

REACT International Inc.  
Board of Directors  
Special Meeting Minutes  
June 30, 2019

1) CALL TO ORDER

By Chairman Capodanno at 6:00 PM, PST.

2) ROLL CALL

Directors present (5 for quorum)

- Region 1, John Mahon –Present
- Region 2, Tom Currie –Present
- Region 6, Tom Jenkins –Present
- Region 7 Jerry Jones – Present
- Region 8, John Capodanno –Present
- Region 9, Robby Goswami –Present

Absent

Region 3 Vacant  
Region 4 Vacant  
Region 5 Larry Fry

Six Directors are present, we have a quorum

Officers Present

- President: John Capodanno
- Executive Vice-President: Thomas Jenkins
- Assistant Secretary – John Mahon

Officers Absent

Secretary William Richards  
Treasurer Matthew Missetich  
Assistant Treasurer – Russ Dunn

3) GUESTS

Guests Present: Joe Zych, Stan Walters, Will Stanley, Jay Flora and Stan Latta.

4) APPROVAL OF AGENDA

Moved by Region 6, Tom Jenkins second by Region 8, John Capodanno to approve the agenda.  
R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

5) ANNOUNCEMENTS.

There were no announcements submitted.

6) APPROVAL OF MINUTES.

Moved by Region 8, John Capodanno second by Region 1, John Mahon to approve the 03/28/2019 special Board of Directors meeting minutes. R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

7) NEW BUSINESS

- Sample By-Laws from the “14 steps to start a team” were presented by Chairman Capodanno.
- Sample Team standing rules from the “14 steps to start a team” were presented by Chairman Capodanno

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- Only (1) Director Nomination was received; Region 8, John Capodanno. It was noted that if no nomination is received, the Directors seat for that region becomes vacant.

OFFICERS REPORTS:

- The President's Report was submitted and summarized by President Capodanno.
- The Executive Vice-President's Report was submitted and summarized by EVP Jenkins.
- There was no report submitted by the Secretary.
- There was no report submitted by the Treasurer.
- An office report was submitted and summarized by President Capodanno.
- An office report was submitted and summarized by Editor, Will Stanley.
- An Assistant Treasurer report was submitted by Russ Dunn and summarized by Chairman Capodanno.

DIRECTORS REPORTS

- A Region 1 activity report was submitted and summarized by Director Mahon.
- A Region 2 activity report was submitted and summarized by Director Currie.
- An activity report in Region 3 was submitted and summarized by Mr. Zych.
- There was no activity report submitted for Region 5.
- A Region 6 activity report was submitted and summarized by Director Jenkins.
- A verbal Region 7 activity report was summarized by Director Jones.
- A Region 8 activity report was submitted and summarized by Director Capodanno.
- A Region 9 activity report was submitted and summarized by Director Goswami.

COMMITTEE REPORTS

- A Training Committee Report was submitted and summarized by President Capodanno noting Walter Green is unavailable.
- A Life Membership Report was submitted and summarized by Committee Chairman, Mr. Jenkins.
- A *REACT*er report was submitted and summarized by Editor Will Stanley.
- An Online System report was submitted by William Richards late on Friday and summarized by Chairman Capodanno.

DIRECTOR ELECTIONS – REGIONS 2, 5 & 8.

- Regions 2, 5 & 8 were accepting nominations noting that if no nominations were received by March 15, 2019, the Directors seat becomes vacant for that Region. It was noted that there were no nominations received for the Director seats of neither Region 2 nor Region 5. As such, both seats become vacant as of the close of this meeting.

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Nomination ballots were received for sitting Director of Region 8, John Capodanno as the single candidate. Moved by Region 6, Tom Jenkins second by Region 9, Robby Goswami to seat John Capodanno as Director of Region 8 for another term, until June, 2022.

R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

- A nomination form was submitted by Joe Zych for consideration of appointment for the vacant Directors seat for Region 3. Mr. Zych was considered to have self-resigned when his Team failed to complete the 2019 renewal by the deadline.

It was noted by Chairman Capodanno that we have Bylaws and policies in place dictating a Directors duties and it is expected all Directors shall perform those duties without exception, including any in-person meetings that may be scheduled. Those Directors who accept the access to the office systems are expected to work with the office staff and volunteers in the day to day operation of the Business affairs for REACT International, being answering calls or document management. Mr. Zych responded favorably to the points made by Chairman Capodanno.

Moved by Region 7 Jerry Jones, second by Region 9, Robby Goswami to appoint Mr. Zych as Director of Region 3, for the remainder of unexpired term, June, 2020.

R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

- A nomination form was submitted by Jeremy Barrett for consideration of appointment for the vacant Directors seat for Region 5. Mr. Barrett submitted his nomination after the election deadline so as not to compete with Director, Larry Fry. Mr. Barrett's submission was for in event the seat was vacated.

Chairman Capodanno noted that we have Bylaws and policies in place dictating a Directors duties and it is expected all Directors shall perform those duties without exception, including any in-person meetings that may be scheduled. Those Directors who accept the access to the office systems are expected to work with the office staff and volunteers in the day to day operation of the Business affairs for REACT International, being answering calls or document management. Mr. Barrett responded favorably to the points made by Chairman Capodanno.

Moved by Region 7 Jerry Jones, second by Region 8, John Capodanno to appoint Mr. Barrett as Director of Region 5, for the remainder of unexpired term, June, 2022.

R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Chairman Capodanno noted that any Director appointed by the Board of Directors may be removed by the Board of Directors, not requiring Bylaws Section 5.4 Removal of Directors.

Region 6, Tom Jenkins noted that the Directors should submit a recent picture for their REACT International website profile.

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- Moved by President Capodanno second by Region 6, Tom Jenkins to remove Treasurer Matthew Misetich, to remove his signatory authorization from any and all REACT International accounts.  
R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Mr. Misetich has failed to respond to, or for his appointed duties as Treasurer and has placed a block on calls from the office and staff. President Capodanno noted the officers and volunteer positions need to be staffed with individuals willing to do the job to the best of their ability. There are many aspects that need to be updated and developed, making for a busy environment for all positions in the coming months.

- Moved by Region 8, John Capodanno, second by Region 7 Jerry Jones to appoint Assistant Treasurer Russ Dunn as Treasurer. R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.
- Moved by President Capodanno, second by Region 6, Tom Jenkins to remove Secretary William Richards. President Capodanno noted that Will is busy with the Search and Rescue program with the Fire Department leaving little time to fulfill the office of Secretary. R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.
- Moved by Region 8, John Capodanno, second by Region 7 Jerry Jones to appoint Assistant Secretary John Mahon as Secretary. R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed.

Chairman Capodanno opened the floor to any Guests who may want to address the Board of Directors. Mr. Flora noted that he was working on two new teams, which he will now pass on to Mr. Zych as Director to handle from this point forward.

The next Board of Directors meeting will be held August 18, 2019 at 6 PM, PST – 9 PM, EST, to address any renewal updates that may be required.

#### 8) ADJOURNMENT

Moved by Region 8, John Capodanno, Second by Region 2, Tom Currie to adjourn the meeting.  
R1-Y R2-Y R6-Y R7-Y R8-Y R9-Y Motion Passed. at 7:21 PM, PST – 10:21 PM, EST.

John L. Mahon, Secretary  
June 30, 2019.

Approved August 18, 2019