

REACT International, Inc.  
Annual Board Meeting of Directors  
March 11-12, 2011  
Lima, Ohio

### Directors and Officers Present

- Stan Walters (PA) – Region 1, Chairman
- Norman Kaplan (MD) - Region 2
- John Knott (FL) – Region 3, President
- Ed Kerby (OH) – Region 4, Vice Chairman
- Larry Fry (WI) – Region 5
- Frank Jennings (WA) – Region 6
- Charles Land (TX) – Region 7, Treasurer

### Directors Not Present

- Vacant – Region 8 (filled during this meeting, nominee not present)
- Kenny Jagdeosingh (TT) – Region 9

### Officers

- President – See Region 3
- Treasurer – See Region 7
- Lee Besing (TX) – Secretary

### Officers Not Present

- Charles A Thompson (TX) – VP/General Counsel
- Ed Greany (CA) – Executive VP

### Visitors

- Brenda Cutchin (VA) – RI Office Manager
- Roy Drury (FL) – Infrastructure and Technology Chairman
- Jerry Seehaas (CA)
- Michael Cauley (FL)

1. Call to Order at 08:20 AM ET by Chairman Walters
2. Roll Call, 7 out of 8 directors are present, 3 of 5 non-voting officers are present, there is a quorum present.
3. Chairman Walters reported some items ( **agenda items 6, 7 & some of 8**) need to be delayed until Saturday.
4. **Agenda Item 9** – Regional Reports from Directors
  - a. **Region 1** – Stan Walters reported he was working on some new team charters in the region.
  - b. **Region 2** – Norman Kaplan reported loss of some teams, gain in other areas. He is working on starting a new team in Kentucky and 2 new teams in Virginia.
  - c. **Region 3** – John Knott raised questions about Team Insurance covering various activities, such as traffic direction. Brenda Cutchin stated teams having special events requires special certificate if you need specific coverage, rather than general coverage. Item will be added to tomorrow's agenda.
  - d. **Region 4** – Ed Kerby wanted to thank everybody for showing up for this meeting. Working to help start a new team in Southern Ohio, a team wanting to change their name, discussing the option of splitting the Ohio Council into a Northern & Southern Council to increase participation, working with teams that haven't renewed yet for 2011.

- e. **Region 5** – Larry Fry working directly with a team in Illinois having internal issues, helping to save the team by amending their bylaws, and removing a member who had a criminal record. Handling several applicants for new teams, but some had criminal records and were denied. 90% renewal in Region 5.
  - f. **Region 6** – Frank Jennings reported only 3 of 5 teams in region have renewed, one team won't be renewing. Working on 3 possible new teams (Washington, Oregon and Alaska). One team has 48 potential charter members, mostly ARES members (hams).
  - g. **Region 7** – Charles Land reported this region has the 2<sup>nd</sup> highest renewal rated, only 2 teams haven't renewed, one larger team has renewed only a percentage of their members (mostly life members) and will likely renew the remainder in the upcoming months. Working with 2 teams in Oklahoma who had previous history of friction due to close proximity who seem to be smoothing out their working relationships.
  - h. **Region 8** – Vacant – Chairman Walters contacted Asst Director Gene McLemore (sp?) in Arizona. California Emergency Management requested contact info for all California teams to add to a state database of emergency responder groups. EVP Greany has provided the information to them. Director Kaplan said this is the second year this agency has requested an update from the California REACT Teams, and recommended that we consider seeing if this action could be replicated in other states where we have teams trained & willing to participate in such. Many states are creating a one stop shop for volunteer emergency resources.
  - i. **Region 9** – Kenny Jagdeosingh reported (via email) teams in Trinidad & Tobago participated in various community events. The members of the team in Tobago are also members of the National Emergency Management Agency (NEMA).
5. **Agenda Item 10** – Reports from Committees of the Board.
- a. **Finance Committee** deferred until Agenda Item 13
  - b. **Membership Committee** – no activity needed activation since the summer Board Meeting in 2007. This committee deals with issues regarding team charters, state / regional councils, and Life members, not individual team memberships. (Not to be confused with the Membership & Retention committee). Typically Life Members have been self policing in reviewing any reports of misconduct by a Life Member, and recommending action to the Board's Membership Committee.

