



## Board of Directors Meeting Minutes - Cover Sheet

**Date:** Sunday, January 08, 2012

**Time:** 9:00 PM - EST

**Meeting Type:** Teleconference (**Digitally Recorded**)      **Length:** 6 Pages (**Including Cover Sheet**)

**Called by:** Board of Directors Vote

**Minutes Recorded by:** Michael S. Castiglioni, Secretary, REACT International Inc.

### Corporate Officers Present:

John Capodanno	President	OT
John Mahon	Executive Vice President	EL
Michael S. Castiglioni	Secretary	OT
Frank Jennings	Assistant Treasurer	OT
Stan Walters	Assistant Treasurer	OT

### Board of Directors:    **OT=ON TIME**    **NP=NOT PRESENT**    **EL= ENTERED LATE**

Stan Walters	Region 1 - Chairman of the Board	OT
Norman Kaplan	Region 2	OT
Roy Drury	Region 3	OT
Ed Kerby	Region 4 - Vice Chairman of the Board	OT
Laurence Fry	Region 5	OT
Thomas Jenkins	Region 6	OT
Charlie Land	Region 7	OT
John Capodanno	Region 8	OT
Kenny Jagdeosingh	Region 9	OT

### Assistant Directors:

Michael S. Castiglioni – Region 1

### Guests:

- |   |  |
|---|--|
| 1. Chuck Thompson - Dallas County REACT | 2. Keith Sossamon - Central Oklahoma REACT |
| 3. Jerry Jones - Dallas County REACT    | 4. Vince Mazuka - LA County REACT          |
| 5. Dennis Luciani - LA County REACT     | 6. Lee Besing - Hill Country REACT         |

<b>ITEM-1</b>	<b>9:02 MEETING CALLED to ORDER</b>
<b>ITEM-2</b>	<b>9:03 ROLL CALL</b>
<ul style="list-style-type: none"> <li>• Quorum has been met, EVP not present at this time.</li> </ul>	
<b>ITEM-3</b>	<b>9:04 GUEST CHECK-IN</b>
<ul style="list-style-type: none"> <li>• All guests accounted for.</li> </ul>	
<b>ITEM-4</b>	<b>9:05 WELCOME &amp; RULES</b>
<ul style="list-style-type: none"> <li>• Chairman reviews meeting rules.</li> </ul>	
<b>ITEM-5</b>	<b>9:06 ANNOUNCEMENTS</b>
<ul style="list-style-type: none"> <li>• No announcements made.</li> </ul>	
<b>ITEM-6</b>	<b>9:07 APPROVAL of AGENDA</b>
<ul style="list-style-type: none"> <li>• Region 3 expresses concern over "DUES" as New Business, Chairman moves to Old Business, as it is an existing item.</li> <li>• 9:09 Region 9 breaks from meeting temporarily.</li> </ul>	
<b>ITEM-8</b>	<b>9:10 TREASURER'S REPORT</b>
<ul style="list-style-type: none"> <li>• <b>President speaks on this report due to Treasurers Office vacancy.</b></li> <li>• <b>President reports 2009 Audit is complete.</b></li> <li>• <b>Region 3 asks for time frame on 2010 auditor report.</b></li> <li>• <b>President speaks of conflicting reports between RI Office, CPA, etc. President is working on clearing inconsistencies and finding correct info.</b></li> <li>• <b>President reports a delay in 2010 Audit due to waiting on report from RI office personnel.</b></li> <li>• <b>Region 3 is satisfied with this report.</b></li> <li>• <b>Chairman reports former President Knott reported on employee taxes as filed.</b></li> <li>• <b>9:18, Region 9 returns.</b></li> <li>• <b>Region 2 said it was due sometime in the next three months."</b></li> <li>• <b>Region 2, Illinois filing with Secretary of State is due by March 15, 2012. Virginia will be due in same time frame as foreign corporation.</b></li> <li>• <b>Region 3 reports RI status in Illinois shows as unfavorable status.</b></li> <li>• <b>Region 7 asks who has check writing authority as 2nd signature.</b></li> <li>• <b>Chairman confirms he is now the 2nd check writer.</b></li> </ul>	

**ITEM-9****9:24 OFFICER & DIRECTOR REPORTS**

- **Region-1, Contacting all Teams for renewal registration. R-1 reports 2 new Teams to join this region. NY Team expresses interest in holding convention.**
- **Region-2, Working on Team renewal and bringing in 2 new Teams.**
- **Region-3, Nothing to Report**
- **Region-4, Nothing to Report**
- **Region-5, In contact with all but 7 Teams. Reached out to President of Nebraska to assist.**
- **Region-6, Contacted most Teams, some have had trouble with electronic renewal.**
- **Region-7, It has been difficult to help Teams renew as well as conduct follow up with said Teams.**
- **Region-8, 8 Teams have renewed, 10 Teams pending (Apps in the mail). 1 Team not renewing.**
- **Region-9, Reports problems with a Team in Scotland and Ireland. Continues to make contact with current and former Teams.**
- **President, (Written report turned in)**
- **EVP, (Written report turned in)**
- **Asst. Treasurer, Nothing To Report**
- **Secretary, Nothing To Report**

**ITEM-10****9:46 OLD BUSINESS**

- **2012 Convention status update**
- **Region-7, Reports that no Teams in the region have expressed serious interest in hosting.**
- **Secretary, asks Chairman as to requirements of hosting 2012 convention.**
- **Region-5, Shares logistical information on convention.**
- **Region-9, Expresses interest in bidding and is prepared to hold convention.**
- **Chairman, We will entertain bids from interested parties.**

**ITEM-10B****10:01 ANNUAL BOARD MEETING UPDATE**

- **Chairman, asks if there are any questions or concerns for this event. No concerns communicated.**

