

WASHINGTON RESTAURANT ASSOCIATION

2013 FALL BOARD OF DIRECTORS MEETING

October 29, 2013

**Hotel Andra
Seattle, Washington**

Jim Rowe, Chairperson



A S S O C I A T I O N

Membership – 5,409

Next Board Meeting:

January 28, 2014

Olympia, WA

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AGENDA

FALL BOARD MEETING

Tuesday, October 29, 2013
9:00 AM – 3:00 PM

Hotel Andra
2000 ~ 4th Avenue
Seattle, WA

- 9:00 AM** Call to Order & Introductions & Chair’s ReportJim Rowe
- 9:30 AM** Review and Approval of Previous Board Meeting Minutes Mark Chriest
- 9:35 AM** Approval of Bylaws.....Scott Dickinson
- 9:45 AM** Quarterly Financial Report & Approval of Budget..... Mark Chriest

10:15 to 10:30 AM – BREAK

- 10:30 AM** BIG TOPIC 1 – NW Food Service Show Update Orran Greiner, Show Manager
- 11:15 AM** BIG TOPIC 2 – WRA/WLA UpdateJim Rowe

12:00 to 1:00 PM – LUNCH

- 1:00 PM** BIG TOPIC 3 & 4 – Industry BrandingAnthony Anton
- 2:30 PM** Motion for Approval of all Board ReportsJim Rowe
Motion for Resolution.....Jim Rowe
- 2:35 PM** Old and New Business.....Open to Floor for Discussion

- ADJOURNMENT-

**Board of Directors Meeting
July 24, 2013
Northern Quest Resort & Casino
Airway Heights, Washington**

WRA members present: Shannon Boldizar, Robert Bonina, Mark Chriest, Phil Costello, Scott Dickinson, Reggie Frederick, Jeff Iverson, Chris Kealy, Bob Materne, Matt McCarthy, Erin Miller, Brian Moreno, Nick Musser, Travis Rosenthal, Jim Rowe, Craig Schafer, Bret Stewart, Gary Sutter and James Yost

WRA members not present: Karissa Bresheare, Mike George, Pete Hanning, Lane Hoss, Amy Igloi, Dwayne Northrop

Staff present: Anthony Anton, Teran Petrina, Bruce Beckett, Victoria Olson, Lex Nepomuceno, Lyle Hildahl, Josh McDonald, Julia Clark and Shannon Garland

Jim Rowe, Chair of the Board, called the Summer Board Meeting to order at 8:05 a.m.

Jim presented the slate of Officers in nomination for 2013-2014 year.

2013-2014 Officers:

- Chairperson – One Year Term
Jim Rowe, Consolidated Restaurants
- Vice Chairperson – One Year Term
Phil Costello, Stop N Go Family Drive In
- Secretary/Treasurer – One Year Term
Mark Chriest, Oki Development, Inc.
- Immediate Past Chairperson (Automatic – No Election Process)
Bret Stewart, CenterTwist, Inc. (Auntie Anne's Pretzels)

Jim called for a vote to accept the new/renewing officers as presented. **Scott Dickinson motioned to accept the New/Renewing Officers and Craig Schafer seconded. The motion passed with none opposed.**

Jim presented the slate of newly elected board members for the 2013 – 2014 year.

New Board Members:

- Quick Service Operator – Three Year Term
Shannon Boldizar, Starbucks Coffee Company
- Full Service Operator – Three Year Term
Chad Mackay, El Gaucho Hospitality
- Quick Service Operator – Three Year Term
Brian Moreno, McDonald's
- At-Large – One Year Term
Travis Rosenthal, Tango & Rumba Restaurants

Jim called for a vote to accept the new board members as presented. **Reggie Frederick motioned to accept the New Board Members and Erin Miller seconded. The motion passed with none opposed.**

Renewing Terms:

- Spokane Chapter President – One Year Term
Erin Miller, Longhorn Barbeque
- Seattle Restaurant Alliance President – One Year Term
Nick Musser, Icon Grill
- Liquor Licensee – Three Year Term
Pete Hanning, Red Door
- Full Service Operator – Three Year Term
Amy Igloi – Three Year Term
- At Large Member – One Year Term
Lane Hoss, Anthony's Restaurants, Inc.
- At Large Member (MSC Chair) – One Year Term
Reggie Frederick – Chalet Bowl
- At Large Member (Board Development Chair) – One Year Term
Scott Dickinson – Dickinson's NW/KFC

There being no additional nominations, Jim called for a vote to accept the Officers as presented. **Craig Schafer motioned to accept the Officers in nomination and Bret Stewart seconded. The motion passed with none opposed.**

CHAIR'S REPORT

Jim Rowe reported on the following items:

Notable Accomplishments/Challenges of Previous Quarter:

- WRA/WLA Merger Moving Forward
- Legislative Session
- Six New Board Members

Significant Goals/Challenges of Upcoming Quarter:

- Membership - Next Steps
- Board Engagement
- Budget/Planning Period

REVIEW AND APPROVAL OF PREVIOUS MEETING MINUTES

Robert Bonina presented the minutes from the April 30, 2013 meeting as written. Jim asked if there were any items for discussion. There being on minor change to add under WRA/WLA that the board will address each quarterly board meeting to continue on with the merger process, Jim called for a motion to accept the minutes as written with minor change. **Reggie Frederick motioned to accept the minutes as written with minor change and Craig Schafer seconded. The motion passed with none opposed.**

Goals and Success Measurements

The following goals and success measurements were presented to the Board at Tuesday's meeting for the Education Foundation and Communications departments.

Government Affairs

Goal – To help our members succeed by protecting and enhancing their businesses through proactive, responsible political representation

Short Term Success Measurement (July 2015) – 70%, or better, achieve on GAC adopted goals for state issues contained in the annual Priority Issues Matrix

Long Term Success Measurement – Develop a measure for evaluating the effectiveness of WRA’s local government program.

Membership

Goal – TO HELP OUR MEMBERS SUCCEED BY achieving real membership growth and improving member participation, in order to increase the influence of WRA and strengthen the association fiscally.

Short Term Success Measurement (July 2015) – 250 “Relationships” in at least five AC territories

Long Term Success Measurement – TBD after an analysis of 250 workload, membership satisfaction, member engagement and remaining potential.

Business Development

Goal – Generate stable revenue streams for the association, thus ensuring the WRA is a viable partner for future generations of restaurateurs.

Short Term Success Measurement (July 2015) –

1. 29% increase in Business Development revenue derived outside of Retro
2. Maintain Retro premium base
3. Identify “next big thing” in next 12 months and establish in the following 12 months

Long Term Success Measurement – All Business Development revenue derived outside of Retro will equal 33.3% of WRA’s overall revenue* (July 2021)

APPROVAL OF GOVERNMENT AFFAIRS, MEMBERSHIP & BUSINESS DEVELOPMENT GOAL AND SUCCESS MEASUREMENTS

Jim Rowe asked if there was any additional discussion required regarding the goals and success measurements that were presented on Tuesday by Bruce Beckett, Anthony Anton and Victoria Olson. There being none, he called for approval of the goals and success measurements as presented. **Craig Schafer motioned to approved them as presented and Bret Stewart seconded. The motion passed with none opposed.**

OLD AND NEW BUSINESS

2014 Board Meeting Dates

Jeff Iverson asked to have the 2014 Board Meeting dates sent out to the board members.

NWFSS

Reggie Frederick why aren’t there more WRA board members at the NWFSS?

Suggestions:

- Assign board members to go ask questions of vendors
- Have board meeting around the NWFSS
- Make the NWFSS fun
- Make the breakouts worth while
- Send Orran Greiner, NWFSS show manager, to the NRA show
- Have Orran hear feedback prior to October so can bring back ideas at the Fall Board Meeting.

Upcoming Board Meetings

Scott Dickinson wanted to make sure we have enough time in the structure of the upcoming board meetings where will be discussing WRA/WLA merger.

Suggestions:

- Send written reports for each of the four pillars ahead of time and take questions at board meetings.
- Be more efficient with time.

Anthony spoke in regards to HRE/SEIU, Immigration and hiring of new Membership Director.

Teran spoke in regards to Board of Director insurance. She let the board members know that our current provider is not offering our type of insurance anymore which expires at the end of September. She is looking for a new provider.

Anthony recognized Robert Bonina and Chris Kealy for their time on the WRA Board of Directors. Both were term limited.

FINANCE COMMITTEE REPORT

Mark Chriest presented the Finance Committee Report and led the Board through a review of the 3rd Quarter Financials.

BUSINESS DEVELOPMENT REPORT

Victoria presented the Business Development report.

- **New benefit programs in queue**
- **2013 NWFS results**

EDUCATION FOUNDATION

Lyle presented the Education Foundation report.

- **Round It Up America**
- **VGM Client Rewards**
- **Shelby Mustang Raffle**
 - **Ticket Sales**
 - **Events**
- **SHIP Grant**
- **Golf Tournament**

GOVERNMENT AFFAIRS

Bruce, Josh & Julia presented the Government Affairs report.

- A. 2013 Legislative Outcomes
- B. 2013 Elections
 - a. SeaTac Initiative
 - b. Legislature
- C. Local GA
 - a. Criminal Background Checks
 - b. Seattle Mayoral Race
 - c. Tacoma Paid Sick Leave
- D. GAC

- a. Statewide Strategy
- b. Setting Stage for 2014

- **WA Tourism Alliance Presentation** ~ Executive Director Louise Stanton-Masten and Cheryl Kilday, *Visit Spokane*, Northeast Representative of WTA Board of Directors.

APPROVAL OF BOARD REPORTS

Jim Rowe called for an approval of board reports for the Chair's Report, Finance Committee Business Development, Communications, Government Affairs and Education Foundation. **Reggie Frederick motioned to accept the board reports as presented and Bret Stewart seconded. The motion passed with none opposed.**

RESOLUTION

Jim Rowe presented the Resolution for Board approval. **Bob Materne motioned to accept the resolution and Jeff Iverson seconded.**

There being no further business, Jim adjourned the meeting at 1:25 p.m.

DRAFT

AMENDED AND RESTATED BYLAWS OF WASHINGTON RESTAURANT ASSOCIATION

ARTICLE I ORGANIZATION

Section 1. The name of the Association shall be Washington Restaurant Association.

Section 2. The headquarters and offices of this Association shall be located in Olympia, Thurston County, Washington.

Section 3. This Association shall maintain office headquarters with employees trained to handle its business affairs: To collect and account for its dues and assessments paid by the members of the Association; to furnish if requested, technical and statistical information; and, if requested, to represent various groups of members in dealing with governmental agencies, as well as local, state, and federal agencies, and with consumer groups; to assist the industry in research studies; to supply governmental agencies with information and assistance in matters concerning the industry; to publicize the industry legislation and administration orders affecting the industry; and to promote the general welfare of the industry in a lawful and upright manner.

ARTICLE II MEMBERSHIP

Section 1. Any person or corporation who is the owner, proprietor, manager, or operator of any establishment, which has as its object or objects, the preparation, serving, or selling of meals or meal items to the general public, or any segment thereof, or the preparation, serving, or selling of beverages, which shall include alcoholic beverages, under the laws of the State of Washington, or further is the operator of any lodging facility which may or may not have in connection therewith food or beverage facilities shall be eligible to election as a member of the Association. In addition there shall be an "Allied" membership category comprised of individuals or entities that provide products or services to the hospitality industry. In addition, there shall be "Noncommercial membership category", comprised of individuals or entities which are either nonprofit organizations, or are not in competition with the normally recognized "commercial" segment of the hospitality industry, such as hospital cafeteria, nursing homes, assisted living centers, child care centers as well as nonprofit entities which have a food service component, or some other recognized nexus to the hospitality industry. The noncommercial category shall also include individual memberships, which shall consist of past chairpersons who wish to stay in contact with the WRA but who are no longer in the hospitality industry, individuals who are either retired from an active career in the hospitality industry, or who have in the past been active in the hospitality industry, and expect to resume a career in hospitality industry in the future. Each membership category shall have a separate dues structure, which shall be determined by the Board of Directors.

Section 2. A person or corporation shall become a member of the Association by election only, and shall be elected by a vote 1) of the Board of Trustees, hereafter referred to as Board of Directors, or 2) the Executive Committee of the Association, present at any regular or special meeting.

Section 3. No person or corporation shall be elected to membership who has not, prior to their election, made written application in a manner and form prescribed by the Board of Directors of the Association, and shall have paid dues as specified by the Board of Directors of this Association.

Section 4. Any member may withdraw at any time and upon their withdrawal shall forfeit all rights of every nature and kind which they may have had by virtue of their membership in this Association including the forfeiture of the remainder of their dues paid.

Section 5. Membership in this Association shall be nontransferable.

Section 6. Membership in this Association may be evidenced by a symbol approved by the Board of Directors. Said symbol shall be issued on a regular basis reflecting the full payment of dues and the continuing membership.

Section 7. Any member who shall be delinquent in the payment of dues for more than ninety (90) days may be suspended by the Board of Directors, provided, that notice of such delinquency was delivered to the member at least ten (10) days prior to suspension. Notices of delinquency or suspension shall be given in person or by letter directed to the delinquent member at the last address in the files of the Association.

Section 8. A suspended member's rights and privileges shall cease and terminate, however nothing herein shall excuse the suspended member from their liability to pay delinquent dues.

Section 9. Members shall consist of Regular, Allied, Noncommercial and Individual memberships.

Section 10. Regular and Noncommercial paid up memberships shall entitle a member to vote on any and all questions coming before the general membership. Regular members only shall be entitled to hold office.

Section 11. Allied and Noncommercial members shall have all the rights and privileges of Regular membership, including the right to serve on the Board, but cannot hold any of the positions defined as Officers of the Association in Article IV Section 1 of the Bylaws.

Section 12. All members shall have access to the Bylaws of the Restaurant Association, which are housed on its website, so they may be apprised of their rights, privileges and responsibilities.

ARTICLE III DUES

Section 1. Dues for all memberships shall be fixed by the Board of Directors. The method and calculation of these dues will be provided as part of the established procedure when a member makes application.

ARTICLE IV OFFICERS

Section 1. The Officers of this Association shall consist of a Chairperson, who also shall act as Chairperson of the Board of Directors, a Vice Chairperson, who shall also act as Chairperson of the Government Affairs Committee, a Secretary/Treasurer, who shall also act as Chairperson of the Finance Committee, and the Immediate Past Chairperson ~~who shall also act as the Chairperson of the Board Development Committee.~~

Section 2. The Chairperson, the Vice Chairperson and Secretary/Treasurer designated in the preceding section shall be elected from the Board of Directors at the Association's annual meeting of the Board of Directors. These officers are elected for 1 year terms and shall serve until reelected or their successors are elected and qualified.

