REACT International, Inc.
Board of Directors Meeting
July 21-24, 2003
Evansville, Indiana

Directors Present:
Chairman Frank Jennings, Region 6
Exec. VP Bob Leef, Region 8
President Charles (Chuck) Thompson
Director Fred Lanshe, Region 1 (arrived 2:24pm 7/21)
Director Dick Cooper, Region 2
Former Director Jack Murrell, Region 4 (8:45am-9:50am 7/21)
Director Paul Jackson, Region 4 (arrived 9:50am 7/21)
Director Larry Fry, Region 5
Director Bob Kaster, Region 7

Directors Absent:
Director John Knott, Region 3 (Taking job training course)
Director Kenny Jagdeosingh, Region 9 (Flying in later)

Officers Present:
Treasurer Norm Kaplan
Secretary Lee Besing

Guests Present:
Tony Lane, Midland Radio Marketing, (TLane@MidlandRadio.com)
Jeff Geyer, Texas (affiliate)
Steve Lindquist, New Mexico (Rio Grande Valley President)
Eric Hutchins, California (Southern California REACT Council President (SCRC)

1. Call to Order: Meeting called to order by Chairman Jennings at 8:45am.

2. Quorum: Secretary Besing announced we did have a quorum present.

3. Opening Remarks: Chairman Jennings welcomed the Board to Evansville and asked for a moment of silence.

4. Approval of Minutes: Mr. Jennings asked if there were any corrections to the minutes. **Motion by Mr. Kaster, second by Mr. Fry to approve the minutes of the February 2003 Winter Board Meeting as printed. Motion passed.**

5. Director Elections: President Thompson announced the results for elections held for regions 1, 4 and 7. All three nominees were elected. Fred Lanshe was elected to Region 1, Paul Jackson was elected to Region 4 and Bob Kaster was elected to Region 7. Discussion held about when the new directors were seated following the election results being accepted. Director Jack Murrell said as soon as Paul Jackson arrived he would turn over his seat as Region 4 Director for the current session.

6. Special Presentation (off agenda): Tony Lane, Senior VP & Chief Operating Officer from Midland Radio, spoke about his hopes of reaching some agreement with REACT to do some cross marketing to our membership and assistance in promoting REACT membership to Midland customers.
7. 2003 Convention: Mr. Besing, Secretary, reported that there were around 80 registered attendees at the convention. Mr. Lynn (Convention Chair) would be addressing the board later today. He showed the members a copy of the convention program guide with the schedule inside the back cover which they will receive after they register for the convention later today or tomorrow. He cited “poor economy” as the primary reason given for non-attendance at the convention.

8. Treasurer’s Report: Mr. Kaplan, Treasurer, passed along financial reports with profit/loss statements but didn’t include the reports from the investment accounts. He expects us to end up the year’s budget slightly in the red due to lower interest rates on investments. One technique he has been using was to pay insurance premiums quarterly rather than annually, allowing him to invest our funds longer before withdrawing them to pay the larger payments. Discussion held on investment reports and who gets copies of them. Discussion held on levels of investment returns. Mr. Jennings thanked Mr. Kaplan for a job well done as Treasurer. Mr. Jennings later called our investment brokers to ask for an explanation of some missing reports, and found that some of our real estate bond pool investments were “paid off” as interest dropped and folks refinanced. He suggested that we would have to reinvest the proceeds into another investment. Mr. Kaplan then stated that we probably have another report waiting for the office. The investment broker suggested we had things under control and should make not major changes.

Break 9:45am-9:55am

Motion by Mr. Cooper, second by Mr. Kaster to commend Jack Murrell for his years of service to the Board since 1998. Motion passed. At this time Mr. Murrell turned over his seat to Mr. Paul Jackson as Director for Region 4.

Mr. Jackson introduced himself and gave some background on his previous REACT experience in Ohio, what officer positions he has held, etc.

9. Officer Reports
   a. President Chuck Thompson stated his report was built into this week’s agenda and would be covered in turn. He has been keeping the board informed via email during the year as needed.
   b. Executive VP Bob Leef - See report below under Committees.
   c. Secretary Lee Besing reported on how he typed minutes during the meeting instead of recording and making the minutes from the tapes.

