

INTERNATIONAL COMANCHE SOCIETY, INC.
Minutes for the
Fall Board Meeting – November 3, 2012
Jameson Inn, Executive Meeting Room, Indianapolis, Indiana

Zach Grant, ICS President, called the meeting to order at 9:01 A.M. on Saturday, November 2, 2102, in Executive Meeting Room of the Jameson Inn Indianapolis, Indiana.

Roll Call

Officers:

President Zach Grant
Treasurer Pat Donovan
Secretary Jerry Jesion

CFF President Lorne Harmon (non-voting)

Tribe Chiefs/Tribe Representatives:

Tribe Rep./NC Cliff Wilewski
Tribe Rep./NE Bernie Stumpf via Skype
Tribe Rep./SE Phil Hobbs
Tribe Rep./NW Bill Case via Skype
Tribe Rep./SW Scott Myers via Skype
Tribe Rep./EU Monica Rehkopf Via Skype

Absent:

Vice President Bob Cretney
Tribe Rep./SC Hugh Hunton
Tribe Rep./MS Lester Breckenridge
Tribe Rep./EC Stewart Campbell
Tribe Rep./WC Ken Mori
Tribe Rep./AU John Moore
Tribe Rep./SA Russell Knowles

ICS Member Guests: Bob Williams (NC), Dave Fitzgerald (NC), Bill Schnauffer (NC), Don Nelson (NW), Carl Talkington (MS), Peter Morse (NE).

Quorum: Ten Board members were present, and Zach Grant declared a quorum with nine (9) voting members present.

2. Acceptance of the Agenda

Zach Grant called for a motion to accept the Agenda as published.

Motion: Jerry Jesion made a motion that the agenda as published be accepted; Pat Donovan seconded the motion; motion carried unanimously.

3. Introduction of Officers, Board Members and Guests

Zach Grant asked for the introductions around the room.

4. President's Opening Remarks

Zach Grant welcomed everyone, and hoped that problems with the conventions can be addressed, and hoped that the board could bring forward some new programs that could help with the financial issues that the ICS is facing now, and in the future.

OLD BUSINESS

5. 2012 New Board Meeting Minutes

Motion: Zach Grant made a motion to accept the 2012 New Board Meeting Minutes as published on the Flyer website; Lorne Harmon seconded the motion; motion carried unanimously.

6. Treasurer's Report – Update Since the 2012 OBM

Pat Donovan asked if there were any questions on the September 30 updated report. Hearing none, he went on to report that the North East Tribe reported a loss of \$9,912.54 on the 2012 Baltimore convention. The ICS will send \$4,956.32 to them and that this amount was not included in the updated report. This raises the expected shortfall to approximately \$12,000 after a \$3,000 donation from the CFF as a partial reimbursement of expenses incurred by ICS educational seminars at Airventure.

Flyer advertisers Ada Aircraft Painting, Kosala & Associates, and Linda Lou Inc. are in arrears with payments and the ICS is no longer accepting advertising from them. The loss from Ada Aircraft and Linda Lou will be written off, payment is expected from Kosala.

There was a short discussion regarding ICS membership totals and renewals. Membership is fairly constant at approximately 2,200 and the renewal rate for 2011 and 2012 is approximately 80%.

Motion: Phil Hobbs made a motion to accept the Treasurer's Report; Jerry Jesion seconded the motion; motion carried unanimously.

7. Bylaws and Standing Rules Committee Report – Bylaws Changes and Corrections

Don Nelson presented the Bylaws Committee report. The issues are:

1. Does the immediate past president serve a second term when the president does?

The original intent of the Restated Bylaws was that the Past President would serve a one year term in order to provide continuity of administrations. Research at the time of revising the Bylaws to allow a second term of President, and now, indicates that most Past Presidents would not want to serve a second term; and that there is no particular need to require them to do so.

Therefore the committee is working on clarifying revision language in Article

II, Section 1 for submission to the annual voting of the membership.

After discussion it was decided to submit the changes to the membership as written.

2. The question also came up as to how a Tribe Representative to the ICS Board of Directors is elected to that position.

Again, the committee agrees that the original intent of the Restated Bylaws was that the Tribe Rep be specifically elected to that position, and is working on revision language that will clarify that in Article X, Sections 2, 5, and 7.

