April - For the closed meeting notes of April 19th email Greg Lee

April 20, 2006 HRS Board meeting. In attendance: David Jameson, Greg Lee, Barry Hamper, Stephanie Batroni,Rick Pennington, Ken Thompson, Bill Larsen, Dave Fornell, Marilyn Fornell, Robert Wolinski, Lynn Warner, and Brian Jones., Kirk Gustafson Dave Halseth (joined late)

Meeting started at 7:35 PM.

Dave Fornell asked that there be good conduct from all attending and stated he wants to get the board back to normal with respect to the HRS and professionalism returned to the board

Dave read minutes of closed 3 hour "emergency" meeting of 19 April. Neither President Randy Palmer, Secretary Ken Thompson or Tim Scherrer were in attendance at this meeting. As this was closed meeting, Tim Scherrer was not allowed to participate Neither Randy Palmer nor Ken Thompson participated in this meeting as insufficient notice was given and both had prior commitments.

Dave summarized the Impeachment charges brought against Marilyn Fornell, Treasurer:

- 1 Bylaw violation- failure to take minutes.
- 2. Malfeasance Nepotism- moving to appoint Dave Fornell (son) to the VP position.
- 3. Verbal abuse against Tim Sherrer (bad apple)
- 4. Neglect of duty failure to issue insurance proof for a convoy Mr Sherrer was going to hold.

Marilyn was voted Not guilty on all counts by those who attended (Since I was not at this meeting, I did not take the minutes and I was told Marilyn Fornell took the minutes of this meeting. Any interested parties will need to check those minutes to find out who was present for that meeting and who voted for or against in these issues.

Impeachment charges against Randy Palmer:

- 1 Conduct discrediting Society
- 2, Jeopardizing the Society (hiding real objective)
- 3. Neglect of duty
- 4. Forwarding "private" e-mails from Mike Bollow, Editor of the Edge.
- 5. Making charter decisions without Board approval.
- 6. Disregard for bylaws.
- 7. Disregard for safety of others (in reference to an accusation brought by a member verbally)
- 8 Veiled and overt threats of getting a government agency to look into the HRS' practices.
- 9. refusing to leave as webmaster. Again, as I was not present at this "meeting" those who voted for or against on these charges will need to be taken from minutes taken by others.

Results of this vote removed Randy from the HRS Presidency but not from the Society.

Ken Thompson stated at this point he wants a copy of the minutes taken at this "meeting"

At this point Ken Thompson made a statement as follows:

"I am ashamed of the actions taken by the board last night. I have been in the HRS over 25 year sand have seen many bad things happen including two thefts of funds, but in my opinion, your despicable actions of last night far exceed even these and for the record I say you should be ashamed of yourselves".

Ken Thompson gave the Secretary's report: As of today we have 717 members on the rolls I have two more just sent to Marilyn. I have also been contacted by Alan Linquist regarding his applications that he sent and he wondered where they are. It has been determined that they were mixed up with a charter application and have been found and processed now.

At this point a 7 page statement from Tim Scherrer denying all charges brought against him were read by Ken Thompson. A copy of these have been given to Dave Fornell and I (Ken Thompson) HRS secretary have a copy as well for all who would like to see it.

Charges against Tim Scherrer 1 Conduct threatening the society 2 violation of trust of BoD members. 3 baseless accusation of treasurer. 4 discrediting of Society 5 "attack" regarding taking of meeting minutes while Marilyn was in the Secretary position. 6 . hosting a forum outside HRS jurisdiction opposing BoD and not giving BoD members a chance to rebut arguments.

Again, minutes by others will need to be looked at for who voted for these actions. In the end it was a unanimous vote to remove Tim Scherrer from the Society.

Stephanie Batronie made the comment that a private reform group should not be the HRS' business. Kirk Gustafson stated that this "emergency" meeting was in violation of the rules for Illinois Not for Profit orgs. Specifically in regards to lack of Public notice of meetings. He also mentioned that Even if the emergency powers act was imposed, that does not supercede State law.

Greg Lee said it was not right that those who brought the charges against these individuals be the ones who vote whether to keep or remove them from the society. Tim has the right to appeal this decision.

Discussion was had as to who would decide the appeal of Tim Scherrer. Greg Lee with Ken Thompson concurring said it is inappropriate for the appeal to go to the same board that just removed him and in so doing the board would be judge ,jury and executioner. Dave Halseth said he did not think the membership wanted to see the "dirty laundry" go before the general membership.