Section 3. There shall also be a President/CEO of the Association who shall be a paid employee of the Association and who shall be appointed by, and who shall serve at the pleasure of the Board of Directors of the Association, except as otherwise set forth herein. The Board of Directors shall have authority to adopt a resolution or resolutions authorizing the employment of such President/CEO on such terms and conditions as the directors may deem appropriate, and the directors, in furtherance of such action, may adopt a resolution authorizing the execution of written Employment Agreement with the President/CEO on such terms and conditions as are set forth in said written Employment Agreement. In the event of execution of such a written Employment Agreement, the terms and conditions of said written Employment Agreement shall control with respect to the employment relationship between the Association and the President/CEO. In the absence of such a written Employment Agreement, said employee shall serve at the pleasure of the Board of Directors on an "at will" employment basis.

Section 4. No officer or other representative of the Association shall incur any indebtedness of liability in the name of the Association unless having first secured written approval to do so from the Board of Directors. The Board of Directors shall establish fiscal policies for the operation of the Association, and on delivery of these policies to the President/CEO, said delivery shall constitute the instructions to the President/CEO for the operation of the Association, and further shall be the authority for the President/CEO to incur such indebtedness or liability on behalf of the Association so long as said indebtedness or liabilities are within the scope of the policies and authorities granted to the President/CEO.

Section 5. Within budgetary limitation the President/CEO shall fix the compensation of the staff whose compensation is not in excess of an amount designated by the Finance Committee per annum, and shall recommend to the Board of Directors the compensation for those members of the staff whose salary is in excess of the amount designated by the Finance Committee per annum.

ARTICLE V BOARD OF DIRECTORS

Section 1. The Board of Directors shall be comprised of the following:

A. Exofficio positions. The following shall be exofficio positions of the Board of Directors:

- 1 The WRA Education Foundation President who shall serve a one year term.
- 2 One seat on the Board of Directors for each WRA Chapter President, which Presidents shall each serve a one year term.
- 3 The NRA Board Representative, ~~who shall serve a one year term.~~
- 4 The officers of the WRA, consisting of the Chairperson, the Vice Chairperson, Secretary/Treasurer, and the immediate past Chairperson, whose terms shall each be for one year.

45 The current Chairperson of the Washington Restaurant Association Member Services Corporation and the current Chairperson of the Washington Restaurant Association Member Services Corporation Retro Sub-Committee.

B. In Addition to the foregoing exofficio positions of the Board of Directors, the Board of Directors shall also consist of the following elective positions, and the persons filling those positions shall be elected from the membership at large according to the

procedures set forth at Article IX, as follows:

- 1 ~~Four~~ ~~Three~~ allied members;
- 2 Four quick service operators;
- 3 Four full service operators;
- 4 Four industry profile representatives, consisting of one Washington State liquor licensee, one Washington State gambling licensee, one Washington State catering licensee and one Washington State hotel operator;
- 5 ~~Two~~ ~~Four~~ Atlarge members of the Association.

Each nonexofficio, elected member of the Board of Directors who shall serve for a term of three years, other than the Atlarge position which will serve a one year term. Board members who serve a one year term as set forth above shall be entitled to serve no more than three consecutive one year terms on the Board of Directors, and Board members who serve three year terms may serve no more than two consecutive three year terms.

For the purposes of this Article V, the following terms shall have the following meanings:

- 1 "Quick service operators" shall mean: Industry Code 7222
- 2 "Full service operators" shall mean: Industry Code 7221
- 3 "Industry profile representatives" shall mean one of each of the following: Industry Codes – 7211, 7224, establishments holding a current WA state gaming license and an establishment holding a current WA state or Department of Health catering license.
- 4 "Atlarge members" shall mean any member of the Association regardless of whether such member is a full service operator, a quick service operator, an industry profile representative, but shall not include members who are Allied members and/or noncommercial members.

Section 2. The Board shall establish the criteria on which the Board Development Committee shall base their selection for nominations to Director positions.

Section 3. In the event of a vacancy on the Board of Directors, the vacancy shall be filled by action of the Board of Directors until such time as the unexpired term of the Director whose position has become vacant expires, at which time a replacement Director shall be appointed for the vacant position (based on exofficio status, or election under Article IX, as the case may be).

Section 4. The Board of Directors shall have the supervision over and general control of the business and policies of the Association pursuant to the Articles of Incorporation and these Bylaws.

Section 5. The Board of Directors shall meet at any time or place on the call of the Chairperson or the President/CEO of the Association or a majority of the Board of Directors acting jointly. The Board of Directors shall meet not less than two (2) times annually including the Summer meeting of the Board of Directors. Members of the Board of Directors (or Committees or Task Forces) may participate in a meeting of the Board of Directors (or Committee or Task Force) by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other and participation in a meeting by such means shall constitute presence in person at such meeting. The Board may also act without a meeting by unanimous consent in the form of a written record (e.g. mail or fax).

Section 6. Notice of the Summer meeting of the Board of Directors, stating the time and place of the meeting, shall be given by the person(s) authorized to call the meeting at least ten (10) days (but not more than thirty (30) days) prior to the meeting. Notice of special meetings, stating the time, place and purpose of the meeting, shall be given by the person(s) authorized to call the meeting, at least forty-eight (48) hours prior to the meeting. Notice may be given orally, (e.g.,

communicated in person, by telephone, or via wire or wireless equipment that does not transmit a facsimile of the notice, or by any electronic means that does not create a record, via tangible medium (e.g., mail, overnight delivery or facsimile) or via electronic submission (e.g., email), provided that notice given via electronic submission is effective only with respect to those Directors who have consented in writing to receive electronically transmitted notices and designated in the consent the address, location or system to which notices may be electronically transmitted. Notice given under this Section is effective 1) when mailed, five (5) days after being deposited in the United States mail, 2) when sent certified mail, on the date shown on the return receipt, 3) when sent via facsimile, when dispatched, 4) when sent via overnight delivery or personal delivery, when received or 5) when sent via email, when transmitted to an address, location or system designated by the recipient. The consent of a Director to receive notice by electronic transmission is revoked if either (a) such a Director revokes her or his consent by delivering a revocation to the Association in the form of a record, or (b) the Association is unable to electronically transmit two consecutive notices given by the Association to the Director and this inability becomes known to the Secretary of the Board of Directors or any other person responsible for giving the notice. The inadvertent failure by the Association to treat this inability as a revocation of a Director's consent does not invalidate any meeting or other action.

Section 7. Prior to At the Summer Meeting of the Board of Directors, Officers of the Association, with the exception of the President/CEO, shall be elected for the ensuing year or until their successors shall be so elected, provided, however, that vacancies in the various offices of the Association will be filled by the Board of Directors.

Section 8. No person shall be eligible to be elected an officer of the Association unless such member is an individual member in good standing or actively engaged in the management of an organization member in good standing

Section 9. The Board of Directors shall receive all reports of the officers and members of the Association, and shall be responsible for the audit or review of the books or accounts and have full charge of business affairs and policies of the Association subject to the Articles of Incorporation of the Association and these Bylaws.

Section 10. All Directors, as part of their commitment of service to the Association, shall be required to serve on at least one (1) committee, or the Education Foundation, or serve as an active participant in a local chapter.

ARTICLE VI EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee composed of the Chairperson, the Vice Chairperson, the President/CEO, Secretary/Treasurer, the Immediate Past Chairperson, and a representative of the Education Foundation. The Executive Committee shall have the responsibility and authority to act on behalf of the Board of Directors, when the Board, by resolution, shall so designate. All members, except the President/CEO, serve for a period of one year and must be reappointed for each succeeding year.

Section 2. The Executive Committee shall meet from time to time as the Chairperson and President/ CEO shall deem advisable for proper operation of the Association.

ARTICLE VII DUTIES OF OFFICERS

Section 1. Chairperson: The Chairperson shall preside at all meetings of the Association, Board of Directors and Executive Committee. He/She shall, with the approval of the Board of Directors, appoint committees whose selection shall not otherwise be provided for and shall be an ex officio

member of all committees. He/She or his/her designee shall represent the Washington Restaurant Association before the public and allied industries; he/she shall advise and consult with the President/CEO as to the policies that have been approved by the Board of Directors; he/she shall make recommendations to the Board as to policy. It shall be his/her duty at any time that he/she is unable to attend any meeting of the Association or Board to notify the President/CEO in advance of such meeting. In the event of a vacancy in the Office of Chairperson, the Executive Committee shall fill such vacancy for the unexpired term.

Section 2. Vice Chairperson: The Vice Chairperson shall perform the duties of the Chairperson during his/her absence or inability to act; shall perform such other duties as the Board of Directors or the Chairperson may request, and shall have the duty of acquainting himself/herself with the work of every committee. In addition, the Vice Chairperson shall be the Chair of the Government Affairs Committee. In the event of a vacancy in the office of the Vice Chairperson, the Executive Committee shall fill such vacancy for the unexpired term.

Section 3. Secretary/Treasurer: The Secretary/Treasurer shall keep himself/herself fully advised as to the financial condition of the Association and shall regularly report to the Board of Directors on the financial condition of the Association and the adequacy of the accounting records of the Association. In addition, the Secretary/Treasurer shall be the Chairperson of the Finance Committee. In the event a vacancy occurs in the office of Secretary/Treasurer, the Executive Committee shall fill such vacancy for the unexpired term.

Section 4. The President/CEO: The President/CEO shall give notice of and attend all meetings of the Association and the Board of Directors and oversee record keeping of the proceedings; conduct all correspondence and carry into execution, all orders, votes and resolutions not otherwise committed; execute on behalf of the Association all leases, contracts and other documents; keep a list of all members of the Association; collect all monies due to the Association and deposit all sums received in the bank or banks approved by the Board of Directors; keep records of staff, employees, and other agents of the Association, their salaries and terms of employment, and take charge and supervise the performance by them of their respective duties; prepare an Annual Report of the transactions and condition of the Association; responsible for the preparation and submission of an Annual Budget of income and expenses to the Finance Committee at least thirty (30) days prior to the beginning of the fiscal year; cause to be kept full and accurate account of all receipts and disbursements in books belonging to the Association; perform such other duties as prescribed by the Board of Directors, and generally devote his/her best efforts to forwarding the business and advancing the interest of the Association. Complete responsibility and authority over the staff shall be vested in the President and, without limiting the generality of the foregoing, he/she shall have exclusive authority to fill vacancies in staff personnel and to train, discipline, discharge and assign work to staff personnel. The President/CEO shall be appointed by the Board of Directors and need not be a member of the Association.

Section 5. The Immediate Past Chairperson shall serve ~~as Chairperson of on~~ the Board Development Committee ~~and will be charged with the responsibility to convene the Board Development Committee at the appropriate times to prepare a list of qualified candidates for vacancies in the Board of Directors.~~

Section 6. Contracts, agreements, bank resolutions, and other authorizations shall be signed by the President/CEO or other authorized officers as directed and authorized by the Board of Directors.

Section 7. In the event of a vacancy of any Officer's position the Executive Committee shall appoint

a replacement to fill that vacancy.

Section 8. In the event of a vacancy of any Board of Director's position, the Chairperson of the Board shall appoint a replacement to fill that vacancy until the next election.

ARTICLE VIII COMMITTEES

Section 1. Committees and Taskforces: Committees and/or Taskforces of either the Directors of the Association or the Membership of the Association, or Committees and Taskforces comprised of both Directors and Members, may be established by action of either the Board of Directors, or the Executive Committee and shall function and operate, on such terms, and for such period of time as shall be stated in the Resolution of the Board of Directors, or the Executive Committee, as the case may be, creating or establishing the Committee or Taskforce, and the Board of Directors, may authorize such Committee to make such determinations, and/or take such actions as are set forth in the Resolution establishing the Committee or Taskforce, as long as such authority is not inconsistent with the provisions of these Bylaws, or the Association's Articles of Incorporation.

ARTICLE IX ELECTIONS/NOMINATIONS

Section 1.

The Chairperson of the Board, with approval of the Board of Directors, shall annually appoint the Board of Development Committee of five (5) WRA members, and shall also appoint one of the members of the Board Development Committee as the Committee's Chairperson. The Board Development Committee, who shall be responsible for the nomination of those persons who shall: 1) fill coming vacancies and any existing vacancies on the Board of Directors; and 2) fill the various offices of the Association, with the exception of the President /CEO. Such nominations for Directors shall be submitted to the entire membership via the Association's monthly news magazine, May edition, in a format which would permit all WRA members to vote for directors whose nomination has been formally presented. There will be a write-in blank for members to submit candidates of their choosing. Ballots are to be returned to the Association office no later than the third Monday of May, of each year in order to have their vote tallied. The nominee or write-in candidate with the highest number of votes will prevail and shall be notified by mail within ten (10) days.

The Board shall adopt a resolution governing the manner and means of balloting, which may include provision for electronic ballot.

The then elected Board of Directors shall receive the Board Development Committee's candidates for Chairperson, Vice Chairperson and Secretary/Treasurer at the Summer Board of Directors' Meeting and shall elect Officers from the slate of candidates nominated by the Board Development Committee. No Officer shall be elected except by a majority vote of those Directors present and voting. If a sufficient number of candidates to fill all positions do not receive a majority vote, there shall then be a further vote or votes on the remaining candidates until all positions are filled.

No nominated candidate or write-in candidate shall be deemed elected unless such candidate shall receive a minimum of ten (10) votes for the Board position for which that candidate is running. If as a result of this restriction the position is not filled the position shall be treated as vacant by the Chairperson who shall have authority to fill the position as provided in Article VII Section 8.

ARTICLE X SUPENSION OF DIRECTORS, OFFICERS, OR MEMBERS

Section 1. The Board of Directors, acting with not less than a majority present, shall have the authority to remove any Board Member.

Section 2. Members of the Executive Committee shall attend all Executive Committee meetings held during the year. Failure to attend the meetings may be considered just cause for removal. The Board of Directors, acting with not less than a majority present and at the request of the Chairperson, shall have the authority to remove any member who fails to attend Executive Committee meetings on a regular basis and can give no justifiable reason for not attending.

Section 3. For the purpose of this section, the failure by Directors to attend seventy-five percent (75%) of the Board of Directors' Meetings during the course of their term may be considered just cause for removal. No Director or officer shall be removed without first being notified at least ten (10) days before the contemplated action is taken and being first given an opportunity to be heard.

ARTICLE XI WRA LOCAL CHAPTER DEVELOPMENT

Section 1. An Association Chapter may be established by a majority vote of the Board of Directors in order to provide local networks throughout the state to facilitate communication between the Association's members and foodservice suppliers, local and statewide regulatory boards, and government offices and staff.

Chapters shall provide a strong, solid presence in local communities thereby increasing WRA's local and statewide recognition and adding strength to WRA in all aspects from political to educational to social activities. An Association Chapter may be dissolved at any time by a majority vote of the Board of Directors.

