

International Comanche Society, Inc.
Minutes from Fall Board Meeting in St. Louis, MO
October 14, 2017
By LaVerne Stroh, Secretary

Note: Motions and voting are in **bold black** font
Action items are in **bold blue** font

1. Pat Donovan, President, called the meeting to order at 1:00 PM CDT

2. Roll Call by LaVerne Stroh

Officers:

President	Pat Donovan	Present
Vice President	Bob Williams	Present
Treasurer	Bob Berry	Present
Secretary	LaVerne Stroh	Present
Past-President	Av Shiloh	Present

Voting Tribe Chief/Tribe Representatives

Tribe Rep SW	Scott Myers	Present
Tribe Chief/Rep SC	Bob Cretney	Present
Tribe Chief/Rep SE	Jeff Munford	Absent
Tribe Rep Mid States	Doug Linville	Present
Tribe Rep NW	Bill Case	Present
Tribe Rep NC	Hank Spellman	Present
Tribe Chief/Rep NE	C J Stumpf	Present
Tribe Chief/Rep W Canada	William Hughes	Present
Tribe Chief/Rep E Canada	Bryan McDougall	Absent
Tribe Chief/Rep Europe	Kate Burrows	Present
Tribe Chief/Rep S. Africa	Russell Knowles	Absent
Tribe Chief/Rep Australia	Nigel Wettenhall	Present

Non-voting Board Member

CFF President	Mike Foster	Present
---------------	-------------	---------

Non-Voting Guests

ICS Tribe Chief SC	Ron Franks
ICS Tribe Chief NW	Dennis Springer
ICS Member NC	Dave Fitzgerald
ICS Member SC	Chuck Stroh
ICS Member SW	Mark Sullivan
ICS Member NC	Zach Grant
ICS Member NC	Gomer Pound
ICS Member NE	Pete Morse
ICS Member NE	John Futter
ICS Member NE	Ron Ward
ICS Member SE	Kevin Naedler
ICS Member NC	Lynn Spellman
ICS Member SE	Tony Urbano
ICS Member NE	Pete Lautensack
ICS Member SE	Les Thomas

Quorum: There were fourteen (14) voting members present.

3. Acceptance of Agenda by Board of Directors

William moved to accept the agenda. Hank seconded the motion. There were no objections to the motion.

Av asked if there would any time for miscellaneous new business.

Pat asked Av to elaborate on what miscellaneous new business he was referring to.

Av stated any new things that come up. There are certain things we generally do at the Fall Board meeting in case those are missed or anything that comes up during the meeting.

Pat stated it we could do that at the end.

4. President's Opening Remarks by Pat Donovan

There were no opening remarks.

5. Acceptance of BOD Meeting Minutes by Board of Directors

Pat asked for approval of the board meeting minutes for the special board meeting sent out by LaVerne.

LaVerne stated it was the August minutes that were sent out that we are approving.

Pat asked board members if they had time to review the August minutes and if there were there any changes or corrections to request.

Hank stated there are other minutes that have not been approved prior to these and asked we take them in order.

Pat asked if Hank was referring to the minutes of previous electronic board meetings.

Hank stated he was referring to previous minutes that were not approved yet. We skipped some last time.

Pat stated he did not remember any other minutes that weren't approved and asked LaVerne for input.

LaVerne stated we approved three at the last meeting. They aren't posted on the website yet; but she will get Adam to post them. All minutes through July were approved. It is only the August minutes we need to approve. LaVerne stated she had posted the approved minutes on the website; but when the website went down, the backup used was from a few days before the minutes were posted. She didn't realize until a few weeks ago the minutes were missing. She sent them to Adam to get them posted. Hopefully, they will stay this time.

Pat stated we would hold off on approving these minutes for now since Hank is doing some research.

6. Treasurer 's Report by Bob Berry

Bob Berry stated he sent the balance sheets/profit and loss statements. Village Press finished their input on September 7 and the information was forwarded to the officers on September 11.

The inventory assets are noted as \$10,542.18. This was prior to Oshkosh and the numbers should be relied upon as the inventory count was done by Village Press just prior to this report. The board will be dealing with the store assets later in the meeting.

Membership income was down by \$1778; advertising income was down \$2990; special project was down \$1775. Last year we had the Cuba trip that added to that income. Convention income if any is down \$3490. As of the first half, income is down \$7425 from last year.

Expenses were up \$3280. That is primarily in the store and the Oshkosh events arena.

Although in the bylaws the inventory is the Treasurer's responsibility, the inventory was sent to President Donovan who has the inventory in his custody and control and qualifies as being able to personally verify the accuracy of the account. Bob expects this to smooth out as the second half kicks in; but recognize the store will result in a negative result for the calendar year.

Bob stated when he took over as Treasurer two years ago; he found it quite difficult to get accustomed to the micro procedures his predecessor used. Although they seemed accurate and very detailed, he asked for an outside audit, which was discussed and found to be too costly. In 10 1 1 of the standing rules each officer is responsible for determining which functions in his office fall within the parameters and as are appropriate or requested by the board. Bob stated he tried to follow in his predecessor's footsteps found them too be duplicative and labor intensive. He felt any future treasurer would greatly benefit if he could streamline the workload. Some examples are: All of our mailings from Village Press were paid for with a debit account that had to remain full at the post office in Traverse City, MI. This necessitated the Treasurer to issue monthly checks. Bob went to the post office and created an account that is located in CA that is automatically debited from our checking account. Village Press notifies Bob of the charges and enters them into Quick Book records. This is for the mailing of the Flyer and other membership Village Press sends.

Instead of Village Press sending us a monthly bill and the Treasurer entering each line on Quick Books, Village Press enters the items on Quick Books and sends Bob the hard copy. Bob reviews it and if it is acceptable, he issues a check. The Treasurer's expenses are scanned with the receipt and any other documents that are related and forwarded to Village Press for entering into Quick Books as deposits received, items purchased, or items sent for the benefits of ICS. This way, the Village Press accountant reviews each transaction the Treasurer made and errors were almost eliminated as were audit questions.

One of the Treasurer's first jobs was to add his name to a CD and bank accounts, at the time held at Fifth Third Bank and Fifth Third securities who we thought were held in the Traverse City, MI office. Bob stated he followed the bylaws and standing rules getting proper signatures removing the previous named party controlling the accounts and added Vice President Williams and himself. This had to go through LaVerne, as Secretary, to attest to the ICS board of approval on the change July 9, 2015. It was also signed by President, Av Shiloh. Bob recognized the Fifth Third account was invested in an account contrary to 12 3 3 and apprised the officers of the situation. About the time of compiling the 2016 IRS 990/990T, he found the necessary documentation missing for the CD held at Fifth Third. He traced the CD to the United Credit Union of Missouri. At United, Donovan was Treasurer board member, at the same time he held those offices at ICS. Bob Berry notified Shiloh, Williams, and Stroh of possible violations of bylaws and standing rules issues. Bob was concerned about signing the 990/990T attesting to various items on the forms. Bob prepared an ICS specific conflict of interest, destruction of document, whistleblower attestations in the format approved by the IRS to be signed by each officer and board member. The documents were given to the officers and Spellman was directed to review them for signature. They never appeared again after many requests. Bob stated he has been ill since late 2016, was in disability for the first four months of this year and hardly able to move. He is in recovery now but does not know the final outcome.

