

Minutes: Board of Directors Meeting, Reno NV

This is a summary of the Board of Directors Meeting, held at the Eldorado Hotel and Casino, Reno, Nevada, on October 23-25, 2007. This Summary is subject to confirmation when the "Verbatim" court recorder record becomes available to the Secretary.

Call for the Meeting

KWVA Website and The Graybeards, July-August 2007, Email and posted by Chairman, September 23, 2007

Call to Order

President Dechert called the meeting to order at approximately 1330 hours.

To the Colors and Pledge of Allegiance

John Sonley, Sgt-at-Arms, led the Call to Colors and Pledge of Allegiance.

Invocation

National Chaplain Leo Ruffing led the group in prayer.

Administrative Announcements and Adoption of Agenda

President Dechert reminded everyone present that they are still bound by Korean War Veterans Association Board of Directors Rules of Decorum & Debate which was passed at Gaithersburg with a 2/3 majority vote of the voting members of the Board at the regularly called Board meeting.

Director Yanacos made a motion that the Agenda be approved. The motion was seconded and carried with no objections

Roll Call and Introductions

The roll was called by Secretary Cohee. Present were:

Louis Dechert, President
 Byron Dickerson, 1st Vice President
 Jim Ferris, 2nd Vice President
 Frank Cohee, Secretary
 Richard Hare, Treasurer
 Charlotte Ayers, Director
 Robert Banker, Director
 Jeff Brodeur, Director
 Lee Dauster, Director
 Michael Doyle, Director
 Marvin Dunn, Director
 Tom Edwards, Director
 James Fountain, Director
 William Mac Swain, Director
 Tom McHugh, Director
 Warren Wiedhahn, Director
 Chris Yanacos, Director
 Declaration of Quorum affirmed by Secretary Cohee
 Introductions by President Dechert

Department Presidents/Commanders

Leo Agnew, Judge Advocate, Parliamentarian
 Stephen Szekely, Chairman, Ethics and Grievance Committee
 John Sonley, Sergeant-at-Arms
 JD Randolph, National VAVS Director
 Larry Kinard, Tell America Operations Director
 Edwin Buckman, National Co-Director of Legislation

Jake Feaster, Assistant Secretary
 Jimmy Faircloth, Attorney, Assistant Parliamentarian,
 General Attorney
 Vicki Lee-Garza, Recorder
 Jim Doppelhammer, Webmaster
 Annelie Weber, Membership Executive Assistant
 Bill Hutton, Past National Secretary

Minutes of Previous Meeting

Secretary Cohee referenced minutes of previous Board of Directors meeting 07.25.2007, summary printed in The Graybeards (Jul-Aug, 2007). A motion was made by Director Yanacos and seconded to approve the minutes. The motion was carried with no objections.

Audit Reports

Treasurer Hare reported that 2006 was the third year for an audit under President Dechert's administration. The first year, 2004, covered half of the previous administration and half of this administration and there was a very, very qualified audit report because we received very poor records from the previous administration. For the second audit, 2005, the auditors now had a basis established for preparing the audit and the results were much better. The 2006 audit was an absolute clean audit and the auditors stated that "In our opinion, the financial statements...present fairly, in all material respects, the financial positions of Korean War Veterans Association, Inc. at December 31, 2006, and the changes in net assets, statements of functional expenses and cash flows for the year ended in conformity with accounting principles generally accepted in the United States of America."

Financial Report

Treasurer Hare presented a 12-month financial report, from October 1, 2006 through September 30, 2007.

- The balance sheet shows total assets in checking, savings and investments of \$452,252.58 as of September 30, 2007.
- As for income, the significant differences from the previous year are an increase in dues of approximately \$40,000.00, primarily due to the efforts of Jim Doppelhammer, Jake Feaster and Annelie Weber and their "We miss you and want you back campaign" and the increase in annual membership dues from \$20 to \$25.
- The other significant income item is the fundraiser that netted \$84,000.
- In the expense area, insurance costs are down by almost half, primarily due to Director Dauster's efforts, professional services are up because of the three audits in one year, meeting costs are up and lastly, the costs for printing, publication and postage for The Graybeards are up.
- Mr. Hare further commented that he took a snapshot of the association's financial status as of Sunday, October 21, 2007 and the results at that time were, \$12,835.76 in the checking account, \$4,454.44 in the savings account and \$428,585.68 in the A. G. Edwards mutual fund account, for a total of \$445,875.88.
- He also pointed out that, from the activation date in

Minutes: Board of Directors Meeting, Reno, NV (Continued)

December 2005 until the end of September 2007, the association has realized a 9.36 percent gain in our assets from the A.G. Edwards account.