ARTICLE XII QUORUM

Section 1. General Membership meetings shall require at least fifteen (15) members to be present to constitute a quorum. The membership may be represented in person or by written proxy properly executed by the member. For purposes of this Section, a "written proxy" shall be deemed to include, without limitation, a facsimile, email or similar electronic transmission by the member from which it can reasonably be determined that the transmission was authorized by the member, or a photographic, facsimile or similar reproduction of a writing executed by the member. Proxies for use at any membership meeting or in connection with any vote taken by electronic transmission or the taking of any action by unanimous consent in the form of an executed record shall be filed with the President/CEO, before or at the time of the meeting, the electronic vote or execution of unanimous consent, as applicable. All proxies shall be received and taken charge of and all ballots shall be received by the President/CEO, who shall decide all questions concerning the qualification of voting members, the validity of proxies and the acceptance or rejection of votes. No proxy shall be valid after the meeting, electronic vote or execution of the written consent for which it was provided.

Section 2. All meetings of the Board of Directors shall require at least a simple majority of the Directors to be present in order to constitute a quorum unless otherwise stated herein. Meetings of the Executive Committee shall require three (3) of the members of the Executive Committee to be present in order to constitute a quorum.

ARTICLE XIII
AMENDMENTS

Section 1. These Bylaws may be altered, changed or amended at any meeting of the Board of Directors of this Association, provided notice of all proposed changes, alterations, or amendments has been given to the Board of Directors at a previous meeting or shall have been delivered to each Board member at least thirty (30) days prior to the date of the meeting when the amendments to the Bylaws are to be considered. A ~~twothirds~~two thirds (2/3) vote of the Board of Directors present shall be necessary for the adoption of any change, alteration, or amendment of these Bylaws.

ARTICLE XIV DATE OF ADOPTION

Section 1. These Bylaws were duly adopted by the Board of Directors of this corporation this ~~24~~⁴⁶th day of ~~July~~^{April}, 201~~3~~⁴.

Attest:

Secretary/Treasurer

Chairperson

Jim Rowe



A S S O C I A T I O N

FINANCIAL REPORT
FOURTH QUARTER 2013

REVENUE

WRA FOURTH QUARTER 2013

DUES PERFORMANCE

- At the end of the fourth quarter, total regular dues resulted in a negative variance from plan of < \$14,500> (\$320,760 actual, \$336,458 budget). The quarter's new sales landed at 97% of budgeted goal; shortfall was <\$987>. Outstanding performers were the Seattle, S King, Pierce, Spokane and Northwest territories. The dues shortfall is a result of less than anticipated collection in all three billings for August. At year-end regular dues experienced a gain of \$33,180.
 - Allied dues experienced a shortfall of <\$1,198> (\$27,079 actual, \$28,277 budget) and ended the quarter at 69.9% retention, almost 12% lower than our five year Q4 average of 81.8%. Our new sales were 120% of goal. At year-end, allied dues experienced a gain of \$250.
-

REIMBURSEMENTS, OTHER PROGRAMS, & OTHER INCOME PERFORMANCE

- HIIIT experienced a gain of \$4,310 for the quarter due to better than plan expense reimbursements from the Trust.
 - Trade Show Income resulted in a shortfall of <\$13,560> for the quarter due to the final net for the show. Upon auditing show results, we found that the allied relations manager's commissions had not been expensed properly to the show. NWFSS ended at <\$21,033> less than plan due to soft booth sales.
 - Advertising/Sponsorship experienced a revenue gain of \$17,296 for the quarter due to the collections of some past due advertising dollars. Year-end, we experienced a revenue gain of \$29,732.
 - Strategic Partnership experienced a gain of \$13,628 for the quarter and \$25,178 at year-end. The changes to sponsorship packages this fiscal year worked well and we expect to utilize the same strategy next fiscal year.
 - Local government, not planned in original budget, has collected \$18,950 in fees (\$50 per King County member location) and \$4,500 issue fund.
-

TOTAL REVENUE

The fourth quarter ended with \$639,979 in total revenue with a budget of \$607,015 resulting in a gain of \$32,964. At year-end, our total revenue gain is \$128,704.

EXPENSES

WRA FOURTH QUARTER 2013

FIXED OPERATING EXPENSES

- Fixed Operating Expenses ended the quarter with a <\$1,217> savings (\$33,820 actual, \$35,037 budget).
 - B&O taxes saved <\$443> due to lack of Mega Trends issue sales in fourth quarter and decrease in tax rate (from 1.8% to 1.5%).
 - Interest expense ended the year with <\$779> savings due to earlier payment of our building loan.
 - Year-to-date Fixed Operating has saved <\$4,309>.
-

BOARD/LEADERSHIP EXPENSES

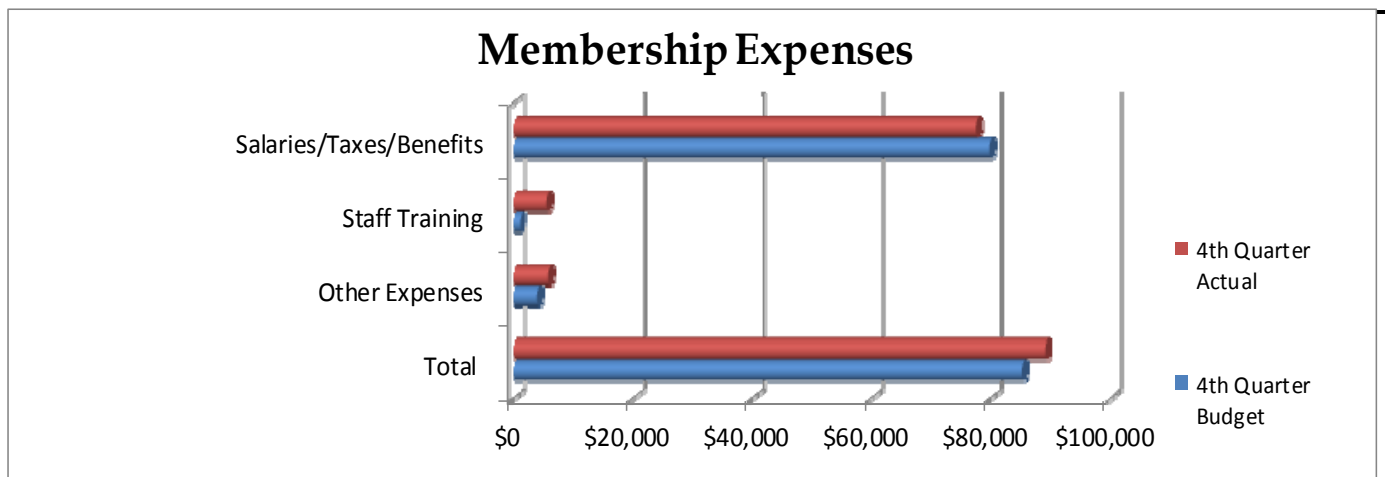
- Board/Leadership Expenses had a cost savings of <\$6,281> (\$51,847 actual, \$58,128 budget).
 - Board/Committee Meetings experienced a savings of <\$7,252> due to the decreased cost of our summer board meeting.
 - Board Strategic Planning experienced a surplus of \$1,964 relative to the approved WRA/WLA Taskforce meetings (item not originally budgeted).
 - Officers travel and related costs saved <\$699> relative to decreased dollars spent by our officer on NRA business.
-

GOVERNMENT AFFAIRS

- Government Affairs Expenses had a cost surplus of \$18,885 at the end of fourth quarter (\$150,463 actual, \$131,578 budget).
- GA Salaries/Taxes/Benefits saved <\$4,766> during the quarter and <\$11,982> at year-end. The primary reason for the savings is due to cancelation of WRA healthcare benefit by a GA employee.
- Staff expenses saved <\$912> during the quarter and <\$609> at year-end.
- Grassroots Incentive experienced a cost savings of <\$5,700> due to AC's not achieving all of their assigned goals for incentive and one seasoned AC retirement.
- Industry Communications – GA saved <\$1,198> during fourth quarter.
- Local Gov't Issue Fund expenditure of \$29,700 not in original budget. \$25K approved by Executive Committee for SeaTac Proposition 1 (\$23,450 total collected to date).

MEMBERSHIP & AC'S

- Membership Expenses ended the quarter with a \$3,838 expense surplus (\$89,098 actual, \$85,260 budget).
- Membership Dir/AC's – Benefits experienced a cost savings of <\$2,471> due to the later hiring of ACs from original plan.
- Staff Training experienced a surplus of \$4,524 for the quarter relative to the unbudgeted costs for our AC recruiter/trainer, Jim Durland.
- AC Open Territory Comm./Exp/Promotions experienced a cost surplus of \$1,062 due to the excellent retention performance in open territories. This is a commission program for an internal staff member who covers the open areas; the offset would be an unplanned gain in those same territories.

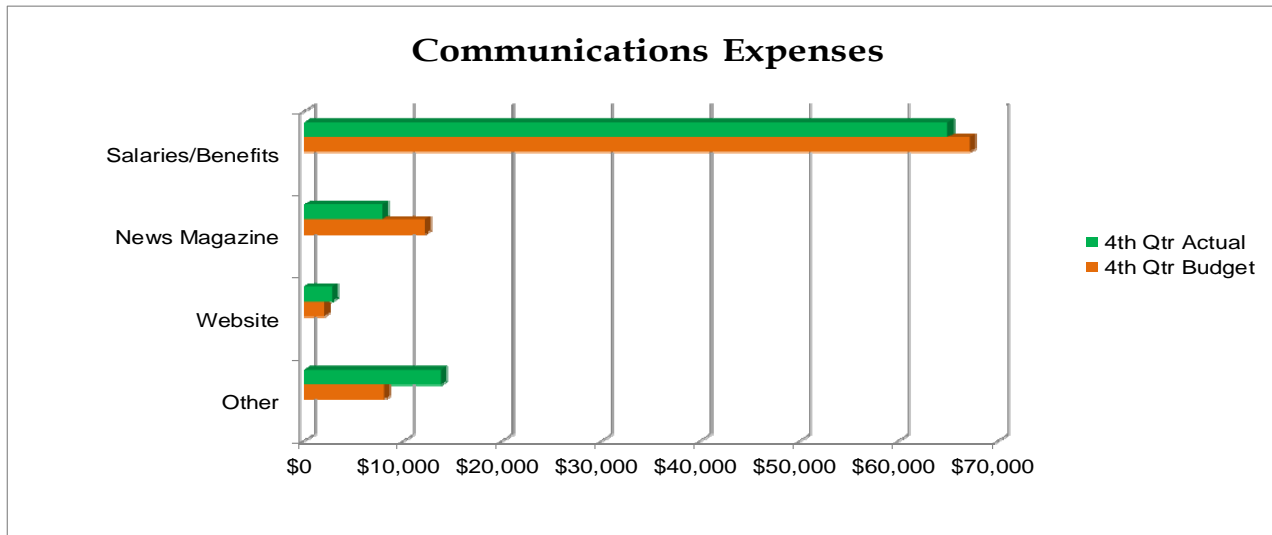


BUSINESS DEVELOPMENT

- Business Development surpassed planned expenses by \$1,514 at the end of the fourth quarter (\$22,300 actual, \$20,786 budget)
- Bus. Develop/Retro Staff – Salaries/Taxes saved <\$4,820> during the quarter. Year-end this category ended \$12,116 over plan relative to not calculating commissions correctly on new and reinstated dues.
- BD Promotions exceeded planned expenses by \$6,315 relative to a promotion of legacy programs to our members in WRA.

COMMUNICATIONS

- Communications expenses ended the quarter with a cost savings of <\$2,173> from planned expenses (\$89,599 actual, \$91,772 budget).
- Communications Salaries/Taxes/Benefits experienced a cost savings of <\$2,221> due to reduced hours in the department and an employee discontinuing medical coverage.
- Industry Communications – Member info. experienced timing cost surplus of \$1,915 due to late invoicing for our radio show. We ended the year with a savings of <\$399>.
- News Magazine & Postage experienced a cost savings of <\$4,302> due to the late publishing of the legislative review (cost in GA budget/longer leg. session).
- Website experienced a cost surplus of \$848 due to the timing of invoices received. Year-end finds this category with a surplus of \$112.



INTERNAL OPERATIONS

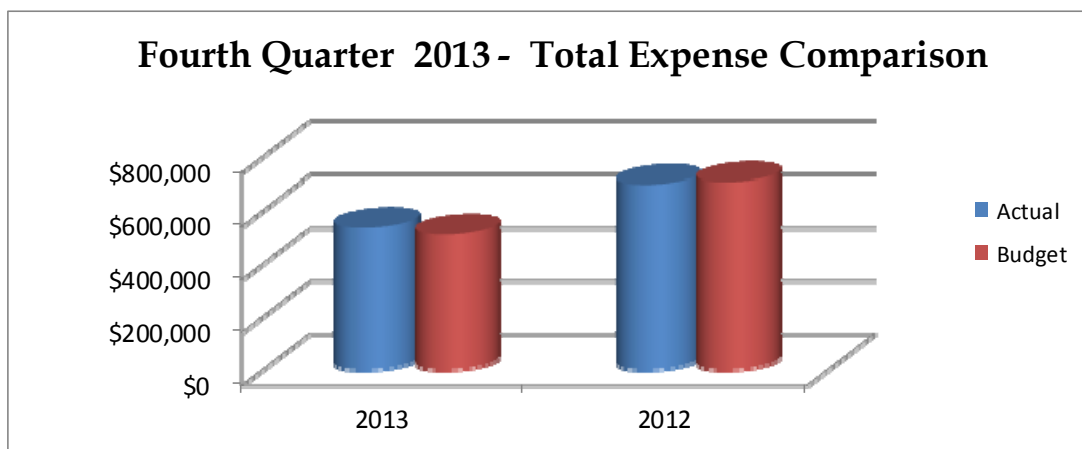
- Admin/Operating Expenses ended the quarter with an expense surplus of \$10,293 from plan (\$87,940 actual, \$77,647 budget).
- Admin. Salaries/Taxes/Benefits expenses were \$5,967 higher than plan due to a surplus charge to Education Foundation in the direct expensing process.
- Staff expenses were increased by \$549 due to the VP's unplanned travel to Denver for EF Big Event research. Staff training experienced an expense surplus of \$672 due to key employee harassment training. This category saved <\$886> at year-end.
- Legal Fees – Additional experienced a timing expense surplus at quarter end of \$911 due to the timing of the HR audit payment. At year-end, we saved <\$1,822>.

ED FOUNDATION

- The Education Foundation ends year with an expense savings of <\$204> (\$46,370 actual, \$46,574 budget).
-

TOTAL EXPENSES

Fourth Quarter Total Expenses ended at \$25,063 over planned expenditures (\$536,588 actual, \$511,525 budget). Year-to-date our cost surplus is \$40,371.



NET PROFIT WRA FOURTH QUARTER 2013

- Profit/Loss before Depreciation is \$103,371 with a budget of \$95,490 resulting in a \$7,901 gain at the end of fourth quarter. At year-end, our profit before depreciation is \$272,810 with a budget of \$184,478 – our gain is \$88,332.
- Our year-end net profit is \$197,606 with a budget of \$99,413; therefore our gain is \$98,193.
- Balance Sheet overview:

Assets – Cash has improved by \$144,552.