Bob Berry stated he questioned Vice President Williams about CPTP and CPPP since he knew little about the issue. Vice President Williams had heard many conflicting stories of what happened but he would like to know the truth. Bob stated he looked at the ICS computer and found a trail of emails and ICS documents answering his questions. The emails gave a sad startling view of the inner workings of ICS and its relationship with CFF and CPTP and other ICS members at the time.

Pat stated this was off topic. We are talking about the Treasurer's report.

Bob Berry stated it was relevant since it is related to the 2017 actions taken by him right now. So, if you don't want to hear what he did in 2017 for the financial reports you just had and for all of the things that have been sent out on the web and so on and he does not have an opportunity to respond to them, tell him that it is irrelevant to Pat.

Pat stated what Bob is talking about now is irrelevant to the second or third quarter financial report. That what was requested and expected. Everything else is not pertinent to this conversation. If you want to have that conversation outside of this agenda, you can do so; but not here.

William stated we've been going over some of this stuff quite a bit. He would be interested in the profit/loss – just the numbers; but all of these other matters that relate back to CPTP, CFF, and discussions about where people put the money in a bond have to be resolved in a later agenda item. Right now, he would like to hear about the financial situations, that we move to accept the financials, and that move on.

Pat stated there was no particular need to have a motion; but **Hank moved to accept the Treasurer's report subject to the audit. CJ seconded the motion.**

Av asked who is taking the minutes since LaVerne is on the road. Pat stated LaVerne is taking them while she is here. If we lose her, he will take the minutes and CJ is recording them as well.

Pat asked if we could use the push buttons to vote.

Scott stated you can't tell who votes and who doesn't since all we get is a bunch of feedback and can't tell who voted.

William stated he thought we should do the roll call vote.

LaVerne called the vote.

The motion passed with all members present voting yes except for Av and Bob Berry who abstained.

7. New Website Transition by LaVerne Stroh

LaVerne stated Information went out in June and July Flyer about new website coming online; we sent out notice via Constant Contact a week before we went online, and a few weeks after the website was up, we realized some people did not receive their email or it was in their Spam folder; so we Sent a notice out via Constant Contact to the members again with their login information.

We have approximately 600 members who have logged onto the site. A few are logging on every day; usually as they are renewing membership.

We have approximately 300 members on forums.

We have about 20-30 members who were never on the old site but tried this one since they got the email with the information about it.

We've had some very positive feedback about the look of the new website. Several have asked what else we are planning to do with it, and we can talk about that at some point.

Since the site went online in July, we had the Oshkosh members that ended up getting put on the old site. They were moved over to the new site. Village Press moved them over manually. To make sure they did not get left behind, LaVerne sent an email to each of them asking if they got logged on. She heard back from some but not all of them.

LaVerne stated she talked to Village Press last week. She tries to keep touch with them every week or two. They said the issues with website are very minimal now. We had an email from Village Press stating that since the database matches going smoothly they can cut our cost in half.

One of the major problems we had when we went live was the email field being a mandatory field. The board had discussed it and it sounded like a good idea; but it was causing all kinds of issues at Village Press' end. We had some people who just did not want us to have their email; so they were having a hard time logging on. LaVerne talked to Pat and a couple of other people and we took that off so it is not a mandatory field anymore.

LaVerne stated we thought we had a problem with the forgot password selection; but she has contacted some of the members who had that problem or thought they had that problem and we found the email in the Spam folder; so, we may need to look at a way for it not to go into Spam but she doesn't know how we are going to do that.

There were some people who had the password not working after several attempts. In talking to them, we found they were using a password saver. So, they would put the new password in but did not save it to their password saver so next time they got on the password wouldn't work anymore. LaVerne contacted Village Press about it and they have started asking members that are having that problem as well.

The forums were our biggest issue. Most people weren't used to signing on to the forums separately. We thought they were all first name last name format; but as we progressed we found out some were using nicknames or other names that were not first name last name. So, after about the third or fourth week, when LaVerne sends anybody a website password she also sends them their forum information. She prepared some step by step instructions she sends out with it on how to change the password on the website and forums.

LaVerne stated we had some problems with the technical support tickets that seemed like a good idea when the website was developed. She wasn't in on that development; but since it was causing issues for the technical support people, Adam reprogrammed it to work very similar to the email system they were using. Now, if a member inputs a technical support ticket, an email is sent to all members of the technical support group. All they have to do is click on the ticket number in the email and they can respond via email. If one of them responds via email it goes to all of the other members of the technical group and also goes into the ticket. Anyone can respond back and forth as many times as they choose. LaVerne has followed up to make sure they were getting the emails and it appears they are.

LaVerne stated one of the next things she would like to do is work on tribe announcements. It is something we need to talk about. Do we want to put the same thing on the website as we have in the magazine? Several of the tribes have websites and she would like to put those out there if she has permission from the tribes to do that.

The ICS merchandise has been a question that has come up from several people. If we aren't ready to do the ICS merchandise where everybody will be ordering their own merchandise, we probably

need to put an announcement out there as to what is happening and that we are still working on it so people don't think we have just dropped it totally.

The monthly reports for the tribe chiefs require admin rights to get to them on the new system. LaVerne has talked to Bill Case about it. For now, Bill has offered to help LaVerne break down the full report she downloads and send the information out to the tribe chiefs. We can do it on a monthly basis so they don't have to ask for it or try to get in and figure it all out. The reason for that is based on the website going down. Someone with admin rights inadvertently put the number 2000 in a place it should not have been and it changed everybody's expiration date to 2000. It took a bit for Adam to find that in the programming; but as soon as he found it the website came back up.

We talked a little bit about new forums versus staying with what we have and that will have to be an item of discussion.

CJ asked if LaVerne would discuss the apparent security breach that brought the site down and how it is being handled going forward. Also what the findings were.

LaVerne stated it wasn't a security breach. Several people at Village Press have admin rights. It appears someone inadvertently got into the wrong section. It has been locked down so they can't get into that section at all anymore.

CJ stated there were two new people who tried to join at the Groton AOPA forum and they were having some concerns about the fact that you go to join it does not ask for any information about you before going for the PayPal account. She forwarded that last week and wondered if it had been reviewed yet or when it would be addressed.

LaVerne asked where she forwarded that to.

CJ stated it was in the board report on the Groton AOPA fly-in. She included three suggestions on the report that came out of the suggestion box from the fly-in.

LaVerne stated she did not remember seeing that. She may have missed it.

Pat thanked LaVerne for her efforts. He knows it is difficult and was not successful in some areas and we need to continue to improve that.

LaVerne stated she had one more item. She asked Adam to add a place for videos. We had a member who went to see the eclipse and videoed it. The story will be in the November Flyer and will have a link to the website. She would also like to get the videos from the convention posted. Bob Williams stated he had videoed the seminars. If we can keep coming up with things like that to keep our members coming back, we will do better.

