



## **BOARD OF DIRECTORS MEETING**

**Board of Director's Meeting**

**November 1, 2018, Thursday @ 7:00 pm Eastern Daylight Time  
Webinar Meeting**

### **MINUTES**

#### **BOARD MEMBERS PRESENT**

Richard Newman, Chair  
Jay Holloway, Vice Chair  
Leroy Baker, Secretary  
Chris Miller, Treasurer  
Tom Bartels, Director  
John Cote, Director

Robert Gary, Director  
Phil Gregory, Director  
David Lee, Director  
Philip Morris, Director  
Tim Orr, Director  
Carroll Wolfe, Director

#### **EX-OFFICIO BOARD MEMBERS**

Tom Wilcox, Executive Director

Myron Mintz, Esq., Legal Counsel

#### **OTHERS PRESENT FOR ALL OR PART OF THE MEETING**

Jay Dutton  
Jim Haney  
Patricia Holloway

Donna Kalinkiewicz  
Noel Poirier  
James Price

1. Call to Order – Chair, Rich Newman called the meeting of the Board of Directors to order at 7:12 p.m. EDT.
2. Welcome, Introductions & Meeting Procedures – Chair Newman welcomed all members in attendance and reminded them that we will take comments and questions right before we enter Executive Session near the end of the meeting. He also reminded everyone that we would follow Robert's Rules of Order for Small Boards during the meeting.
1. Roll Call: A Roll Call was taken to establish a quorum. All Board members were in attendance.
3. Announcements:

The Chair announced that Director Gregory had withdrawn his motion related to the Development Committee.

Proceeds from the 2018 National Convention appear significantly higher than expected, and most have now been received by Headquarters.

Chair Newman travelled to Virginia recently to tour potential 2021 convention sites with Judy Draucker.

4. **MOTION:** Secretary Baker, seconded by Director Wolfe – Move approval of the minutes of the September 26, 2018 meeting as written. Hearing no objections, the Chair declared the **Motion carried**.
5. Item: Establish the next Board of Directors meeting date. The next Board of Directors meeting will be a webinar to be held Thursday, December 20, 2018 at 7:00 p.m. EST.
6. YTD Financial/Budget Review. Treasurer Miller reviewed financial results to date. Additional proceeds from the 2018 National Convention have been received. No additional withdrawals from investments to meet operating expenses are expected this calendar year. Treasurer Miller met with our investment advisors this week to review results and discuss future expectations.

**MOTION:** Treasurer Miller, seconded by Director Bartels – The Board agrees that our Charitable Gift Annuity Fund is designated to be a long term fund account.

**Motion carried.** Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Lee, Miller, Morris, Newman, Orr, Wolfe; Voting Nay: None; Absent: None.

7. Membership category revisions discussion. Director Orr discussed the various existing membership levels and their presentation on our web site for new members. He also reviewed a preliminary proposal for revising the levels and the web site. Director Orr will request staff to complete a financial analysis of the proposed changes and bring recommendations to a future Board meeting.
8. Web site Request for Proposal (RFP) Update – Executive Director Wilcox briefly spoke about the progress on the website revisions, and will discuss some personnel details during our executive session later in this meeting.
9. Chair Newman asked the members in attendance if they had any questions or comments before we proceeded to Executive Session. There were none.
10. **MOTION:** Director Gary, seconded by Secretary Baker. That the Board goes into Executive Session to discuss financial, legal and personnel issues. Hearing no objections, the Chair declared the **Motion carried**.
11. No action was taken in Executive Session.
12. **MOTION:** Director Lee, seconded by Treasurer Miller. Move that the meeting adjourn. Hearing no objections, the Chair declared the **Motion carried**.

Meeting adjourned at 9:18 p.m. EDT.

Please send all comments and questions on items being considered to NAWCC Board Secretary at [lebaker@chorus.net](mailto:lebaker@chorus.net).

NAWCC Board Secretary  
Leroy Baker