

### ARLINGTON, VA - JULY 25, 2010

**Call for the Meeting:** KWVA Website and *The Graybeards*, March-April 2010 Issue

**Place of Announced Meeting:** The Doubletree Hotel, 300 Army Navy Drive, VA 22202

**Call to Order:** President Mac Swain called the meeting to order at 0915 hours, followed by the Pledge of Allegiance. In the absence of the Chaplain, he gave the invocation.

The President then informed those present of their need to have a red dot on their identification badge in order to vote.

**Roll Call and Introductions:** President Mac Swain asked for a roll call of the officers and Directors, which was called by Secretary Cohee:

**KWVA Board Members:**

- William F. Mac Swain, President
- James E. Ferris, 1st Vice President
- Frank E. Cohee, Jr. Secretary
- J. Tilford Jones, Treasurer
- Jeffrey J. Brodeur, Director
- Richard E. Brown, Sr. Director
- Luther Dappen, Director
- Marvin Dunn, Director
- James A. Fountain, Director
- Arthur S. Griffith, Director
- George E. Lawhon, Jr. Director
- Thomas M. McHugh, Director
- Luther E. Rice, Jr., Director
- Thomas W. Stevens, Director
- Glen Thompson. Director
- Ezra "Frank" Williams, Director

All responded that they were present. Secretary Cohee declared that all officers and directors were present and that there was a quorum.

**Rules of Decorum, Debate and Voting:** President Mac Swain instructed all in the rules governing decorum and debate for the meeting and how the voting process would be conducted.

President Mac Swain asked for a motion for the Board to approve the Director's Rules of Decorum and Debate. Director Rice made that motion, which was seconded by Director Lawhon. The President asked for a vote and received a unanimous 'aye,' with no opposition from the Board of Directors, which carried the motion.

**Appointments, Election Results and Installation of Officers:**

President Mac Swain pointed out the results of the recent elections, with he and First Vice President Jim Ferris having been re-elected, together with Directors James Fountain and Thomas McHugh and new Directors Arthur Griffith and Thomas Stevens. There was no candidate for Second Vice President, which remains vacant.

Before the installation of officers, President Mac Swain announced, in turn, each of his appointments and asked for motions to approve:

	<u>Motion by</u>	<u>Seconded by</u>
For Secretary:	Frank Cohee	Dir. McHugh
For Treasurer:	J. Tilford Jones	Dir. Thompson
		Dir. Williams

Both motions carried.

President Mac Swain introduced the directors elected in 2010.

- Director Stevens
- Director McHugh
- Director Art Griffith
- Director Jim Fountain

The President asked Judge Advocate Billy Scott to swear in the newly elected and appointed officers.

Judge Advocate Billy Scott: "It is my honor to install the officers of the Korean War Veterans Association for the administrative year 2010 to 2012. They are William F. Mac Swain, President; James Ferris, First Vice President; we have no Second Vice President; Frank Cohee, Jr., Secretary; J. Tilford Jones, Treasurer; and Directors Thomas McHugh, James Fountain, Thomas Stevens and Arthur Griffith. Raise your right hand and repeat after me:

*I do solemnly swear to uphold the Constitution of the United States of America, the bylaws and procedures in the standard procedure manual of the Korean War Veterans Association, Incorporated, and I further promise that I will administer the duties of the office that I am about to assume to the best of my ability. Upon completion of my term of office, I further promise that I will turn over all records, equipment, and monies that I have in my possession to my successor, so help me God.*

You may lower your hands. Ladies and gentlemen, with the power vested in me by the Korean War Veterans Association, I hereby declare the officers of the Korean War Veterans Association to be installed."

Following the applause for the newly installed officers, the President asked for a motion to accept the agenda. Director Dunn made the motion to accept; it was seconded by Director Fountain. A 'Yes' voice vote was given in unison, with none opposed. The motion carried.

Next, the President acknowledged and introduced KWVA Staff and distinguished visitors from chapters and departments. He noted that in both categories some do double duty for the KWVA. For instance, Miles Brown and Glen Thompson, both from Chapter 270, have been working to form a 501c3 corporation called "Legacy of the Korean War Foundation." Larry Kinard, Tell America Director, is also Chapter 215 President, and VAVS Director J.D Randolph is also President of Chapter 270.

President Mac Swain also congratulated recently elected New York Department President Sal Scarlato.