Pat stated there was some information that had been posted in the chat box. The financial reports and minutes for previous meetings are located across the top of the home page under ICS and you should be able to find everything there including bylaws, standing rules, and other information. You have to be logged into the home page to get to that information.

Post meeting note: CJ resent the email. LaVerne was not in the original email chain.

8. Contact Results with New and Departed Members by Tribe Chiefs

Pat stated the tribe chiefs have been requested to contact new and departing people to find out why they left and welcome the new people on board. Pat asked if we had any reports from the tribe chiefs on that.

William stated he had not done it yet but plans to very soon and have a report at the next meeting.

Doug stated he contacted those he could. In most instances it was pretty straight forward; one member sold his airplane, some members have already renewed. He contacted each person.

Pat stated this is part of our efforts to welcome the new people on board, make them feel comfortable, answer and questions they might have; also, to find out why the current members left to see if there was something we can do to improve our performance.

9. Leftover ICS Apparel Disposal by Pat Donovan

Pat stated as Bob indicated, all of the ICS apparel that Village Press had in inventory was taken to the hospitality tent at Oshkosh in an attempt to get rid of it. The remainder of what didn't sell is currently in his hangar. Some of it was given to the Tribe Reps that are here to take back with them. The tribes can use that for whatever they choose; be it a fly-in welcome, given to people at AOPA fly-ins so they can give to people there to wear and promote our organization, or if they choose to sell it. It is up to them. He still has a lot of odd sizes left, a lot of denim both long and short sleeve. If he can't get people to take it home with them he will ship it out. Pat asked for any comments or suggestions on the leftovers.

Bob Berry asked if the board approved disposal of the remaining inventory and how do we write this off the books. It is about \$10,000 worth.

Bob Williams asked if write it off and then sell some later, would that then becomes income or can we get rid of it and get it off the books. .

Bob Berry stated the Treasurer has to account for the inventory or the shrinkage in the inventory. He thinks we should write off some each quarter; unless you want to take it all at once. He doesn't care either way as long as the inventory is recognized as zero.

Bob Williams asked if we sell it, would it then be shown as miscellaneous income.

Bob Berry stated he would have to check but it wouldn't be income; it would probably be recovered capital.

Pat stated we have had some of this merchandise for two to four years or more. He doesn't see a tax benefit to holding the residual quantities on the books. If we give it to the tribes it would be income if they chose to sell it. We don't want to continue paying storage charges.

Hank stated we should take it to various functions and use it as giveaways. The person taking it can do what they want. We should write it off immediately.

Bob Berry stated there is not tax benefit. We don't pay taxes on it nor would the tribes have to include it as income. The only thing we pay taxes on is the incidental income from the CD's. The President should be able to do good at his discretion

William stated there is no worry about cost of sales or profit or anything like that. If he understands the discussion, we are disposing of it in promotional ways; so it should write it off as soon as possible.

Bob Berry stated it skews the profit/loss for the year and we take the catastrophic hit this year or spread it out over a period of time.

Hank moved to write the value of this off the books immediately and distribute it to take it to the various parts of the society, including AOPA fly-ins and other flying events. CJ seconded the motion.

Av stated this was discussed a few meetings ago. We had basically the same sentiments. It doesn't matter in the long run how you do it. If you take a hit one time, it will show up as a negative on the books right away. Our total assets were \$250,000. Taking this off will give us a hit of about \$10,000. So the only question is do we do it all at once or over a period of time.

Pat stated if we do it once, it is easily explainable and we can move forward. He would prefer to do that.

Av concurred.

Doug stated the tribes should have first preference in getting some of the items.

Pat stated he had a box ready for him.

Pat asked if there were any objections to the motion. There were no objections. The motion passed unanimously.

10. Remaining 2017 AOPA Fly-in Status by Board of Directors

Pat asked Scott if he would like to discuss this.

Scott stated there is one fly-in left this year in Tampa. They will have it despite of the hurricanes. The SE Tribe Chief stated he will move forward on it. Scott has been trying to contact him. He doesn't know what has been done there.

All of the events have been very well attended and all of the people who have been there on behalf of ICS have reported back great results and a positive experience

Bill thanked Scott for coordinating these for all of the years.

Pat asked if there are any other organizations like ICS that go to the fly-ins.

Bob Cretney stated Cessna was in OKC.

Ron Franks stated Bonanza was there, too.

Pat stated the AOPA website has the 2018 events out. Pat asked Scott if he was stepping down from overall coordinating.

Scott stated that was correct. It should be the tribe chiefs that coordinate directly with AOPA. All they have to do is register with AOPA as being the exhibitor. It is pretty basic. Then they have to find participant aircraft, and make sure those people provide evidence of insurance to AOPA. It is better to have the local tribe handle it.

The only other issue is the shipping of brochures and banners around the country. If this going to be ongoing which it should be, we might consider providing each tribe with a banner and brochures to save shipping costs of sending it to the next event. The board can decide on that at some point.

Pat stated he would like Scott to provide a checklist on the event. Pat believes we need an overall coordinator on this to make sure things are progressing. We will discuss it over the next few meetings. Pat asked for any volunteer to take Scott's place. He doesn't think it would be that onerous of a job; not like the Treasurer. Pat then apologized for that comment.

11. Australian Horn Status in Canada by William Hughes

William stated the Australian horn is an Australian STC imported into the US and certified by the FAA. The FAA has issued an import STC so it can be installed in aircraft in the US. Normally, Canada has a bilateral agreement with the US where any STC that is valid and issued by the FAA is valid and issued in Canada. However, it turns out that if someone creates an STC in a foreign country and then it is imported into the US, then Canada must have an agreement with the other country, which in this case they did not. If you have a zealous and careful AME quality department who goes through the supplement type certificate paperwork carefully, they will notice it and say they can't sign it since it is not valid in Canada.

It happened to a member in Alberta and he has been grounded for two months. William got in touch with Nigel and Alan and they were very helpful in sending all of that information to the airworthiness enforcement of Calgary. They now have all of the information they need, along with the required paperwork from CASA to do a validation of the STC. They will read all of the documents, see the FAA has approved it, and sign it off. However, they are still four to eight weeks away from getting that finalized. Then, it will be approved for a Canadian Comanche to have the Australian horn in it. There are no safety concerns. It is just a matter of paperwork so it can be signed off with a clean conscience.

Pat thanked William for the update. If there is anything the ICS can do, just ask.

William stated the assistance from the Australian society has been very helpful and prompt and the person holding the STC has been prompt of getting it in the format needed. This is what ICS does. When the person in Alberta found out about the issue, he reached out to the ICS. William asked a few questions, made a few phone calls, and we helped him out.

12. 2018 ICS Budget – Any changes needed? by Bob Berry

Pat asked if there were any changes to the 2018 budget.