10. Regional Director Reports
    a. Region 6 – Frank Jennings reported declining membership and merging teams to retain viability. He said teams in Idaho were growing as was one team in Hawaii, but others were holding their own. He discussed what groups were actually participating in running Disaster Services in Washington State.
    b. Region 4 – Paul Jackson reported he had at least one ALERT Team in Ohio that is now working with their local REACT Team. ALERT is no longer chartered nationally and have simply functioned as local groups on their own. Ohio is growing in members.
    c. Region 2 – Dick Cooper reported he had tried to reach Virginia Council to no avail. He attended Maryland and New Jersey Council meetings.
d. Region 5 – Larry Fry reported he was experiencing the same problems with membership levels in his region, with minor membership problems in the Illinois and Iowa being handled.

e. Region 7 – Bob Kaster reported he hasn’t been as active as he would like because he took a position as Emergency Coordinator with local government in OK City that has been eating up his time. Oklahoma is working on membership ideas. Discussed last years PSA videos presented and status of revamping them (not done yet, person formerly working with this project has dropped it, Bob looking for new contact.)

f. Region 8 – Bob Leef reported he was covering 4 states and reported on them. Utah has no teams although he had worked some leads, Arizona has 2 teams, Nevada has 2 teams, and California has 33 teams with two councils (Northern Council has disbanded, leaving Central and Southern). Discussion held on why Southern Council has been growing in teams and members, involvement in a program called TIP (Traffic Information People) which is traffic reporters from Radio/TV and Highway Patrol. Eric Hutchins (SCRC President) stated he felt growth was due to high visibility of teams with lots of public events, the Repeater Users Group (RUG), and the 800-inquiry line. He reported that he had asked Eric Hutchins to replace him as Region 8 Director at the completion of this convention.

11. Reports of Committees of the Board: No reports filed, no action taken.

12. Corporate Committee Reports by EVP Leef.
   a. 16 Committees and Liaisons. Five are vacant: Public Relations, Membership (RI website says “Leef”, should say “Vacant”), Ways and Means, Government Relations, FCC Liaison (Site shows “Riley”). Discussion on status of latter and letter.
   b. Report received from Tom Currie – Training & Development
   c. Report received from Stuart DeLuca – Publications Review
   d. Report received from Wayne Barringer – Awards & Recognition
   e. Report received from William Riley – Communications Committee
      Asked for action on four items, (1) Increased enforcement by FCC on CB, (2) Do more to educate our members about FCC rules for GMRS radio, (3) Promote logical advancement paths of advancement of radio licensing for members and non-members (like FRS to GMRS, CB to Amateur), and (4) See REACT become a partner in the Federal Highway Administration high frequency emergency radio network. The Board’s consensus was opposed to (1) as unrealistic expectations, approve (2) and (3), and to ask for more info about (4).
   f. Report made verbally by Paul Oby - Convention Site Selection Committee Paul appeared before the board to report that the committee had not received any bids for 2004 convention.

13. Review Proposed Bylaws Amendments: Mr. Thompson passed out an updated version of the Bylaws with all proposals included for later action. Extensive discussion was held as we reviewed line by line. Most were minor changes in grammar or clarification. Sections discussed include 5.2(c), 5.14(a), 6.1, 6.3, 6.5, 6.6; major re-write in section 7 to combine and clarify sections (requiring some renumbering). Much discussion on section 7.2(b) regarding whether the President should have the right to appoint/remove members of the Corporate Committees versus simply appointing chairman and allowing the Chair to find their own members of the committee.
Motion by Mr. Fry, no second, to adopt the Bylaws amendments as provided in writing by Mr. Thompson. Motion failed for lack of second.

Motion by Mr. Leef, second by Mr. Fry, that section 7.2(b) would state, “Corporate committee chairs will appoint committee members, subject to review and approval by the President.” Discussion held.

Mr. Cooper called for question. Motion (to call for question) passed with three in favor, two opposed, two abstained.

Motion by Mr. Thompson, second by Mr. Lanshe to amend the proposed section 7.2(b) to say “Corporate committee chairs will appoint committee members, subject to review and approval by the President. Committee members will serve at the pleasure of the President, who may remove members as deemed necessary.” Discussion held.