Discussion by Region 6, to change the activation of this committee from an “ad hoc” committee to an “always up” committee. Chairman Walters read from Bylaws 7.1(d) Membership Committee shall consist of 4 elected directors serving on the board, plus other REACT members as deemed necessary. Committee shall be created as needed for specific purpose, and report back to the board.

**Motion by** Region 7, second by Region 2 to add this issue to the agenda for Saturday. **Motion Passed.**

6. **Agenda Item 11** – Corporate Committee Report
- a. **Awards and Recognition** – Question raised about the “Team Website of the Month”. The PR Committee Chair created this award, and has been awarding this award outside the action of the Awards and Recognition Committee. Winning teams have been receiving electronic PDF awards, but this receipt has not been consistent. Region 6 asked if the list of awards provided by him at last year's annual board meeting had been handled. Committee Chairman Cauley stated he had contacted VP/General Counsel multiple times to get the wording used in the past. Other contacts have been made to obtain the wording used.
  - b. **Training and Development** – Report submitted by email. Region 2 requested that we start promoting the local team members to get trained also on the ICS and NIMS courses offered by FEMA. The new membership cards from RI, have places for reporting if a member had completed such training, but that information is only as accurate as what the local team reports. Many state / local emergency agencies are now requiring such certification prior to allowing another agency / volunteer to work with them.
  - c. **Infrastructure and Technology Committee** – Chairman Drury asked that some issues in his emailed report be raised and addressed during this meeting. One issue was the work of Mr. Mike Bresse who has put in hundreds of hours for the database development, and has saved the organization the equivalent of paid work in excess of \$100,000.

**Motion by** Region 3, second Region 2, to recognize Mike Bresse for his contribution to this committee, and to write a letter from the Board to Mr. Bresse. **Motion Passed.**

Discussion held regarding a plaque or other recognition such as a complimentary Life Membership or the Goebel Award for significant work in promoting / assisting REACT. Brenda Cutchin suggested that we could waive his annual RI membership dues during the time period he served on this committee.

**Motion by** Region 7, second by Region 3, to table this discussion (regarding award Mike Bresse a life membership) until Saturday. **Motion Passed.**

Committee recommended that a new LCD monitor be purchased for use in the office. Current monitor in use has been borrowed from an individual. Request up to \$200 for this purchase.

**Motion by** Region 2, second by Region 6, to authorize up to \$200 for the purchase of an appropriate LCD monitor for the office. **Motion Passed.** ITC Chairman will report back after monitor has purchased.

- d. **Convention Site Selection** – The only bid received, has been from Las Vegas. More details later in the meeting.
- e. **Public Relations** – Written report submitted via email from Chairman McCracken. Described press releases issued, discussed 50<sup>th</sup> anniversary details, such as the approved logo that could be used for patches, releases, memorabilia, etc. Discussion held regarding cost of producing such patch. **Motion by** Region 7, second by Region 5, to approve the basic logo design and authorize the President to work out the details regarding color, size, etc. and bring it back to the board. **Motion Passed.** Region 2 abstained.
- f. **Strategic Operations** – Written report submitted via email. The WPRT970 license has expired.
- g. **The REACTer editor** – Written report submitted via email. Copies of the “missing July-September 2010 issue” were distributed. This topic is on the agenda



7. **Agenda Item 12 – Guests & Visitor Presentations** – to be held thru end of meeting in case other visitors arrive.