**KWVA Staff**

- Jim Doppelhammer, Webmaster & Data Manager
- Jake Feaster, Asst. Secretary and Supervisor of Membership Records Management
- Larry Kinard, Tell America Operations Director
- Tine Martin, Ethics and Grievance Committee Representative
- J.D. Randolph, National Veterans Affairs Service (VAVS) Director
- Jamie Reynolds, Membership Administrator
- Billy J. Scott, Judge Advocate
- Steve Szekely, Chairman, Ethics & Grievance Committee

**KWVA Chapter and Department Visitors**

- Cathy L. Alessandri, Chapter 173

- Walter Ade, Sangamon County IL, Chapter 27, Director, Korean War National Museum
- Miles Brown, Chapter 270
- J.D. Randolph, Commander, Chapter 270
- Tine Martin, Commander, Department of Indiana
- Sal Scarlato, President, Department of New York
- John Voigt, Commander, Chapter 33

**Approval of Previous Meeting.** President Mac Swain asked Secretary Cohee to obtain approval of the minutes for the previous Board Meeting, in Irving, Texas, October 25th, 2009, which were printed in the November/December 2009 Issue of *The Graybeards*. Director Brown made that motion; it was seconded by Director Williams. All voted yes. It passed with no opposition.

**Treasurer's Report.** J. Tilford Jones

"The Korean War Veterans Association, Inc. is no longer operating off our investments.

As you're aware, this administration took over on June 25th, 2008. We did have to dip into our investments to pay our bills, some of which were inherited. In 2008, approximately \$73,000 was removed from our investments to meet our obligations. As all of you are aware, in 2009, we had a surplus of \$32,700. We did not withdraw any monies from our investment accounts. In fact, we reinvested all of our interest and dividend income into our portfolio. We still wound up with this nice surplus, and this was accomplished with less income than we had in 2008.

I believe this shows the commitment of our President to put the organization back on a sound fiscal footing. It is also a result of each officer and director who are here working together to accomplish this goal.

Even though our income was down and our fundraiser did not produce the expected revenue, Frank Cohee, if you'll remember, was pushing a thing called a directory. No one seemed to want to help Frank, so he essentially did this single handedly. In 2009, the \$10 membership(s) we received from the directory sales contributed \$13,890 to our bottom line. That certainly helped to fill a lot of gaps, so we consider this, the year 2009, as a step forward in our fiscal responsibility to our members.

Each of you should have received the six-month financial statement. They were mailed out in time for everyone to receive it. I hope you had the opportunity to read through this report.

You will notice that we have right now \$10,883 income over our expenses at this time completely-all of our expenses. Again, our thanks go out to Frank Cohee, because in April we received a check for \$28,291 from the sales of that directory, so the directory has really been our fundraiser this year. I think Frank deserves an applause." After the applause subsided, the Treasurer continued:

"Well, what do we look like today? We have a little over \$30,000 in our checking account, and we have a little over \$71,000 in our savings account. Our investment accounts continue to fluctuate, of course, with the market. I believe we are on solid ground financially at this time, and we still have the Board's travel expenses and three issues of *The Graybeards* to cover this year. These are the largest obligations facing us. With our dues income the rest of the year, we should at least break even. Thank you."

President Mac Swain asked for a motion to approve the Treasurer's Report. Director Thompson made that motion, which was seconded

by Director Brown. All voted yes; the Report passed with no opposition.

## OLD BUSINESS

**2010 Election.** The President asked for approval to destroy the election ballots of 2010. A motion to do that was made by Director Griffith, which was seconded by Director Rice. All voted yes. The motion passed with no opposition.

**Ethics & Grievance Report.** E&G Committee Chairman Steve Szekely declared there had been no complaints filed this year, and his report on that had been submitted to the Secretary.

**HRM Group Report.** President Mac Swain reported that the HRM Group, which had managed the Annual Association Membership Meeting, had done a masterful job, and that the Association will not lose money on this particular meeting. We should break even.

**Bylaws Committee Report.** Committee Chairman Lawhon reported that the 2009 Bylaws & Standard Procedure Manual (SPM) Review/Revision Project authorized by the Board at Norfolk was now complete. The Bylaws Amendment had been ratified by the Membership in 2009 at the Annual Association Meeting in Irving, Texas. The SPM was then revised accordingly, approved unanimously by the Board in a 'Business Without a Meeting' on June 1, 2010, and updated on the KWVA website. A final status report for the Project was published in the July/August 2010 issue of *The Graybeards*.