Comparing key items year over year, Accounts Receivable – Due from EF - decreased by <\$5,159>, Prepaid expenses have increased by \$2,025, Prepaid taxes decreased by <\$5,906>, and Furniture/fixtures decreased by <\$28,314>.

Liabilities – Accounts payable decreased by <\$11,990>, Accrued Vacation/Choice decreased by <\$7,661>; Accrued payroll liabilities decreased by <\$44,974> (CEO bonus not booked yet), Auto Loan decreased <\$12,797> and Building Loan was decreased by <\$38,458>.

Washington Restaurant Association
INCOME STATEMENT
For the Quarter Ending September 30, 2013

	Quarter 4		Over (Under) Budget	Prior Year Quarter 4	YTD		Over (Under) Budget	Prior YTD	Annual Budget
	Activity	Budget			Activity	Budget			
Revenue									
Regular Dues	293,681	308,181	(14,500)	274,076	1,203,781	1,170,601	33,180	1,128,446	1,170,601
Allied Dues	27,079	28,277	(1,198)	28,631	125,536	125,286	250	125,133	125,286
Less Dues Discounts and Allowances	0	0	0	(185)	(35)	0	(35)	(220)	0
Total Dues	320,760	336,458	(15,698)	302,521	1,329,282	1,295,887	33,395	1,253,359	1,295,887
Ed Foundation Reimbursement/Lease	10,857	10,858	(1)	40,517	45,483	45,483	(0)	162,070	45,483
PAC Reimbursement	6,732	6,809	(77)	5,641	27,161	27,239	(78)	22,330	27,239
Total Reimbursements	17,589	17,667	(78)	46,158	72,644	72,722	(78)	184,400	72,722
Dividend Income - MSC	50,000	50,000	0	31,250	200,000	200,000	0	125,000	200,000
MSC Reimbursement/Lease	1,951	1,955	(4)	61,993	7,805	7,805	0	247,971	7,805
Retro Reimbursement/Sponsorship Fee	25,000	25,000	(0)	182,050	100,000	100,000	0	728,198	100,000
Total Retro	76,951	76,955	(4)	275,292	307,805	307,805	0	1,101,169	307,805
Commissions/Endorsed Sponsor	25,033	24,937	96	(26,683)	105,260	103,750	1,510	52,941	103,750
HHIT Reimbursement	16,731	12,421	4,310	9,068	48,789	38,364	10,425	32,297	38,364
Trade Show Income	73,277	86,837	(13,560)	102,695	124,834	145,837	(21,003)	152,197	145,837
Total Other Programs	115,041	124,195	(9,154)	85,080	278,883	287,951	(9,068)	237,435	287,951
Advertising/Sponsorship	41,668	24,372	17,296	81,638	114,732	85,000	29,732	131,355	85,000
Board Meeting Sponsor	850	0	850	3,000	4,968	2,000	2,968	3,000	2,000
Chapter Events & Sponsorships	0	0	0	(350)	0	500	(500)	150	500
HERO Manual Sponsor	0	0	0	20	4,000	2,500	1,500	3,047	2,500
Leg Reception Revenue	0	0	0	0	16,400	10,000	6,400	13,461	10,000
Leg Reception Revenue In-kind *	0	0	0	0	9,756	0	9,756	0	0
Allied Relations/Strategic Partnerships	17,160	3,532	13,628	2,544	36,603	11,425	25,178	8,468	11,425
Total Allied & Marketing	59,678	27,904	31,774	86,852	186,459	111,425	75,034	159,482	111,425
Gain/(Loss) on Disposal of Assets	6,601	0	6,601	(341)	5,716	(1,172)	6,888	(258)	(1,172)
Interest Income	321	415	(94)	305	1,171	1,400	(229)	1,286	1,400
Issue & Research Fund Income	0	0	0	0	286	0	286	0	0
King County Local Government Fees	15,400	0	15,400	0	18,950	0	18,950	0	0
King County Local Government Issue Fund	4,500	0	4,500	0	4,500	0	4,500	0	0
Miscellaneous Income/Holiday	395	375	20	305	1,209	1,500	(291)	1,101	1,500
Rental Income	22,744	22,746	(2)	22,082	90,885	90,885	(0)	88,241	90,885
Sales-Restaurant Lists	0	300	(300)	0	517	1,200	(683)	1,474	1,200
Total Other Income	49,961	23,836	26,125	22,351	123,233	93,813	29,420	91,844	93,813
Total Revenue	639,979	607,015	32,964	818,255	2,298,307	2,169,603	128,704	3,027,688	2,169,603

*Leg Reception Revenue In-kind of \$9,756 (see Hill Climb/Leg. Reception In-kind Expenses).

Washington Restaurant Association
INCOME STATEMENT
For the Quarter Ending September 30, 2013

	Quarter 4		Over (Under) Budget	Prior Year Quarter 4	YTD		Over (Under) Budget	Prior YTD	Annual Budget
	Activity	Budget			Activity	Budget			
Expenses									
Fixed Operating Costs									
B & O Taxes	2,307	2,750	(443)	0	10,205	10,136	69	15	10,136
Income Taxes	10,957	10,957	0	61,214	43,828	43,828	0	199,814	43,828
Insurance - Building	492	660	(168)	608	5,275	7,536	(2,261)	6,659	7,536
Insurance - Other	6,927	6,817	110	9,148	13,669	12,879	790	17,763	12,879
Interest Expense	7,634	8,413	(779)	9,115	35,387	34,618	769	36,508	34,618
Property Taxes	377	0	377	0	22,163	22,084	79	19,706	22,084
Repair/Maintenance - Building	1,531	1,590	(59)	2,348	4,683	7,000	(2,317)	7,931	7,000
Utilities - Building	3,595	3,850	(255)	5,219	16,098	17,535	(1,437)	24,642	17,535
Total Fixed Operating Expenses	33,820	35,037	(1,217)	87,652	151,307	155,616	(4,309)	313,039	155,616
Board/Leadership Expenses									
Awards: Past Chairs	0	0	0	2,196	681	500	181	2,196	500
Board/Committee Meetings	9,548	16,800	(7,252)	12,163	17,349	25,225	(7,876)	20,219	25,225
Board Strategic Planning	1,964	0	1,964	0	8,649	0	8,649	0	0
Leadership Salaries/Payroll Taxes	24,017	24,062	(45)	84,470	97,142	95,541	1,601	221,585	95,541
Leadership Benefits	4,927	5,387	(460)	11,023	20,854	20,841	13	37,486	20,841
Leadership Staff Expenses	899	870	29	1,283	3,892	3,472	420	11,091	3,472
Leadership Cell Phone	73	162	(89)	323	501	639	(138)	1,370	639
Leadership Training	364	94	270	2,340	3,276	1,995	1,281	8,007	1,995
Campaign - Image	0	0	0	0	0	0	0	27	0
CEO Strategic Project	0	0	0	494	3,261	5,000	(1,739)	10,494	5,000
Marketing/Sponsorships Statewide	0	0	0	6,678	0	0	0	6,678	0
Member Surveys	9,213	9,213	0	4,188	9,213	9,213	0	21,408	9,213
Officers Travel/Meals/Lodging	841	1,540	(699)	0	3,855	4,620	(765)	2,400	4,620
Public Relations	0	0	0	0	10	250	(240)	0	250
Rest. Neighbor Program	0	0	0	0	855	2,000	(1,145)	0	2,000
Total Board Expenses	51,847	58,128	(6,281)	125,158	169,539	169,296	243	342,960	169,296

Washington Restaurant Association
INCOME STATEMENT
For the Quarter Ending September 30, 2013

	Quarter 4		Over (Under) Budget	Prior Year Quarter 4	YTD		Over (Under) Budget	Prior YTD	Annual Budget
	Activity	Budget			Activity	Budget			
Government Affairs									
GA - Salaries/Payroll Taxes	70,074	71,275	(1,201)	84,972	285,232	285,917	(685)	330,306	285,917
GA - Benefits	7,283	10,848	(3,565)	12,284	30,654	41,951	(11,297)	42,372	41,951
Staff Expenses	4,841	5,753	(912)	4,962	23,391	24,000	(609)	23,099	24,000
Cell Phone Stipend	521	0	521	579	2,131	0	2,131	2,314	0
Cell Phone	174	297	(123)	291	1,075	1,188	(113)	1,179	1,188
Staff Training	0	0	0	3,296	2,597	2,000	597	6,343	2,000
Coalition/Dues/Sponsorships *	140	0	140	728	10,640	600	10,040	14,038	600
Contract Lobbyist	19,699	19,701	(2)	26,265	78,795	78,795	0	105,060	78,795
Grassroots Incentive	5,500	11,200	(5,700)	5,400	21,600	26,000	(4,400)	24,250	26,000
Hill Climb/Leg. Reception	0	0	0	0	13,759	17,000	(3,241)	14,449	17,000
Hill Climb/Leg. Reception In-kind **	0	0	0	0	9,756	0	9,756	0	0
Industry Communications - GA	7,302	8,500	(1,198)	5,413	7,516	8,500	(984)	12,725	8,500
Issue & Research Fund	2,000	0	2,000	1,000	15,867	9,000	6,867	10,223	9,000
Lobbying & Consulting Temporary	0	0	0	0	0	0	0	0	0
Lobbying Expenses	1,516	1,684	(168)	2,475	5,267	6,750	(1,483)	9,862	6,750
Meetings/Teleconferences	840	925	(85)	367	1,632	3,000	(1,368)	2,021	3,000
Public Affairs Conference	769	1,395	(627)	947	4,792	7,720	(2,928)	3,970	7,720
Staff Expenses - Local Gov	105	0	105	0	366	0	366	0	0
Coalition/Dues/Sponsorships - Local Gov	0	0	0	0	425	0	425	0	0
Issues Fund Expenditures - Local Gov	29,700	0	29,700	0	29,700	0	29,700	0	0
Total Gov. Affairs Expenses	150,463	131,578	18,885	148,979	545,193	512,421	32,772	602,210	512,421

* Washington Research Council and Washington Tourism Alliance Membership Dues - unbudgeted items, approved by Executive Committee (\$10,000).

** Hill Climb/Leg. Reception In-kind Expenses of \$9,756 (see Leg Reception Revenue In-kind).

Membership									
Memb Dir/AC's - Salaries/Stipends/Taxes	71,096	70,946	150	88,582	248,522	257,893	(9,371)	422,554	257,893
Memb Dir/AC's - Benefits	6,375	8,996	(2,621)	9,180	26,978	33,948	(6,970)	49,497	33,948
AC's Retention/Sales Commission	850	2,065	(1,215)	161	8,366	8,260	106	8,181	8,260
Staff Expenses	723	1,062	(339)	2,813	1,490	4,925	(3,435)	11,442	4,925
Cell Phone	36	195	(159)	349	217	780	(563)	1,390	780
Staff Training	5,699	1,175	4,524	2,761	19,822	4,068	15,754	5,827	4,068
AC Open Territory Comm/Exp/Promotions	1,212	150	1,062	12	5,639	600	5,039	1,801	600
Chapter Expenses - Other	0	0	0	(350)	0	0	0	(350)	0
Commissions - Retention Coordinator	0	0	0	0	0	0	0	686	0
Industry Communications - Membership	0	0	0	180	0	0	0	282	0
Meetings/Teleconf.	3,072	150	2,922	191	3,278	600	2,678	1,036	600
Membership Postage	36	21	15	0	216	90	126	24	90
Sales Productions	0	500	(500)	187	4,126	6,000	(1,874)	5,769	6,000
Total Membership Dir/AC's	89,098	85,260	3,838	104,066	318,653	317,164	1,489	508,139	317,164

Washington Restaurant Association
INCOME STATEMENT
For the Quarter Ending September 30, 2013

	Quarter 4		Over (Under) Budget	Prior Year Quarter 4	YTD		Over (Under) Budget	Prior YTD	Annual Budget
	Activity	Budget			Activity	Budget			
Business Development									
Bus. Develop/Retro Staff - Salaries/Taxes	15,466	20,286	(4,820)	20,988	94,386	82,270	12,116	103,544	82,270
Staff Expenses	146	200	(54)	236	598	800	(202)	452	800
HHIT Healthcare Reform Expense	72	0	72	0	310	0	310	0	0
BD Promotions	6,615	300	6,315	0	8,289	1,200	7,089	800	1,200
Total Business Dev	22,300	20,786	1,514	21,225	103,584	84,270	19,314	104,796	84,270
Communications									
Comm - Salaries/Payroll Taxes	57,735	58,688	(953)	71,391	232,222	235,685	(3,463)	297,737	235,685
Comm - Benefits	7,254	8,522	(1,268)	10,099	24,035	32,709	(8,674)	39,844	32,709
Staff Expenses	704	736	(32)	2,135	2,877	2,950	(73)	5,315	2,950
Cell Phone	117	190	(73)	412	569	766	(197)	2,065	766
Staff Training	352	177	175	287	1,058	690	368	808	690
Primary Source of Information Expenses									
Consultant Network Exp	0	200	(200)	0	17	600	(583)	100	600
HERO Manual Materials	1,482	500	982	490	2,303	2,500	(197)	2,830	2,500
Industry Communications - Memb Info	4,540	2,625	1,915	2,331	10,401	10,800	(399)	10,732	10,800
Survey Incentive	0	0	0	0	0	0	0	700	0
Communication Support Expenses									
Consulting - Marketing	1,985	1,336	649	4,908	7,144	7,344	(200)	14,281	7,344
Member Education Expense	0	0	0	0	1,440	0	1,440	0	0
News Magazine & Postage	7,959	12,261	(4,302)	19,109	42,686	43,425	(739)	66,882	43,425
NRA Accounting Books	36	0	36	0	3,016	2,800	216	0	2,800
Restaurant Lists	0	0	0	0	2,600	2,600	0	2,000	2,600
Subscriptions/Mktg Communications	922	675	247	597	4,303	2,700	1,603	3,754	2,700
Web Site	2,858	2,010	848	2,850	7,264	7,152	112	12,622	7,152
Database/IT									
Database Development/Maintenance	660	687	(27)	598	2,970	2,750	220	3,248	2,750
Database Labor	186	310	(124)	825	2,475	1,973	502	3,190	1,973
Software Maintenance/License Fees	2,810	2,855	(45)	4,786	16,335	16,795	(460)	23,296	16,795
Total Communications	89,599	91,772	(2,173)	120,817	363,713	374,239	(10,526)	489,403	374,239

Washington Restaurant Association
INCOME STATEMENT
For the Quarter Ending September 30, 2013

	Quarter 4		Over (Under) Budget	Prior Year Quarter 4	YTD		Over (Under) Budget	Prior YTD	Annual Budget
	Activity	Budget			Activity	Budget			
Admin/Operating Expenses									
Admin - Salaries/Payroll Taxes	52,625	48,197	4,428	30,719	193,889	194,048	(159)	256,957	194,048
Admin - Benefits	7,662	6,123	1,539	2,252	25,002	21,543	3,459	22,909	21,543
Staff Expenses	684	135	549	223	1,123	546	577	981	546
Cell Phone	259	330	(71)	488	1,186	1,312	(126)	1,743	1,312
Staff Training	1,107	435	672	833	3,122	4,008	(886)	2,829	4,008
Audit/Tax Prep/Acctg Consulting	1,304	525	779	452	13,772	12,700	1,072	18,990	12,700
Bank Charges & Discounts	3,267	2,760	507	2,785	13,150	10,475	2,675	10,484	10,475
Legal	5,466	5,466	0	7,500	19,364	21,864	(2,500)	30,000	21,864
Legal Fees - Additional	1,822	911	911	0	1,822	3,644	(1,822)	7,223	3,644
Operations									
Advertising - New Staff Recruiting	89	102	(13)	85	821	410	411	389	410
Donations & Flowers	184	110	74	116	417	437	(20)	352	437
Dues - Affiliated Organizations *	131	310	(179)	165	4,326	1,443	2,883	1,720	1,443
Holidays Expense	1,013	1,605	(592)	1,137	5,030	5,830	(800)	7,542	5,830
Internet Service	452	435	17	590	1,811	1,749	62	2,202	1,749
Office Supplies & Equip. Lease	2,677	3,061	(384)	4,000	13,181	13,264	(83)	19,318	13,264
Postage	1,146	750	396	764	4,838	3,500	1,338	2,958	3,500
Printing & Stationary	974	240	734	299	1,636	3,500	(1,864)	3,452	3,500
Repair/Maintenance - Auto	(74)	500	(574)	(23)	2,348	2,000	348	1,404	2,000
Repair/Maintenance - Office	4,189	2,419	1,770	3,334	12,168	11,454	714	15,611	11,454
Subscriptions & License Fees	622	590	32	539	1,156	1,250	(94)	1,170	1,250
Telephone - Office	2,343	2,643	(300)	3,508	10,039	10,568	(529)	14,248	10,568
Contingency Fund Expense *	0	0	0	0	(3,062)	0	(3,062)	0	0
Total Admin/Ops Expenses	87,940	77,647	10,293	59,768	327,138	325,545	1,593	422,480	325,545

* Dues - Affiliated Organizations: CSRA Membership of \$3,061.50 was paid from Contingency Fund, per Executive Committee (see Contingency Fund Expense).

