

SUMMARY MINUTES OF KWVA EXECUTIVE COUNCIL MEETING

March 15, 2005 - Reno Hilton - Reno, Nevada

NOTE: This is a summary of the actions taken at a KWVA Executive Council Meeting. An official verbatim transcript is on file with The Secretary, KWVA, for all meetings on and since 07.27.2005

-o-

President Louis Dechert called the meeting to order at 9:04 AM.

John Sonley, Sergeant at Arms led in the Pledge of Allegiance.

Second Vice President Byron Dickerson gave the invocation

President Dechert made several announcements and stated that the meeting would be conducted in accordance with the KWVA Bylaws and/or Roberts Rules of Order. President Dechert then introduced all present. Tom Clawson, Revisit Chairman, was added to the Agenda.

President Dechert noted that the procedures for the Board were on the agenda and that the Agenda had been distributed to all as prescribed.

Director Bill Mac Swain made a motion that the Agenda be accepted. Director Ferris seconded the motion and it carried unanimously.

President Dechert noted that all votes would be roll call votes at the request of Director Dauster.

Director Dauster noted that the exception would be in the voting on the Bylaws report; that a roll call vote would not apply

ROLL CALL

The Secretary called the roll.

Present: President Lou Dechert, First Vice President Dick Adams, Second Vice President Byron Dickerson, Interim Treasurer Richard Hare and Interim Assistant Secretary Dick Predmore; Directors Harley Coon, Lee Dauster, Jim Ferris, Stanley Grogan, Bill Mac Swain, Larry McKinniss, Bob Morga and Joe Pirrello.

Absent, excused : Directors James Jones Jr., Dean McClain and Warren Wiedhahn.
Absent, unexcused: Director Dorothy Wenzel

Additional Official Officers present: Charley Price, C/S, Acting JA,VSO; Jake Feaster, Assistant JA, Special Projects; Paul Fitzsimmons, VAVS; Sim Goodall, Chairman, Ethics and /Grievance Committee; Jeff Brodeur, KWVA LnO to KVA; Dick Wainwright, Member,

Nominating Committee; Boyle Henderson, CPA; Jimmy Faircloth, Legal Counsel; Tom Clawson, Revisit Committee Chairman; Christy Hamrey, Recorder CCR#625.

PRIOR MINUTES

A motion by Director Dauster to approve the Minutes of the 9/24/04 Meeting as presented in the Graybeards was seconded by Director Grogan and was passed with a unanimous vote.

Director McKinniss questioned whether the Chair of Ethics and Grievance Committee could be someone other than a member of the Executive Council. President Dechert pointed out that a Standing Committee Chair must be a Director or other elected officer, according to the bylaws, but the E&G Committee Chair is a Special Committee position appointed by the President and does not fall under that requirement. The Judge Advocate and Civil Counsel affirmed that opinion.

There was no Correspondence report from the Secretary.

President Dechert presented a special award to Jack Tolbert, a former member of the Puerto Rican 65th Infantry Regiment in Korea. Jack is a member of Redding, CA, KWVA "Northern California Chapter #1" and is the recipient of the Distinguished Service Cross earned while fighting with the 65th in Korea. [A special Documentary on the 65th was presented to the Executive Council later in the meeting.]

TREASURER'S REPORT

Richard Hare presented the Treasurer's report. He distributed three items to each member of the council:

1. A cover letter from CPA Boyle Henderson, which contained the balance sheet with the profit and loss statement for the year ending December 31, 2004.
2. A summary of the current status of funds as of the end of the previous week, as an update, and noted that seven months of 2004 were under the previous administration and five months under the current administration. Therefore a difference in basic bookkeeping of funds is apparent.
3. A statement showing the status of KWVA funds as of Friday, March 15, 2005, which is reconciled with the bank statement, showing a checking account balance of \$20,735, a savings account balance of \$36,091 and a Smith Barney account with \$526,610.

There was extensive discussion of the reports by Council Members Dauster, Dechert, Coon, Adams, McKinniss, Pirrello, Henderson, Hare and Grogan. Richard Hare pointed out that 90% of our assets were with Smith Barney, invested in Franklin Income Fund, and while we have profited by it, it was considered at this time we should not have all of our eggs in one basket.