8. **Agenda Item 13 – Financial Review** –

- a. **2010 YTD Financial Report** - Treasurer Land presented a 2010 YTD financial report that was the same presented during last month’s electronic meeting, 2010 fiscal year. He explained that \$12,400 was transferred from the old bank account to the current bank account, but was entered by error as income in Misc Income on the P&L. After corrections made, we will have ended 2010 with about a \$200 loss.
- b. **2011 Budget presentation** – Treasurer Land prepared a budget for 2011, stressing the need to watch actual income flow versus proposed income flow. He used 2010 figures, adjusting for known changes. He did not include the annual transfer of Life Member income (usually \$7,500 in February), nor dues from new Life Members, since those would be transferred to the Life Member investment fund. Added expenses for FICA and other payroll taxes. Initial proposed budget includes income of \$52,868, expenses of \$76,840, resulting in about \$24,900 negative income.

Discussion held. Director Jennings reported we have about \$62k in our Life Membership investment fund. Director Jennings suggested we needed to go electronic on as many of our publications as possible, such as the REACTer, Team Topics, and Radio Gram, so that we can reduce our fixed expenses for printing and postage. Director Kaplan repeated that our other option is to increase membership dues in 2012. Director Kaplan reported that we haven’t increased dues in the past 12 years. Mr. Kaplan commented that we can’t go 100% electronic because we still have a large percentage of members without reliable high speed Internet. The observation was made that we need a minimum of 250 copies to meet postal requirements, and we need to ease into this mode. During the 2011 renewal cycle, we required each team to have one active email address for contact purposes. Mr. Cauley observed that if we go fully electronic, we won’t be limited to a set number of pages per issue, nor the number of issues per year. Mr. Drury said the ITC Committee “might” be able to set up for 2012 renewals being

all electronic, but could not promise all the bugs would be worked out in time to allow teams to renew electronically.

Director Larry Fry suggested that we send out one more paper issue and announce we are going electronic due to budget issues, and they can fill out a form to “opt-in” to continue to receive paper copies. Discussion held regarding creating a form in the Passages and website to allow easy completion.

**Motion by** Region 2, second by Region 6, that the next issue (April-June 2011) of the REACTer have a form to allow opt-out of “electronic only delivery” of future issues of the REACTer. Form should include expected publication dates that the electronic issues would be available in the members’ only area of the RI website with instructions on how to access it. **Motion passed.** We need a very good written article in the April-June issue to explain why this measure was needed.

VP/General Counsel Chuck Thompson suggested (via email) that we consider producing the REACTer on CD Rom to those who cannot access the REACTer online. He suggested that we could charge a fee to cover duplication and printing.

Director Jennings suggested that our investment fund with Woodbury has traditionally been untouched for budget / operational funds purpose, other than the annual withdrawal of Life Member funds (\$20x number of active life members), but there has never been a resolution to establish this as policy. Director Fry stated that in the beginning it was known that without REACT there is no Life Member, that Mr. Thompson had previously stated we may have to access this fund to save REACT financially. Director Kaplan relayed a phone call from Mr. Thompson (actively monitoring online) that we should set policy to require a 3/4 vote of the board of directors before allowing withdrawing of excess funds, and perhaps set a date for repayment of those funds within two years.

**Motion by** Region 2, second by Region 6, to require 3/4 vote by the Board in the future, before transferring any funds from the Life Member Investment Fund, in excess of the normal annual withdrawal. **Motion Passed.**