In the end it was decided to put the issue before the unit commanders of the HRS with anyone who is a unit commander and is also a Board member recusing themselves from the vote. A motion was made by Ken Thompson and seconded to let unit CO's decide Mr. Scherrer's question of membership.

Kirk Gustafson raised the question of the need for an emergency meeting to impeach the president only one day prior to an already scheduled meeting. It was also mentioned that Dave Halseth had previously stated that he would not vote for impeaching anyone and it was asked what had caused him to change his mind on this matter. Dave said he changed his mind because he thought Randy's actions posed a threat to the Society.

At this point Marilyn's actions as Treasurer were discussed. Stephanie stated that she has never known Marilyn to maintain questionable records and said that Marilyn brought records to events for anyone to look at if they cared to. Marilyn claimed to have never withheld the records from Randy Palmer.

Stephanie stated she would like full transcripts of both tonight's meeting and the "emergency" meeting.

Dave Fornell then discussed the reorganization of the Board. He asked that he might stay in the VP role(for approx. 1 month) in order to finish some of the outstanding charter applications that have been in the works. Dave stated that there were currently 11 charter applications being reviewed at present. David Jameson asked for clarification as to whether Dave Fornell would leave the President's spot open for a month and then fill it or if the president's spot would be filled by other means. The former is what is to happen. Greg Lee and Barry Hamper expressed interest in applying for the VP spot. Both were told to put their request on paper and send it to Dave .

Postal problems (members not getting their Edges) was discussed and this continues to be a problem. Putting the newsletter on the website was again discussed with concerns made in regards to find ways to send newsletters via the internet without the general public being able to get it. Marilyn was asked what were the approximate budget percentages of maintaining the Edge. She said about 90% of the budget was for printing and sending the newsletter. Print cost being approximately \$2000 per quarter and postage about \$420.

Marilyn made a motion to ask members by means of the Edge those interested in getting their newsletter in PDF form online instead of by postal means. Ken seconded the motion. Marilyn also asked that in two years time review the number of HRS members and see if website newsletters are causing any adverse affects in membership numbers.

Bill Larsen asked about whether Randy would get the right of appeal from removal as president. Randy has stated he will not appeal, but has a letter which will be printed in the Edge. All board members said Randy's handling of the website was excellent and would like to see him continue on as webmaster. Ken Thompson said that it was highly unlikely that he would continue given the events that have transpired, but he would ask Randy just the same. Marilyn requested that anyone donating any items (postage, envelopes, etc) send in receipts to her in order to get an idea of actual costs of what it costs to run the organization so that someone in the future might not be made to look bad should the donations stop and the funds need to be taken from the club's treasury again. It was discussed having the possibility of a closed meeting to discuss the complaint issue regarding Mike Bollow.

Kirk Gustafson stated the State of Illinois requirements are not overly strict in regards to how minutes are kept and just need to have items discussed, motions made etc. included in them—not necessarily a word for word transcript.

Dave F would like to see a bylaw recommendation committee to facilitate membership to BoD bylaw requests. Kirk Gustafson said bylaw changes should be membership initiated and was concerned that such a committee might make an additional hurdle for the membership. David Jameson would possibly like to see such a committee expedite bylaw proposals. Bill Larsen was concerned such a committee might actually delay things rather than help them. Dave F stated that we need to remember that this is a hobby and not a governmental unit and does not need too formal of a structure.

Kirk just did not want to see a committee being able to stop a member's proposal. If such a committee were formed, the Vice President would be the chair of the group.

Brian Jones said he wants to see the HRS move forward and move on from the current trouble. Dave asked about the bylaw ballot count scheduled for the next Saturday. Everything was in place for the count next Saturday at 3 PM and anyone who cared to was welcome to attend.

The National Battle (Joliet, IL was moved one week to Oct. 13,14 and15 because of a conflict with range control . A national meeting place was also discussed and Dave Halseth said he would look into a place in the Des Moines, IA. Area in order to accommodate more members.

A statement from Grady Zuver was read and was asked to be included in the minutes. The statement is as follows:

Board Members, I would like this statement read into the minutes at tonight's meeting. First, I would like to resign as a member of the S&A Committee Second, it is my firm opinion that Mr. Kenneth Thompson, Secretary of the WWII HRS, is a person of high moral character, I do not feel that he is guilty of any wrongdoing and I thank him for his contribution to the HRS. I apologize if I may have misinterpreted any statements he may have made at the February Board meeting. I am truly sorry if this has upset him, his family or his unit. Third, please change my status to that of an associate member.

Regards, Grayden Zuver

Past President WWII HRS

Dave Fornell thanked everyone for their courtesy and the phones cutoff at 10:52 PM.