Some sort of 24/7 access for charter (initial) members.
    - HFM will include in their lease first right of refusal for the other 1950 sq. ft. in the main area and 900 sq. ft classroom space, meaning that if another prospect wants to lease these spaces, HFM must be offered the space before a lease can be signed at the same rate.
    - Zero price floor scheme suggested, where more members mean lesser individual cost, but willing to also work with a flat or tiered fee.
    - HFM members have prior agreement to not use auto-body paint in the space.
- Organizational compatibility
    - HFM is fully willing to be absorbed by TC Maker, or absorb us, or combine on a multi-group venture, whatever it takes.

    - TC Maker intended to be a co-op. HFM though is perfectly OK with the co-op model if we get to that point.

    - HFM is committed to solely financing the 1650 sq. ft. space for six months, barring unforeseen circumstances.
        - Leasing of the space by HFM seems a good thing for both groups. TC Maker would then offer its members a voting opportunity to collaborate with HFM in lease assistance and/or merging of organizations.

    - TC Maker expressed concern over providing a "favored" or tiered membership structure, such as 24/7 access to certain members, but rather advised that for 24/7 access, a good idea is to make it available to everyone willing to meet certain conditions, such as keeping a four hour "watchdog" duty, or doing cleanup per a schedule.

- Shop Supervisor: Suggested as compromise to tiered access for charter members and 24 hr access
    - May not need to be proficient in all tools, but must have authority and ability to recognize authorized parties.

    - Responsible for a scheduled "shift" to provide access to the space for all members.
        - I.e., "Jimmy no thumbs" is responsible to be there from 6 PM to 10 PM the first and second Wednesdays of the month to let other members in and ensure they're following shop rules in exchange for his 24/7 access. He would need to allow others in when he's there at non-scheduled times, but w/o other supervision others must leave when Jimmy goes home.

- Plan of Action for Merging
    - HFM will sign a lease for the 1650 sq. ft. space on Dec. 15th. whether or not TC Maker becomes involved with financial assistance.

    - Michael and Matt will consult with lawyers and business consultants to determine how best to proceed legally given the organizational state of both groups.

    - Micheal, Matt, and Board of Governors to consider and approve a waiver of liability until and if it becomes unnecessary due to sufficient insurance.

    - Hold TC Maker meeting on the 16th at the space.

- Action Items for TC Maker (Appended post-meeting)
    - Limited number of members, Michael and whomever, need to work with Matt and consultants to establish a legal plan for merger.

    - Board of Governors to construct official announcement of our meeting on the 16th.

    - Get written agreement from HFM to use the space on the 16th for our business meeting. Consider if HFM members will be present or not. Presumably at least one person would need to be since they will be the party that is on the lease.

    - Board of Governors to craft a meeting agenda for the 16th, including at least a preliminary merger plan, if a full plan can not be accomplished, for member discussion and approval.

    - Board of Governors to decide on level of financial assistance/commitment to lease and forge preliminary proposal for HFM regarding this assistance.

    - Board of Governors to prepare for expected questions at the meeting and carefully consider the wording and scope of the vote question(s).

Next Meeting

- A casual meeting for TC Maker will be held on Wednesday Dec. 9th, 2009 at Common Roots Café.

Adjournment

Adjournment was moved and seconded at 10:40 PM.