Motion to table by Mr. Thompson, second by Mr. Lanshe to table the motion regarding section 7.2(b) to allow time to rewrite the wording and bring back to board during this session. Motion passed, 1 opposed (Lanshe), 1 abstain (Fry).

Secretary’s interpretation of discussion: Section 7.2(b) should read, “Committee Chairs shall serve at the pleasure of the President, who may remove or appoint Committee Chairs as deemed necessary. Committee Chairs shall appoint their members with the approval of the President. The President or Committee Chair may remove Committee members as deemed necessary.”

Recommendations made by Mr. Thompson accepted by the Board that we strike sections 7.7, 7.8, and 7.9.

Section 7.10 was renumbered as 7.3”Quorum”, defining it as the majority of the committee. Discussion held about striking this section completely to allow the chairman to decide how to run the committee. Most committees did not actually meet in person to hold a quorum, but operate via email for the most part. Mr. Lanshe objected.

Section 7.11 renumbered to 7.4 “Manner of Acting”, but it was suggested that we delete this section since most committees communicated via email rather than in-person meetings during convention or between. Mr. Lanshe objected.

Section 7.12 renumbered to 7.3 “Rules”

Recommend section 7.13 “Informal action by Committees” be deleted.

Discussion held on section 9.6 (giving the President the right to act on behalf of the corporation), 9.7 (giving the President authority to accept gifts, etc. on behalf of the corporation within limits established by the Board, as opposed to requiring a full vote of the board to accept. Example given of large cash donations with strings attached.), 9.8 (strike the words “which may from time to time be” and other extraneous wording without changing the intent. Add the phrase “Alternatively, when authorized by the Board of Directors, shares of stock may be held in ‘street name’ by a registered stock broker with whom the corporation maintains an account.”), 9.9 (strike words “certified” and change the report requirement to provide the board with a copy within 90
193  days of the end of tax year.), 9.10 (add “with respect to members” and correct numbering of cross-
194  references), 9.15 (strike “and it is mailed third class”).

195  Mr. Thompson asked if there were any other areas which directors felt needed clarified or
196  addressed during this session. At this point, we suspended discussion until later in meeting.

199  14. Consider Current Committee Chairman and Performance
200  Mr. Leef suggested that we could base this upon only written reports or second hand reports based
201  upon actions observed by others. The following eight committees did not file reports as of the
202  time this agenda item was discussed.

203  a. Emergency Response (Chris Meyers FL) - No reported actions or reports. Board consensus
204  to retain committee but to replace the chair.

205  b. Junior REACT (Linda Faulkner Ontario) – Had no responses recently, may be attributed to
206  personal problems. Suggested some names from persons living in Ohio where active
207  Junior REACT Teams are flourishing. Referred to Paul Jackson for action.

208  c. Five-Year Planning (Dick Cooper NJ) – Dick said this committee has been inactive but he
209  would work to increase this.

210  d. Voluntary Agencies Liaison (Nat Maryn MD) – Nat was appointed last March, consensus
211  to retain. Has been spending time in both Maryland and Florida.

212  e. Bylaws, Policies & Procedures (Johnny Stowers CA) – Mr. Thompson recommended
213  retaining. Has worked with him on revisions submitted at this meeting. Board consensus
214  to retain.

215  f. Computer Services Bylaws (Johnny Stowers CA) – Board consensus to retain.

218  a. MOU with Civil Air Patrol. Review of progress (or lack thereof) in attempting to reach the
219  appropriate person or persons with CAP to accomplish this task. Mr. Kaplan felt that the
220  recent war activities might have contributed to the slow progress.

221  b. Mr. Thompson spoke with officials from Homeland Security to discuss idea of establishing
222  a Statement of Understanding (SOU) between HS and REACT similar to ARRL’s recent
223  agreement.

224  c. American Red Cross and Salvation Army agreements are to be revised to clarify the
225  wearing of REACT uniform and ID as appropriate, insurance coverage, etc. during
226  operations involving REACT members working with their agencies to help us maintain our
227  identities.