Washington Restaurant Association
INCOME STATEMENT
For the Quarter Ending September 30, 2013

	Quarter 4		Over (Under) Budget	Prior Year Quarter 4	YTD		Over (Under) Budget	Prior YTD	Annual Budget
	Activity	Budget			Activity	Budget			
Ed Foundation									
EF - Salaries/Payroll Taxes/Benefits	11,522	11,317	205	28,752	46,370	46,574	(204)	113,390	46,574
Total Expenses	536,588	511,525	25,063	696,417	2,025,497	1,985,125	40,371	2,896,416	1,985,125
Profit/(Loss) Before Depreciation	103,391	95,490	7,901	121,839	272,810	184,478	88,332	131,272	184,478
Depreciation	15,053	22,500	(7,447)	16,019	82,553	90,000	(7,447)	83,519	90,000
Profit/(Loss) from Operations	88,338	72,990	15,348	105,820	190,257	94,478	95,779	47,753	94,478
Choice Time	7,661	0	7,661	0	7,661	0	7,661	0	0
Contingency Fund Expense	0	0	0	0	(3,062)	0	(3,062)	0	0
Net Profit/(Loss) Seattle Chapter	1,019	0	1,019	(770)	4,812	0	4,812	2,762	0
Net Profit/(Loss) Spokane Chapter	(9,519)	(5,194)	(4,324)	(11,413)	(2,063)	4,935	(6,998)	(4,032)	4,935
Net Profit/(Loss)	87,499	67,796	19,703	93,637	197,606	99,413	98,193	46,483	99,413

Washington Restaurant Association
BALANCE SHEET
For the Twelve Months Ending September 30, 2013

	YTD 2013	YTD 2012
ASSETS		
CURRENT ASSETS		
Cash - Contingency Funds	46,963	32,938
Cash - Operating Funds - Ckg	98,214	78,769
Cash - Operating Reserves - Mmkt/CDARS	350,514	213,375
Cash - Special Proj Funds - Mmkt/CDARS	213,637	238,533
Cash - Spokane Checking WA Trust	100	1,260
Petty Cash	150	151
Total Cash	<u>709,578</u>	<u>565,026</u>
Accounts Receivable	0	610
Accounts Receivable - Membership Promotion	250	0
Due From Ed Foundation	1,553	6,363
Due from MSC	929	6088.24
Due from Retro	0	2
Due from WRA PAC	46	0
NWFSS Prepaid Expense	2,946	1,559
Prepaid Expenses	10,016	7,991
Prepaid Insurance	1,445	1,184
Prepaid Federal Income Taxes	0	5,906
Prepaid Medical	3,683	0
Salary Advance - Employee	143	450.01
Total Accounts Receivable	<u>21,011</u>	<u>30,153</u>
Total Current Assets	<u>730,589</u>	<u>595,180</u>
FIXED ASSETS		
Furniture & Fixtures	670,640	698,954
Acc. Depr. - Furn. & Fixtures	(479,345)	(478,607)
Amortization Expense	(700)	(700)
Automobiles	68,453	90,277
Accumulated Depreciation - Automobile	(40,015)	(73,278)
Land - Office Building	403,000	403,000
Office Building	1,057,434	1,057,434
Accumulated Depreciation - Building	(279,066)	(244,266)
Building Loan Refinance Expenses	10,504	10,504
Total Fixed Assets	<u>1,410,904</u>	<u>1,463,317</u>
OTHER ASSETS		
Investment in WRAMSC Stock	1,000	1,000
Investment in NWFSS	10,000	10,000
Total Other Assets	<u>11,000</u>	<u>11,000</u>
Total Assets	<u>2,152,493</u>	<u>2,069,497</u>

Washington Restaurant Association

BALANCE SHEET

For the Twelve Months Ending September 30, 2013

	YTD 2013	YTD 2012
LIABILITIES & FUND BALANCE		
LIABILITIES		
401K Withholdings	420	391
Accounts Payable	28,382	40,372
Accrued Choice Time	47,131	54,792
Accrued Payroll Liabilities	0	44,974
Deferred Revenue - WRA Dues	493	325
Payroll Taxes Payable	2,823	1,636
Sales Taxes Payable	155	196
Security Deposit Payable	6,198	6,198
Supplemental Insurance Withheld	905	980
Total Current Liabilities	<u>86,508</u>	<u>149,863</u>
LONG-TERM LIABILITIES		
Payable to Heritage Bank - Auto	0	12,797
Payable to Heritage Bank - Building	661,433	699,891
Total Long-term Liabilities	<u>661,433</u>	<u>712,688</u>
FUND BALANCE		
Fund Balance	1,206,946	1,160,463
Surplus/(Deficit) Current Month	197,606	46,483
Fund Balance, Current Month	<u>1,404,551</u>	<u>1,206,946</u>
Total Liabilities & Fund Balance	<u><u>2,152,493</u></u>	<u><u>2,069,497</u></u>

Budget 2013/14

As we planned this budget, our intention was to invest in our company and employees. The economic outlook is good - we have lived with and managed to very tight budgets the past three years. And fiscal year 2012/13 will end with a much improved net over plan.

Therefore, we have expanded our capital investments this year adding tablets for five of our AC team members. We are also expanding our videography company wide and we are simplifying our website to improve our member's experience.

Our team members will receive merits as earned and those not eligible will receive a COLA of 3%. Each department has training plans for its direct reports and we are enhancing our team building events.

Government Affairs is implementing its Local Government plan. We will report on its success during our quarterly finance meetings and will monitor the cost impact to the GA budget.

Membership will have a full AC team this year. We have just hired for Columbia and will hire for Snohomish and Thurston Kitsap Central (TKC) this winter. We are not hiring a membership director and are outsourcing the sales coaching, hiring and orienting. We have promoted an employee to administer the financial and operational side of the department.

Communications is planning to change up its marketing to our members through short videos. The radio show will be discontinued by end of calendar year. And our online buyer's guide will also be unveiled this year.

Admin/ops changed their employee's duties to better utilize talent and minimize frenzy. Accounts payable and receivable positions have been expanded and we hired an office assistant while a key employee was out on maternity leave. We also outsourced some tasks to a local accountant during this time. We plan to conduct our WRA audit with a new firm this year and are interviewing now. We have also interviewed several attorneys and will change our structure for legal services in October.

Leadership now houses our CEO and COO and their related expenses. We are also conducting the membership survey this year.

Business Development has a great plan in place for added booths to our tradeshow and new sponsorship opportunities. The Director will be spending approximately 50% of her time on healthcare which will be reimbursed by HIHIT.

We are moving into our second year of direct expensing. IO has absorbed the processes and is no longer excessively burdened by the added workload. Department heads better understand the process as the budget process required full comprehension.



A S S O C I A T I O N

WRA STRATEGIC BUDGET

OCT 2013 - SEPT 2014

**Washington Restaurant Association
Strategic Budget**

REVENUE	Actual 2009/10	Actual 2010/11	Actual 2011/12	Actual 2012/13	Budget 2013/14	
DUES						
Regular ¹	1,067,708	1,089,222	1,135,939	1,203,746	1,276,782	
Allied	100,919	117,658	125,133	125,536	130,286	
Total Dues	1,168,627	1,206,880	1,261,072	1,329,282	1,407,068	
REIMBURSEMENTS						
Ed Foundation Reimbursement/Lease ²	160,264	157,212	162,070	11,045	14,080	
Ed Foundation Grant Reimbursement ²				34,438	0	
PAC Reimbursement ³	-642	3,709	22,252	27,161	29,745	
Total Reimbursements	159,622	160,921	184,322	72,644	43,825	
RETRO RELATED INCOME						
MSC Reimbursement/Lease ⁴	19,767	270,972	247,971	7,805	8,430	
Retro Reimbursement/Sponsorship Fee ⁵	765,936	727,704	728,198	100,000	100,000	
MSC Dividends ⁶	350,000	125,000	125,000	200,000	225,000	
Total Retro	1,135,703	1,123,676	1,101,169	307,805	333,430	
OTHER PROGRAMS						
Trade Show ⁷	130,339	(5,991)	99,548	79,834	79,000	
NWFSS Reimbursement ⁸			52,649	45,000	45,000	
Heartland ⁹	86,667	90,000	90,000	90,000	90,000	
HIHIT ¹⁰	38,106	25,798	32,297	48,789	102,768	
Commissions ¹¹	14,539	13,808	14,910	15,260	15,400	
Total Other Programs	269,651	123,615	289,404	278,883	332,168	
ALLIED & MARKETING						
Advertising/Sponsorship ¹²	53,379	44,778	79,949	114,732	84,400	
Board Meeting Sponsor ¹³	2,500	2,500	3,000	4,968	5,000	
Leg Reception revenue ¹⁴	4,250	3,750	13,461	16,400	14,800	
Chapter Events & Sponsorships		90	150	0	0	
Allied Relations/Strategic Partnerships ¹⁵		18,910	8,468	36,603	26,300	
HERO Manual Sales/Sponsorship ¹⁶	4,000	4,000	3,047	4,000	4,000	
Total Allied/Marketing	64,129	74,028	108,075	176,703	134,500	
OTHER INCOME						
Gain/Disposal of Assets	3,479	0	84	5,716	(1,200)	
Interest Income	4,764	2,628	1,286	1,171	1,130	
Issues Fund Contributions ¹⁷	3,709	18,063	0	286	0	
King County Local Govt Fees/Issue Fund ¹⁸	0	0	0	23,450	80,360	
Miscellaneous Income ¹⁹	1,394	1,634	1,101	1,209	1,080	
Rental Income ²⁰	72,249	84,241	88,241	90,885	93,615	
Sales-Membership Lists	2,975	1,552	1,474	517	900	
Total Other Income	88,570	108,118	92,186	123,234	175,885	
Total Revenue	2,886,302	2,797,238	3,036,228	2,288,551	2,426,876	
FIXED OPERATING COSTS ²¹						
Insurance - Other	19,487	19,717	19,164	13,669	14,884	
Prop./B & O/Income Taxes ²²	218,597	198,111	202,621	76,196	79,827	
Insurance, Building	5,516	7,649	6,659	5,275	5,500	
Interest Expense	54,320	40,478	36,508	35,387	32,237	
Repair /Maint/Commissions	9,335	10,978	7,931	4,683	7,000	
Utilities	22,664	25,513	24,642	16,098	16,500	
Reserve-Special Projects (2.5% of real rev) ²³	33,630	34,091	-13,182	41,785	42,230	
Reserve - Contingency (50k a year) ²⁴	9,531	13,740	17,066	17,062	3,041	
Reserve - Armageddon ²⁵						
Loan Repayment ²⁶	60,126	39,317	49,941	51,256	40,623	
Total Fixed Costs	433,206	389,594	351,350	261,411	241,842	
SPENDABLE REVENUE	2,453,096	2,407,644	2,684,878	2,027,140	2,185,034	
BOTTOM LINE	2009/10	2010/11	2011/12	2012/13	2013/14	
Total Expenses - ALL DEPARTMENTS	2,495,171	2,372,083	2,539,741	\$ 1,864,438	\$ 2,132,191	
Surplus/(Shortfall) after all expenses	(42,075)	35,561	145,137	162,702	52,842	
Total Capital Expenditures - ALL DEPTS	39,641	60,098	31,748	30,513	36,595	
Surplus/(Shortfall)	(81,716)	(24,537)	113,389	132,189	16,247	
Capital 2013/14				Direct Expensing Outcome 2012/13	MSC	EF
New Computers - Comm/5 AC Tablets	9,200			Utilities	2,946	2,428
EF SLX fixes	3,795			Other Insurance	3,855	2,949
DIS Windows 8 upgrade	1,000			Total	6,801	5,377
New Web Assets	3,000			Direct Expensing Plan 2013/14	MSC	EF
SLX website integration	6,600			Utilities	3,536	3,536
Building Glass Replacement	1,200			Other Insurance	2,638	2,638
Video Recording Equip	7,199			Total	6,174	6,174
Multimedia/Vid accessories	2,101					
Camtasia Studio Software	700			Direct Expenses - Total All Depts	2012/13	2013/14
Window Break Room	1,400			Education Foundation	135,334	200,337
Biz Net License	400			Member Services Corp	513,900	529,570
Total	36,595				649,233	729,906

WRA Revenue - Budget Footnotes 2012/13

- 1 Proposal includes annual 3% regular & allied dues increase and 88% retained from monthly analysis of regular dues with \$15,125 average new sales per month. Allied retention planned at 81% plus \$2,234 average per month in new sales. Seattle (10K) and Spokane (10K) allocated dues removed as well as PAC.
- 2 EF Reimbursement is cost of lease \$14,080 - all other expenses paid directly.
- 3 PAC Reimbursement for WRA contribution to fundraising efforts.
- 4 MSC Reimbursement for cost of lease - all other expenses paid directly.
- 5 Retro Reimbursement is the WRA sponsorship fee.
- 6 MSC Dividends annualized.
- 7 50% of net revenue for the 2014 Show in Seattle less WRA booth & related show expense.
- 8 Reimbursement for annual contribution to show including website maintenance, social media, administration and staff assistance.
- 9 Heartland dollars (\$125K) are allocated \$10k to EF sponsorship, \$25k to WRA sponsorship and \$90k to WRA general.
- 10 HIHIT quarterly reimbursement per schedule plus 50% Biz Dev Director costs for member healthcare program post ACA.
- 11 Commission dollars include Equifax (\$9,000), Airfactz (\$900), and BMI (\$5,500).
- 12 Advertising item planned with Allied Manager sales for news magazine ads at \$77,900, Radio Show \$1,500 plus online Buyer's Guide at \$5K.
- 13 Sponsorship of \$5,000.
- 14 Leg. Reception sponsorship is planned at \$14,800.
- 15 Planned sponsorship agreements admin. allocation.
- 16 Sponsorship of \$4K.
- 17 We will fundraise for any issues that occur over our budget in upcoming fiscal year.
- 18 Local government fees include \$50 per King County location plus \$7K issue fund.
- 19 Vending machine proceeds.
- 20 WACMHA rent totals \$74,376 and Carney rent totals \$18,768 with projected increases.
- 21 Fixed Operating Costs - These are stable costs and building related costs we cannot change.
- 22 Estimated taxes - Property \$23,827, Excise \$11K & Income tax \$45K
- 23 Special Projects Fund allocated at 2.5% of earned revenue (\$42,230).
- 24 Contingency Fund = \$50K available at the beginning of each fiscal year per WRA's Investment Policy.
- 25 Reserve - Armageddon - no funding planned this year.
- 26 Principal loan payments on building with Heritage Bank.

