

PHNC Board of Directors Minutes - Final

February 5, 2026 10:00 a.m.

Holy Trinity Church

3240 McMullen Booth Rd.

Clearwater, FL 33761

Members Present: Barb DePerto, Cindy Bridgewater, Dorothy Sackett, Judy Moore, Dee Lewis, Barb Sweet, Kathleen Aedo, Diane Cudney, Claudia Thomas, Joan Lawler, Kathy Smuz, Maria Greco

Members Absent: Rita Yezzi, Christine Dandaraw, Jane Bittmann

President -Jane Bittmann (absent) Barb DePerto presiding

- Welcome, please silence your phones. We do have a quorum today.
- **February Luncheon – Fashion Show.** Jane will present all reports at the February luncheon, beginning at 11 AM. Please give report to Jane asap and keep the information short. Anything else can go in the Chatterbox. Lunch is to be served at 11:15. Models will be served in the bar at 10:50. Note **to Cindy:** Please inform the kitchen of the times due to the fashion show. All birthday announcements, gift cards, pot of gold etc. will be disbursed at various times while the models are changing. **Joan asked:** for her luncheon eblast that will go out soon, what time exactly will the fashion show begin? It's a little hard to say - models will need to eat first. The general consensus is that the fashion show will begin as soon as dessert is served.

Vice President Membership – Barb DePerto

- Current Membership is: 191
- # New Members in January: 3
- Non-Renewals as of 1/31/26 is 45 (probably)
- Spring Meet & Greet is April 29th (the 5th Wednesday). Board members attending: Barb DePerto, Jane Bittmann, Claudia Thomas, Cindy Bridgewater, Dee Lewis, Diane Cudney, Kathleen Aedo, Kathy Smuz. Right now, we have 20 new members on the list to be invited. Invitations will go out in early April.

Vice President General Meetings – Cindy Bridgewater

- For the February luncheon, we have 101 people attending and 4 on the waiting list.
- Table decorations for February luncheon will have a French theme to coordinate with the fashion show décor.
- **Limit on Luncheon Reservations.** Need to propose that not only February, but every Luncheon has a limit of 100 reservations. This is due to the kitchen being able to handle preparations and service in the small area they have. The kitchen manager has recommended that we seriously consider having buffets when we

have high attendance to facilitate faster service. Our largest attendance tends to be in the winter months when snowbirds are in residence, so November through perhaps February would be when we would have buffets. Board members at the table support this limit. Judy made a motion to limit luncheon registration to 100. Dee seconded the motion. All present approved. However, before this will be implemented on the website and in practice:

- **To-do Item:** After discussion and some concern about imposing a limit on attendance without proper documentation, it was decided that the Governing Documents Committee will look into the proper place for such documentation, i.e., via Standing Rules or Bylaws, and report back.
- **Luncheon Guests – Consider Limiting Guests.** For the February luncheon, Cindy advised one member signed up to bring four guests. This has actually blocked some of our members from reserving a spot at the fashion show. Four guests seems excessive and Cindy has proposed that we consider putting a limit on the number of guests that any one member may bring. After discussion, the number of guests would be limited to two. Board members present are supportive of this proposal. Cindy made a motion to limit guests to two. Claudia seconded the motion. A vote was not taken, postponed due to further discussion outlined below. Claudia mentioned that we do need to be somewhat cognizant of the summer membership drive, however, when member attendance is low and we encourage members to bring guests to introduce them to the club. The limit of two guests could interfere with the Summer Sizzler. Judy mentioned something that we do with special events, which is to open the event to members only initially, then if it appears there will be room for non-members to attend, open the event to guest enrollment. Would that approach be possible with luncheon reservations?
 - **To-Do Item One:** Rita will need to look into system feasibility of a guest limit for the website luncheon registration process. There could be programming issues with our website. Is a limit possible? Can the limit of two guests be turned on in winter and off in summer? Will there be programming costs involved? If so, how much? It may be difficult for the website to count guests and limit each member to two. Some guests already enter the website and register for luncheons independently, without making reference to attending with an existing member. If a limit on the number of guests entails expensive programming, the Board may decide not to attempt this.
 - **To-Do Item Two:** if the Board proceeds with a limit on the number of guests, the Governing Documents Committee will need to determine whether the limit should be documented in Standing Rules or Bylaws.
- **Luncheon Attendance: Men, Husbands and Significant Others of the Opposite Gender.** While the Board was on the topic of guests, the question of having men at our luncheons also came up. In the past, there have been a couple of instances of men wanting to attend our luncheon meetings on their own, not as a guest. This was apparently in the days prior to our website. Someone from the club reached out to them and dissuaded them from attending, as our club is for women only, but the feeling today is that perhaps we are being discriminatory – everyone is so

litigious these days. Do we need to doublecheck that we have the right to exclude men from membership and attendance (unless as an invited guest for special events)? Cindy has a concern that we could encounter someone who decides to sue us, and recommends that we look into this legally.