After lengthy discussion concerning bookkeeping methods, the lack of financial records documentation and the proper “mix” in the investment portfolio, President Dechert referred the question of the proper “mix” in the investment portfolio to the Finance Committee to **report their recommendations back to the Executive Council at their next meeting.** Director McKinniss moved to accept the Treasurer’s Report which was seconded by Director Grogan. The motion carried with a unanimous vote.

President Dechert made reference to the audit report and referred it to the Budget and Finance Committee for further study and recommendations. Upon comment from Director Coon, the President noted the late Tom Gregory, former KWVA Treasurer for his detailed and tireless efforts in handling the finances for KWVA for many years.

PRESENTATION ON 65TH INFANTRY

President Dechert then introduced Neomi Figueroa-Soulet, and William Cruz, representing EL POZO PRODUCTIONS, engaged in the making of a video of the Puerto Rican, 65th Infantry Regiment, the only segregated Hispanic unit in the U.S. Army. They call themselves the “Borinqueneers.” The speakers spoke of the illustrious history of the 65th and also showed an impressive rough Video Documentary of the unit’s history. A request was made to the KWVA for a \$25,000 sponsorship of this documentary, which it is hoped to go on National Television.

Director McKinniss moved that the **matter be referred to the Finance and Budget Committee** which Director Grogan seconded. A voice vote was suggested and the motion carried unanimously.

EXTRA-AGENDA ACTION

Director Coon requested the floor to address the President and Board members. He stated, *“This is to the president and fellow board members. I regret that after 12 years of service as a National Director of the KWVA and President for the past six years that I must resign as national director of the KWVA. My health problems continue to worsen. As a result of 33 months spent as a prisoner of war in Korea, I have had severe medical impact. Since my release as a prisoner of war I have had seven surgeries, major surgeries, and three heart attacks. Starvation, beatings, disease and mental stress disorder continues to worsen. I hereby resign as National Director this 15th day of March 2005. As President of the KWVA this past six years I have turned over to your administration all monies, books, records, and properties in my possession belonging to the organization, Harley J. Coon -- As MacArthur once said, ‘Old Soldiers never die. We just fade away.’ Thank you, Mr. President”*

Director Grogan made a motion that we accept the resignation of Director Harley Coon; Director McKinniss seconded it. A voice vote was conducted and the motion carried unanimously. President Dechert accepted Harley Coon’s resignation.

[Following the vote a 10-minute break was taken.]

CHARTER PRESENTED TO KVA CHAPTER 299, KWVA

President Lou Dechert presented Jeff Brodeur, President of Korea Veterans of America Chapter #299, KWVA, a Charter certifying it as a chapter within KWVA. Jeff spoke of the unification of the two organizations, which up until now had separate units. This unification marks a great step forward for all Korea Veterans.

REPORT OF BUDGET AND FINANCE COMMITTEE

Director Ferris submitted the Budget and Finance Committee Report. He stated that there were two primary subjects for discussion and resolution. The first was the reimbursement methods for attending National meetings. At present a \$600.00 flat rate exists, which is not proportionately adequate. An alternate method was proposed by Director Mac Swain for discussion. Extensive discussion resulted in a *per diem* type plan for reimbursement on a fair and equitable basis for all, which would also solve some IRS problems that existed under the old system. This new system would become effective at the next Executive Council Meeting. A motion was made by Director McKinniss that a limit be placed on reimbursement for land travel so that it did not exceed that of air travel. It was seconded by Director Mac Swain and the vote was unanimous in favor of the motion.

The matter of insurance was brought up as a matter of concern. Director Dauster passed out material concerning the insurance possibilities for the Organization as a whole. After much discussion of insurance issues relating to KWVA, the renewal of current policies was discussed. Director McKinniss moved to renew the current policies. Director Ferris seconded it and a voice vote was unanimous in favor of the motion.