9. **Agenda Item 14 – Office Review Report** – President Knott reported progress being made in filing with Virginia for being a corporation operating in Virginia. Reports have been filed in Illinois to ensure RI remains in good standing. Brenda Cutchin brought a binder with team contact information for directors to review. President Knott said he was arranging for an in-person office audit.
- **CPA Firm** – Brenda is still searching for a local CPA firm to conduct an audit. The only CPA bid received so far was for \$6k. Our former CPA has declined to perform the 2010 due to our being in another state.
  - **Office Copier** – The office copier is on a lease/purchase, moved from Suitland to Dinwiddie, with a couple of years remaining. The copier is not functional at this time, requires a technician from Norfolk, VA, (2 hour trip) to install & perform any repairs needed. A quote has been requested so this can be handled.
  - **Payroll Status** – Payroll status is being changed from a Contract Employee status, to a paid hourly employee status. Documentation has been submitted to Virginia so we can pay the appropriate payroll taxes. Brenda & Megan have been paid as contract employees for the months of January and February 2011.
  - **Office Faxes** – Office Faxes are becoming an issue, especially larger number of pages. Discussion of converting to an electronic fax service (myfax, efax, etc). Recommendation from Region 7 to defer this matter to the President.
  - **Postage Meter** - The postage meter machine has been returned. A small refund is expected from the balance remaining in our account. Presently Brenda is using normal stamps.
  - **Office Label Printing** – Question raised regarding printing labels in small quantity. Roy Drury suggested a Dyno Label Printer to print single labels.
  - **New member inquiries via the form on the website** – All inquiries go to the office, with copies to Stan Walters and John Knott, in case Brenda is not in the office. If they respond to an email, they notify Brenda so that efforts are not duplicated.

- **Voicemail calls to office** – We are using Vonage, so voice mails go to the office via a sound file email, with copies to the chairman and president. They only monitor those calls if Brenda was known to be away from the office for extended periods of time. If they respond to a call, they notify Brenda so that efforts are not duplicated.
- **Office Email** – Email sent to the office email address is being read by Brenda, Chairman and President. Email being sent to “brenda.cutchin@reactintl.org” is only read by Brenda.

**Motion** by Region 2, second by Region 3, to move into executive session. **Motion passed.**

Meeting moved into Executive session at 11:38am. Discussion regarding sharing of office emails.

**Motion** by Region 4, second by Region 7 to return to open session. **Motion passed.**

10. **Agenda Item 15 & 16** – Report of investigation of a California Team.

**Motion** by Region 5, second by Region 4, to move into Executive Session, **Motion passed at 1:35 ET.** Report made by Jerry Seehass of investigation started by (former) Region 8 Director Conlee.

**Motion** by Region 3, second Region 2, to resume normal session. **Returned at 4:41pm ET.**

11. **Agenda Item 17 – Convention Site Selection.** The only bid received was from Las Vegas United REACT. Discussion held & bid reviewed. Some information missing, but agreed the bid packet needs updating and modernizing. Tabled until Saturday.
12. **Agenda Item 18 – Life Member Report:** Director Jennings reported that we’ve had seven new Life Members approved so far in 2011. Brenda Cutchin mailed renewal notices to all “active, unattached” life members to verify their information. Approximately 35-40 envelopes were returned as undelivered. One member (deceased) reportedly “sold” his Life Member number to a team member prior to his passing. She is continuing to work on clearing this up, trying to identify deceased life members, etc.
13. **Agenda Item 19 – Region 8 Vacancy:** Two candidates Jerry Seehass & John Capadanno. Voting by paper ballot, no discussion held. Secretary counted. John Capadanno was the winner. John will fill the remaining term thru summer 2013.

14. **Agenda Item 20 – REACTer**

- a. **Missing REACTer issue July-September:** Copies of this issue were distributed. At this point, it would cost REACT International about \$1.25/issue to mail it. Brenda stated that most members calling in about this issue, have been willing to download it from the RI website. Consensus reached by board to not mass mail out this issue due to postage expense. Brenda to eventually throw away all by 25 copies.
- b. **Electronic Delivery** – Discussion held regarding electronic delivery of future REACTer. Idea to have an opt-in / opt-out on renewals for 2012. Idea to try using one region to see % of members willing to opt-out of paper copy. Idea of posting electronic copy in “member only” area of website for first 30 days, then linked off the public area. Idea to send paper copy to the team’s mailing address, and let other members download electronic copy or teams can copy on their own? There is a fixed cost of printing with volume discounts and a minimum of 250 copies mailed via our bulk mail permit. RI database to be updated to reflect “yes, no, electronic only” choices.