Liability Insurance for all chapters and departments. Director Lawhon stated that Lee Dauster, who has handled the insurance for the Association, obtained a quote and passed it on to him. But, it did not contain sufficient detail. The underwriter's quote was for \$26,000 for the Association coverage, but he did not have the breakdown for the different configurations of coverage, options, and the associated costs. Director Lawhon made a motion to have the liability insurance done with a Business Without A Meeting. The motion was seconded by Director Brodeur.

As soon as the details are received, they will be sent to the officers and directors so they can be informed as soon as possible prior to a meeting. President Mac Swain preferred to have it sent to him, and he would take care of it from there. The quote is liability insurance for the Association, including all Chapters and Departments, and should be discussed after receiving the details, and then acted on accordingly. The President called for a vote. There were 11 Yes votes and 2 No votes. The motion carried.

**Memorial Day Fundraiser Raffle.** President Mac Swain announced that Mr. Wing had won the raffle, and asked for a motion to destroy the tickets. Director Griffith made the motion, with a second from Director Williams. All voted yes. The Motion passed with no opposition.

## NEW BUSINESS

**Second Vice President.** 1st Vice President Ferris made a motion that the selection of 2nd Vice President be postponed until the President calls a meeting either in October or November 2010. He also pointed out that the President's committee appointments could be taken care of, together with other KWVA business. The motion was seconded by Director Rice. It passed with no opposition.

**2010 Membership Meeting Agenda.** President Mac Swain asked for a motion to approve the agenda for the 2010 Annual General

Membership Meeting. The motion was made by Director Brown and seconded by Director McHugh. The President called for a vote. All voted yes. The motion passed with no opposition.

**2011 Budget & Finance Report.** The President asked Director Dunn to present the 2011 Budget. Dunn stated that he would ask Treasurer Tilford Jones, since he was more familiar with some of the details. President Mac Swain asked for the Budget to be displayed on the screen. Treasurer Jones discussed each item in detail. Changes from 2010 to 2011 were minor. The total budget for 2010 is \$324,550.00. For 2011, it is \$325,225.00. Director Thompson made a motion that the 2011 budget be approved as presented by the Treasurer. The motion was seconded by Director Lawhon. It passed with no opposition.

**2011 Annual Meeting Site.** Since Boston had been selected as the 2011 Annual Membership Meeting site, the President asked Director Brodeur if the Boston area wished for it to happen in Boston, using HRM to take over the operation. Director Brodeur replied that if contacted by HRM, they would work with them as much as possible.

There was some discussion about the costs. The President asked for a motion to approve the use of HRM for the 2011 Boston Annual Membership Meeting Site. The motion was made by Director Brown and seconded by Director Fountain. All voted yes. The motion passed with no opposition.

**2012 & 2013 Annual Membership Meeting Sites.** President Mac Swain indicated a need for sites for the 2012 & 2013 Annual Membership Meetings. He pointed out that we have no volunteers as yet, so the issue will need to be put on our next Board meeting agenda, and perhaps an announcement should be included in *The Graybeards*. Hopefully, he said, it might be somewhere in the middle of the country.

He asked the Board to approve this particular action until we've had a chance to think it over until the next meeting. Director Fountain made a motion to do that. Director Dunn seconded the motion. All voted yes. The Motion passed with no opposition.

**Ratification of the Business Without a Meeting, June 1, 2010.** The President asked the Board for a ratification of the Business Without a Meeting called on June 1, 2010 for the approval of the Standard Procedure (SPM) amendment. He asked, "Do I have a second?" Director Stevens seconded it.

The President asked that all those who voted yes to say "Yes." The Board members responded with "Yes." President Mac Swain asked for those who had voted no to say "No." There was no response. The request for ratification was approved.

**Reinstatement Request from Past President Harley Coon.** Secretary Cohee read a letter from Harley Coon, Past KWVA President, in which Mr. Coon requested reinstatement as a member of the Korean War Veterans Association. In his letter, Mr. Coon acknowledged his mistakes, apologized for them to the Board of Directors, and asked for forgiveness. He closed the letter with, "...My greatest desire is to be rejoined with those of the Association. ...I have no desire, nor can I physically hold any office, even at a chapter level, in the organization." Yours truly, Harley J. Coon, Past President, Korean War Veterans Association Incorporation.