Based on the information from Directors Dauster and Grogan a motion was made to further investigate future insurance alternatives. President Dechert noted that the motion was not necessary and appointed Directors Dauster and Grogan to **find an active insurance agent among the membership, and working through Director Ferris, report their recommendations at the next Executive Council Meeting.**

CONVENTION (REUNION) REPORT

2nd Vice President Dickerson reported that the Reunion Committee had secured the site of the Isle of Capri Hotel and Casino in Shreveport, LA for the October 2005 Reunion and Convention. San Antonio, TX will be the 2006 site. Areas for the 2007 meetings are under consideration at present, including the Bay City area of California, Orlando, FL, the Mount Rushmore area of North Dakota and others. Louisiana and Texas convention locations for 2005 and 2006 were approved at the Knoxville Convention and the 2007 location is to be presented at the 2005 Convention for action. Director Mac Swain made a motion to accept the Reunion Committee Report, which was seconded by Director Grogan. The vote was unanimous in favor.

Adjournment for lunch until 1305 (lunch recess taken)

Reconvened at 1:16 p.m.

2005 NOMINATION AND ELECTION REPORT

1st Vice President Dick Adams, Nomination Committee Chairman, and 2005 Nomination and Election Coordinator Dick Wainwright submitted the report on the nine candidates who qualified for as candidates for Director Term 2005-2008: Robert Banker, Jeff Brodeur, Don Byers, John "Jack" Edwards, Robert Fitts, William Mac Swain, Robert Simon, Warren Wiedhahn, and Christ Yanacos. Names and other election procedures will be in *The Graybeard*, as specified in the Bylaws. Director Dauster moved to accept the report and Director Ferris seconded. Motion Carried.

RESOLUTIONS REPORT

Resolutions Committee Chairman Dauster indicated that he had only received one Resolution that met the 30-day notice requirement. The resolution referred to an innuendo that a name change of "The Graybeards" not be considered. As there was no consideration underway to do so, there would be no action necessary. It was moved by Director Mac Swain to accept the reading of the resolution. A second was made by Director Grogan. The vote was unanimous noting the reading.

TELL AMERICA REPORT

Tell America Chairman 1st Vice President Dick Adams reported that Larry Kinard of Texas is revitalizing the Tell America Program. The program has slipped in the past few years and was all but dead on a National level. Some local Chapters have kept it going, and now with renewed leadership in that department and access to the KWVA Website and *The Graybeards*, interest and momentum is growing. Cooperation among Chapters is helping enormously.

MEMBERSHIP COMMITTEE

Director Dean McClain, Chairman, was absent due to illness. President Dechert reported that he had asked Jake Feaster to perform a special project upgrading membership records for the past several months. He asked Mr. Feaster to inform the Executive Council about what he was doing. Jake has been aiding in bringing the electronic age to the Association, along with Webmaster Jim Doppelhammer. The importance of this measure must not be taken lightly. Communication will be the glue that will bond this organization together so that it may grow with a purpose. The Internet has that unique ability to gather information, capture ideas from a multitude of resources, compile that information and distribute it to anyone who wishes to access it. The KWVA website, <http://www.kwva.org> does just that. Through it we get to know one another and display our Chapters' accomplishments so that others who wish to copy us may do so. New ideas and problem solving are at our fingertips. We must keep our Chapters' and Departments' records and accomplishments up to date, and those records must be shared with National, State, and Chapter alike. As an organization we must all be in step.

The website and *The Graybeards* keeps the communication and fraternity open and operating. Over the past years much information was lost or never existed. Communication between Chapter, Departments, and National would be lost, or non-existent, except by happenstance. Jake and his associates are putting the great puzzle together again. He requests that all changes be reported and recorded and that everyone who has access to a computer check the website daily or at least once a week. We are now able to reach out to Chapters and Departments, and to know them personally and to grow together.

BYLAWS COMMITTEE

Bylaws Chairman Mac Swain noted that the Executive Council had received a copy of his committee's proposed bylaws changes and given about a week and a half for their study.

Director Mac Swain made a motion that the Executive Council accept the bylaws, except for those areas the Council might have objections to; these to be brought up for discussion and resolved.