**Motion made** by Region 2, second by Region 7, to provide articles to Secretary so he can produce a Radio Gram to talk about this topic to the members, and ask they contact the RI Office to opt-in for getting electronic only (no paper copy mailed). **Motion Passed.**

- c. **Affiliates and International members** – Affiliate members should be getting the REACTer mailed to them. International members in Trinidad get drop shipped to Region 9 Director for local distribution. Members in Canada or Puerto Rico get mailed direct from Valley Printing via international postage.

- d. **Editor contract discussion** – President Knott reported that at last year’s annual meeting, the board agreed to retain Dawn Drury as editor of the REACTer, but no agreement / contract was signed. In the minutes, we agreed to pay \$400/issue. This issue was raised when the current issue was made into a double issue, so we were billed for two issues (\$800). Mr. Knott will work out a proposed agreement and bring back to the board, along with a copy of the previous editor’s contract for comparison.

**Recessed at 5:50pm ET until 8:30am ET Saturday, March 12, 2011**  
**Meeting resumed at 8:50am ET Saturday, March 12, 2011**

15. Some items were back filled in the minutes, not entered new below this point.

16. **Agenda Item 11(b) Continued Discussion** – topic of recognizing Mike Bresse for his outstanding work on our database. Director Jennings stated his objection based on principle to awarding a Life Membership to a member, rather than having a Team or Council pay for a membership. He further stated he would personally agree to donate access to his time share (one week in the Cancun) to Mike Bresse for his personal use. Mike would only need to arrange transportation & tip the housekeeper, etc. Director Jennings said the week would need to match up with available time slots. Director Kaplan reminded the board of a previous board decision to allow members serving on RI Committees who do outstanding work, to have their annual dues waived. **Motion made** by Region 4, second by Region 7, to rebate Mike Bresse’s dues for 2011, and to present to him the Goebel Award, and to relay Director Jennings’ offer of access to a one week time share vacation in the Cancun. **Motion Passed.** Chairman Walters stated this was not to be considered as setting precedent. Director Kaplan Reported that VP/General Counsel suggested that in order for Director Jennings to consider this a tax deductible donation, it would need to be made to REACT International, and allow REACT International to award this to Mr. Bresse.

17. **Agenda Item 17** continued – 2012 Convention Bid. President Knott contacted the proposed host to clarify issues that were incomplete on the bid form. He was assured that all those points were covered and could be handled. He stated his local team could absorb any loss if they did not break even on income/expenses. He has planned side trips and a cocktail reception. He told Mr. Knott that if the Board advised him of their needs, they would be met.

**Motion by** Region 2, second by Region 7, to accept the bid by Las Vegas United REACT to host the 2012 REACT International 50<sup>th</sup> Anniversary Convention in Las Vegas. **Motion Passed.** Region 5 Abstained. Rooms \$31.64/room for double occupancy (Sunday thru Thursday), \$56.50/room (1-2 person occupancy rate) for Friday thru Saturday. Rates guaranteed in July/August 2012 for early arrival or late departure, for those wanting to stay in Las Vegas longer. Host needs to determine actual dates of the convention, either three or four day length convention.

**18. Agenda Item 21 – Communicating with Teams**

a. **Team Topics** revival discussion. Mr. Cauley volunteered to assist with generating electronic issues monthly of the Radio Gram. Directors / Officers / Staff should contribute articles. One issue to go out following this board meeting to update the members on what changes were made during this week. Regular issues should go out around the first of the month.

b. **Official replacement for the REACT-L list.** Chairman Walters asked if we could form an “official” email list that would be separate from the current “unofficial” email list referred to as the “REACT-L” list hosted by David Moore since 1995. Mr. Drury stated the ITC was looking into this matter, and the new hosting service offered sufficient capacity to create such a service. He stated that the board should set up “acceptable use” policies and empower the directors, ITC members and RI Staff to serve as moderators on this new list.