A motion for consideration of the reinstatement of Harley Coon was made by Director Brodeur. A second to the motion was made by

Director Rice. Discussion followed, for and against. All who wished to speak had their say. President Mac Swain then called for a vote, asking all to raise their hands for a count. The result was 8 for, 3 against, and 2 abstentions. The President said, "The motion carries, and Mr. Coon will be reinstated."

**Honorary Members.** Ms. Cathy Alessandri, Chapter 173, requested that Kit Frazer be afforded an honorary membership in the KWVA. Ms. Frazer's husband died in service. She serves as a President of Gold Star Wives, and she is very active in the support of Korean War veterans. President Mac Swain asked for a motion, which was made by Director Williams and seconded by Director Brodeur. All voted yes. The motion passed with no opposition.

A request from Arizona Chapter 311 was placed before the Board to transfer the membership number of H. Edward Reeves, ex-Prisoner of War Member LP00414, recently deceased, to Beverly Jean Reeves, his widow. The chapter's request included the information that the chapter planned to give her an honorary lifetime associate membership. A motion to consider was made by Director Stevens and seconded by Director Williams. Discussion followed, with a firm response from both the Secretary and the President that transfer of the widow's husband's KWVA membership number could not be done. The motion under discussion and a vote would be an honorary membership. There were mixed views about the issue, mainly about the lack of specific policy and procedures.

A vote was called for the motion. When the President asked for all in favor of making her an honorary member to say yes, there was no response. When asked for those who opposed the motion, there was a unanimous "Yes."

Director Brodeur made a motion to put a moratorium on honorary memberships. It was seconded by Director McHugh. When asked by the President for those in favor to signify by saying yes, the Board's response was "Yes." When asked for those opposed, there was no response.

**Missouri Chapter Dissolution.** Director Frank Williams, also Missouri Department Commander, made a presentation to support his request to dissolve Chapter (CID) 246. In the evidence he submitted to the Board was the fact that shortly after receiving their charter in 2001, the members voted to not require anybody to pay dues to the KWVA. At this time, even the Chapter Commander is not a member of the KWVA.

Recently, that person phoned Jake Feaster, Supervisor of Membership Records Management, and argued about the clear requirement for all to pay dues to the Association. Supervisor Feaster assured those present that the record data supported the presentation, and that what is needed are some guidelines and enforcement criteria that are met or not met. He is working with the Membership Committee Chairman on that.

The Missouri Department also voted at their last state meeting to no longer recognize Chapter 246 or permit them to participate in KWVA business. After indicating that only this Missouri chapter had such a problem, Director Williams said that once it was dissolved, there were sufficient people there who wanted to have a legitimate, compliant chapter and would work towards that end. They include, Williams said, 14 people, 4 of whom are Life Members.

He concluded with a clear plea for all to do the right thing about their dues, and that chapter and department officers meet their sworn obli-

gation to enforcement.

Speaking both as a Director and the Missouri Department Commander, Williams made the motion: "I move that Chapter 246 be dissolved by a vote today and that the Secretary of State and the Attorney General be informed of the action taken; also, that all of the directors and the commanders of the departments of states be sent a letter also." Director Brodeur seconded the motion.

A short discussion followed. First, Director Brodeur suggested they be looking for a new name. First Vice President Ferris followed by saying, "...Therefore, I uphold that 100 percent, so I agree with my colleague here that we should do exactly as he says and send a message to the people out there that we are not going to put up with chapters who do not comply with our Bylaws. We've passed it, we agreed to it, we swore to uphold them and by golly, we better do it. So, I agree with this motion entirely. Thank you."

When asked by the President for those in favor to signify by saying yes, the Board's response was "Yes." When asked for those opposed, there was no response. The motion passed. The President pointed out that it included sending letters to the Attorney General and the incorporation people.

**Quarterly Report.** Director Lawhon made a motion that the President be required to give a quarterly report to the Board of Directors so they would have sufficient and timely information to perform their obligation to KWVA Bylaws **Article III: "...Article III, Section 1, F. Board of Directors.** "...*The Board shall formulate policies and supervise the execution thereof and have the control and management of the affairs, property and funds of the Association....*" Discussion followed by both President Mac Swain and Vice President Ferris.

