

MINUTES
REACT International Annual Board Meeting
January 21, 2018

The meeting was called to order at 8:15 a.m. Pacific Time at the ARIA Hotel, Las Vegas, Nev., by Chairman Capodanno. A moment of silence was observed for all members that passed on in the last year.

Roll call was taken by Chairman Capodanno, Minutes Taken via Recording Secretary Misetich.

Directors:

R1 – Warren Deitz - Absent
R2 – Thomas Currie – Present
R3 – Joe Zych - Present
R4 – Daniel Davidson - Present
R5 – Larry Fry - Present
R6 – Russ Dunn - Present
R7 – Jerry Jones - Present
R8 – John Capodanno - Present
R9 – Ravindranath Goswami – Present

Officers:

President – John Capodanno - Present
Executive Vice President – Jerry Jones - Present
Secretary – Matthew Misetich - Absent
Treasurer – William Richards - Present

Guests Present:

Matthew Boudreaux, Matthew Broomfield, Dave Coleman,
Walter Green, John Mahon, Ryan Reid, Jennifer Reid,
Ray Lum, Brian Van Meter, Jean Fry.

It was confirmed that a Quorum was established.

Agenda (Item 1)

Director Jones moved to accept the agenda, second by Director Goswami.
R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Announcements (Item 2)

None

Meeting minutes (Item 3)

Director Zych moved to approve the minutes from November 29, 2017, second by Director Fry.
R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Rojas CPA Engagement Letter (Item 4)

Director Capodanno moved to accept Rojas CPA to do 2017 review not to exceed \$4,500.00, second by Director Jones.
R2-Y R3-Y R4-Y R5-A R6-Y R7-Y R8-Y R9-Y Motion Passed.

Training Presentation (Item 5)

Development of new REACT courses continues - we now offer 9 communications courses, with 4 more offering scheduled to be complete by the end of April. Members from 5 teams have completed 29 courses for a total of 76 training hours. Our quarterly exercise schedule is in place for 2018, with ALERTEX 2018-A, a tornado scenario, scheduled for 22-23 February. Subsequent exercises are schedule for May, August, and November. Our focus this year is on Training Type IV deployable Communications Teams, Base Station Teams, and Message Teams to provide a range of capabilities in major emergencies and disasters. Training requirements have been established for individual members of Type IV Teams, and our objective is to start credentialing individuals and Teams at the end of April. To improve message handling skills we now have an active weekly Traffic Net on Zello and are working to develop a core of operators experienced in traffic net operations. We have introduced a monthly qualifying run for formal messages that operates much as does the ARRL's code runs, and we have qualified operators at both 10 and 15 word per minute 100% good copy. Finally, we continue to support *The REACTer* with current information in a monthly training column.

Director Reports (Item 6)

Director Currie, Director Zych, Director Davidson, Director Fry, Director Dunn, Director Jones, Director Capodanno, Director Goswami gave reports on their region.

Break 9:30 a.m. – 9:40 a.m.

FCC Itinerant Use (Item 7)

Communications Committee Chair Mr. Mahon reported:

Mr. Mahon spoke about the draft submitted for use of the WQUS415 Corporate Interoperability Channels by chartered Teams in good standing. The Memorandum of Understanding under the REACT International license two-way radio frequencies are intended by the FCC to be temporary means of communications with US Government stations “in connection with mutual activities.”

The DHS developed Post 911 interoperability channels to allow coordination of different jurisdictions, agencies, and disciplines to communicate with one another directly in the response phase of a large-scale incident. The interoperability plan also authorizes stations licensed under Part 90 to communicate with US Government stations “in connection with mutual activities” without further licensing considerations.

The Draft MOU highlights limitations of the FCC authorization as noted in Part 90 rules and regulations. Fixed base repeater operations will be limited to the recovery phase of a major incident with an anticipated operational period of 30 to 120 days, by the approval of the REACT International President and/or the Communications Coordinator. The agreement allows coordinated use of mobile repeater pairs and low power portable simplex frequencies in the VHF and UHF authorizations in either analog or digital modes. The agreement calls for the formation of a Communications Committee whose members are made up from teams with an active MOU. Mr. Mahon, is President of Southeastern Massachusetts REACT Team 6240 and a member of the Training & Development Committee.

Online Renewal System (Item 8)

The ITC Committee Chair Richards stated the online system should be up between April – June 2018.

Electronic Voting (Item 9)

Referred to Bylaws Committee; no action taken.

Region Reassignment (Item 10)

Referred to committee for review

Break 10:30 a.m. – 11:40 a.m.