229  16. Review Policies: Mr. Thompson passed out copies of the latest revised policies for review and
230  information. Policy 7.1 was newly revised and condensed from previous policies due to changes in
231  bylaws rendering other policies invalid or not relevant. Policies are numbered according to the
232  section of the bylaws that authorized such policy to exist. Discussion held on Policy 3.6 dealing
233  with process of handling team charter applications and need to review RI website and the “14
234  steps...” document to update charter form and included cover letter(s) to be consistent with
235  Policies. Cover letter and new Team charter application being sent out need corrected to instruct
236  applicant to return application to RI HQ with funds, etc. Motion by Mr. Cooper, second by Mr.
237  Fry to approve Policy 7.1 as submitted by Mr. Thompson. The other policies are to be reviewed
238  by the directors and considered later in the meeting. Motion Passed.

240  17. Awards: Discussion held on large number of suggestions coming from this committee via
241  Chairman Wayne Barringer. Discussion held on Mr. Barringer’s idea of using electronic
newsletter to distribute info regarding Awards Committee. Mr. Thompson expressed his concern about having it included in the REACTer or mailed to each team so that we do not discriminate against teams without email. Discussion on needing to develop funding for these projects before committing to activating them long term.

Mr. Fry suggested that any new project, awards or otherwise, should include details about where funding would be found to make it happen.

Mr. Besing and Mr. Cooper agreed with Mr. Thompson that the Board should control the appearance and wording on any awards, certificates, etc. that is distributed electronically or printed on behalf of REACT International. Discussion held about creating new policy governing the proper use of phrases, logos, etc. for certificates or brochures.

Mr. Cooper suggested that we post Committee Reports on the Website, and publicize that this information is available via the REACTer. Mr. Leef asked that all committee reports be passed through him before posting. Mr. Thompson asked that he also be given a copy before being posted. Mr. Besing suggested that the reports not be given to the computer committee until ready for publication.

18. Review New RI Brochure – new brochures had been ordered and were to be partially drop shipped to the convention hotel to arrive during convention in a timely manner.

19. Insurance – Liability: Discussion held about high cost of coverage for members in California compared with members in other states. Mr. Leef stated he found a source for lower coverage via a not-for-profit organization, but with the stipulations that we be a California based corporation. One complication is that they would not quote rates until after January 1st of next year. Mr. Thompson floated the idea of a California based corporation subsidiary of REACT International, Inc. Mr. Leef mentioned that the one remaining incorporated council (SCRC) might assume this role for the entire. Discussion held on ramifications.

Motion by Mr. Cooper, second by Mr. Kaster, The Board directs the President to continue working toward the objective of reducing the cost of liability insurance. Motion passed.

Meeting recessed until 8am on Tuesday, July 22, 2003
Meeting called to order at 8am, No change in quorum.

20. Convention Scheduling – Discussion held on prospective bids for immediate future. Mr. Besing stated he was aware of three groups/areas who had told him they were working on ideas for submitting a bid (for 2005 or later), but nothing in writing as of today. Discussion held on idea of alternating years for International Conventions with Regional/Council area wide conventions. Question was asked if this would lose interest if we skipped a year. Discussion held on cost to attend convention and whether we could find ways to lower the cost of attending (i.e. lower cost rooms, registration fees, easier access airports). Mr. Jagdeosingh stated that his country was interested in hosting another convention in the future but understood the high cost of travel.

Motion by Mr. Leef, (no second) to extend the deadline for receiving bids for the 2004 convention to September 1, 2003. Motion failed.
Motion by Mr. Cooper, second by Mr. Thompson to hold REACT International conventions in odd numbered years and to encourage regional conferences during even numbered years. Vote: 6 directors in favor (Thompson, Lanshe, Cooper, Jackson, Kaster, Leef), 2 directors opposed (Fry, Jagdeosingh). Motion passed.