The President spoke about his message in each of the six bimonthly editions of *The Graybeards*, a very busy schedule, a lot of paperwork, and considerable travel. Vice President Ferris agreed, and added that it should be the directors giving reports to the President. Other directors joined the discussion.

Director Lawhon acknowledged all that they said, including the President's busy schedule, but it remains that the President's Message in *The Graybeards* is essentially to the Membership, and there is minimal ongoing contact between he and the Board between meetings. He said if you want to vote against this, then you'll get what you have received before, which is the relationship between the President and the Board. He explained that it is the Board which has the duty to formulate policies and supervise the execution thereof and has the control and management of the affairs, property and funds of the Association. He does report to us in other ways. He causes the Treasurer to report to us, and the CPA. If that is sufficient to you, then you should vote against this, and I will accept that.

A vote was called on the motion. The count was 6 against, 5 for, with 2 abstentions. The motion did not pass.

**Return Postage for Association Election Ballots.** A motion was made by Director Lawhon to give return postage on election ballots sent to Members during an Association election, hoping to increase the Membership vote. The added text to the SPM Procedure 3.6.4 would be: "*The ballot provides the voter with paid return postage.*" The motion was seconded by Director Brown.

During the discussion, Director McHugh and Vice President Ferris opposed it because of cost, even if there was a one-year trial before

final approval to test the efficacy of the idea that Director Lawhon offered as an alternative to a permanent change in policy. A vote was called. The vote was 3 for and 9 against. The motion did not pass.

**Report - Membership.** Membership Chairman and Director Jeff Brodeur gave the Membership Report. As of July 22, 2010, the KWVA has 17,612 members, an increase of 1,147 members. We have 686 new members, an increase of 251 members. The number of members who have passed away is 344. We had 610 pass away last year.

Director Brodeur spoke of our pressing need for veterans and chapters to recruit for new members who have earned the Korean Defense Service Medal and the Expeditionary Medals, and to emphasize they are welcome to join the KWVA brotherhood. He also gave credit for the Membership Directory, promoted by Secretary Cohee, for part of the increase in membership.

He emphasized the need for a persistent and wider search for new members, especially those who have served since the Armistice took effect, because the consequence might be the end of the organization due to the inevitable decrease in membership without it. Director Brodeur then announced his resignation as Membership Chairman, to be effective at the time of the next Board Meeting.

**Report - Accredited Chapters and Departments.** Jake Feaster, Supervisor of the KWVA Management Records and Information System, presented the chapter and Department status, using a view-point display. He pointed out that even though there was a concentrated effort via email, phone, and *The Graybeards*, getting chapters and departments to submit their Bylaw-required reports has been difficult, and very slow. Sometimes, they are as much as a year late. President Mac Swain then asked for the reports from Chairmen Larry Kinard (Tell America), Tom McHugh (Ceremonies), and Warren Wiedhahn (Return Visits). He wanted those to be given at the Membership Meeting, together with some awards and recognitions. A motion was made to adjourn by Director Williams; it was seconded by "everybody." There was a salute to the colors, and the Meeting was adjourned at 12:43 PM.

*Submitted by Frank Cohee, National Secretary*

**Reunion Calendar: 2010 - 2011**

Mail your info to Reunion Editor, *The Graybeards*, 152 Sky View Drive, Rocky Hill, CT 06067 or email it to sharp\_arthur\_g@sbcglobal.net. Include Unit, Date(s), Place, and Contact's name, address, phone #, email address. Entries are posted "first come, first served." *The Graybeards* is not responsible for the accuracy of the information published.

**NOVEMBER, 2010**

**92nd Armored Field Artillery Bn.**, 7-10 Nov., New Orleans, LA, Holiday Inn-Downtown-Superdome. POC. Guy McMenemy, 281-469-2819

**APRIL, 2011**

**USS Ault** (DD 698), 28 April - 2 May, Mobile, AL. POC: Tony Fuentes, 1614 Adobe Springs Dr., San Antonio, TX 78232, 210-495-9554, fountain48@sbcglobal.net or Carol Peterson, Bay City Tours, 800 338-5597

**MAY, 2011**

**Coast Guard Combat Veterans Assn.**, 4-7 May, Dulles Airport, Washington DC, Crowne Plaza Hotel. POC: CWO Baker Herbert, 330-887-5539, USCGW64@neo.rr.com