- In conclusion, Mr. Hare noted that while the association has had a good gain he has recently had to go into that mutual fund account in order to pay bills of about \$40,000.00. Our income is not keeping up with the costs. Korean veterans are passing away rapidly (President Dechert commented that they are dying at the rate of 630 a day) costs are increasing for The Graybeards, the website, etc. The proposed budget for 2008 is a "status quo" budget and unless we take action to raise the necessary funds to break even, our assets will go down to a point in about five years where the continued existence of the KWVA will be questionable.

A motion was made by Director Mac Swain and seconded to accept the Financial Report, and carried with no objections.

Old Business

Report of Reunion/Convention Committee

2nd VP Jim Ferris noted that Virginia Beach had previously been selected and approved by the Board for 2008. However, after further review, it was decided that the Norfolk, VA area would be more appropriate.

Director McHugh made a motion to rescind the Board action in Gaithersburg naming Virginia Beach as the convention site for 2008. The motion was seconded and passed with one objection.

Director McHugh made a motion to select Norfolk, VA as the convention site for 2008. The motion was seconded and passed with no objection.

For the Convention and Annual Meetings in 2009 and 2010, the sites proposed are San Diego, CA and Hartford, CT respectively.

Report of Bylaws Committee

Chairman Mac Swain presented additional Special Procedure Manual (SPM) changes requested by members, chapters and committees.

- A summary of changes were the addition in the PURPOSE: A. B. and C. paragraphs to further define the reason for having an SPM and that it was Bylaws authorized.

- The PROCEDURE CHANGE METHOD: was rewritten to clarify who could submit changes and who was to check the changes before presentation to the Board for approval.

- A method of CONFIGURATION CONTROL was added, since the SPM is a changing document, and how the control will be maintained.

- An additional Appendix page S-1 titled CONFIGURATION CONTROL OF THE STANDARD PROCEDURE MANUAL was added with information on FORMAT to use and how CHANGES will use Revision Numbers so configuration will always be known. These changes were essentially approved without objection.

Legislative Matters

Director Bob Banker updated the Board on the status of

Federal Charter Bills, HR 2852 and S. 1692. On September 13, 2007, the Senate passed S. 1692 by a unanimous vote and the bill has been sent to the House. The House bill was introduced by Representative Hoyer, the number two member in the House.

Mr. Buckman, a Co-National Legislative Director, commented that Congressman Sam Johnson attended a recent meeting where the Congressman commented that he has been in contact with Representative Hoyer with regards to this matter and that it will become a reality this year.

Report of Resolutions Committee

Director Dauster presented 10 resolutions for approval or disapproval. After consideration by the board, Resolution #1 was rejected, #s 2, 6, 7, 8 and 9 (virtually all the same) were approved and #s 3, 4, 5, and 10 were disapproved. Director Edwards moved that the resolutions committee report, as amended, be approved. The motion was seconded and passed without objection.

KWVA & MHT Lease Agreement

President Dechert presented the Agreement for the KWVA office in the Washington, DC area and commented that the action had been directed by two previous Executive Councils and the Administration recommends that the lease be approved or the previous Executive Council actions be rescinded.

Director Yanacos made a motion to authorize the President to sign the lease as presented. It was seconded and voted on by a show of hands. The motion carried.

Appointments

President Dechert recommended that Robert C Schofield LR29120 and Leonard Speizer LR04855 be appointed to the Nominations and Election committee, and the Board was requested to approve their appointments.

Director Yanacos made a motion that they be approved. The motion was seconded and approved with no objection.

Report of the National Ceremonies Committee

Director McHugh stated that the KWVA has not had any control and little input for the July 27th Ceremony at the Korean War Veterans Memorial on the Mall in DC because another organization not affiliated with the KWVA has always sought and obtained the permit from the National Park Service. That organization falsely claims they already have the 2008 permit. Director McHugh made a motion that the Board authorize the KWVA to request a permit for July 27th, 2008. The motion was seconded and passed without objection.

Report of the Ethics and Grievance Committee

Chairman Stephen Szekely reported that 11 complaint assignments were received from the Judge Advocate. Six were found to be sustained, two were found to be not sustained, one was terminated for lack of evidence, one was found to be unfounded and one was abated by resignation.