21. Affiliate Member Program – Discussion held about rates charged for this membership status. Mr. Kaplan reported we have 67 Affiliate members in 2003 and are charging $25/year and pro-rating the charge by $2/month (i.e. February would be $23, March $21, etc.). Mr. Besing mentioned that one of the attendees at an earlier session of the Board was an Affiliate from Texas who planned to start up a new team, but he was unaware of the discounted rate structure. Mr. Jackson spoke in favor of program saying it was working in Ohio. Mr. Cooper spoke in favor. Mr. Leef asked for a chart of the various rate structures with amounts and the assigned benefits of each class of membership. Mr. Kaplan suggested we work on revitalize this program. Mr. Besing suggested we could use our new contact with Midland Radio to promote this further. Mr. Thompson stated that Affiliate dues would be applied (pro-rated) toward team membership. Mr. Jagdeosingh stated he had some prospective Affiliate members in the Caribbean that he would begin working on upon his return. Mr. Leef asked that Regional Directors and Councils be notified whenever new Affiliate members are issued.

22. Report of Disaster Response Procedures Committee; Proposal – Mr. Kaster passed out a written copy of his proposal. Motion by Mr. Thompson, second by Mr. Cooper to accept the proposal. Motion passed. Mr. Kaster wished to express his thanks to Mr. Tom Currie (KY) for his assistance.

23. Proposal to Revise Family Member Program – Mr. Besing stated that he felt we would get more new members from the same family if we limited the cost of membership to a lower rate. He stated some families might register fewer members due to high cost of membership. He consulted with Johnny Stowers (Computer Services) who said there were perhaps less than a dozen families who currently have more than two members registered (paid). Motion by Mr. Fry, second by Mr. Leef to cap family membership at $38 with extra members at $5 each (plus insurance charge). Discussion on how this might affect RI bylaws and how this was a discount from the normal rates. Motion withdrawn due to questions about how this would impact insurance fees per team or affect renewal. Consensus was favorable but that more details need to be worked out. Referred to the floor of Thursday Open Board Meeting.

24. REACT Store Items – New caps and flash patches have been received and are being sold at REACT Store during convention. Mr. Thompson reported that OK’s lanyard project has dried up but he was investigating carrying this item in the RI Store (lanyard with REACT name/logo). Discussion on sources and trends. Consensus to move forward with project. Mr. Kaster to approach same company that OK got their original lanyards.

25. Budget Review – Mr. Kaplan reported that we should be within a thousand dollars within budget over/under with no major expenditures expected. He suggested that directors might wish to not utilize their budgeted reimbursement amount in an effort to keep us in the black. Mr. Thompson stated that we had budgeted this and that while many directors will never ask for this, others may need to use this amount as promised. No changes or amendments were offered.

26. REACT Email Program – Mr. Besing stated he was not ready to implement this idea because of needing to work out the admin side of the process to automate a web based interface under
controlled access by members only. He explained how the current email server program worked, the factors involved in automating this idea. He stated that the domain name of “react.org” had been previously reserved by Dallas County REACT with a possible idea of keeping it available to use in this manner. Mr. Thompson stated a concern that we should have a policy to limit or moderate the address names used for email to “real” names or unit numbers rather than less desirable names (such as “funnybunny@react.org”, etc.) Consensus that this was something we should continue to work on but were not ready to implement at this time.

27. Bylaws Amendments (continued from Item #13 above) Mr. Thompson presented written proposals of two versions of modifying section 7.2 dealing with who appoints/removes committee chairs and members, not just chairs. Mr. Thompson stated that it didn’t make sense to allow the President to create a new committee, state its purpose, and name its chairman but to deny the President the authority to appoint committee members.

Motion made by Mr. Leef, second by Mr. Jagdeosingh to modify Section 7.2 to read “Corporate Committees. (a) Establishment. The President may establish additional standing or temporary committees to assist in the operation of the corporation in areas such as publications, membership development, awards, training, etc. These committees will perform duties as directed by the president and may be renamed, reorganized, redirected, or abolished, as President deems necessary. (b) Committee Chairperson. The President appoints the Committee Chairperson of each Corporate Committee, and may replace or remove the Chairperson as deemed necessary. (c) Committee Members. Individual committee members are appointed, removed, and replaced by the Chairperson, with the approval of the President.” Discussion held. 3 in favor (Leef, Jagdeosingh, Lanshe), 5 opposed (Thompson, Cooper, Fry, Kaster, Jackson). Motion failed.