Bob Berry stated he is more prepared for the budget now that we have decided the inventory is going to be written off and he has a little more information on Oshkosh and how we are going to expense some of that. He is not ready for the budget since those were two items we weren't sure the officers were going to do about spending.

Pat stated we may need to consider is any increase in Oshkosh budget since we are in a different location now where the ground plot is a little more expensive. He doesn't have the 2018 budget in front of him; but it was voted on by the general membership as part of the election process before the New Zealand convention; so it is old as far as what it was based on. Pat asked Bob to review it and consider what changes he would recommend based on changes he has seen in the past few months since this was developed late last year.

Bob Berry stated our cost for the new lot was the same as the previous year as it would have cost us to be in the center lot. The end lot has been paid for the paid for and we will carry that as an asset on the balance sheet instead of writing it off as an expense. It will be written off when the Oshkosh event occurs; so it is a prepaid rent. If we are going to have a bigger tent, that will change the cost of that item; so, we need to determine the cost so he can plug those numbers in.

As far as the store, Bob Berry stated we still have the DVD's and manuals he is sending out as people call and request them. They send Bob the funds and he sends the item back and photographs the tracking number and sends it to them in the email address. We've had quite a few of those sales recently. That is the only thing we are keeping in the store other than what Village Press is passing out with the new member stuff.

Bob stated the budget is pretty close. The smaller expenses are what he is concerned about.

Bob Williams asked if we were talking about the expenses for Oshkosh for 2018.

Pat stated that was correct.

Pat stated he knew the interior lot we had and what we paid for and used last year in the 2016 budget, but they gave us at the same rate even though we had a higher performance cost in 2017. If we stay in that same corner lot next year and we've already paid for it. The 2019 Oshkosh location will be paid for in 2018. We have to pay for the lot a year prior. The tent is paid for in the year it is used. The lot price has gone up some. We may see a \$500 increase in the 2018 budget for the ground.

Since we are no longer going to be storing goodies at Village Press, we can decrease that amount. Pat wasn't sure of any other adjustments to consider.

Bob Berry stated he is aware of that.

Pat asked Bob Berry if he ran any reports where we are percentage wide for 2017.

Bob Berry stated Village Press was supposed to have that done by Friday; but they didn't get it done. They have all of the information; but they just have to key it in

13. AirVenture Hospitality Tent by Pat Donovan, CJ Stumpf, and Board of Directors

Pat stated the first bullet was for the approval for the ICS Treasurer to sign EAA contracts for the 2018 AirVenture space and tent. The bylaws specifically state the President is to sign all contracts. In this case, Pat asked Bob Berry to sign for the 2018 space since he has the money; so he would like the board's approval to have him sign the contract since he has already done that and also to sign for the tent next spring.

Av stated while that would be an expedient way to do that, he is wondering what the legalities are for the board making exceptions to the bylaws without the membership's approval.

Pat stated we are not changing the bylaws; he is just delegating his authority and wants to make sure the board is okay with that.

Bob Berry stated Pat did sign it and Bob sent the money by credit card; but Pat signed the most recent one.

Pat stated he didn't sign. The specific area of the contract was for Bob Berry.

Hank stated in reading the bylaw, Pat keeps the responsibility, but he can delegate his authority to sign the contract; so that is what he is going to do unless there is disagreement.

Av stated he just wants to be sure it is legal since we are deviating from a bylaw without member approval.

Bob Cretney moved to delegate the authority to get the payment completed.

Hank stated a motion was not necessary. I can be signed as Pat Donovan by his name and Pat can give him (Bob Berry) a letter granting him that authority.

Bob Berry stated he can easily mail it to Pat. He is sure Pat signed it because he didn't. Maybe they just took the cash as a token we signed it. They said we have the space and Bob did not sign it. It's

easy to do by email. Bob Berry will scan it and send it to Pat. Pat can print it out, sign it, and send it to them and Bob would pay the money. That is what he thought happened. It's been paid for, he didn't sign it, but we have the space.

William asked why this is an issue. He didn't see why Bob Berry can't sign it and move it ahead.

Bob Cretney withdrew the motion.

Pat stated they will deal with it administratively.

CJ reported on the 2017 Oshkosh activities. She stated it was our best year yet. It is our first year when the accounts have not be reviewed and accepted by the board. The accounting showed the first year we were slightly positive. We had a record number of new members and renewal members. It is about 29 years' worth of memberships, which would amount to customer lifetime value calculation would be about \$10,000 at today's membership rate. It hasn't been used before but is commonly used in other groups that have memberships.

Some reasons members joined were for the critical value in the society's ability to act as a repository for information and a voice to various authorities. Some returning members thought the atmosphere at the tent was very inclusive.

They had thirty volunteers. She will send out in an email with them.

Some trends are that we had a remarkable number of people of airplanes that are finding new homes. There are a lot of younger people and people with kids. There are a lot of people looking for airplanes, with an emphasis on twins.

We had a record number of sponsors. Bob Williams set the stage at the Cleveland convention that helped Oshkosh.

CJ stated will be sending out a report with photos.

Pat stated for the next item of 2018 planning, we will probably do it like we've done it and will talk more about it later. Pat asked if there were any big topics for next year. We will have a corner lot and we could probably squeeze to airplanes in there. It would be nice to have a single and a twin.

CJ stated there is one off the winners from last year coming next year.

Pat stated he ordered more teardrop banners to have them available to increase our visibility and advertising. We had almost an overflow of seminar attendee; so we may want to go with a ten foot larger tent which would be 20 x 40 vs. 20 x 30. We'll see how it works out.

Pat directed his comment to Mike Foster. He considers this a perfect opportunity for CFF to consider doing seminars at the tent; maybe the ground school part of CPPP.

Pat stated we will put together a 2018 committee and bring information to the board.

14. Approval of Actions Taken at Prior Electronic Meetings That Did Not Have The Required General Membership Notification by Pat Donovan

Hank researched this and the earliest he could find on the website was December 13, 2013 so there were a lot of board meetings that were not properly noticed. Interestingly the fall and spring board meetings and the old and new board meetings at the conventions were all properly noticed. Hanks suggestion was to make a motion to reconfirm the decisions that were voted on through and

including the electronic board meeting on July 18, 2017. Those are all of the minutes that have been approved. He left out August since it was not approved and he noticed an error.

Hank moved to reconfirm the actions of the board in all electronic board meetings prior to and including July 18, 2017. Bob Cretney seconded the motion.

Av asked why we weren't going up to the last meeting so we don't have to go through this again.

Pat stated the minutes have not been submitted so we can't do that at this time.

Hank stated those are the minutes we passed on earlier in this meeting.

Av stated he understood that and the August meeting minutes have been approved so we should go through the August minutes instead of July. He does not see why we can't have the latest meetings approved. The minutes are approved later but the content of the meetings should be approved as we are about to approve back to 2013. When LaVerne gets the minutes of those out, they will be approved individually anyway. Unless there is an agenda he doesn't realize, he doesn't see a reason not to approve all of the meetings that occurred since 2013.