**Motion by** Region 7, second by Region 2, that we develop this capability and ask the ITC to develop a proposed acceptable use policy and moderation capabilities. **Motion Passed.**

c. **Role of Directors** – Chairman Walters urged more communications by Directors with teams in their regions, to avoid future complaints of teams being unaware of RI Board meetings or being non-responsive to their requests.

**19. Agenda Item 22 – Review of Board involvement in team issues**

Director Land stated that Directors and Officers needed clarification regarding their authority to intervene in a local team's actions, records, etc. Discussion held. Teams requesting assistance should contact their Council or Director. Directors needing backup, advice or assistance should contact the Board Chairman or another Director. Directors outside that region should not get involved without an invitation from the local Regional Director. If the team cannot reach resolution using the Council or Director, they should bring it to the RI Board for resolution. This is covered in RI Policy 5.09 Director Land to draft some ideas for a possible guide for Directors / Officers when getting involved in local teams or councils.

**20. Agenda Item 23 -- Affiliate Member Insurance** – Discussion held regarding history of the affiliate program, and how it morphed into today's program. Concern was stated regarding possible liability caused by affiliate members, but without being covered under RI's insurance policy. Affiliates who just pay dues and receive the REACTer will not likely cause liability, but those who are more active, performing duties individually such as a team member might engage in, are more likely to cause liability or need liability coverage. Director Kaplan emailed a proposal for modifying the Affiliate Member program. This proposal will be placed on the agenda for a future board meeting. Director Land said we had covered this topic in previous meetings, and that we needed to approach our insurance company to discuss the coverage of "active duty" affiliate members, or active life members. Director Fry was concerned about the potential of "loose cannons" in the form of affiliate members. President Knott and the office manager will follow up on this issue with the insurance agent, and bring their response back to the board at a future meeting.

**21. Agenda Item 24 -- Renewal of Teams** – President Knott distributed a copy of the renewal packet to all directors and officers. Discussion of changing the start date for requesting renewals to an earlier date. Brenda Cutchin pointed out how some teams routinely delay sending in renewals of their remaining members until mid year, thus delaying receipt of the funds by RI. Directors were tasked with reviewing the packet and the renewal time table and if changes should be made, or if penalties should apply to teams who routinely delay renewals.

**22. Agenda Item 25** – deleted from the agenda.

**23. Agenda Item 26 – Reporting by Directors and Officers to the Board.** Discussion regarding the timeliness of responses by the other directors, officers or office staff. Director Fry commended Brenda Cutchin for her timely response to inquiries that he has previously sent to her. Brenda expressed her desire that when she forwards emails to a director for action, such as to respond to a request for new team charter, that the director would respond back to the office with a report of what action they have taken, or plan to take, with a timeline so that if the affected team / member calls the office again on same topic, she will be aware of the status. President Knott expressed his intent to keep the board informed of the officer's actions on a monthly basis. He requested input from the directors as to the form or type of financial reports being requested, to avoid duplication of efforts by sending one set of reports to one region and a different report to another region. Director Kaplan requested P&L statement, Balance Sheet, summary of the investment accounts (beginning balance, ending balance, transactions bought/sold) for a financial report.

**24. Agenda Item 27** – All Other Items – Directors were asked to cover any issues they had concern about.

a. Discussion about the Convention Seed Money (\$1000) that started with the 1999 convention in Nebraska, and passed from convention to convention. Secretary Besing stated that Crest REACT had the funds (verified by EVP Greany) waiting to send to the next convention host. Suggestion that the seed money be returned to RI between conventions. Motion by Region 5, second by Region 2, that the \$1,000 convention seed money be turned over to the designated next convention host, or returned to RI treasurer if the next convention host has not been determined at that time. The RI treasurer would forward to the next convention host when approved by the board. Motion Passed.

- b. Director Jennings reported that he had a subject to be discussed in closed session.  
**Motion by Region 2, second by Region 3, to go into closed executive session at 3:04pm. Motion passed.**

Topic involved an inactive state council's bank account being closed.

