

1 *Minutes*
2 *REACT International® Inc., Special Board Meeting*
3 *March 15, 2020*
4
5

6 The meeting was called to order at 9:01 PM EST via teleconference, by Chairman Capodanno.
7

8 Pledge of allegiance – flag salute
9

10 Roll call was taken by Secretary Mahon:
11

12 Directors (5 Directors for quorum)

13 Present

14 Region 1 John Mahon

15 Region 2 David Perry

16 Region 3 Joe Zych

17 Region 5 Jeremy Barrett

18 Region 6 Tom Jenkins

19 Region 7 Jerry Jones

20 Region 8 John Capodanno
21

Absent

Region 4 Vacant

Region 9 Robby Goswami

22 Officers

23 Present

24 President John Capodanno

25 EVP Tom Jenkins

26 Secretary John Mahon

27 Treasurer Russ Dunn
28

Absent

Asst. Secretary Vacant

Asst. Treasurer Matt Missetich

29 It was confirmed that a Quorum has been established.
30

31 GUESTS

32 Guests Present: Jay Flora; Stan Walters; Vaughn McCauley; Will Stanley; Kirk Paxson;
33 Bernard Parker, Robert Hitch; & Dhiren Parbhoo.
34

35 APPROVAL OF AGENDA:

36 Motion by Region 1, John Mahon approve agenda second by Region 2 David Perry.

37 The motion passed with 6 for adoption and 1 against.

38 (R1-Y, R2-Y, R3-Y, R5-Y, R6-Y, R7-N, R8-Y)
39

40 ANNOUNCEMENTS:

41 There are no announcements.
42

43 APPROVAL OF MINUTES FOR:

44 March Special Meeting March 1, 2020 (Not Ready)
45

46 OLD BUSINESS:

47 There is no old business
48

49 NEW BUSINESS:

50 Membership committee findings, Dallas County *REACT* Complaint.
51

52 A complaint was received regarding Dallas County *REACT* Vs. The Texas Lottery commission.
53 The complaint and submitted documents were forwarded to the Membership committee, who has
54 submitted their written recommendation to suspend the Team charter of Dallas County *REACT*.
55

56 As such, I entertain a motion to suspend *REACT*® International charter #C622 issued to Dallas
57 County *REACT*® for this heinous and defiant violation of *REACT*® Charter agreement, rights and
58 use: to operate in strict accordance with all City, State and Federal laws. I, President Capodanno
59 will work with DCR Team Management to resolve the complaint in a timely manner.
60

61 Motion by Region 1, John Mahon, second by Region 6, Tom Jenkins to adopt the recommendation
62 of the Membership committee and suspension the charter of Dallas County *REACT*.
63

64 Region 7 Jerry Jones noted a point of order seeking discussion and questioned the origin of the
65 complaint as being initiated by President Capodanno, it was not. Mr. Jones noted there was no
66 previous complaint forwarded to Dallas County *REACT*
67

68 {Despite that the documentation included many notices and failure to appear sent to the team PO
69 Box since March, 2018 and the email initiated by Mr. Jones on 13-MAR-18}
70

71 Mr. Jones contends that Dallas County *REACT* had never received a complaint, questioned if the
72 other members of Board of Directors have received a copy of this specific complaint and ordered
73 the Secretary to poll the board as to individual receipt of this complaint.
74

75 {In violation of *REACT* International® practice and standing rules. As an individual Director, did
76 not and does not, have any authority to direct any officer to any tasks of a personal nature; as what
77 was attempted here.}
78

79 Chairman Capodanno asked Mr. Jones to hold on while searching for the specific document he
80 requested. Mr. Jones repeatedly failed to comply, continued to speak out of order asking questions
81 without allowing the time Chairman Capodanno ask for, nor waiting to be recognized.
82

83 Chairman Capodanno recognized Robert Hitch, who indicated that he thought Chairman
84 Capodanno understood what was being read, but was disappointed that Chairman Capodanno was
85 unable to read the English language. Mr. Hitch was ejected from the meeting for harassment of the
86 chairman.
87

88 Chairman Capodanno recognized the Membership Committee Chairperson, Stan Walters who read
89 a Texas Lottery Commission letter of March 14, 2018. Mr. Jones, speaking out of order without
90 chair recognition, requested a copy of the document be sent to him and the team.
91

92 Mr. McCauley asked to be recognized, was asked by the chairman to hold on. Mr. McCauley spoke
93 out of order without recognition to his point of not possessing the March 14, 2018 letter. Mr. Jones,
94 and Mr. Parker spoke out of order in a seemly personal team discussion regarding the team's
95 management of their obligation to the Texas Lottery Commission.
96

97 Chairman Capodanno recognized Mr. McCauley who spoke of his role as Treasurer as this
98 information was not brought to his attention. These are Texas procedural laws and suggested the
99 Teams does not need to appear before the commission to address the matter. The failure to appear
100 does not have a negative impact upon Dallas County *REACT*.
101

102 {The Dallas County members present at this meeting would have the Board of Directors believe
103 that the lack of their possession of the March 14, 2018 somehow negates the all earlier documents
104 with the indicative fines noted in them. }

105
106 Chairman Capodanno recognized Mr. Parker who had a procedural question. Does *REACT*
107 International retain a legal counsel and if so, who are they. Mr. Parker contends we {*REACT*} are
108 making a legal judgment without legal counsel. Chairman Capodanno noted this was a matter of
109 noncompliance with their Team charter agreement. Mr. Parker loudly exhibited his animosity
110 saying no, *REACT* International is making a legal judgement, without legal counsel. Mr. Parker
111 asked Chairman Capodanno if he was a lawyer. Mr. Jones spoke out of order without chair
112 recognition asking Mr. Parker to back off. (42:06) Mr. Parker refused to yield and was ejected from
113 the meeting for being disruptive.