This means that we will recommend the version “Corporate Committees. (a) Establishment. The President may establish additional standing or temporary committees to assist in the operation of the corporation in areas such as publications, membership development, awards, training, etc. These committees will perform duties as directed by the president and may be renamed, reorganized, redirected, or abolished, as President deems necessary. (b) Committee members shall serve at the pleasure of the President, who may appoint or remove members as deemed necessary.” (This will be voted upon “in mass” along with the other proposed changes rather than a “line by line” approval/rejection.)

Question raised about modifying the bylaws to adjust the wording referring to “annual meeting of the members”. Discussion held.

Section 6.2 “Election Terms and Officer Eligibility” after (a) to insert “The President of the Corporation shall be elected for a two year term at the annual meeting of the board in even numbered years.” in front of “All other officers of the Corporation shall be elected annually…” It was noted that the “Winter Board Meeting” is actually our “Annual Meeting of the Board”.

Motion by Mr. Cooper, second by Mr. Kaster to approve the package of bylaw amendments as presented and modified during this meeting. Motion passed. Amendments to be published in the REACTer.

Mr. Thompson passed out some pages to be substituted in the previously passed out revised policies, which had been misprinted and were illegible. Mr. Thompson suggested that we strike the word “annual” in policy 4.1 dealing with conventions. It was pointed out that we have not
been following the rotation portion of the policy but that was still our goal. **Motion** by Mr. Thompson, second by Mr. Cooper to approve the policies as presented and modified during this meeting.

28. Announcement (if any) of Officer Changes – No announcements.

29. Consider the Status of any Director who has missed 2 consecutive meetings. Under Section 5.5(b) “Any director who misses two consecutive, non-electronic meetings of the Board of Directors will be deemed to have resigned as of the conclusion of the second meeting.” Director John Knott will have missed two consecutive meetings of the Board. He had started a new job prior to the last board meeting and could not attend. His new job didn’t work out and he started a new job just a few days prior to the convention and his new job prevented him from taking off the time for the convention. He has been active as director in all other aspects. Discussion held about how personal emergencies could prevent a director from attending, examples given by Mr. JagdeoSingh and Mr. Thompson. Mr. Thompson pointed out in the three previous situations that each was considered on a case-by-case basis. **Motion** by Mr. Lanshe, second by Mr. Jackson to decline to accept the bylaws mandated resignation by Director Knott. **Motion to Table** by Mr. Thompson, second by Mr. Kaster to table this motion until a closed meeting at the end of the convention. **Motion to table** passed.

30. Consider appointment, if needed, of directors to fill any vacancy. Mr. Leef expressed his intent to resign as Region 8 Director at the end of the convention and has recommended Eric Hutchins (CA) for the board to consider for appointment to this position.

**Meeting recessed at 11:55am on July 22, 2003 until needed later in convention.**
**Meeting called back to order at 3:40pm on July 23, 2003. No change in quorum.**

31. Mr. Jennings asked that we take up the matter of Mr. Tony Lane’s offer (previous agenda item #6 above) to print REACT Brochures at no cost to us, and insert info into boxes of their radio products for marketing. There was a suggestion of some award program giving away product on a monthly basis, and a mention of rebate or commission back to REACT tied in somehow with new membership. Mr. Cooper suggested that this should be tied in with our existing Awards and Recognition Committee or the Public Relations Committee to enhance our current programs. **Motion** by Mr. Leef, second by Mr. Lanshe directs the President to contact Mr. Lane in writing, asking for specific ideas / offers of programs from Midland Radio. **Motion Passed.** Mr. Thompson asked that the officers be directed to contact Midland and make the best deal for REACT possible. **Motion** by Mr. Cooper, second Mr. Lanshe that REACT International explore a relationship with Midland and establish programs along the lines of the suggestions made by Mr. Lane to the Board earlier this week. **Motion Passed.**

Discussion held about other awards programs sponsored by K40 Radio and Cobra Radio to ensure continuity of these programs with REACT. Mr. Fry felt that we should ask the chairman of the Awards & Recognitions Committee to contact them on our behalf.