**Motion by Region 7, second by Region 2, to return to open session at 3:25pm. Motion Passed.**

- c. Director Kaplan raised the point of teams who do not renew, or only renew a portion of their members and form a separate sub-group to continue on as a REACT Team. His opinion was that such action would require that sub-group to re-charter as a team, since there was a major change of structure. Discussion held. Topic to be tabled until after April 1<sup>st</sup>, when the deadline for renewals has passed.
- d. Director Jennings raised concerns of the (bogus) Salt Lake City REACT Team. The office received a call from a person claiming to be a member of this "team" and complaining that her auto insurance had lapsed. She had been in an accident, called the number on her insurance card, was told it had been terminated at 8am that morning. Former Region 8 Director Conlee investigated. He found the "team president" was charging \$21 dues, plus selling auto insurance for \$25/month, and sold one "member" a life membership (the team's VP). VP/General Counsel has investigated and contacted the Utah Insurance Board & District Attorney to verify that RI did not have any registered teams in Salt Lake City. A previous complaint about the same individual had been received where he sold an allegedly defective vehicle to another individual, who tried to sue RI.
- e. **Motion by Region 7, second by Region 2, to allow VP/General Counsel to conduct further investigation into the Salt Lake City REACT and report his findings to the applicable District Attorney's office in Utah. Motion passed.**

25. **Return to Agenda Item 13(b) Budget for 2011.** Director Land (treasurer) requested we revisit the budget due to the later reduction in expenses with the REACTer going electronic. Motion by Region 2, second by Region 5, to adopt the budget as presented, and revisit the budget at a future electronic meeting to see how actual events have affected our income / expenses.

26. **Agenda Item 28** – Election of Officers

- a. Executive VP – Region 3 nominated Charles Hardy (WV). Region 5 nominated Jerry Seehass (CA). Vote held, Jerry Seehass elected.
- b. Secretary – Region 1 nominated Mike Castiglioni (MA). Comment: Mr. Castiglioni's team has not yet renewed, but is in process of renewing. Question raised regarding term of office for officers and assistant officers. Nomination withdrawn. Region 3 nominated Lee Besing (TX). Lee Besing elected by acclamation.
- c. Treasurer. Region 2 nominated Charles Land (TX). No other nominations. Charles Land elected by acclamation.

27. **Agenda Item 29** – Appointment of Assistants and other Officers

- a. VP/General Counsel – **Motion by Region 7, second by Region 5, to extend Mr. Thompson's term as VP/General Counsel, to allow him time to resolve pending legal issues with AV REACT and Salt Lake City REACT. Motion Passed.**
- b. Assistant Secretary – Region 2 nominated Michael Cauley (FL), declined. No nominations.
- c. Assistant Treasurer(s) -- Region 1 nominated Frank Jennings (WA). Frank Jennings nominated by acclamation. Region 2 nominated Stan Walters (PA). Stan Walters nominated by acclamation.
- d. Other Positions

28. **Agenda Item 30** – Election of Board Chairman and Vice Chairman

- a. Chairman. Region 3 nominated Stan Walters (PA). Stan Walters elected by acclamation.
- b. Vice Chairman. Region 3 nominated Ed Kerby (OH). Ed Kerby elected by acclamation.

29. **Agenda Item 31** – Discuss Directors who have missed two (2) consecutive meetings. See Bylaws Article V. Section 5.5 Resignations, paragraph (b). **Motion by Region 7, second by Region 2, to decline to accept Director**



Kenny Jagdeosingh's resignation (as per bylaws). **Motion Passed.** Region 3, 6, and 9 are up for election in 2011.

30. **Agenda Item 32** – Future Meetings

- a. Date and Time of Summer Board Meeting – tabled until later.
- b. Date and Times of future electronic meetings – tabled until later. President will call meeting in early April.

31. **Adjournment** – Motion to Adjourn by Region 2, second by Region 4. Motion Passed. Meeting adjourned at 4:55pm on Saturday, March 12, 2011.

Minutes taken by Secretary Lee Besing