114
115
116 It should be noted that it is *REACT* International® practice that all complaints are forwarded to the
117 President, for investigation and resolution, as quickly as possible. There are no considerations for
118 complaints in the Bylaws and policy 6-01 dictates complaints against Officers and or Directors.
119 Furnishing a copy of any complaint to the member of that complaint is neither required nor
120 practical.

121
122 The President of *REACT* International® handles all complaints and is not under any obligation to
123 furnish a copy to anyone unless s/he sees fit. In this case, the matter was appropriately referred to
124 the Membership committee as a matter of their Committee appointed duties addressing membership
125 matters. Given the existing animosity by Mr. Jones, this referral was an attempt to maintain
126 transparency.

127
128 To furnish a copy of any complaint to all board members would be out of order of practice; would
129 cause undue bias of Directors before any investigation occurred; remove impartiality if the
130 complaint merited action by the Board of Directors and may certainly cause predisposed
131 judgements of the complaint without the full weight or benefit of any subsequent findings to
132 support or refute the allegations.

133
134 Any authority of the Board of Directors comes from an adopted motion as voted on in the form of
135 guidance for a particular office. Directors do not have authority as an individual Director. Mr. Jones
136 was out of order in demanding the board be polled as to any receipt of this complaint before the
137 matter was referred to the Membership committee.

138
139 Per Robert Rules of order, §4, debate on question. The debate must be confined to the merits of the
140 pending question. Speakers must address their remarks to the chair, maintain a courteous tone,
141 and—especially in reference to any divergence of opinion—should avoid injecting a personal note
142 into debate. To this end, they must never attack or make any allusion to the motives of members. As
143 already noted, speakers should refer to officers only by title and should avoid the mention of other
144 members' names as much as possible.

145
146 Motion by Region 1, John Mahon to end the discussion and move to a vote. Chairman Capodanno
147 acknowledged the motion and moved to a vote R1-Y;

148 Region 2 David Perry interrupted the vote roll call asking if the team would be allowed time to
149 resolve the issue due to the “stigma” this may cause the team. Further discussion ensued briefly
150 before it was noted we were in the middle of the vote that should resume.

151 Motion adopted with 6 votes for, and 1 opposed. (R1-Y, R2-Y, R3-Y, R5-Y, R6-Y, R7-N, R8-Y).

152

153 Chairman Capodanno recognized Region 2 David Perry seeking clarification. Chairman
154 Capodanno directed Mr. Perry to the motion that he, as President, would work with the team
155 management to resolve the matter as quickly as possible. Chairman Capodanno asked Mr. Perry if
156 that would change his vote. Mr. Perry acknowledged that he would vote yes if they {Dallas County
157 *REACT*} were afforded a specific timeframe to resolve the matter. Mr. Perry's vote was not altered
158 as it presented as a conditional vote, not the required favorable or adverse vote.
159

160 Chairman Capodanno recognized Region 1, John Mahon who noted that in light of the suspension
161 of Dallas County *REACT*'s Charter, the Region 7 Directors seat is now considered vacant. Per
162 Bylaws section 5.2 a Director must be a member of a team in good standing.
163

164 Mr. Jones spoke out of order without being recognized by the Chairman, interrupting Region 1,
165 John Mahon to note he was still a life member. Region 1, John Mahon noted this was the third time
166 he was interrupted without yielding the floor and asked Chairman Capodanno if he could continue.
167

168 Region 1, John Mahon noted that in light of the suspension of Dallas County *REACT*'s Charter, this
169 suspension shall apply to any and all classes of membership of Dallas County *REACT*. Any and all
170 rights and use of *REACT* afforded all Dallas County *REACT* life members shall be under
171 suspension for violation the life member agreement item 9: Even though an individual has been
172 recognized and identified as a Life member of *REACT*[®], that membership may be revoked for cause
173 should that individual bring discredit upon the *REACT*[®] name.
174

175 Chairman Capodanno clarified that all life members of Dallas County *REACT* are now considered
176 unattached, and thus cannot do anything, any event or conduct business as unattached members. It
177 was further clarified that Dallas County *REACT* cannot use their life members to continue any
178 Team operations.
179

180 ADJOURNMENT at 9:53 PM, EST.

181 Moved by Region 1, John Mahon to adjourn second by Region 6, Tom Jenkins.
182 (R1-Y, R2-Y, R3-Y, R5-Y, R6-Y, R8-Y) Motion adopted unanimously
183

184 Next Meeting – March 22, 2020 at 9:000 PM, EST
185

186
187 Fraternaly,
188 John L. Mahon Secretary.