GOVERNMENT AFFAIRS

Total G. A. Expenses

	Actual 2009/10	Actual 2010/11	Actual 2011/12	Actual 2012/13	Budget 2013/14
GOVERNMENT AFFAIRS LABOR COSTS					
Salaries / Payroll Taxes ¹	240,212	259,170	330,306	287,363	240,769
Benefits	30,105	33,019	43,243	30,654	31,257
Staff Expenses ²	21,296	24,345	24,080	23,391	22,215
Cell Phone	4,162	2,316	1,179	1,075	720
Staff Training ³	210	797	6,343	2,597	4,090
GOVERNMENT AFFAIRS EXPENSES					
Coalition/Dues/Sponsorships ⁴	3,422	14,580	14,038	10,640	18,400
Contract Lobbyists ⁵	155,000	101,375	105,060	78,795	102,273
Contract Lobbying Expenses	13,859	9,057	9,862	5,267	6,000
Federal Lobbying Expenses ⁶					
Hill Climb/Leg. Reception	14,956	15,614	14,449	13,759	15,000
GA Industry Communications ⁷	9,467	8,859	12,725	7,516	10,000
Issues Fund Expenditures ⁸	2,500	14,918	10,223	15,867	15,000
Meetings/Teleconferences ⁹	8,244	2,514	2,021	1,632	4,000
Conferences ¹⁰		3,838	3,970	4,792	10,100
Grassroots Incentives ¹¹	14,500	12,250	24,250	21,600	40,219
Local Government ¹²					
Salaries / Payroll Taxes Local Gov't					71,901
Benefits Local Gov't					4,687
Cell Phone Stipend					720
Travel Stipend					3,480
Staff Expenses - Local Gov				366	3,500
Staff Training					1,600
Coalition/Dues/Sponsorships - Local Gov				425	0
Conferences Local Govt				-	1,250
Issues Fund Local Government				29,700	35,000
Meetings/Teleconferences LC					1,000
Office Rent					2,400
TOTAL	519,658	502,652	601,749	535,439	645,581

2013/14 Budget

125,537	Local Govt Total Expense
80,360	Local Govt Total planned to collect

Capital Purchases 2012/13

Local Gov Affairs Manager	760
GA Mgr Comp Replacement	620
Aristotle Leg. District	2,850
Local Govt SLX Update	975
Total Capital 2009/10	5,205

45,177 Difference - impact to GA budget

Direct Expensing Outcome 2012/13		
GA	EF	MSC
Salaries / Payroll Taxes		45,150
Benefits		5,706
Contract Lobbyists		26,265
Contract Lobbyists Expenses		2,250
Totals	0	79,371

Direct Expensing Plan 2013/14		
GA	EF	MSC
Salaries / Payroll Taxes		49,415
Benefits		6,459
Contract Lobbyists		34,091
Contract Lobbyists Expenses		2,000
Totals	0	91,966

GOVERNMENT AFFAIRS - Budget Footnotes

- 1 GA Salaries include: GA Director, Admin. (50% share with Leadership), 25% State (75% Local reallocated) & GA Manager. MSC pays 20% GA Director & GA Manager directly.
- 2 Staff Expenses are allocated as follows:

\$ 8,500	Meals
\$ 12,215	Travel
<u>\$ 1,500</u>	Lodging
\$ 22,215	Total
- 3 Staff Training Expenses are allocated as follows:

\$ 3,090	CSRA for 2
<u>\$ 1,000</u>	Program for GA Manager
\$ 4,090	Total
- 4 This item is for any dues or sponsorships specifically for political purposes. AWB \$500, Third House \$400, Tourism Alliance \$5K, Enterprise WA \$7,500 & WA Research Council \$5K.
- 5 5% increase to contract lobbyists and \$25K added for outside contract assistance with agency issues. MSC pays 25% of contract lobbyist expense directly.
- 6 We are not allocating any expense dollars for the Federal Lobbying effort.
- 7 GA Industry Communications includes the legislative review & election guide this year.
- 8 SeaTac minimum wage issue \$10K. Balance for polling and research on minimum wage/tips for the year.
- 9 Quarterly GAC & regional meetings.
- 10 Conferences are allocated as below:

\$ 4,100	NRA Public Affairs
\$ 2,100	GAC retreat
<u>\$ 3,900</u>	AWB Policy Summit (3 Staff Members)
\$ 10,100	Total
- 11 Incentive plan for AC Grassroots assistance. Allocated for a full AC team.
- 12 Local government budget covering 75% of GA employee cost plus auxiliary items required to effectively manage local issues.

MEMBERSHIP/AC PROGRAM
Total Area Coordinator Program

	Actual 2009/10	Actual 2010/11	Actual 2011/12	Actual 2012/13	Budget 2013/14
Membership Director/AC's					
Salaries / Stipends/Payroll Taxes ¹	469,504	453,459	423,515	248,522	275,198
Benefits	47,924	59,046	49,665	26,978	35,354
Commissions - AC ²	19,382	14,242	8,181	8,366	5,100
Commissions - RC ³	928	2,374	686	0	0
Staff Expenses ⁴	11,723	15,391	11,442	1,490	580
Cell Phone	1,560	1,691	1,390	217	0
Staff Training ⁵	3,609	5,399	5,827	19,822	29,500
Chapter Expenses/Roadshows ⁶	1,583	379	(350)	0	0
Meetings/Teleconferences ⁷	1,388	1,138	1,036	3,278	4,250
Postage	268	79	24	216	300
Open Territory Expenses ⁸	2,572	858	1,801	5,639	33
AC Sales Collaterals ⁹	3,714	4,297	5,769	4,126	2,250
Membership Industry Comm ¹⁰	2,150	2,685	282	-	-
TOTAL	566,305	561,038	509,268	318,654	352,564

Capital Purchases 2012/13

SW AC Computer Replacement	0
2nd AC - Pilot Tablet	1,207
Computer Replacement	1,520
	<u>2,727</u>

Direct Expensing Outcome 2012/13	EF	MSC
MEMBERSHIP		
Salaries / Stipends/Payroll Taxes		90,673
Benefits		11,828
Staff Expenses		4,925
Cell Phone		780
Staff Training		4,068
Meetings/Teleconferences		600
Postage		90
Open Territory Exp		600
AC Sales Collaterals		6,000
Totals	0	119,564
Direct Expensing Plan 2013/14	EF	MSC
MEMBERSHIP		
Salaries / Stipends/Payroll Taxes		50,994
Benefits		4,146
Staff Expenses		580
Cell Phone		-
Staff Training		29,500
Meetings/Teleconferences		4,250
Postage		300
Open Territory Exp		33
AC Sales Collaterals		2,250
Totals	0	92,052

MEMBERSHIP/AC PROGRAM - Budget Footnotes

1 Includes Membership Administrator, 8 Program AC salaries, 1 regular AC salary, and AC expense allotments (varies per territory) & all related taxes.

Note: 21k is deducted from total for Eastern AC from Spokane Chapter.

50% reg. AC & 50% admin salaries & benefits paid by MSC directly.

2 Commission plan includes quarterly retention & sales commissions for Spokane AC.

3 Retention Coordinator position is not filled - nothing planned.

4 Staff Expenses are allocated as follows:

\$ 480 Membership Administrator

\$ 100 Spokane AC travel

\$ 580 Total

50% of expenses paid by MSC directly.

5 Staff Training Expenses are allocated as follows:

\$ 28,975 Sales coach and training AC team. Orienting new AC's and hiring two.

\$ 400 Crystal class for Membership Admin

\$ 125 Training books

\$ 29,500 Total

50% of expenses paid by MSC directly.

6 Nothing planned this year.

7 Monthly AC face to face, conference calls/webinars. 50% paid by MSC.

\$300 weekly AC conference calls (\$50/mo)

\$1,200 monthly AC F2F meeting (meals \$200/mo)

\$1,750 AC retreat (location, meals, Donna's travel)

\$1,000 Donna's air for AC F2F meetings \$200x10)

\$4,250

8 Incentive for inside staff retention performance.

50% of expense paid by MSC directly.

9 AC Sales Collaterals includes show giveaways, one page brochure, folio & communication material for prospective new members. These are broken down as follows:

\$250 WRA/NRA decals

\$1,250 promotional items

\$750 extra Buyer's Guide issues

\$ 2,250 Total

50% of expenses paid by MSC directly.

10 Nothing planned this year.

COMMUNICATIONS**Total Comm Expenses**

	Actual 2009/10	Actual 2010/11	Actual 2011/12	Actual 2012/13	Budget 2013/14
COMMUNICATION LABOR COSTS					
Salaries / Payroll Taxes ¹	320,588	257,765	297,737	232,222	236,298
Benefits	32,092	19,973	39,844	24,035	31,328
Staff Expenses ²	1,805	4,081	5,315	2,877	2,820
Cell Phone	1,201	1,938	2,065	569	600
Staff Training ³	3,038	2,098	808	1,058	3,600
PRIMARY SOURCE OF INFORMATION EXPENSES					
Consultant Network ⁴		88	100	17	1,200
HERO Manual	3,516	1,809	2,830	2,303	1,500
Industry Comm - Member Info ⁵		670	10,732	10,401	3,650
Member Education Expense				1,440	
NRA Accounting Book (650)				3,016	
Survey Solicitation			700		
COMMUNICATION SUPPORT EXPENSES					
Consulting - Marketing ⁶		1,650	14,281	7,144	7,560
News Magazine & Postage ⁷	71,779	55,474	66,882	42,686	40,260
Restaurant Lists	2,600	0	2,000	2,600	3,600
Subs/Mmbrshp to Comm Orgs ⁸	1,165	1,242	3,754	4,303	5,500
Web Site ⁹	8,914	6,592	12,622	7,264	6,300
DATABASE & RESEARCH					
Database Dev/Maintenance ¹⁰	8,969	606	3,248	2,970	3,500
Database Labor	4,310	4,026	3,190	2,475	2,665
IS Training		382			500
Soft/Hardware Maintenance/IT ¹¹	25,742	20,976	21,692	16,335	20,713
TOTAL	485,719	379,370	487,800	363,715	371,594
Capital Purchases 2012/13					
ISM - Website Integration	0				
LCB Import	0				
Web/SLX Integration Workstation	1,060				
Video Equip & Software	5,538				
Sync Server Replacement	2,066				
Camera Flash	276				
Comm Mgr Computer Replacement	760				
	<u>9,700</u>				

Direct Expensing Outcome 2012/13	EF	MSC
COMMUNICATIONS		
Salaries / Payroll Taxes	36,747	45,480
Benefits	6,217	7,756
Staff Expenses	815	924
Cell Phone	144	240
Staff Training	277	216
Consulting Marketing	2,000	2,300
News Magazine & Postage	11,807	13,600
Web Site	1,857	2,240
Database Dev/Maintenance		2,750
Database Labor		1,974
Soft/Hardware Maintenance/IT		16,795
Totals	58,717	94,275

Direct Expensing Plan 2013/14	EF	MSC
COMMUNICATIONS		
Salaries / Payroll Taxes	49,083	46,873
Benefits	8,033	8,033
Staff Expenses	940	940
Cell Phone	200	200
Staff Training	1,200	1,200
Consulting Marketing	2,520	2,520
News Magazine & Postage	13,420	13,420
Web Site	2,100	2,100
Database Dev/Maintenance		3,500
Database Labor		2,665
Database Training		500
Soft/Hardware Maintenance/IT		20,713
Totals	77,495	102,663

COMMUNICATIONS IS DEPARTMENT - Budget Footnotes

1 Includes the following positions: Director of Member Info, Dir. Information Services, Public Relations Mgr., Graphics Design Mgr. and Communications Manager.
MSC & EF pay 20% each directly of PR, Graphics & Comm. Mgr. Salaries/Taxes/Benefits.

2 Staff Expenses are allocated as follows:

\$ 540	Meals
\$ 1,560	Travel
\$ 720	Lodging
<u>\$ 2,820</u>	Total

MSC & EF pay 20% each directly of these expenses.

3 Staff Training Expenses are allocated as follows:

\$ 720	Communications
\$ 720	Graphics Training
\$ 1,140	Video Media Training
\$ 720	CSRA
\$ 300	Website Conference
<u>\$ 3,600</u>	Total

MSC & EF pay 20% each directly of these expenses.

4 Expenses related to the Consulting Network.

5 Costs for 2 months of radio shows and PR wire service.

6 Cost to outsource marketing items internal staff cannot cover relative to workload.
MSC & EF pay 20% each directly of this expense.

7 News magazine cost reflects 9 regular issues production and related mailing costs.
MSC & EF pay 20% each directly of this expense.

8 Dues or subscriptions for the following: Issue-Pub Platform (\$650) and Thinkstock (\$1,600). Balance is miscellaneous clip art purchases (\$1,150) and video blocks (\$2,100).

9 Website costs include standard development updates, hosting fees, Newspaper Clips (\$2,400), SSL certificates, and plug-in costs.
MSC & EF pay 20% each directly of this expense.

10 Cost to enhance or fix current SLX program - will cover one or two occurrences.
MSC pays 50% of this expense directly.