Hank stated the reason we have to go back is because the meetings were not properly noticed. Av has his opinion and Hank has his opinion. One of them is right and one is wrong. If it turns out they were not properly noticed, then all of those decisions are null and void. This just makes it acceptable regardless of the outcome.

Av stated he agreed, but Hank stated every meeting since 2013 was not properly noticed, including and up to the very last meeting we had. If we are taking them as an entire lot, then we should take them as a lot. Why are we leaving some out? The minutes have nothing to do with it. The minutes always come later to give the secretary time to prepare them. Our bylaws allow ninety days to do that. So, he doesn't see a reason for splitting them up. Why not approve all of the meetings?

Hank stated there has been no chance to revise or comment on the August 15, 2017 meeting. He was seriously misquoted in there. We could approve them but he will raise a large exception since he hasn't had time to independently study and offer corrections to the minutes. All of the other ones have corrections offered.

Pat suggested the existence of the minutes for certain meetings are not approved or are not existent at this point. That is okay. What we are trying to accomplish here is that the board approved certain actions at all of the meetings and what we are trying to do is say we acknowledge we failed to notice the general membership of the existence of the meeting prior on the website and so we are attempting to make these official instead of unofficial meetings. Pat we suggested we vote on the current motion and then come back and address the next two in a separate motion.

Av stated we shouldn't need a separate motion. The problem is the meetings weren't noticed properly, not put on the website for our membership. Every one of them is consistently the same; so he doesn't understand why we are excepting one particular meeting. The minutes have nothing to do with it. We approve the minutes within 90 days since that is what our bylaws call for. Not having the minutes yet doesn't make sense as to why we are approving separately. All we're stating is if we did something wrong by not noticing the members properly so in all those meetings we didn't do it, we're going to legitimize those meetings.

Scott stated he isn't sure we have a problem with this. If he is reading the agenda item correctly, what we are concerned about is the meetings did not have the general membership notification. In looking at the bylaw referring to the board meetings it says "written and ICS webpage notice of each meeting of the board shall be given by the secretary to all members thereof at least thirty days prior and ten days prior for an electronic meeting". Scott felt the word thereof refers to the board not the

general membership. The premise of the agenda item is saying we did not give notice to the general membership and Scott says via the bylaw it was not required. It is a notice to the board. The use of the word thereof directs the bylaw to the board not to the general membership and does not think these items need to be validated at all.

Bill Case stated Scott just stated what he was going to speak about. The dictionary definition of the word thereof is of the thing just mentioned. So, if you read the sentence it refers to the board. The board was mentioned and it is members of the board.

Pat acknowledged the definition of thereof; however, the notice still has to be posted on the website whether it is to the board or the general membership. Since the general membership had access to the website, they could have attended if they wanted to. Since it was not put on the website, we are where we are today. So we need to approve these activities and press on.

Bob Williams moved to amend the motion to include all meetings up to today's meeting. Av seconded the amendment.

Bob Williams stated the discussion was as to whether the amendment is legal. It is an amendment to the motion and therefore it is to be considered. The amendment is to include all meetings up to today. The meetings are official since the minutes are approved at subsequent meetings. As the minutes are corrected the actions of the board is based on the approved minutes. So if we are concerned there is something that is improperly recorded, that needs to be corrected when those minutes are approved. Bob did not see a problem.

Hank stated the problem is the August 15 minutes weren't approved.

Av stated they weren't and did not have to be approved for 90 days. So, we'll take them when LaVerne gets them done.

Hank stated Av just stated his argument succinctly. We are approving minutes that have never been reviewed and gave the board members that were at the meeting to correct the minutes.

Pat stated, "we are trying to approve the legitimacy of the meeting, not the legitimacy of the minutes. Some may think you cannot do one without the other."

Zach stated in going back and recognizing meetings that didn't exist, you need to have proof the meeting existed to approve the meeting. That is the legal argument is if you don't have minutes that are published that people can go back and say yes there was a meeting and yes we can approve the meeting regardless of whether there was notice or not then the meeting doesn't exist because it was a non-meeting because we can't approve the meeting because the meeting never existed. That's the crux of the issue here. We can go back and look at minutes of these meetings in questions and we can say yes there was a meeting held and yes we can approve the items that happened in those meetings in a blanket overview. We can't look at what happened at the non-meeting and approve it as a meeting.

Pat suggested the same sort of motion can be done at the next legitimate meeting for the meetings we are trying to cover now.

Bob Berry stated this is just another reason why we need to hire a law firm in this particular area; a lawyer that does only this and hire them to redo our horrible patchwork of bylaws. We are getting down again to the nitpicky stuff that has caused all of the issues to begin with. Until we clean up our bylaws and standing rules, which are the most patchwork, glue and paste type document, that they have read, we will never get anything accomplished. Bob stated what Zach said he has no idea what he said. Either he is stupid or he doesn't know what. This type of stuff has to stop and it can only stop if you get a lawyer to review all of this and review the questions Hank says. He doesn't think

Hank is correct. Let's review these and get somebody to review them before we open our mouths and start voting on stuff.

Av stated Zach makes a compelling point but these non-existent meetings we all attended did indeed take place. When the time comes that LaVerne has the minutes to us, we can choose to accept or not accept them. If we choose to accept them, it is a legitimate meeting and it will already have been voted on now and the entire thing becomes legitimate. If we do not approve the minutes then it isn't legitimate whether it took place or not. Let's save ourselves some work. He agrees with the motion and the amendment. Let's just get this done or we'll continue to mess with this for a long time.

Bob Cretney called the question.

Pat stated we have to do the amendment to the motion first, so we'll take the vote.

LaVerne called the vote. There were nine (9) yes votes and five (5) no votes.

Pat stated the amendment passes so we will include the meetings through September 30.

Pat stated we now vote on the main motion.

Doug asked for a reread of the motion.

The motion was as follows: Bob Williams amended Hanks motion to include all of the meetings up until September 30. The original motion was to approve all of the electronic meetings that were called into question originally.

Scott asked what a yes or no means.

Pat stated a yes vote approves the meetings. A no vote means they never occurred.

Bob asked if it was approving the meetings up through September 30.

Pat stated that was correct.

Doug asked if we could still have discussion or was it closed.

Pat stated if he had something to add, we could discuss it.

Doug was concerned voting on meetings where he was not on the board of directors.

Pat suggested Doug abstain from the motion.

CJ stated her concern is we are voting to accept minutes.

Pat stated it isn't the minutes, but the meetings; that the meeting happened.

Bob Williams stated we are not approving the minutes; just the meeting.

CJ stated she would like to propose a friendly amendment.

Bob Berry stated the vote has been called.

Pat asked her what she wanted to say. **CJ wanted to propose a friendly amendment that the motion is a stated except she would like it subject to applicable law at the time. Hank seconded the motion.**

Pat stated he wasn't sure how that makes material difference.

Av asked if it is appropriate after a vote has been called to make an amendment to an amendment that has already been called for a vote.

Bob Williams stated the friendly amendment said we'd like review the legitimacy of it and he doesn't see accepting that as a problem. We can then do the main motion and get done with this.