**ITEM-10C****10:03 OTHER OLD BUSINESS**

- **Region-9, Expresses concern over International dues on account of exchange rates and lack of benefits North American Teams enjoy.**
- **President, Wants to know why this issue is being brought to fruition at the last moment. He is concerned about the effect this will have throughout REACT. He recommends that this be brought up for 2013 dues.**
- **Region-9, Agrees to 2013 dues proposal.**

**ITEM-11****10:11 NEW BUSINESS****ITEM-11A****10:12 OFFICER POSITIONS**

- President, Nominates Dennis Luciani for position of Treasurer of RI.
- Chairman, Dennis Luciani is confirmed as Treasurer, with no opposition.
- Region-3, Nominates Keith Sossamon as Public Information Officer (PIO) for RI. Mr. Sossamon is part of the Central Oklahoma REACT Team and is experienced as that Team's PIO. (Review of qualifications).
- Chairman, How do you envision the position on the RI scale compared to Team level.
- Mr. Sossamon, As a new position, he would pioneer the position.
- Region-3, Model the PIO program after ARRL's newly released guidelines as it applies to the position of PIO.
- Region-2, Asks for proposal of this position.
- Mr. Sossamon is confirmed as PIO, with no opposition.
- Region-3, Speaks on NIMS Coordinator position. Suggests EVP takes this role until such time as a full time individual is confirmed.
- EVP, Agrees to fulfill duties of position with no opposition.

**ITEM-11B****10:30 OTHER NEW BUSINESS**

- President Capodanno steps away from meeting.
- Region-6, Moves for Chuck Thompson to take position of VP and General Counsel.
- Region-2, Seconds this nomination.
- Region-3, Expresses concern that General Counsel need not be a VP position.
- Mr. Thompson, Willing to accept nomination.
- Chairman, Asks for discussion on topic.
- Region-4, Agrees to General Counsel, but not that of VP.
- Region-6, Nominated Mr. Thompson as both positions to essentially, "carry more weight".
- Region-3, Concerned that VP has authority to sign contracts.
- Vote Record: R1-N, R2-Y, R3-A, R4-N, R5-Y, R6-Y, R7-Y, R8-A, R9-Y
- Disposition: **Motion Passes**
- Motion Passes to make Mr. Thompson VP and General Counsel until March Annual Board Meeting.

**ITEM-11D****10:50 CREST**

- President, Updates as to CREST situation.
- Region-2, Moves to send the issue of the CREST team and all of the details to the Board Membership Committee to see about remove CREST as a Team from REACT International.
- Region-3, Seconds the motion.
- Region-3 and General Counsel, Committee Region-3, Submits Policy to have Directors lead by example and renew by January 31st of each calendar year.
- Vote Record: R1-Y, R2-Y, R3-Y, R4-Y, R5-Y, R6-Y, R7-Y, R8-Y, R9-Y
- Disposition: Motion Passes
- Chairman, Asks the following Directors participate on Membership Committee: Region-8, Region-6, Region-2, Region-7
- All asked agree to serve on the Membership Committee.
- Chairman has appointed all members above and Mr. Capodanno as Chairman of said committee.
- Region-6, Moves for Frank Jennings to sit on Membership Committee
- Region-2, Seconds the Motion.
- Vote Record: R1-Y, R2-Y, R3-Y, R4-Y, R5-Y, R6-Y, R7-Y, R8-Y, R9-Y
- Disposition: Motion Passes
- Region-3, Moves to have Directors lead by example and renew by January 5th of each calendar year.
- Region-2, Moves to table 503 to February
- Region-6, Seconds
- Vote Record: R1-Y, R2-Y, R3-N, R4-Y, R5-Y, R6-Y, R7-Y, R8-N, R9-Y
- Disposition: Motion Passes

**ITEM-11E****10:39 CALIFORNIA PIZZA KITCHEN FUNDRAISER**

- Region-2, Working on fundraiser event with CPK and Ruby Tuesday.
- Region-8/President, Returns at 10:45.

**ITEM-11F****10:39 CALIFORNIA PIZZA KITCHEN FUNDRAISER**

- Region-3, Moves to set Workshop s for 1-19, 2-16, 3-15 @ 9pm.
- Region-6, Seconds.
- Vote Record: R1-Y, R2-Y, R3-Y, R4-Y, R5-Y, R6-Y, R7-Y, R8-Y, R9-Y
- Disposition: Motion Passes

**ITEM-11G****11:30 ADJOURNMENT**

- Region-6, Moves to adjourn.
- Region-2, Seconds
- Vote Record: R1-Y, R2-Y, R3-Y, R4-Y, R5-Y, R6-Y, R7-Y, R8-Y, R9-Y
- Disposition: Motion Passes

**MINUTES SUMMARY**

**DISCLAIMER:** Please note that some Items may *appear* to be out of order. This is representative of agenda items being "held" as presenters may not have been available, as the Chairman may direct or as otherwise ordered by the Board of Directors. The Secretary shall list times as they actually occur, yet may keep the order of the Agenda intact so it is more easily followed.

**SUGGESTIONS:** None at this time.

<b>MOTIONS MADE</b> -	<b>03</b>	
<b>MOTIONS PASSED</b> -	<b>03</b>	
<b>MOTIONS FAILED</b> -	<b>00</b>	
		<b>-DISPOSITION</b>
GENERAL COUNSEL AND VP		- <b>MOTION PASSED</b>
CREST INVESTIGATION		- <b>MOTION PASSED</b>
FRANK JENNINGS		- <b>MOTION PASSES</b>
TABLE 503		- <b>MOTION PASSED</b>
WORKSHOPS		- <b>MOTION PASSED</b>
ADJOURNMENT		- <b>MOTION PASSED</b>

END REPORT - PAGE 6 OF 6