All investigations of the E&G Committee are confidential

Closed Hearing

The session was closed except for Board members and the

Board Meeting (Continued)

E&G Committee members at 1721 hours. The Closed Hearing recessed for the evening at 1844 hours and reopened at 0841 hours on October 24, 2007. It concluded at approximately 1110 hours and the Agenda continued to New Business.

New Business

Secretary Frank Cohee presented the Agenda for the General Membership Meeting, October 25, 2007 and recommended that the Agenda be approved.

Director McHugh moved to accept the Agenda. The motion was seconded and passed without objection.

At 1145 hours the meeting was recessed until October 25, 2007, following the Annual Membership meeting.

Board Meeting continued at 1611, October 25, 2007, in open session.

President Dechert commented that it appeared that the agenda for the Board meeting had been exhausted as the remaining items were covered at the Annual Membership meeting.

FOR THE GOOD OF THE ORDER**Comments from Chaplain Stegman**

"I think that the greatest gift that we give our whole membership is to be unified. We all make mistakes, we have our ups and downs, but one thing we got to do is go forward, go forward all the way together. So I think the greatest gift to the whole organization is we're united. No matter what the price, we are going to do it because it's for GOD and Country every day".

Comments from President Dechert

In the Spirit of Father Stegman's prayer, I would like a motion for the Board to remit the remainder of the probation of Vice President Dickerson. Director Yanacos so moved. The motion was seconded and all in favor were asked to stand. The motion was passed unanimously.

Additional SPM/Bylaw Changes

Director Mac Swain proposed adding item g. under the Ethics and Grievance Committee section of the SPM stating, "The member that has been admonished, reprimanded, suspended or placed on probation, shall receive the conditions, established by the Board of Directors, with his letter from the President/Judge Advocate" and he so moved. The motion was seconded and passed without objection.

Director Mac Swain made a motion that the Bylaws Committee be authorized to advertise copies of the Bylaws for \$5.00 a copy and \$10.00 for a copy of the SPM by mail form to cover the cost and advertise this in The Graybeards and the website.

The motion was seconded and passed without objection.

Closing Prayer by Chaplain Ruffing

Meeting adjourned at 1622 hours, October 25, 2007

Respectfully Submitted

Frank Cohee, National Secretary

CALL FOR ELECTIONS

The membership is hereby notified that elections will be held in the spring of 2008 for the following National KWVA positions:

■ President, First Vice President and Second Vice President for the year 2008-2010.

■ The offices of four Directors for the years of 2008-2011.

No later than February 15, 2008 any regular members in good standing of the Korean War Veterans Association (KWVA) seeking to run for any of the aforementioned offices shall make their intentions known to the Chairman of the Nominating Committee, Tom McHugh, in writing, using the following format:

Requirements:

A. Must present proof of service by submitting a separate signed Official Membership Application Form showing eligible service years and a statement releasing the application form for verification by the Nominating Committee (no fee required)

B. Must present a current photograph suitable for publication in The Graybeards.

C. Must submit a letter with the following:

- 1) Your intent to run for an office and the office sought.
- 2) A resume of your qualifications for this office, stating any experience that will be of benefit to the Association.
- 3) Your current mailing address, telephone number and KWVA membership number.
- 4) This letter will be limited to approximately one typed page.
- 5) A statement that you will attend all called meetings of the Board of Directors and that you understand that two unexcused absences could be used for your removal from office.

D. You must sign a statement that your dues are current through the whole term of the office that you are seeking.

Payment of delinquent dues shall not be retroactive for the purpose of establishing eligibility to run for office within the Association.

E. Send the above items by certified mail, return receipt requested, to the Nominating Committee Chairman to arrive **not later than February 15, 2008.**

Nominees are requested to contact the Nominating Committee Chairman if they have any questions.

Application and questions are to be addressed to:

Thomas M. McHugh
Nominating Chairman
217 Seymour Road
Hackettstown, NJ 07840
TMMcHugh@msn.com
Ph: 908-852-1964

The process is as follows: The Nominating Committee certifies the candidates that are qualified to stand for office. The declarations are sent to the Editor of *The Graybeards* for publication in the March-April edition. The ballots are also published in that edition. Members then cast their ballots by June 10th. A CPA then counts the ballots and reports the results to the Nominating Committee.

Frank Cohee, National Secretary