Policy Review (Item 11)

Policy 3.01

Director Jones moved to strike out Monitor CB from Policy 3.01, seconded by Director Dunn. Applications for new Team charters must include the provision that a monitoring program on CB Channel 9 or other radio service will be implemented.
R2-Y R3-Y R4-Y R5-A R6-Y R7-Y R8-Y R9-Y Motion Passed.

Director Jones moved to rescind the strikeout of Monitor CB from Policy 3.01, seconded by Director Capodanno.

Applications for new Team charters must include the provision that a monitoring program on CB Channel 9 or other radio service will be implemented.
R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Break for Lunch 12:30p.m. – 2:00pm

Policy 4.01

Director Jones moved to change language in policy 4.01, seconded by Director Capodanno.

(OLD)

A REACT Team or Council wishing to submit a bid to host a REACT International, Inc., annual convention may do so by contacting the Convention Site Selection Committee.

Bids will be solicited and accepted on a rotating basis with an US east, US central, US west, international rotation basis. In the event that no bids are received from the next area in the rotation, that area will be skipped.

(NEW)

A REACT Team or Council wishing to submit a bid to host a REACT International, Inc. annual convention may do so by contacting the Convention Site Selection Committee, if it exists, or the REACT International Board of Directors.

Bids will be solicited and accepted on a rotating basis with an US east, US central, US west, international rotation basis. In the event that no bids are received from the next area in the rotation, that area may be skipped.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Policy 5.02

Director Jones moved to update election years in policy 5.02, seconded by Director Dunn.

(OLD)

Regions 1, 4, 7 2003, 2006, 2009, 2012

Regions 2, 5, 8 2004, 2007, 2010, 2013

Regions 3, 6, 9 2005, 2008, 2011, 2014

(NEW)

Regions 1, 4, 7 2018, 2021, 2024

Regions 2, 5, 8 2019, 2022, 2025

Regions 3, 6, 9 2020, 2023, 2026

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Policy 6.01

Director Jones moved to change language in policy 6.01, Seconded by Director Goswami.

(OLD)

While persons with complaints about REACT matters are free to make whatever announcements they choose, it is usually the case that resolving problem is unnecessarily complicated by overexposure, and it is recommended that complaints be handled privately until the complaint procedure has been completed.

(NEW)

While persons with complaints about REACT matters are free to make whatever announcements they choose, it is usually the case that resolving a problem can be unnecessarily complicated by overexposure, and it is recommended that complaints be allowed time until the complaint procedure has been completed.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Policy 6.02

Director Jones moved to update the address, seconded by Director Capodanno.

(OLD)

REACT International, Inc., is a nonprofit corporation, with Councils and affiliated Teams which serve the public. Documents pertaining to individual member(s), REACT Teams, and REACT Councils are maintained by a paid staff at its office in Suitland, Maryland.

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R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Policy 7.02

Director Jones moved to change the language, seconded by Director Goswami.

(OLD)

It is the responsibility of each corporate committee chairperson and liaison to function within guidelines posted on the REACT International (RI) Internet web site (www.reactintl.org) and other sources.

(NEW)

It is the responsibility of each corporate committee chairperson and liaison to function within guidelines prescribed by the President or the Board of Directors.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Policy 9.04

Director Jones moved to change language in policy 9.01, seconded by Director Goswami.

(OLD)

When funds are available, and when approved by the Board of Directors, certain expenses incurred by Officers, Directors, and staff may be reimbursed.

Reimbursable travel expenses incurred in the conduct of official REACT duties include air fare (coach or economy), mileage (not to exceed the cost of a coach round trip airline ticket), lodging, and meals.

Telephone, photocopying, and postage expenses incurred for REACT business may also be reimbursed as requested

(NEW)

If funds are available, and when approved by the Board of Directors, certain expenses incurred by Officers, Directors, and staff may be reimbursed.

Reimbursable travel expenses incurred in the conduct of official REACT duties include air fare (coach or economy), mileage (not to exceed the cost of a coach round trip airline ticket), reasonable lodging, and reasonable meals.

Charged long distance calls or faxes, photocopying, and postage expenses incurred for REACT business may also be reimbursed as requested.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Policy 9.04

Director Jones moved to change language in policy 9.04, seconded by Director Goswami.

(OLD)

Upon request, a REACT Team shall be furnished a list or address labels of the REACT Teams in any area, up to a state in size, for non-commercial REACT purposes. If the use is in conjunction with a REACT sanctioned activity, there is no charge. For non-sanctioned events, there will be a nominal charge.

Upon request, a mailing list (or labels) of the Teams and/or individuals in the Council's jurisdiction will be furnished to a Council.