Director McKinniss seconded the motion. A voice vote was unanimous in favor of the motion.

The floor was open for discussion on further proposed changes and matters not yet incorporated by the Executive Council.

2nd VP Dickerson raised objection to "page 4, number one and two" relative to qualifications for the experience and requirements and so forth; that one and two just be knocked out. That's my motion." 1st VP Adams seconded the motion.

Considerable and lengthy discussion ensued, for clarification. Jimmy Faircloth simplified it by stating "What we would be left with is identical to the 2000 bylaws. There would be no additions beyond what's stated." Director Mac Swain responded, "That's right."

The motion was restated by Jimmy Faircloth, "The Motion is to amend the proposed bylaws to delete the objectionable language on page 4."

A roll call vote was taken. "Yes" would be to delete the stated portions.

Director Morga	Yes
Director Grogan	No
Director Ferris	Yes
Director Mac Swain	Yes
Director McKinniss	No

Director Pirrello No
Director Dauster Yes
2nd VP Dickerson Yes
1st VP Adams Yes

The Motion carried: 6 Yes, 3 No . Motion passed.

Director Ferris voiced concern on conflicting Chapter, Department and National bylaw wording. Following the discussion, Director McKinniss made a motion that we alter the sentence, which says, "...will elect a Department President and Vice President," and then after Vice President it will read, "and elect or appoint Secretary, Treasurer and Directors."

Director Grogan seconded the motion.

Director McKinniss questioned, "That will include the Departments and Chapters?"

Faircloth added, "Let's do one at a time just to make the record clear. Right now we are dealing with Section 3. You're adding---after vice President, 'elect or appoint.'"

President Dechert called for a voice vote. All voted in favor of the motion except for Director Mac Swain, who voted against it.

Director McKinniss: I would make the same motion as pertaining to the Chapters as it did to the Departments.

Director Grogan seconded it.

Jimmy Faircloth: Page nine; section four in the paragraph dealing with officers. The identical language to be added that was added on the last motion dealing with Departments.

President Dechert: All in favor say AYE. The vote was unanimous in favor of the motion.

(A 10-minute break was called)

President Dechert announced a **correction to the roll call**. Director Wenzel is excused from attending this meeting due to medical reasons.

Director Dauster made a motion that we accept the Bylaws report as amended. 1st VP Adams seconded the motion and a voice vote was unanimous in favor of the motion.

A motion was made by Director Mac Swain that the Bylaws Committee be authorized make necessary technical, typographical and other informational changes prior to presentation to the General Membership meeting. Director Dauster seconded the motion and a voice vote was unanimous in favor of the motion.

GOOD OF THE ORDER

At this point for the Good of the Order several guests, KWVA members that had traveled some distance were given the opportunity to speak of their organization's accomplishments and suggestions. Those speaking were Rod Stock and Pete Rivenberg, Secretary/Treasurer of Nevada Chapter 198, discussing recruitment and initiatives for same. Their presentation engendered much discussion. Also contributing to the discussion was Jack Edwards, Florida Chapter 159, William Hoyle, Chapter 203, Turlock, CA and Fred Williams, Nevada Chapter 198.

Directors Ferris and Dauster suggested that a committee be established for the purpose of recruitment utilizing Association resources to best advantage.

Director Dauster made a motion that the Council, direct the President to appoint a non-standing Committee for Recruitment. Director Mac Swain seconded it and the vote was unanimous in favor of the motion.

Revisit Chairman Tom Clawson presented his report and produced a copy for the Council members. He offered encouragement to keep the program going and to get more articles into *The Graybeards*.

A 10-minute break was taken and **the meeting reconvened in Executive Session** since the matter concerned personnel and legal matters.

EXECUTIVE SESSION

The Council reconvened in open session.

Executive Council members present as follows:

Dick Adams	Byron Dickerson
Lee Dauster	James E Ferris
Stanley J. Grogan	William F. Mac Swain
Larry McKinniss	Bob Morga
Joseph Pirrello	Lou Dechert*
Richard Hare*	Richard Predmore*

* Non-voting

President Lou Dechert presided with twelve (12) members (3 non-voting) and a *quorum* present.