After much discussion it was suggested that it is up to each Tribe to determine who is their representative at board meetings.

3. The committee has also looked at a question of the quorum requirement in Article VIII, Section 11, for the Annual Voting of Members, but feels it adequate for now.

8. ICS Airworthiness & Technical Committee

Dave Fitzgerald reported that the FAA is waiting for information from Australia in order to make a decision regarding the Australian horn. Zach Grant mentioned that there is an email address to report results of horn inspections, icshorn@yahoo.com, to allow members to report results of horn inspections. Cliff Wilewski suggested that owners who proactively replace good horns send the old ones somewhere to be tested and offered to perform these inspections at no cost. The consensus was to have a survey in ~3 years asking for information from the log books regarding horns for entry into a comprehensive data base. Zach mentioned the corrosion issue that CASA in Australia is investigating and stated that since the corrosion is possibly related to the CASA mandated sump drain for the aux tank it most likely not be an issue here in the States.

9. Convention Committee Report

Pat Donovan discussed the survey about the 2014 Convention that is to be held in conjunction the OSH fly-in that is on the web. He is trying to get member's opinions on when, where, etc. Polling the membership regarding these issues would hopefully increase attendance.

10. Bi Weekly Email Progress

Dave Fitzgerald reported that the weekly email program is ready to go. He did mention the difficulty in sending mass emails that are related to spam issues. Dave also indicated that this capability will be available for Tribe Chiefs to send emails to their respective Tribes. Zach Grant tasked the Tribe Reps to get up to date email addresses from their tribe members. He also indicated that there is to be a contact for each Tribe who will be responsible for the content. Jim Worley will solicit content from them. It should be short and to the point and be about information relevant to the Tribe that may be of interest to the membership.

The points of contact for the bi weekly emails are:

NE- Bernie Stumpf bernard.stumpf@verizon.net
NC- Bob Williams gus_wms@yahoo.com
SE- Phil Hobbs phobbs1@carolina.rr.com
SC- Bruce Thumann bruce@contractbuilderssupply.com
SW- Scott Myers SWTripChair@gmail.com
NW- Bill Case billcase01@msn.com
MS- Pat Donovan icstreasurer@centurylink.net
EU- Barrie Taylor abwt@btinternet.com
EC- Stewart Campbell sgcampbell@primus.ca
WC- Ken Mori enamori@telus.net
Aus- John Moore chief@comancheflyer.com.au
South Africa- Russel Knowles rusknow@iafrica.com

11. Membership Survey

Zach Grant requested comments regarding the creation of a survey of the membership. After discussion by the group it was determined that there is no need for a general membership survey at this time. It was agreed that a single survey question would be included in the bi weekly email blasts and in the Flyer (with a link to the website). Results will be posted in the Flyer, included in the email blasts and the website. General surveys will be conducted as needed.

The meeting was recessed for lunch at ~ 12:00PM local and will be reconvened at 1:30PM local.

12. SBM location and time

The board meeting was reconvened at 1:35PM local. It was agreed that the SBM shall take place on March 23, 2013 at Lancaster Texas.

13. Nominating Committee Appointments

Sarah McKinley was nominated by Pat Donovan. David Pyle was nominated by Monica Rehkopf. They will be asked if they will accept. Zach Grant said that he would like to have a contested election in for 2013. He tasked the board to submit vetted nominees by November 17, 2012.

14. Future Convention Formula Changes

Zach Grant stated that in light of the monetary losses incurred by the last 3 conventions that the Board make suggestions on what may be done to address this issue. The 2012 convention lost ~\$10,000 and the 2011 convention lost ~\$1,600. The majority of the losses were due to overestimating the convention attendance used for hotel room guarantees. Pat Donovan suggested a membership survey as to why members do not attend conventions. Monica Rehkopf suggested using professionals to organize the convention. Bob Williams suggested that the ICS sign off on the hotel agreements. Lorne Harmon pointed out that the Standing Rules mandate that the ICS Treasurer be included as part of the convention committee. Pat Donovan observed it is still possible that the hotel contract could be signed before the

Treasurer is contacted.

Motion: Pat Donovan made a motion that in the future the Tribe holding the annual convention must obtain approval of any hotel contract by the ICS BOD prior to signing; Jerry Jesion seconded; there was no vote.

