

Board Meeting (Inaugural)

Orlando Robotics Foundation, Inc.

Date, Time, and Location

15 September 2023 at 18:30
Via Video Conference (Zoom)

Invited Attendees

- Austin (AJ) Foster, President and Director
- Avari Mallonnee, Secretary and Director
- Eric Grajales, Director
- Po Dickison, Director
- Scott Clements, Treasurer and Director

Reminder: Begin recording.

Introduction

Topic 1: Welcome message and introductions by voice

Welcome. Each director says their name for the recording.

Previous Meeting Notes

Not applicable.

Reports

Topic 2: Organization status report

We have filed our Articles of Incorporation and obtained an EIN. In this first meeting we will adopt all of the necessary documents to seek nonprofit status and approve resolutions to take all of the actions necessary to begin operating.

Unfinished Business

Not applicable.

New Business

Topic 3: Adopt our Bylaws

Bylaws govern the day-to-day operations of the corporation. Let's discuss, make any final revisions, and vote to adopt them. See *2023-09-15 DRAFT Bylaws.pdf* in the provided materials.

Topic 4: Adopt the Code of Ethics and Whistleblower Policy

This is a required policy according to our Bylaws. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Code of Ethics and Whistleblower Policy.pdf* in the provided materials.

Topic 5: Adopt the Conflict of Interest Policy

This is a required policy according to our Bylaws. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Conflict of Interest Policy.pdf* in the provided materials.

Topic 6: Adopt the Document Retention Policy

This is a required policy according to our Bylaws. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Document Retention Policy.pdf* in the provided materials.

Topic 7: Adopt the Transparency and Accountability Policy

This is a required policy according to our Bylaws. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Transparency and Accountability Policy.pdf* in the provided materials.

Topic 8: Adopt the Annual Meeting Resolution

This resolution sets the default timing of our annual Board meetings. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Annual Meeting Resolution.pdf* in the provided materials.

Topic 9: Adopt the Nonprofit Resolution

This resolution authorizes the President (or their designee) to file for nonprofit status and make other related filings with the state. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Nonprofit Resolution.pdf* in the provided materials.

Topic 10: Adopt the Recurring Tasks Resolution

This resolution authorizes the President (or their designee) to perform required periodic tasks, such as filing yearly forms with the IRS. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Recurring Tasks Resolution.pdf* in the provided materials.

Topic 11: Adopt the Strategy Resolution (FIRST Tech Challenge Leagues)

This resolution defines our relationship with FIRST Tech Challenge leagues. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Strategy Resolution (FIRST Tech Challenge Leagues).pdf* in the provided materials.

Topic 12: Adopt the Treasury Resolution

This resolution authorizes the President (or their designee) to recommend a banking institution and, once approved, set up a bank account. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Treasury Resolution.pdf* in the provided materials.

Topic 13: Adopt the Treasury Resolution

This resolution authorizes the President (or their designee) to create a website, sign up for Google Workspace, and sign up for financial tracking software. Let's discuss, make any final revisions, and vote to adopt it. See *2023-09-15 DRAFT Web Resource Resolution.pdf* in the provided materials.

Topic 14: Recommendation and approval of a banking institution

In accordance with the Treasury Resolution, the President recommends Addition Financial as the Corporation's banking institution. Let's discuss and vote to approve this choice. See *2023-09-15 Bank Comparison.pdf* in the provided materials.

Topic 15: Directors and Operators Insurance

The President proposes that the Corporation should have Directors and Operators Insurance before accepting any money or officially operating any events. He further proposes an action item from this meeting that several directors should gather quotes for such insurance.

Adjournment