The Chairman of the Ethics and Grievance Committee (E&G), Sim Goodall, was present. Other committee members Billy W. Jones, Tine P. Martin, Martin J. O'Brien, Al Silvano, and Steven Szekely were not present. Mr. Goodall stated that his remarks, and the report, represented the unanimous conclusions and recommendations of the E&G Committee.

Chairman Goodall reported on complaints concerning former officers and others. The E&G Committee investigation found that some of the complaints were unfounded, not sustained by the evidence presented, of such a nature as to require further actions at law or further investigation before making a decision.

Then, on advice of Counsel and the Judge Advocate, the President had the written report distributed to those present for reading and discussion. Each copy was numbered by the Sergeant at Arms to be accounted for at all times. Ample time was given for all to read the lengthy report. Discussion ensued. After extensive discussion, President Dechert, as he had announced before the report was distributed for reading, declined to refer the report to the Council for action at that time. There were matters contained in the report that will be referred at a future date for future discussion and appropriate action by the Council and/or members. All copies of the report were collected and accounted for by the Sergeant at Arms and returned to Mr. Goodall. The Civil Counsel retained a copy because several items were referred to him for legal follow through, as appropriate.

Also in executive session, the two petitions for reinstatement received by the President in writing—one of them had also been sent to individual Council members—were put on the agenda. The petitions were from Mr. Oreste A. Tramonte, LR05500, and Mr. Nicholas J. Pappas, LR06509. President Dechert had referred the Pappas request to the E&G Committee for consideration and recommendations, and so informed Mr. Pappas at the time. The petition had been submitted directly to the E&G Committee by Mr. Tramonte. The Committee reported out both requests to the President and President Dechert presented the E&G recommendations to the Council.

After extensive discussion, the reinstatement of both petitioners was approved by an 8 to 1 vote in the case of Mr. Tramonte, and a 6 to 3 vote in the case of Mr. Pappas.

The Executive Council then went back on the record and reopened the meeting.

Director Ferris made a motion to confirm the change of appointments of Dick Predmore from "Interim Assistant Secretary" to "Assistant Secretary" and Dick Hare from "Interim Treasurer" to "Treasurer."

Motion was seconded by Director Grogan. The vote was unanimous in favor of the motion.

Director McKinniss made a motion that the Executive Council seat vacated by Harley Coon be filled by appointing the fifth person receiving the most votes, to complete the remaining two years of the term to which Director Coon had been elected. Director

Pirrello seconded the motion. President Dechert asked for a show of hands. Vote was 6 yes. The motion carried.

The National Charter was discussed and is still in a state of dormancy. Much work is being exerted to remedy the situation but there is still a steep hill to climb. Don Byers is acting as President Dechert's Washington Liaison Officer.

Dates for the next meeting were discussed.

July 24 Travel Day
July 25 Committee Work
July 26 Executive Council Meeting

President Dechert indicated he would send something in the mail to clarify. This will be covered under the new system for expenses.

Director Mac Swain made a motion that all director election ballots as per Article III, Section 3, paragraph F of the bylaws, requiring them to be in the CPAs Office by July 10, 2005, that the CPA be given the direction to supply by registered mail not later than July 13, 2005 the complete listing of election results to each Executive Council member, each candidate for director, the Nominating Committee Chairman and the National KWVA Secretary, for formally reporting to the KWVA general membership meeting at the annual meeting in October 2005.

Director Dauster seconded the motion and the vote was unanimous in favor of the motion.

President Dechert summoned and presented Robert Personette to the Executive Council as a candidate for appointment as Chaplain of the National KWVA.

Director McKinniss moved to accept the appointment and it was seconded by Director Grogan.

The vote was unanimous in favor of the motion.

Chaplain Personette accepted and proceeded with the closing Prayer.

President Dechert: "Being no further business we are adjourned."

Meeting concluded at 5:31 p.m., March 15, 2005.

RESPECTFULLY SUBMITTED:

Richard Predmore, Asst. Secretary