Av objected since by saying this we are allowing us to go back to 2013 and investigate each and every meeting as to whether it occurred or not. If we are doing this in a block fashion, to pick out any certain meeting after the fact and call it illegitimate after the fact is not appropriate. At any given meeting there may have been decisions that are legal or illegal but the decisions were made nonetheless. So, a legal review has nothing to do with it. This puts a whole new face on what the motion was meant for. If there is a separate motion that is made for that, Av would consider that; but this has already been amended and called to vote.

Pat recommended we vote on the friendly amendment and then vote on the other. He would like to see the friendly amendment no vote by pushing the button.

CJ stated this is just procedural. She wanted to make sure we aren't voting to approve something that was a violation of something we aren't aware of. It was in the interest of protecting the society. It is just an opportunity to say we are paying attention to what we are supposed to be doing as a society and a board of directors, which is keeping us legal. It wasn't meant for anything other than that.

Scott stated maybe he was missing something; but the original motion was that we blanket approve all meetings up until July. Then the amendment says all meetings up to this one. It was his understanding the only objection to the first original motion was that it wasn't all inclusive. So, now that we've voted in the affirmative on the all-inclusive meeting amendment, why are we voting on the original amendment?

Av stated we are voting on the existence of the meetings not the content. The content may be legal or illegal. We are voting to say those meetings did occur.

Bob Williams stated we have approved the amendment to move the meeting approval until today. CJ offered a friendly amendment to say if there is an impropriety in the main motion; the main motion would become null and void. It probably doesn't make a difference either way. If we vote down the legal review and vote on the main motion and approve the main motion and the main motion turns out to be improper then that would be challenged at a later point. In order to move on Bob called the question on the friendly amendment and then call the question on the main motion which was to legitimize the meetings.

Pat stated he wanted to do acclimation vs a non-acclimation associated with the legitimate review.

Pat asked LaVerne to take the vote.

LaVerne asked exactly what we were taking the vote on.

Av stated that was why we needed to take them separately.

Bill suggested CJ withdraw her motion.

Pat stated we needed to vote on the friendly amendment. If you vote yes on the friendly amendment, you are voting for CJ's amendment to be applied which calls for the possibility of a legal review of the meeting, not of the actions taken therein.

CJ stated that was not correct.

Hank stated the vote was to reconfirm and approve the motions that were made in meetings up to the July meeting.

Pat asked what CJ's friendly amendment was.

Hank stated the characterization of the motion has been changed.

Pat stated he will have Hank restate his motion and CJ to restate her friendly amendment.

Hank stated his motion was to reconfirm the decisions of the board at all electronic board meetings up to and including July 18, 2017. That was subsequently amended to change the July 18 to August 15. He doesn't like August 15 for what he thinks are very good reasons. If you pass the motion you have just said everything that happened in July is hunky dory.

Bob Berry stated we don't need to talk about this anymore. We need to get the motions out and get the vote over.

CJ's stated her motion was a procedural motion to say pending review of any applicable laws at the time. We appear to be approving actions taken for meetings we don't have minutes yet.

Bob Berry asked her to state the motion.

Scott stated all of those meetings were done in good faith. All of these board members are spending their time on this. There is nothing wrong with what we did. We all felt like we were doing the right thing. Let's get on with it. Scott stated that once again CJ is bringing up stuff that is complicating the entire process. We are spending so much extra time on this.

Pat stated we did it in good faith, including him; but we did it wrong so we are trying to correct it. Pat asked CJ for the wording of her friendly motion.

CJ stated the words were subject to the review of any applicable law and any appropriate actions to be taken thereby.

Pat stated the first thing we need to do is take a vote on the friendly amendment. It is to add that wording to Hank's amendment.

LaVerne stated she was totally confused. We had Hank's motion, an amendment to Hanks' motion that was approved, the question was called and now we are doing an amendment after the question was called. Is that what is happening?

Hank moved to table the motion so we can get the wording correct the next time around. Bob Cretney seconded the motion.

Pat stated the motion was table.

Av asked if we could vote now.

Pat stated we could vote on the tabling and that was all.

Bob Berry stated we thought it already went through as Hank stated and we amended the other side of it.

Pat stated all we voted on was Bob Williams's amendment to change the wording from July to include the July and August meetings.

Scott asked if we were tabling CJ's motion.

Pat stated we were tabling Hank's motion.

Av stated it was already called for a vote. We need to stop playing technicality games. The vote has been called. Av stated he will even go along with CJ's motion, but we need to vote on them separately. Av will be agreeable to CJ making the motion right after we vote on this motion that has already been amended and called for a vote. Procedurally, we should take this vote that has already been called, and then Av would be glad to entertain her motion and will vote to confirm it. We need to get this done.

Bill Case stated we need to vote on the motion to tabling and asked Bob Williams since he is an expert on Robert's Rules. Bill thought we had to vote on tabling and he plans on voting against tabling so we can get this done. He plans on voting the friendly amendment so we can vote on the original motion and get it done.

Pat stated he concurred with Bill's comment. The tabling is the priority. We need to vote on that and asked LaVerne to call the role.

LaVerne stated she is clarifying that we are calling the role to see if we are going to table the motion.

Scott asked which motion we are tabling.

Pat stated it is the whole thing. The motion to table was for the entire thing we have been talking about for however long it has been.

Scott asked how we can table a motion that has already been passed. We already voted on and approved Bob Williams amendment so how can we table this now.

Pat stated we are not talking about Bob Williams's amendment but Hank's motion.

Av asked if he votes yes to table, we are tabling this whole thing and wasted all of this time. If he votes no, we continue as we did before.

Pat stated that was correct.

Av asked if we could please vote.

LaVerne called the vote. Bob Williams left the room so we had five yes, five no, and Nigel and Kate abstained stating they had no idea what they were voting on. The vote to table did not pass.

Post meeting note by LaVerne: When reviewing the minutes, there were five yes, six no and two abstain.

Pat asked CJ to restate the friendly motion.

Av stated he still questions the legality of adding a motion to a motion that has already been amended and called for a vote and before the vote is done, there is a vote on the floor and now we are adding another amendment. It would be more expedient to vote on the motions as they are and immediately followed by CJ's motion. If CJ would withdraw her motion we could deal with that the next thing up.

Bill stated since the amendment is friendly that would seem appropriate. Bill asked CJ if she would withdraw.

Chuck Stroh stated he has been listening to the conversation and would like to give input.

Chuck stated per parliamentary procedure, you can just vote down this motion since it is up for vote. You need to vote on it and then reintroduce the motion again with the amendments attached to it and it would be a done deal.

CJ stated her amendment was subject to review of applicable law not leaving issues of potential conflicts of interest at these meetings.

Av stated his understanding was we could simply vote this down. Then, we continue the vote that has already been called on the other motion that has been amended. If CJ would withdraw this motion we can consider it immediately after this vote it would save us a lot of time.

Pat stated it really won't save time. It will take the same amount regardless.

Av stated we have members that can't vote since they are confused, we have a problem.