- **To-Do Item:** Governing committee will look at the question of men – define who may attend as guests. Does this go into Bylaws or Standing Rules? Committee to decide. Mission statement is that we are a women’s club.
- **Governing Documents Committee.** It is felt that the current committee members will serve until June, that a new committee doesn’t need to be formed until the close of the current club year. Claudia would like to continue on the committee, and the other committee members in attendance agreed to continue for the present.

Secretary – Dorothy Sackett

- Need a motion to approve January Board meeting minutes: motion by Claudia
Seconded by: Dee All approve? Aye, no nays, minutes approved.

Treasurer – Judy Moore

- Checking Balance \$15,585. The country club hasn’t cashed their January check yet for \$2,028. When they do, we will have \$13,557.
- Savings Balance \$1,317.16. About \$617 of that belongs to the Mingler and the Mixer.
- Balance CD \$8,000. The CD renews in April.
- Judy has refunded all the money for the February Gala to our members who paid. The deposit to the club is being held by the club for a future event, to be scheduled within the next year. Members were refunded their full ticket price with no deductions for PayPal fees as it was the club that cancelled the entire event.

Luncheon Program Chair – Ad Hoc Program Committee Chair – Barb DePerto

- March program is Bluebirds with Mary & John Miller. Claudia has emailed Mary to obtain information for the March Chatterbox.
- February Luncheon is our Fashion Show and also Mardi Gras Tuesday.
- There will be no jewelry sales to create space for the models.
- We have received 101 reservations, and an E blast was sent out on how to go on a wait list.

Activity Group Chair – Dee Lewis

- Dee clarified that co-chairs who attend Board meetings only vote if the Chair of their committee is not present to cast a vote. Also, our members are welcome to attend Board meetings, but are not allowed to present an agenda item unless they give prior notice to the President that they intend to do so.

- **Casual Mah Jongg, New Coordinator.** Dee is stepping down as coordinator for Casual Mah Jongg, effective March 1. Bea Paris has agreed to become the new activity coordinator. Dee's question is that in the Standing Rules under Activities, number 6, it says that the Activity Chair will present an activity coordinator personnel change to the Board of Directors for a vote. Do we really need to vote on this change? The consensus is that we do, as there could be someone who may be inappropriate or unsuited for the position, and the Board needs to weigh in. Dee made a motion that Bea assume the position of Casual Mah Jongg activity coordinator; Barb DePerto seconded the motion, all approved.
- **Funding for New Activity Groups.** In the Standing Rules, Finance, number 4, it is stipulated that all activity groups must be self-supporting, unless funds are provided for in the annual budget. This is confirmed in the meeting today. It was suggested that the members provide the supplies. Last year we started a new Bunco group that needed supplies. Barb DePerto and Judy said the funds came out of the activity chair's budget. Judy clarified that any expenditure that's not in an activity chair's budget, and is over \$50, must be approved in advance by the Board.
- **Activity Coordinator Appreciation/Recognition.** The purpose of the \$75 budget for the activity chair was questioned – what is that money designed for? Dee advised that it's usually used for activity coordinator appreciation gifts or an appreciation event. (The budget for this has been higher in prior years but we are dealing with a projected budgetary shortfall this year). Judy advised that there is a \$250 line item in the budget for a Board and Coordinator party – that money is set aside. Dee mentioned that she has found very pretty appreciation gifts online for each of her activity coordinators and has come in under the \$75 budget for these. Dee passed one around the table for all to see.

The job description of the Activity Chair does contain the following:

- **As necessary, submit budget requests for the position, including, but not limited to, a coordinator appreciation event and thank you gifts.**
- **Working within the approved budget, plan an annual appreciation event and/or thank you gifts to acknowledge coordinators.**

Dee does feel it's important that coordinators are recognized in some fashion so that they feel their efforts are appreciated.