11 Includes all WRA Server Maintenance Agreements, Tech Support/IT Fees, Firewall update and antivirus update for workstations - accounting software maintenance included here. Also includes Office365 fees for all departments, covering Office licenses, MS Online Exchange, etc.
MSC pays 50% of this expense directly.

ADMIN / OPS EXPENSES**Total Operations**

	Actual 2009/10	Actual 2010/11	Actual 2011/12	Actual 2012/13	Budget 2013/14
ADMIN / OPERATIONS LABOR COSTS					
Salaries ¹	290,571	329,806	256,957	193,889	163,858
Benefits ²	32,057	46,318	22,909	25,002	21,220
Staff Expenses ³	461	1,166	981	1,123	630
Cell Phone	1,687	2,939	1,743	1,186	1,008
Staff Training ⁴	4,631	4,717	2,829	3,122	3,570
ACCOUNTING / LEGAL					
Audit / Tax Prep / Consulting ⁵	11,010	11,469	18,990	13,772	22,550
Bank Charges & Discounts	10,834	10,513	10,484	13,150	14,000
Legal ⁶	26,000	25,500	30,000	19,364	28,000
Legal Fees - Additional	17,133	298	7,223	1,822	3,500
OPERATIONS					
Advertising - Employees	278	130	389	821	420
Affiliated Organizations ⁷	5,055	2,580	1,720	4,326	3,360
Donations & Flowers	1,137	795	352	417	350
Holidays Expense ⁸	4,294	5,616	7,542	5,030	6,850
Internet Hosting	1,146	1,201	2,202	1,811	1,866
Office Supplies & Equip. Lease ⁹	25,073	23,951	19,318	13,181	12,961
Postage	4,625	3,573	2,958	4,838	5,000
Printing & Stationery	5,063	2,772	3,452	1,636	3,500
Repair/Maintenance - Auto	667	1,288	1,844	2,348	1,600
Repair/Maint - Office	12,005	14,579	15,611	12,168	11,200
Subscriptions & License Fees	2,222	1,128	1,170	1,156	875
Telephone	14,241	13,699	14,248	10,039	7,000
Temporary Labor	1,635	0	0	0	0
Contingency Fund Expense				(3,062)	
Totals	471,825	504,038	422,922	327,139	313,316

Capital Purchases 2012/13

Dir of IO Computer Replacement	711
VP Computer Replacement	808
Biz Net License	646
Biz Insight Upgrade	1988
MAS Cash Basis Imports - IO/Comm	0
MAS Cash Basis Program for MAS	0
	<u>4,153</u>

Building Capital Expenditures 2012/13

Awning	2,087
Carpet in Kitchen	0
Parking Lot Seal/Stripe	4,675
Window replacement (2)	760
	<u>7,522</u>

Capital Items below revenue dependent

SLX/MAS - Cash module implementation	4,640
Other AC Tablets - 3	4,500
Carpet Office	25,000
Paint office	10,000
Total revenue dependent	44,140

Direct Expensing Outcome 2012/13	EF	MSC
Internal Operations		
*Salaries	32,347	27,468
*Benefits	3,384	2,995
Staff Expenses	348	113
Cell Phone	139	270
Staff Training	403	825
Legal	3,636	4,500
Legal Fees - Additional	606	750
Advertising - Employees	78	75
Affiliated Organizations	260	297
Donations & Flowers	73	90
Holidays Expense	776	1,200
Internet Hosting	494	360
Office Supplies & Equip. Lease	2,243	2,730
Repair/Maint - Office	1,769	2,357
Telephone	1,776	2,175
Totals	48,332	46,205

* Included 15% of COO

Direct Expensing Plan 2013/14	EF	MSC
Internal Operations		
Salaries	36,239	35,151
Benefits	5,329	5,329
Staff Expenses	135	135
Cell Phone	216	216
Staff Training	765	765
Legal	6,000	6,000
Legal Fees - Additional	750	750
Advertising - Employees	90	90
Affiliated Organizations	720	720
Donations & Flowers	75	75
Holidays Expense	1,468	1,468
Internet Hosting	400	400
Office Supplies & Equip. Lease	2,777	2,777
Repair/Maint - Office	2,400	2,400
Telephone	1,500	1,500
Totals	58,864	57,775

OPERATIONS DEPARTMENT - Budget Footnotes

- 1 Includes the following positions: Director of IO, Accounting Administrator, Accounts Payable Administrator, Accounts Receivable Administrator and Project Assistant. MSC pays 15% of IO employees salaries/taxes directly. EF pays 15% of IO employees salaries/taxes directly.
- 2 Benefit allowance for 16% healthcare increase. EF & MSC pays 15% of benefits directly.
- 3 Staff Expenses are allocated as follows:

\$	195	Meals
\$	435	Travel
\$	<u>630</u>	Total

MSC & EF pay 15% each of these expenses directly.
- 4 Staff Training Expenses are allocated as follows:

\$	210	Online training
\$	2,800	SWOT
\$	140	Strategic Planning
\$	420	MAS Classes x 4
\$	<u>3,570</u>	Total

MSC & EF pay 15% each of these expenses directly.
- 5 Audit \$18K, monthly outside payroll service \$2K, tax return \$2,200 and outside software accounting assistance \$350.
- 6 Monthly retainer for attorney.
MSC & EF pay 15% each of this expense directly.
- 7 Any dues or sponsorships for the following organizations: ASAE \$209, CSRA \$3,025, and SHRM \$126.
MSC & EF pay 15% each of these expenses directly.
- 8 Employee parking, Thanksgiving, Holiday event, employee picnic, monthly recognition and health/wellness prizes.
MSC & EF pay 15% each of these expenses directly.
- 9 Includes office supplies, Equipment lease of \$3,416 and supply cost at \$9,545.
MSC & EF pay 15% each of these expenses directly.

**BOARD/LEADERSHIP EXPENSES
BUSINESS DEVELOPMENT/EF**

	Actual 2009/10	Actual 2010/11	Actual 2011/12	Actual 2012/13	Budget 2013/14
LEADERSHIP					
Salaries/Taxes ¹	207,729	189,077	178,723	97,142	151,266
Benefits	40,877	39,422	35,532	20,854	31,304
Staff Expenses ²	13,250	14,997	12,762	3,892	7,220
Cell Phone	1,832	1,594	1,370	501	432
Staff Training/Recognition ³	15,395	4,669	8,007	3,276	2,790
CEO Strategic Projects ⁴	7,477	18,697	10,494	3,261	-
Marketing Campaign ⁵	34		27	0	-
Membership Survey ⁶	7,026	19,428	21,408	9,213	11,872
Nutrition Campaign		-	-	-	-
Public Relations ⁷	734	2,536	-	10	3,000
Rest. Neighbor/Membership Awards	2,736	2,082	-	855	1,800
Statewide Promotions / Sponsorships ⁸	20,753	1,388	6,678	-	-
Strategic Planning/Grant Exp.		410		8,649	-
BOARD EXPENSES					
Awards: Past Chairs ⁹	1,279	930	2,196	681	2,500
Board/Committee Meetings ¹⁰	24,309	23,122	20,219	17,349	25,225
Officers Travel Allowance ¹¹			2,400	3,855	5,400
TOTAL COST OF BOARD/LEADERSHIP	343,431	318,352	299,816	169,538	242,809
BUSINESS DEVELOPMENT					
Salaries/Taxes/Benefits ¹²	6		103,544	94,386	94,835
Salaries/Taxes/Ben HIHIT ¹³				-	49,225
Staff Expenses ¹⁴	808	730	452	598	1,000
Meetings	158			0	-
BD Promotions			800	8,289	8,150
Marketing Programs ¹⁵	636			310	5,000
TOTAL COST OF BUS DEVELOPMENT	1,608	730	104,796	103,583	158,210
ED FOUNDATION TOTAL COST ¹⁶	106,625	105,903	113,390	46,370	48,118

Capital Expenditure 2012/13

CEO Computer Replacement	1,207
	<u>1,207</u>

Direct Expensing Outcome 2012/13	MSC
*Salaries	73,606
*Benefits	16,057
Staff Expenses	3,000
Cell Phone	552
Staff Train/ Reg	1,723
Member Survey	2,885
Totals	<u>97,823</u>

* For EF, CEO/Admin only included

MSC EF Director	69,861
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Direct Expensing Plan 2013/14	MSC
*Salaries	79,193
*Benefits	17,164
Staff Expenses	5,190
Cell Phone	384
Staff Train/ Reg	2,480
Member Survey	3,957
Totals	<u>108,369</u>

* For EF, CEO/COO/Admin included

MSC EF Director	70,571
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BOARD LEADERSHIP - BUDGET FOOTNOTES

- 1 Includes the following positions: CEO, COO & CEO Assistant (50% share with Government Affairs).
EF pays 10% & MSC pays 40% of the CEO & CEO Assistant directly.
EF pays 15% & MSC pays 50% of the COO directly.
- 2 Staff Expenses are allocated as follows:
- | | | | | | |
|---------------|----|--------------|---------|----|--------------|
| Meals - CEO | \$ | 2,700 | Meals | \$ | 560 |
| Travel - CEO | \$ | 2,295 | Travel | \$ | 1,050 |
| Lodging - CEO | \$ | 405 | Lodging | \$ | 210 |
| Total | \$ | <u>5,400</u> | Total | \$ | <u>1,820</u> |
- CEO = EF pays 15% & MSC pays 40% of these expenses directly.
COO = EF & MSC pay 15% of these expenses directly.
- 3 Staff Training includes:
- | | | |
|--------------------|----|--------------|
| NRA Public Affairs | \$ | 898 |
| CSRA 2 mtgs | \$ | 1,892 |
| Total | \$ | <u>2,790</u> |
- EF pays 15% & MSC pays 40% of these expenses directly.
- 4 Association strategic initiatives - nothing planned this year.
- 5 Campaign - nothing planned this year.
- 6 Membership survey down payment for 2014 - typically executed every other year.
Last completed 2012. MSC & EF pay 20% of this expense directly.
- 7 Media list \$2,500 and public relations of \$500.
- 8 Includes sponsorship of any statewide or multijurisdictional charity event to be in charity event deemed to be in WRA's best interest to participate.
This item also includes events that the CEO attends and programs sponsored that support the industry persona.
- 9 Recognition for Board members.
- 10 Board meetings expense for four quarterly meetings - includes large summer meeting, Exec/Finance Comm. Meetings and one new board orientation dinners.
- | | | |
|--------------|----|---------------|
| 3 Quarterly | \$ | 6,000 |
| Summer | \$ | 16,000 |
| Orientation | \$ | 703 |
| Finance | \$ | 875 |
| Executive | \$ | 1,500 |
| Goto Meeting | \$ | 147 |
| | \$ | <u>25,225</u> |
- 11 Travel and lodging cost for NRA participation from officer.
- 12 Cost of Allied Manager's salaries/taxes & benefits. Revenue items to offset include NWFSS improvement, Allied Dues & sponsorships (see revenue notes).
- 13 Biz Dev Director HIHIT salaries/benefits cost - see matching revenue item.
- 14 Staff Expenses are for Business Dev. Director to meet with current endorsed partners.
- 15 Marketing campaign to increase member awareness of Allied member products and services.
- 16 Cost of EF Director salaries/taxes and benefits.
MSC pays 60% of this cost directly for safety program development.

Minutes

Joint WRA / WLA Executive Committee Meeting
Tuesday, September 18, 2013
Time: 9:00 a.m. to 1:00 p.m.

WRA EC Members in Attendance: Jim Rowe (Chair), Phil Costello (Vice Chair),
Bret Stewart (Immediate Past Chair)

WRA EC Members Not in Attendance: Mark Chriest (Finance Chair), Gary Sutter (EF Chair)

WLA EC Members in Attendance: Cindy Fanning (Chair), Zahoor Ahmed (Chair Elect)
Andy Olsen (Immediate Past Chair), Frank Welton (AH&LA Representative), Matt Van Der Peet
(Secretary), Meghan Wiley (Treasurer)

WLA EC Members Not in Attendance: Sandra Miller (Vice Chair), Roy Cupler, (Allied Officer)

Staff: Jan Simon, Anthony Anton

I. Introductions -Meeting success

During introductions each participant defined meeting success. The summary of which was to accomplish the agenda, make tangible progress / momentum in the meeting towards the goal and get new participants up to speed.

II. Q&A's on due diligence taskforce minutes, information, efforts and outcomes

There were no questions or decisions on this agenda item.

III. What are the issues we need to tackle to successfully merge by July 1 2015?

The joint committee chose to pass on this agenda item until we had a "merger manager/facilitator" on board.

IV. What does the merger leadership team look like for success?

The joint committee chose to tackle this item in two steps. For immediate purposes have the two current chairs, two incoming chairs and two CEO's be the initial leadership team, reporting to the joint executive committee on progress or for clearer direction.

Step two is to revisit the issue after a "merger manager/facilitator" is on board and the joint exec committee and the "merger manager/facilitator" come to agreement on process and structure of merger process and needed participants in process.

V. Facilitator-Meeting Manager / Budget

The decision was to send out an RFP for a "merger manager/facilitator". This person or company would manage the process of merging the two associations by no later than July 15th, 2015.

That the "merger manager/facilitator" would be expected to:

- Manage the Details
- Drive the Process
- Facilitate the Differences
- Bring Ideas

Key words to include in the RFP would be; Educate, Coordinate, Consensus-Build, "Manage Process" and "Drive Timely Results".

No budget or timelines expectations shall be given in the RFP. Applicants will be expected to tell the Joint Exec Committee in their RFP what it will take from a time and dollar measure to accomplish the goal of merging the WLA and the WRA into the nation's premier state Hospitality Association.

The draft of the RFP shall be created by the initial leadership team and be sent out to the Joint Exec Committee by Sept. 27th.

A final of the RFP shall be mailed out by Oct. 4th to a list compiled by the initial leadership team.

Everyone on the Joint Exec Committee is expected to recommend names to the CEO's of qualified professionals or companies that may have an interest in serving this role. The CEO's will compile the recommendations and share with the initial leadership team before mailing.

The initial leadership team will pare down the submitted RFP's to the top choices (no specific number) and bring those recommendations back to the Joint Exec Committee at a November meeting (day, time and place to be determined).

VI. What are the expectations of the CEOs in the process

The CEO's top priority will be the running their own associations. They are not expected to be the drivers or task-masters of this process. They will be active participants of the leadership and joint exec committees, as well as be the information gatherers/providers of association specific information.

VII. Messaging regarding merger discussion: to directors, staff and members

The CEO's will create talking points and a joint magazine article prior to the WLA's Annual Convention on Oct 6th, 7th and 8th.

Anthony Anton will attend the conference on the 7th and 8th on behalf of the WRA and participate as directed by WLA.

The magazine article will be published in WRA's November magazine and as appropriate in WLA's information resources.

VIII. Toe in the water - Board structure

The Joint Exec Committee participated in a brain-storm exercise to see if they could create a possible first draft of what the new combined association's board might look like.