Motion: Zach Grant made a motion to table Pat Donovan's motion; Lorne Harmon seconded; motion passed unanimously.

Zach Grant appointed Pat Donovan, Lorne Harmon, Bob Williams, and Scott Myers to a committee to evaluate the role of ICS in the planning of future conventions and to submit a report at the SBM.

15. Possible MS/SC Tribe Merger

Pat Donovan stated that since the Mid States Tribe could not find any tribe officers some members of that Tribe and the South Central Tribe suggested that they be combined. Don Nelson mentioned that there is precedent for Tribe elimination. Discussion centered on the possible merger of the two, or splitting the Mid States and adding sections to other tribes. No action was taken.

16. Other New Business

Pat Donovan presented proposed adjustments of the budget presented at Baltimore. The Village Press management expenses show minimal increases. But, the Flyer expense is increasing from \$166,000 to \$180,000 because the initial figure was based on an incorrect number of issues. The 2011 budget had 11 issues, while in 2012 we have 13 issues counted in the budget. 2013 will have the correct 12 issues in the budget. The revised budget shows a projected loss of \$79. The president's travel budget was decreased from \$1,000 to \$750 and the outgoing president's gift was eliminated. A new category, Web Site Operation, was added. There was discussion as to whether the BOD can change the budget without membership approval. It was decided that the ICS BOD submit an amendment to the 2013 budget for approval at the June 2013 Annual Voting of Members. The BOD voted to direct the bylaws committee to submit changes to the bylaws to allow the BOD to make changes in the budget due to exigent circumstances. Pat Donovan will submit the amended budget at the 2013 Annual Voting of Members.

Motion: Zach Grant made a motion to do away with the 2 year ICS membership; Cliff Wilewski seconded; motion was defeated unanimously.

Discussion: Pat Donovan stated that there is no or little additional cost, and it encourages a longer membership. Lorne Harmon mentioned that the money comes in ahead of time and the member is locked in for another year. There is a loss of \$10 for the 2 year sign up. Don Nelson mentioned that there is money to be made from investments by having the funds available ahead of time and that the renewal notice and admin costs are reduced for 2 year memberships. Bob Williams stated that it also protects against any rate increases.

Dave Fitzgerald passed around the new Tips Manual for review, and asked if there should be an increase in price due to the increased cost for printing.

Motion: Zach Grant made a motion that in light of higher costs, to increase the price of the Tips Manual to \$65; Pat Donovan seconded; motion passed unanimously.

Motion: Monica Rehkopf made a motion to reactivate the Standing Rules as published November 2011; Lorne Harmon seconded; motion passed unanimously.

Phil Hobbs mentioned the possibility of having a Tribe Chief manual. Don Nelson was asked to bring a copy of the old manual to the SBM. Monica Rehkopf offered to help to update the manual.

Zach Grant brought up the issue of having the provision for the use of proxies for BOD voting and quorum. This allows a voice for someone who is unavoidably absent, and allows for more easily meeting the quorum requirement. The proposal is limited to a sitting board member giving it to another sitting board member and must be signed by the absentee. This could be for only one issue, or for the entire meeting. Bill Case suggested limiting each board member to have only one proxy. There was much discussion the result of which was the following motion.

Motion: Bill Case made a motion to have the BOD authorize the use of a proxy by any sitting board member only given to a sitting board member, and that such member shall possess only one proxy; Pat Donovan seconded; no vote was taken

Motion: Zach Grant proposed an amendment to the above motion that it be submitted to the Bylaws and Standing Rules Committee for action; Lorne Harmon seconded; motion passed unanimously.

The amended motion is as follows:

Motion: Bill Case made a motion to have the BOD authorize the use of a proxy by any sitting board member only given to a sitting board member, and that such member shall possess only one proxy and that this motion be submitted to the Bylaws and Standing Rules Committee for action; Pat Donovan seconded; motion passed unanimously.

There being no further business Zach Grant called for a motion to adjourn the meeting.

Motion: At 5:08PM local Jerry Jesion made a motion to adjourn; Phil Hobbs seconded; motion passed unanimously.

Respectfully submitted,
Jerry Jesion, ICS Secretary