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First on the agenda: being social

Second: new people: April Jeff Willit went too fast

I have a band-aid on a vital typing finger, these notes might be even worse.

We seem to like Gumbolab... and of course we've already registered the domain and stuff

we talk about voting, make jokes about voting

Jessica has experience with non-profits, is on technology council suggests 501c6 instead of 3. 501c6 can lobby, 3 is charity. Charity things really should be the voice of your area and you can get your status revoked if you, say, go to Baton Rouge which has nothing to do with our community.

You can get tax-deductable donations either way.

Negatives to a 501c6... don't actually know. A ton of non-profits have fiscal sponsors If you go for an LLC you can make a by-law that says that profits go back to the organization. As an LLC you would be less likely to inherit stuff from, say NASA. People more likely do donate to non-profits. Might be worth it to start as an LLC to get going, later reform as a non-profit. Jessica agrees, might be really good to get an umbrella to take us under our wings. Different types of groups for different purposes? A concern about the LLC: see a huge tax problem in april for individuals. C4 deals with that by figuring out who they're going to stick the tax burden on, everybody pays the difference. If you are going to look into a non-profit, at the end of the year you can make a donation to your own non-profit to get rid of taxable income. In Louisiana you can do whatever stupid bylaws you want, so long as they're legal (I missed the conversation leading into this)

as far as dues go, you can automate the process and make it easier (paypal etc.). They'll take a chunk but it'll be worth it by saving time.

Even if we're 501c3, our dues are not tax deductible. Maybe we should just get the space first, then figure out status etc..... but then again we could get spaces donated.

Jessica has experience writing grants. We could potentially apply for grants.

There are economic and space grants that we could apply for (everybody expected me to take notes, I failed on this one line)

Simon put a link to the hacker space in DC on the wiki, says he likes them.. I'm not going to type what he said, hopefully I'll link it when this goes on the wiki.

Chris knows (and has posted on the wiki) about different bylaw structures, cooperatives. Was involved with NASCO.

Delegating work to other people is a very good idea! We should just get a space, be able to manage it as soon as possible. If we take a year just to get this together, enthusiasm will die. This is Peter saying this, his enthusiasm will die.

Chris just said something really good. NASCO will tell you what to do tax-wise? They don't have a Louisiana branch but can probably operate in other states.

Simon has a friend on Arts Council of NO, they have a free legal service. Simon filled out the form, the guy said "I don't think you should do a non-profit, call me when you know what you're doing"

On drinks alone, we just spent as much as we need to get an LLC. But then we need to figure out our structure. Mike is in the middle of filing an LLC for another project. It's really easy to get the state part of it taken care of. You can set with one member or many and then amend.

After you get the LLC, opening a bank account is harder.

Chris also put up example articles for a corporation on the wiki (he thinks). It's all on the secretary of state website.

What's the difference between LLC and S corps? LLCs are more flexible. For a small group of people, there's a tax advantage in an LLC since it's individual rather than the big corporation tax.

The way you pick the best person is if they won't be knocked into the next tax bracket if they do this. We're talking 4k or 5k, not THAT bad (that's if we want 3 months of rent).

Do a straw vote: who's in favor of an LLC? Most people agree, though some people say "just to start" Mark says he's still hesitant because of what he doesn't know, tax structure.

Might want an opportunity for members to be in your paystructure without being a member of the board.

Hands raised about who wants to be on the board, who wants to be not on the board (not-counted, just show of hands). Looks half-and-halfish.

You can file an LLC so it has an end-date. (didn't really catch the relevance). The default is that it's persistent.

Simon and Mike are going to try to throw together a structure to file an LLC with, put it on the wiki and we can talk about it next meeting. We'll also need our addresses submitted.

Member means you're an owner. There's not much to worry about, it's mostly about managing the space. Owner: big whoop. Just because you're a member doesn't mean you don't have a part as a manger (you can do articles that way). You can be an LLC without somebody being a tax-paying contributor.

C4 does it as so: if you're a worker you're an owner... missed the rest.

Chris: take a co-op bylaw structure. Steps outside the legal structure, very democratic, not driven by personalities. Should look at the bylaws on the wiki.

what's a coop? there are three types. 1) distribution coop, a bunch of people get together and cooperatively market 3) worker coop: workers own the business, run it democratically. Collectives don't like management structures. Try to keep management structures are close to the members as possible, most structures built and torn down quickly. Want to have structures built while everybody's sane, not before there's tension. You want to anticipate conflict. You don't have to have 1 person 1 vote, you can have limitations on voting membership etc.

In "pipe breaks" decisions, they empower members to make decisions on behalf of the organization and as soon as they could make sure that those decisions agree with the organization. I.e. we all vote that we trust Billy, in a "pipe breaks" situation, Billy can make decisions until we are set up to make decisions.

C4 has teams, give teams autonomy in their decisions but they can appeal to the general group that makes all the decisions.

Who has the right to call meetings, how are they organize? Who are members? These things need to be clear and open before those conflicts happen. Most people are nice people, but when conflict comes up people can do things that are kind of shady.

There are going to be people that never show to meetings because they don't care that much. Might ruin unanimosity. That's where Quorum comes in.

This is all a lot of work. That's why we could get subcommittees, bring it back to the group and decide. Groups that don't have a structure actually have a structure.

Talk about subcommittees: we'll probably just do this through the wiki, allow people to contribute as they please

We should find out what constitutes a member? US federation of worker coop's website has their member's bylaws available.

Mike's going to put LLC forms on the wiki. if you want to be on that form, give him his name, address, phone. Or put it up on the wiki (it's going to be public record anyway).

If you are a non-profit your financials are public.

ROAAAAAAD TRIIIIIIIIIPPPPPPPPPPPPPPPPP Houston's still being worked on. Alabama's on top of their stuff, we should probably do them. They're actually upgrading to a bigger space right now.

We talkin' after Jazz Fest.

Show of hands on who's interested. Lots of us are interested!!!

May 9th would be the next possible weekend to do that. It's a six hour drive or so. Maybe 7.

Count again: 7 here.

Logistics!: Do we want to spend the night there? Two days?

He (Alabama hacker space guy) says he can help us make arrangements... we dont' really know what that means.

Look up some hotels in the area around

a lot of Asterisk stuff is based out of Huntsville.Go on Friday, tour, hand on Saturday, two cars so we can come back Saturday or Sunday.

Looks like we all want to stay the whole weekend!

some people gotta leave.

reminder that Thursday is Arduino day! at Z'oTz.

review our new goals and tasks: looks like we've already got a .org, let's make a .com Bylaws draft will be here by next meeting

-- [HunterKing](#) - 28 Apr 2009

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