They agreed that the purpose of the board should be to:

- Approve the allocation of resources to established goals
- Set the direction of the organization
- Evaluate CEO performance
- Ensure Legal, financial and ethical integrity
- Approve, review and strengthen the organization's programs and services (with the majority of this work delegated to committees)

They also loosely agreed that the board had a responsibility to ensure the associations volunteer leaders were engaged, were the eyes and ears of the industry and reflected the diversity of the industry (specifically Geographic, Demographic, Business Type and Business Size).

The Joint Exec Committee also generally agreed that the preferred board size to accomplish the above functions should follow the "Carver Recommendation" of close to 15.

To accomplish these functions the Joint Exec Committee was generally comfortable with the following board make-up.

- 3 GA Co-Chairs (one from each industry {Hotels, QSR, Full Service})
- 3 Chairs from newly formed Industry Leadership Council's (one council for each industry {Hotels, QSR, Full Service})
- 4 Chapter /Local Presidents (One each from the Spokane/Seattle Chapters/Locals of each Organization)
- Retro Committee Chair
- Program Committee Chair
- Finance Committee Chair
- Marketing / Communications Committee Chair
- Membership Committee Chair

There was also conversation but no clear consensus on the following possible board seats.

- 2 National Representatives (NRA, AHLA)
- EF Chair
- 2 Allied Representatives

There was general consensus that issue other than core functions of the Board should be committee priorities not board priorities but the board would maintain veto power. And that the committee process and structure would need careful construction and thought for this to work.

There was also consensus that they are still many issues to be worked out for this board concept to be viable, including but not limited to:

- Committee Make-up (i.e. x # from each industry on the committee)
- Should there be term limits for committees
- Should consideration be given to dues/industry size (i.e. Sheraton or McDonald's)
- Entertainment industry representation (Gaming, Bowling, Nightlife, etc)
- Should there be minimum's on board representation from each industry
- Committee labels so their importance and the importance/contribution of their participants is not minimized (aka "Esteem Worthy")
- The Future of Chapters outside of Spokane/Seattle

Due to time restrictions the committee ended the brain-storm at this time with general agreement that this was a positive starting point.

Meeting Conclusion

The meeting came to an end at 1:10pm.

4th Quarter Membership Report

		Total Dues Revenue	New Sales	Retention	Ambassadors	Mentors	Notes
Total	Goal	\$308,181	\$38,400	91%	276	96	We made the decision not to hire a Director for this year. Jim Durland will oversee sales & retention performance, and mentor & ambassador recruitment. Jen Hurley is the new Membership Administrator and will oversee the administration of the dept, financials, LT communications & participation, and Progress Report. Ambassadors and Mentors goal include all territories.
	Actual	\$293,680	\$37,413	93%	124	38	
	.+ or -	(14.5K)	97%		+44	+13	
E. King	East King, Renton to Woodinville / Kirkland plus Kittitas and Grant Counties	Goal	\$6,000	91%	36	12	Laurie recently submitted her letter of resignation effective Sept. 30, 2013. We are actively seeking candidates to replace this position. If one is not identified by mid October, we will aim for a Jan 2, 2014 hire date. In the interim, retention will be covered in house by Kristi.
	AC: Open Territory	Actual	\$590	96%	32	5	
		.+ or -	(\$5,410)		+5	-2	
Seattle	Downtown Seattle, 145th to Madison	Goal	\$6,000	91%	18	8	Monica is now participating fully in all membership duties. She is actively selling retro and seeking ambassadors and mentors. Her monthly sales and retention numbers continue impress.
	AC: Monica Hollar	Actual	\$8,920	97%	11	5	
		.+ or -	\$2,920		+11	+5	
S.King	South King County starting at Madison in Seattle down to Federal Way, includes Capital Hill in Seattle, does not include Renton	Goal	\$6,000	91%	30	24	Cathy completed her first full sales month. She brought in the most members at 9 and was in most revenue behind Monica. She is beginning retro training. Not actively seeking mentors or ambassadors at this point in her training.
	AC: Cathy Fox	Actual	\$6,275	93%	0	4	
		.+ or -	\$275			+4	
Pierce	Pierce County, east of the Narrows Bridge. Plus Yakima County.	Goal	\$6,000	91%	30	28	Tamorro performed well on retention. She continues to be a top producer in new sales. Tamorro is actively selling retro and will begin a more active role in seeking mentors and ambassadors.
	AC: Tamorro Farrell	Actual	\$9,025	96%	14	4	
		.+ or -	\$3,025		+14		
NW	Counties of Whatcom, Skagit, Island, San Juan, Chelan, Douglas	Goal	\$6,000	91%	30	12	Another great quarter in sales and retention for. We have right-sized her territory as of Oct. 1, 2013.
	AC: Kim Hildahl	Actual	\$6,518	94%	14	16	
		.+ or -	\$518				
Thurston, Kitsap, Coast	Counties of Thurston, Grays Harbor, Mason, Wahkiakum, Pacific and Lewis, Pierce west of the Narrows Bridge	Goal	\$6,000	91%	36	4	Open Territory to be filled Jan 2, 2014
	AC: Open Territory	Actual	\$420	94%	18	3	
		.+ or -	(\$5,580)		+3	+3	
Columbia	Counties of Cowlitz, Clark Skamania, Klickitat, Benton, Franklin, Walla Walla, Columbia	Goal	\$0	91%	30	4	Hired Trent Heppler for this territory Sept. 12, 2013. Trent sold 2 members his first couple of weeks. Trent is not actively seeking mentors or ambassadors. Those filled were done by Thelma.
	AC: Trent Heppler	Actual	\$750	94%	11	0	
		.+ or -					
Snohomish	Snohomish. Clallam, Jefferson counties plus King County Cities of Shoreline, Lake Forest Park, Bothel and Kenmore	Goal	N/A	91%	36	4	We are actively seeking to fill this territory for the 13/14 FY. If ia qualified candidate is not identified by mid October, we will aim to fill the position on Jan. 2, 2014. In the meantime, Kristi is covering retention and Lyle & Jen Dixon are managing the relationships with the ProStart schools.
	AC: Open Territory	Actual	N/A	98%	N/A	1	
		.+ or -				+1	
Eastern WA	Counties of Spokane, Pend Oreille, Stevens, Ferry, Lincoln, Adams, Whitman, Garfield and Asotin	Goal	\$2,400	91%	30	N/A	Donna had a very productive quarter. She performed well in both new sales and retention - achieving goal in each. She continues with her plan to be a full time AC as of next fiscal year.
	AC: Donna Tikker	Actual	\$4,315	97%	24	N/A	
			\$1,915				

WRA NEW MEMBERS ~ 4th QUARTER

Southern Kitchen	Tacoma
The Ranch	Yakima
Dairy Queen	Milton
Spring Lake Café	Fircrest
Taquerias Xochimilco	Yakima
Peterson Bros 1111	Tacoma
Casey's - Lee Timm	Lakewood
Ricky J's	Tacoma
Friesenburgers	Tacoma
Kings Row Drive In	Selah
Tall Timber	Eatonville
Stuck Junction Saloon	Sumner
Frog N Kiwi Café	Tacoma
Corina Bakery	Tacoma
Kitchen Coffee LLC	Tacoma
Triple Play	University Place
Amici Italian Eatery	Graham
The Forum	Puyallup
Doyles Public House	Tacoma
Around the Corner Café	Orting
Anton's Catering	Puyallup
Green Coconut Tree	Lakewood
Charley's Pub	Tacoma
Bob's Keg & Cork	Yakima
Oak Tree & Lucky 21	Woodland
Evergreen Bistro	Spokane
PMSL Papa Murphy's	Spokane Valley
Brews Bros	Spokane
Sushi.com	Spokane
Hotel Ruby/Sapphire Lounge	Spokane
XXXtreme Espresso	Spokane
Sushi.com	Spokane
Sweet N Salty Inc	Spokane
Pita Pit	Spokane
Longhorn BBQ	Spokane
Cougar Rest Enterprises	Pullman
Mary Lou's Homemade Ice cream	Spokane
Ronnie D's Drive In	Colville
Ishtar Greek Cuisine	Kent
Zpizza	Seattle
Mark Restaurant & Bar	Burien
Westcity Sardine Kitchen	Seattle
Bily Baroos	Tukwila
SoDo Deli	Seattle
House of Hong	Seattle
Pac Island Grill	Federal Way
Las Margaritas	Auburn
North Shore Thai Cuisine	Federal Way
Pizzuto's Italian Café	Seattle
Both Ways Café	Seattle
Home Plate Pub	Auburn
Kona Kai Coffee	Kent

Bent Burgers	Seattle
Miyabi Restaurant	Tukwila
Casa Cabana	Auburn
Pine Box Bar	Seattle
Kakie's Bakery	Oak Harbor
The Melody	Coulee Dam
Snohomish Bakery Creations	Lake Stevens
Lulu's	Wenatchee
Willie's Sports Bar	E Wenatchee
Subway- Scharbco Foods	Blaine
Randy's Pier 61	Anacortes
Hottie Tottie Deli	Sedro Wooley
SS Sub Shop	Wenatchee
Wild Huckleberry	Wenatchee
Old World Deli	Bellingham
Aslan Brewing Company	Bellingham
Local Myth Pizza	Chelan
Twisted Lime Pub	Bothell
COA Mexican Eatery	Mount Vernon
Moose Creek BBQ	Arlington
Original Sirens/Alchemy	Port Townsend
FGNW	Burlington
Louie G's Pizza	Oak Harbor
Freeland Café	Freeland
Roaming Radish	Freeland
El Porton	Yakima
Will'O Pub & Café	Blaine
Latitude Restaurants	Bellingham
The Slip	Kirkland
Mayuri Indian Restaurant	Bellevue
Piroshky Piroshky	Seattle
Stratford @ Maple Leaf	Seattle
Fiddler's Inn	Seattle
Coffee & A Speciality	Seattle
Bacco Café LLC	Seattle
Moshi Moshi Sushi	Seattle
Ravishing Radish Catering	Seattle
Matt's in the Market	Seattle
Sandella's Flatbread Café	Seattle
Seattle Salads	Seattle
Lunchbox Laboratory	Gig Harbor
Westward & Little Gull	Seattle
The Whale Wins	Seattle
Narwhal	Seattle
Barnacle	Seattle
Latona Pub	Seattle
Walrus & Carpenter	Seattle
2 Margaritas	Seattle
Flippin' 50's Diner	Elma
Vancouver Pie	Vancouver
Merwin Tap	Woodland
Sellberg's Tavern	Vancouver



ASSOCIATION

Spokane Chapter

WRA – Spokane Chapter Quarterly Report October 2013

The Spokane Chapter is hard at work on our 20th annual **Spokane Cork & Keg Festival**, which will be held on Saturday, November 9th at Mirabeau Park Hotel. This wine and handcrafted brew tasting is a two-part event. About 250 Class H licensees come to taste and experience new flavors during the afternoon tasting (restaurant & bar owners/decision-makers are free, employees pay \$10 admission). In the evening we open our doors to the general public and usually have about 500 people attending at \$45 per person. Our tasty hors d'oeuvres are prepared by the Inland NW Culinary Academy (INCA) at Spokane Community College with all the raw food for the prep being donated by eleven of our generous and supportive food suppliers. About 40 vendors will feature their wines and microbrews. Our Spokane Chapter members are very generous with their volunteer hours to help this event go smoothly – about 50 members and INCA students show up to help!

Our most recent chapter meetings have included

- The **American's with Disabilities Act**: an attorney talking on employment issues and a building inspector speaking on building code requirements (35 members attended at the Lincoln Center on 5/14)
- a presentation by a City of Spokane planner on their proposed regulations for **Mobile Food Vending** (33 members attended at the Steam Plant Grill on 7/9)
- **Government Affairs** meeting with Bruce Beckett and Denny Eliason (33 members attended at the Airport Ramada on 9/24)

With chapter administrator, Donna Tikker, requesting to move 100% into AC work with the membership department, chapter leadership Erin Everhart and Phil Costello are beginning their research on how the chapter will operate in the future. With that in mind, an email survey was sent out in July to prioritize the aspects & activities of the Spokane chapter that are most important to our members. 60 members responded to the 5 question poll, and in summary, the results of the first question, "Prioritize the following chapter activities...", the results were:

- 1) Government Affairs
- 2) Informational Meetings
- 3) Community Benevolence (Feed Spokane, Women's & Children's Free Restaurant, and Big Table)
- 4) Networking
- 5) Fundraising Events
- 6) ProStart/ Scholarships to Inland NW Culinary Academy

Their individual comments clearly said, "Give me tools to help me run & protect my business!" The other results of the poll will weigh in with the leadership's decisions on chapter direction. Donna's last day working directly with the chapter will be 6/30/14.



Seattle Restaurant Alliance Board Report- October 2013

August Allied Mixer

We had a lively group at Rhumba Rum Bar (Thanks Travis Rosenthal!) and we saw several new members coming to check it out.

September:

We were excited to have Acting Captain of the Seattle Police Department's West Precinct Deanna Nollete join us to discuss tactics underway to address street crime, aggressive pan handling, graffiti, and other crime-related issues that are impacting our store fronts every day. Comments were made about individual experiences to help our police department better understand how they can better protect our employees and restaurant.

City Council Candidate Albert Chen came to speak with us about why he is running for office and how he would address issues important to the restaurant industry. Albert's family comes from the restaurant industry, so we had a great discussion about how he can help if elected. At the end of the meeting we discussed whether the SRA would like to endorse a candidate in this City Council race, so to have a voice in this decision. We voted for a full support of Albert from the SRA.

Thanks to Bob Donegan and Ivar's Salmon House for hosting.

October Meeting:

After a late campaign interview quote came to light from mayoral candidate Ed Murray, he agreed to a last minute appearance at the October meeting at Wild Ginger (thanks Rick Yoder). During an interview, Senator Murray was quoted as agreeing to a version of a living wage. Our membership wanted clarification on this. The meeting was our most highly attended meeting to date this year.

Anthony Anton from the WRA came and spoke about the changing landscape of Labor, ROC and other employee driven issues. He discussed the need to clarify the WRA's (and in turn the SRA's) role and message with these issues and will continue to solidify these messages in the coming months.

Washington Restaurant Association

Resolution Number 1

Whereas, the Board of Directors of the Washington Restaurant Association wishes to establish a fiscal policy pursuant to Paragraph Number 1 of Article VI of the Bylaws of this Association, therefore.

Be it resolved, that the Board of Directors of the Washington Restaurant Association hereby authorizes the Executive Committee to manage the affairs and transact normal business of the Association until the next Board Meeting to be held on January 28, 2014, in Olympia, Washington.

The undersigned, Chairperson of the Washington Restaurant Association, hereby certifies that a meeting of the Board of Directors, being duly held at Hotel Andra in Seattle, Washington on the 29th day of October 2013, at which a quorum was present and did take the above stated action.

In witness thereof, I have signed this certificate this 29th day of October 2013.

Attest:

Mark Chriest, Secretary

Jim Rowe, Chairperson