

## Board Meeting Minutes

July 24, 2011

Board of Directors in attendance: Dave Telford, Charles Horner, Kathy & Ronnie Vaughn, Gary Wayne, Chuck Gibbs, Dennis & Darlene Farnum, Eugene & Sylvia Jones and Ray Phillips by phone.

Ray Phillips indicated that he would not be able, in good conscious, be able to attend meeting. Garrie said we needed 2/3 of a quorum to be able to conduct meeting. There were 8 Board Members in attendance. Board Members were going over agenda items to see what items were going to be discussed.

Board Members need to select an acting Chairman of the Board to conduct meeting. Dennis Farnum is going to act as Chairman of the Board.

Dennis welcomed all Board Members and introductions were made. Ray Phillips said we needed an agenda. The only agenda items were the Proposal of Membership categories, monthly to quarterly financial reports, executive session with Bruce Keenon and state of the union presentation from Bruce Keenon.

Dennis Farnum is not comfortable because everyone does not have all the paper work. He would like to postpone meeting until future date. Chuck Gibbs said he objected because his subject was on the agenda. There was discussion.

Board of Director's meeting will proceed with Chuck Gibbs agenda item, memberships and affiliated program, and Bruce Keenon's executive session.

A motion was made by Charles Horner and seconded by Ronnie Vaughn that the only agenda items to be discussed will be membership & affiliated program and Bruce Keenon's executive session. Motion was passed.

Bruce Keenon did his state of the union presentation. Budget will be moved from June 1<sup>st</sup>, 2011 to May 31<sup>st</sup>, 2012.

Dave Telford made a motion to take a 15 minute break and it was seconded by Chuck Gibbs.

Meeting was reconvened. Motion was made by Charles Horner that we go into the executive session and it was seconded by Garrie Wayne. Motion was passed.

Motion was made by Dave Telford to retain Bruce Keenon for another year. Motion was seconded by Ronnie Vaughn. Motion was passed.

Bruce Keenon did his executive session. No notes were taken during this time frame.

Dave Telford made a motion for a 15 minute break. It was seconded by Eugene Jones. Motion was passed.

Board meeting will reconvene and be an open session.

Chuck Gibbs presented his changes to the by-laws. Everyone was sent an e-mail of the original paragraph and the changes to be made. A hard copy was given to everyone at the board meeting. There was discussion.

A motion was made by Ronnie Vaughn that the entire proposed changes be accepted except for the changes on Article III paragraph 3.1 from five to six maximum and on Article IV Affiliate Program from five (5) to six (6) maximum. There was discussion. The motion was seconded by Ray Phillips. A vote was called for by each region. Region A – yes, Region B – yes, Region C – yes, Region E – yes, Region F – yes, Region H – couldn't vote because of being acting Chairman of the Board, Region J – yes, Life member – yes.

Because of the deletion of paragraph A in Article III 3.1, the following paragraphs will be changed from B to A - and C to B.

A motion was made by Charles Horner and seconded by Garrie Wayne that the acting Chairman of the Board be responsible for getting the by-law changes to Barb Johnson and setting up a conference call with all Board Members to vote upon the changes. Conference call tentative will be set up for October 1<sup>st</sup>, 2011. A call for a vote by regions was made. Region A – yes, Region B – yes, Region C – yes, Region E – yes, Region F – yes, Region H – not able to vote – Region J – yes, Life member – yes. Motion was passed.

Ronnie Vaughn thanked Dennis for chairing the meeting.

A suggestion was made by Paul Carly, a member attending the open session, suggested that a notice go out to the membership advising members of the Board Meeting so members can attend if they would like. Chairman of the Board could forward the information on to Operations.

A motion was made by Chuck Gibbs to adjourn the meeting. It was seconded by Charles Horner. Meeting adjourned at 12:00 p.m.

Respectively submitted,

Sylvia Jones & Kathy Vaughn