- **Non-renewed Members in Activity Groups.** Claudia advised that she sent Dee a note to follow up with book club coordinators to remove book club members who are no longer PHNC members.

Special Events Chair - Maria Greco

- **New Travel Activity.** Maria has been looking into the legalities of establishing a travel activity. She wants to make sure that this is structured in such a way that the club and officers are protected from liability. Maria shared a PowerPoint presentation with the Board of her research into Florida statutes regarding travel clubs. Her findings indicate that as long as the Newcomers' club is not an SOT (Seller of Travel), meaning we don't handle funds or issue tickets, we should be

protected. All trips would be arranged just as our recent Royal Caribbean cruise was, with the cruise line and their travel agency handling all funds before and during the cruise.

All of our trips will be arranged through existing travel agencies – there are many who cater specifically to female travelers. They would be the SOTs and would handle all funds, book the travel and issue the tickets. Liability falls on the SOT. As for our protections, Florida statutes say we need to be an LLC, which we are, and need to have General Liability insurance (we do).

As long as we don't charge our members anything at all to be in our travel activity, we are fine. We just need to make sure no money goes through any of our accounts. Maria will simply tell the interested members to call the travel agency to book their trip.

We do need an **organizational document** that makes the statement that we are referral only, we do not book travel or handle money, and that we simply refer members to a registered travel agency. If we make that statement, that's additional protection for the club. Also in this document "the purpose of this is to operate a travel club for women providing travel planning, coordination and related services as a non-SOT".

We need a beefed up **waiver of liability** designed for the travel activity, something in addition to our current very brief waiver. This would give an assumption of risk statement and release of liability and covenant not to sue. It would talk about indemnification, medical representation insurance, etc.

In addition to this, most travel agencies require that you purchase medical insurance and emergency evacuation insurance. They require you to have this – it's in their fee already.

The only thing Maria would like to check further is E&O insurance for the club (Errors and Omissions). All of the travel agencies have this, so if the agency makes a mistake and books travel on the wrong day, they are responsible and covered for the liability. However, if some of us are on a trip and decide to hire a van for a day trip outside of the travel agency's itinerary, the club would need to have E&O to cover that in case something happens. E&O is not expensive. In the absence of E&O, we simply need to stick to the travel agency's itinerary and not do independent side trips.

Maria will have a meeting at her home on February 25th for members who filled out an interest form at the January luncheon and anyone else who is interested.

There was a bit of concern expressed about legalities and liabilities to the club.

Maria explained that this will be structured exactly like our fall cruise, which went very well as a special event. She's been asked by several people to have a cruise every year.

- **To-Do:** Maria will get in touch with an attorney she knows to see what he has to say about any liabilities he might foresee. There was some hesitation expressed about spending too much money on an attorney. Maria was complimented on the tremendous amount of research that she has done on this.

Hospitality Chair – Kathleen Aedo

- Diane Cudney reported that 22 birthday cards were sent out this month. There are 9 birthday ladies coming to the February luncheon.
- Birthdays at the luncheon will be announced between fashion show modeling sessions.
- Suggestion box, January luncheon: there were four complaints about the lack of salad dressing on the salads. Sara Hastings was very upset about the dressing, said she kept asking for it. There were also mentions about the hot water urn running out of water to make tea. One member is asking for a bowling event. Someone suggested horse racing - Maria said she was contacted by Tampa Downs to see if we wanted to come back.

Publicity Chair – Kathy Smuz

- Nothing to report

Newsletter Editor – Claudia Thomas

- Nothing to report

Facebook Chair – Barb Sweet

- We have 91 members on Facebook. We have so many new members. She would like to advertise Facebook at the March meeting – will ask to be put on the agenda.

Member Communications – Joan Lawler

- The next eblast will go out on February 14th regarding the February luncheon.

Website Chair – Rita Yezzi (Absent), Barb DePerto presenting

- Web Training will be held May 20th at the East Lake Library. Please find your thumb drives for the last training and bring those with you.
- Rita is also investigating accuracy of some of the Member Press reports as a recent report has some inconsistencies.

Unfinished Business

- Publisher Software update? Claudia says there is no update right now.

Adjourned

- Motion to adjourn by: __Claudia__ 2nd by: __Kathleen__
- All Approve?

Meeting adjourned at _12:08__

Respectfully submitted
Dorothy Sackett, Secretary
2-7-26