In the event REACT lists or labels are to be used in mailings, two copies of the material to be mailed must be sent to REACT International, Inc., headquarters via first class mail, at the time of the first mailing.

Mailing lists or labels will not be furnished for commercial solicitation or advertising purposes to any REACT Team, Team member, officer, or Director. REACT International, Inc., mailing lists or labels may be sold to an organization or business only after being approved by a vote of the Board of Directors of REACT International, Inc.

(NEW)

Upon request, a REACT team shall be furnished a mailing or email list or address labels of the REACT teams in any area, up to a state in size, for non-commercial REACT purposes. If the use is in conjunction with a REACT sanctioned activity, there is no charge. For non-sanctioned events, there will be a nominal charge.

Upon request, a mailing or email list (or labels) of the Teams and/or individuals in the Council's jurisdiction will be furnished to a Council.

In the event REACT lists or labels are to be used in mailings or emails, a copy or CC included in email of the material to be mailed or emailed must be sent to REACT International, Inc., headquarters via first class mail, at the time of the first mailing.

Mailing lists or labels will not be furnished for commercial solicitation or advertising purposes to any REACT Team, Team member, officer, or Director. REACT International, Inc., Mailing lists or labels may be sold to an organization or business only after being approved by a vote of the Board of Directors of REACT International, Inc.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

2018 Budget (Item 12)

Director Capodanno moved to accept 2018 budget, seconded by Director Currie.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

2017 Rojas CPA Engagement letter (Item 13)

Director Goswami moved to accept the 2017 review, seconded by Director Jones.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

60-Year Logo Contest (Item 14)

Director Jones moved to award \$50.00 to best 60-year logo, seconded by Director Capodanno.

R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Ohio Status Report (Item 15)

The office has been working with the attorney general of Ohio helping teams become compliant.

Election of officers (Item 16)

The Chairman opened the floor for nominations for President. Director Dunn nominated Mr. Capodanno. There were no further nominations and Mr. Capodanno was reelected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

The Chairman opened the floor for Executive Vice President. Mr. Jones, Mr. Zych, Mr. Jenkins, Mr. Barrett were nominated. Ballot Vote was taken Mr. Jones was elected. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

The Chairman opened the floor for nominations for Secretary. Director Capodanno nominated Mr. Misetich. There were no further nominations and Mr. Misetich was reelected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

The Chairman opened the floor for nominations for Treasurer. Director Capodanno nominated Mr. Richards. There were no further nominations and Mr. Richards was reelected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Election of Chairman and Vice Chairman (Item 17)

The Chairman opened the floor for nominations for Chairman. Director Goswami nominated Mr. Capodanno. There were no further nominations and Mr. Capodanno was reelected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

The Chairman opened the floor for nominations for Vice Chairman. Director Jones nominated Mr. Goswami. There were no further nominations and Mr. Goswami was reelected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Assistant Secretary (Item 18)

The Chairman opened the floor for nominations for Assistant Secretary. Director Zych nominated Ms. Chalfant. There were no further nominations and Ms. Chalfant was elected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Assistant Treasurer (Item 19)

The Chairman opened the floor for nominations for Assistant Treasurer. Director Capodanno nominated Mr. Dunn, There were no further nominations and Mr. Dunn was elected unanimously. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Selection of Standing Committees (Item 20)

The Board Finance Committee was recreated with Mr. Richards Chairman and Mr. Dunn Assistant Chairman with Committee member Mr. Jones. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

The Office Review Committee was recreated with Mr. Goswami Chairman and Committee members Mr. Zych, Mr. Jenkins. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

The membership committee was recreated with Mr. Thompson Chairman and committee members Mr. Capodanno, Mr. Zych, Mr. Jones, Mr. Davidson, Mr. Jenkins. R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Resignation of director (Item 21)

The Chairman reminded the Board that any Director who misses three consecutive meetings of the Board is, by operation of Article V, Section 5.5(b), deemed to have resigned at the conclusion of the third consecutive meeting. He stated that when the meeting concluded, Director Dietz will have missed three consecutive meetings and will be deemed to have resigned by operation of Bylaws Article V, Section 5.5(b). The Board is given the option in the Bylaw to decline the impending deemed resignation, but once the meeting is concluded, the deemed resignation is final -- the Board does not have the power to override the Bylaws. There was no motion to decline the deemed resignation.

Next Meeting (Item 22)

March 01, 2018. 9:00 p.m. EST. via teleconference.

Adjournment (Item 23)

Director Fry moved to adjourn at 4:15 p.m. PST, second by Director Zych.
R2-Y R3-Y R4-Y R5-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Respectfully submitted,

Matthew Misetich
Secretary