Pat stated we also have members who don't want to vote since they didn't participate or haven't read the old minutes.

Pat asked LaVerne what the friendly motion is.

LaVerne stated she did not have it written down but it is recorded.

Scott asked if it could be repeated.

Pat stated CJ is typing it into the chat window.

Av asked if it could be stated so it could be recorded.

Pat stated you can expand the chat window to whatever you need.

Scott stated we have several people recording this meeting so we need to verbally state it clearly so we hear it and also repeat which motions we are voting on.

Pat stated it was verbally repeated already but some of didn't exactly understand it so we are asking for it to be written so that is what is being typed in the chat window. Pat stated it is being recorded so we have it in a couple of different places if we need it.

Pat stated CJ's procedural friendly motion is in the chat window. It states procedural motion **subject to a review of applicable law and conflicts of interest in votes that are subject to this motion.** Pat asked if there was any confusion to alleviate; otherwise we will call for the vote on the friendly motion to add CJ's statement to the motion that Hank made.

Av asked if a yes vote means we add it and a no vote means we don't add it.

Pat stated that was correct.

Mike asked if that gets added to Hank's original motion or to the amendment. He did not understand that.

Pat stated it was as amended.

Scott asked if conflict of interest was in the original friendly motion.

Bob Berry stated he did not think it was.

Av stated it was not.

Scott asked how many times CJ gets to rewrite this motion that we are all spending all of this time on.

Av stated that is why he asked for it to be withdrawn so we can get on with this and then she is more than welcome to reintroduce it if President Donovan allows her to.

Pat stated if that is what is wanted then vote this amendment down.

LaVerne called the vote on CJ's friendly amendment. There were three yes, nine no, and Pat abstained. The friendly amendment failed.

Pat stated we are now ready to vote on Pat's original motion as amended.

William asked if the motion could be restated.

LaVerne stated she is looking for it since she is in motion (traveling).

Scott stated we have already voted in the affirmative that all the meetings are approved up to today's meeting.

Av stated we did not vote on that. We voted to accept the amendment to the original motion. So, now that we have a fully amended motion which is to accept all of the meetings up until now, we can vote yes if we want to accept all of the meetings or no if we do not want to accept those meetings. All of the previous voting is if we should include all of the amendments. This is the bottom line.

Hank is saying that is not his motion as amended. They will type it in the bottom.

LaVerne stated Hank's motion was to reconfirm the decisions of the board at all electronic board meetings up through July 18. Bob Williams amended that to change it to up to September 30.

Hank disagreed with that. He asked if he could state it since it was his motion. **Hank stated the original motion was to reconfirm the electronic board meetings through July 18. That was changed through August 15.** He doesn't know where up to now means since we would certify a meeting that isn't even held yet.

LaVerne stated it was amended up to September 30.

Bob Berry stated we need to go by what the Secretary has and said.

Hank said he would not dispute that. He is disputing Av's characterization of that. It is not recognition. It is a reconfirmation of everything that was done.

Av stated he will go along with that. He just wants to get this over.

Hank stated if Av would stop interrupting him, we could get it done sooner. One of the things done with this motion is to cast in stone a meeting at which the meetings have been seriously misquoted. He hopes he can find some misquotes of other people so they can understand what it is like.

Pat asked LaVerne to call the vote. There were two no votes. The rest (11) were yes. The motion passes.

Av asked if Bob Williams is coming back or if he is gone for the rest of the meeting.

Pat stated he thinks Bob is doing some flight planning and will be back; but he is not sure.

15. Committees Membership Review by Board of Directors

Pat stated he would like to skip over the committee membership review. It is something we should be doing. Pat asked everyone to look in the latest Flyer to see if there is anyone that should be added or deleted or would like to volunteer for a particular committee so we can press on with other things at this time.

16. Editor-in-Chief Duties Returned to President by Board of Directors

Pat stated he would like to revisit the August meeting where the duties of the editor in chief were stripped from him and given to Av. Pat would like to suggest that the duties be returned to him. They are one of the principal duties of the president and taking them from him believes has proven to be detrimental to the society.

Av stated he sees it differently but doesn't think we should be making a decision like this at this time. Perhaps we should leave it for a few months and then return it depending on how things turn out. In addition to the fact as editor in chief, Av reads every article that is submitted right down to correcting commas and grammar. Av stated while Pat was editor in chief, Pat indicated to Melissa he did not want to do that. Av thinks it is an important part. Av stated he does not particularly like the job. It is a big job and takes a lot of time the way he does it. If he is no longer editor in chief, that's fine; but there are some underlying issues and he hopes the board and officers will continue to move forward and stop the bickering.

Av moved to table this until either the next or following meeting depending on how things go.

Pat stated there is a move to table but there is nothing to table at this time. Pat stated he appreciated what Av has done but at the same time Av has aggravated the situation as much as he has. Av is still trying to implement a policy that is completely unofficial. It was Av's policy, not the board's policy, and was never mentioned anywhere in the minutes of a legal meeting or illegal meeting; whatever you want to call it. Pat stated he has been chastised unfairly for that by the board. It is time to give him his responsibilities back. He is for ICS and not for any other entity. That is his feeling tremendously. Av's current Flyers showing the letter from the editor are an affront to the society. They are a repeat of stuff already in the magazine, and completely unnecessary.

Av stated he differed with Pat. Av stated Pat claimed he did not act in any way the board indicated that they wanted it run. Basically, Pat is saying the board did not give a direction; therefore Pat did not violate their direction. Av is saying we should leave this to the board to decide what that direction is and at that time, we can make the appropriate decision. There is no reason to rush it now. It can wait a month and allow the board to decide the direction they want to see. Av stated it was not up to him or Pat but up to the board. That has been the contention from the start.

Pat stated Av was wrong.

Av stated we need to allow the board to determine the direction. If the board disagrees with him, he will go along with that decision 100%. If they disagree with Pat, he hopes Pat will do the same. Av stated he is asking that rather than rushing into this we allow the board it takes to determine the direction and then we can vote on this. Av would be glad to vote on this once that has been done.

Pat stated Av is advocating or chastising him for doing something that has never been officially approved by the board.

Av stated he is not chastising Pat. During that vote, Av abstained since it was directly affecting him. For example, when we voted for President, which directly affected Pat, Pat did not abstain. Av did abstain. This is something that was chosen by the board so Av is asking we allow the board to make the decision by which every party will stand. There is no reason to rush this decision right now. Av recommends we move on and bring this up at the very next meeting. We can put it on the agenda for the board to decide which direction they would like to take and give them time to think about it.

Bob Williams stated one of the issues regarding the editor in chief has been the issues of following board direction. One of the ways to resolve this would be to set guidelines that everybody absolutely adheres to. It may not necessarily be everybody's feels is in their best interest. Bob read something he put together if it was okay with everybody.