Mr. Besing announced that he made two posters promoting REACT membership and gave them to Bill Thourling of Cobra Radio for placement in his motor home. Mr. Thourling had stated he received frequent requests from truckers when he stops at locations around the USA and needed REACT brochures and some posters for display and distribution in his motor home.
32. Mr. Jennings announced that Mr. Leef had submitted a written resignation from his position as Region 8 Director effective the end of this convention. Discussion held on possible candidates from that area. Mr. Leef has suggested Mr. Eric Hutchins (current Southern California Council president) as his replacement. Mr. Lanshe suggested Mr. Johnny Stowers (San Diego, CA) would be a suitable person. Mr. Besing stated that in conversation with Mr. Stowers last night, that Mr. Stowers stated he would recommend Mr. Hutchins as the only suitable candidate, and that he personally would not be willing to accept such a nomination. **Motion** by Mr. Cooper, second by Mr. Jackson to appoint Mr. Eric Hutchins to the remaining term of Region 8 Director effective upon Mr. Leef’s resignation at the close of the convention on July 24, 2003. **Motion Passed.**

33. Mr. Jennings asked that we set the date for the Winter Board in February 2004. Discussion held about holding it on Friday, February 20th through Sunday February 22nd. Mr. Jennings announced by consensus that the meeting would be held on those dates.

34. **Motion** by Mr. Thompson, second by Mr. Fry to commend the host of the 2004 Convention and present a proclamation to the Convention Chairman during the Banquet. **Motion Passed.**

35. Mr. Jagdeosingh asked that the history reported on the website regarding the 1991 convention show that representatives from Trinidad and Tobago were present at that convention. Discussion held about when UK had sent delegates to a convention in 1982 and questioned whether that item was included as well. Discussion held about what other years that delegates were sent to conventions from Trinidad and Tobago.

36. Mr. Jennings discussed possibilities of working with Nextel (cellular phone).

**Meeting recessed at 4:40pm until needed later on Thursday.**

**Meeting reconvened at 4:20pm on Thursday, July 24, 2003.**

**Director Lanshe absent, Mr. Kaplan absent (due to illness). All other directors and officers are present and a quorum is still in effect.**

37. Mr. Thompson reported that Region 3 Director John Knott has missed two consecutive non-electronic board meetings and according to the bylaws is deemed to have resigned. **Motion** by Mr. Fry, second by Mr. Leef that Mr. Knott’s resignation not be accepted in accordance with the bylaws. Discussion held in depth regarding the reasons behind his missing of these meetings. Discussion held about precedence set by three prior situations. It was reported that Mr. Knott had been extremely active in his region as Director and that his unavailability would be over shortly. **Motion passed.** 1 Abstention (Thompson).

38. Chairman Jennings submitted a letter of resignation as Chairman, but will remain as Region 6 Director. Mr. Thompson reported that such resignation is effective upon receipt by the secretary.

39. **Motion** by Mr. Thompson, second by Mr. Leef to nominate Mr. Cooper as Chairman of the Board for the unexpired term (until February 2004). Mr. Cooper accepted the nomination. **Motion passed.** 1 Abstention (Cooper).

40. Note: Resignation of Mr. Leef will take affect as of end of this meeting.

41. **Motion** by Mr. Thompson, second by Mr. Jennings that this meeting of the Board of Directors be adjourned sine die as of midnight July 24, 2003. **Motion passed.**

**Meeting reconvened at 7:00pm on July 24, 2003.**

**Directors absent: Mr. Jennings, Mr. Lanshe, All others present, quorum maintained.**
485 42. Mr. Cooper called meeting to order. Mr. Thompson requested that the Board award the Wilson
486 Goebel Award to Frank Jennings in recognition for his years of service and the major role he
487 played during the reorganization of REACT in 1998 and subsequent years. **Motion** by Mr.
488 Kaster, second by Mr. Fry to award the Wilson Goebel Award to B.F. “Frank” Jennings during the
489 banquet with the plaque to be mailed to Mr. Jennings following the convention. **Motion Passed.**

490 It was then noted that the previous session had a pending adjournment at midnight July 24, 2003, so the
491 board simply went back into recess at 7:10pm.

493 Meeting adjourned at midnight, July 24, 2003 with no other business being transacted since the above
494 session.

496 Minutes respectfully submitted by Lee W. Besing, Secretary

497 Summary for REACTer prepared by Chuck Thompson, General Counsel