Bob Williams stated what he had was called resolving the elephant in the room and there is an interim solution. There are things that happen that we can agree and it may not make everybody happy. Specifically related to the CPPP/CPTP, allow paid advertising as has been done in the Flyer. Since it is difficult to schedule an event without notice, the tribe news in the Flyer must also be able to announce the event, either CPPP or CPTP as has been done in the past. In the short term, until a final resolution is accepted or at the spring board meeting (that is the final length of this), this policy would be observed by all ICS members. That would include the editor in chief, the tribe chiefs, and anybody else.

Av asked to clarify what Bob Williams stated.

Bob Williams reread his resolution as stated above and added the final resolution on CPPP, CPTP would be offered by a committee to present at an interim meeting, if they are ready, or at the very latest at the spring board meeting. A final policy will be observed by all ICS members, board and tribe chiefs.

Av stated that sounded okay except we are changing what we have done. Av stated that until such time the board decides, we should not make any changes.

Bob Williams stated we will have something everybody is willing to live with. Since Av said he would abide by the board decision as he has in the past and Pat said he would abide by the board decision as editor in chief or an ICS member, this is what Bob is proposing. It doesn't make everybody happy.

Bob stated the next part, since there were other issues brought up about not CPTP and non CPPP issues and the challenge to the members of the committee would be this. An integral part of this solution is the appointment of a committee of active ICS members that are not involved directly with CFF, CPPP, or CPTP to review any and all aspects of Comanche Flyer and electronic newsletter regarding any endorsements or other IRS 501(c)(7) gotchas. It's turned out that CPPP and CPTP aren't the only things that we might want to be concerned about regarding our status as a 501 (c) (7).

Bob stated the committee will make a recommendation and present it to the board along with all the research documents at or before the spring board meeting. When that report is available, it can be acted upon by the board. If the board does not accept the recommendation, the work will be sent back to the committee for additional resolutions and presented again in an effort to streamline the board meetings.

Bob stated to look at how long it took to just do the last couple of motions and he doesn't know how the result came out.

Bob stated the last paragraph is approval of this resolution gets us moving again as a board and promoting ICS first; ICS first in everything, moving all ICS actions toward growth and counting ICS first.

Av stated that sounded good and he is for ICS first. Av wanted to mention one thing that is very critical in this discussion and that is as editor in chief for over two years and Pat was for a month or two, the practical aspects of getting out an issue with severe deadlines would be severely hampered if it had to be edited by committee. A better solution would be to set a committee to recommend to our board members what direction to take or perhaps the board members can directly tackle the issue and then we know what direction that is; whether it is with or without CPTP or CPPP. To hamper the job of the editor in chief, which has distinct deadlines, doing it by committee will never work. We do have an editorial committee which helps; but the everyday job of doing articles, accepting the articles, taking a look at everything with various revisions and a deadline where the magazine has to be at our members house at the beginning of any month would be impractical if we were to use a committee. Doing that job by committee would be impractical.

Bob Williams stated the committee is not to be an editorial committee. We're talking about a committee to review the interactions of all of our vendors, CPTP, CPPP, and CFF. They are to come up with a set of guidelines and policies' regarding what is an endorsement. In other words when we do something is it an endorsement or is it simply some information. We have to be careful we don't endorse per the bylaws and that sort of thing. In order to get this to work, what Bob would like to do is move the board forward. We've spent an awful lot of time talking about CPPP and CPTP. If we quit doing that and just have a set of rules for the editor and the editorial reviewers, not an editorial committee, that everybody follows. Bob Williams stated he has everybody's word that if we set this policy out as a temporary policy right now and form a committee we have chosen of about five members. They will do the due diligence on everything and prepare the report with all of the documentation. Bob stated it is likely he will be the chairman or at least a board member but the rest would be non-board members who are not in CFF, CPTP, and so forth. Bob stated he would like to get this going, and it would not break his heart if we could put Pat back as editor in chief with the caveat that he is going to adhere to these rules. Bob stated they have also talked to him about being more of a cheerleader in his editorial. If we don't move forward, we're going to move backward and we'll move backward at a very rapid pace. Bob asked Av if he could live with any part of this.

Av stated he could live with almost every part of it except that until this committee, which he thinks is a good idea, comes out with the recommendation and until the board agrees with the recommendations, we should make no changes to the editor in chief position. Once the board is fully aware of the committee's direction, they can determine their own direction, and then we can move forward. He would be happy to relinquish the job that takes him hours every month. Av stated he is not trying to hold on to a position he really doesn't want. It is a matter of allowing the board to decide. Av stated he thinks Bob Williams has a wonderful idea and he thinks it could bridge things and allow us to move forward. Av stated he is all for it except leave the changes alone now until the board sees what the changes are. We should not make a decision without knowing what the committee recommends. In the end it is the board that is responsible and they need to have the vote. Av agrees with Bob's motion but does not agree to reassign the editor in chief until such time as the board has had time to consider it.

Bill Case stated Pat's views and Av's views are pretty well known to all of us on the board. We've come through a very rough period and we're at a very worrisome period in our life in ICS. Bill was very encouraged by the informal meeting this morning and the concept of ICS first. Bill stated he is one who voted to remove Pat as editor in chief. Bill is supportive of the idea that Bob Williams is proposing here and supportive of getting Pat returned to that position. Bill suggests we not make any motion on this discussion at this time. He looks forward to Bob's notes on what he just proposed and is very willing to look at it immediately and take some action at our next board meeting or sooner if people are worried about that.

Pat stated he absolutely supports Bob's proposal.

Av stated he supports it too and agrees with everything Bill Case just said.

Bob Williams stated he would email this out to everybody right away so everybody can look it over. Bob stated one of the things we need to do and not a ten day thing, not a twenty day thing, not a two month thing is regarding the formation of the committee and the handling of CPTP, CPPP advertising and announcements, we need to do that today. We need to set the committee up today. Bob stated it would not break his heart to put a caveat that if any part of this agreement is broken in any way that we would remove Pat as editor in chief again. He would support putting Pat back in today with that caveat. Looking at the world situation, and not just the fourteen people who are board members, this is spilling over into the general membership. Bob stated there are various parts of the world concerned with the direction we are heading. Bob would like us moving to ICS first and nothing else counts. Bob stated he has been everywhere in the world emotionally with the ICS board this year, and he thinks this is a direction he would pursue. That is just him speaking. They will disseminate this to all board members and we will get back together to discuss it.

Pat stated we would take a fifteen minute recess and come back at 10 after the hour.

Nigel stated he would not be able to come back since his time is limited. He suggested we accelerate this. We've been at it coming on three hours now and this is a bit ridiculous.

Bob Williams stated they would get this out and get right back to everybody.

Av suggested we do this by maybe calling a special meeting. There is no reason we should have to force this through right now. He would hate to have some board members missing. We all need to be a part of it. Av agrees with the ICS first thing and agrees with making a committee to make these decisions. We do not have to force this through and make a decision when we aren't ready. Av strongly recommended we put this off until the next meeting or to special meeting the President can call.

Kevin Naedler stated he agreed, he had to get off the meeting, but he would like to help.

Av asked if we were continuing the meeting.

Pat stated the email is going out now and we are adjourned until ten after the hour.

Av stated to Nigel he was sorry about that since he knew what time constraints he had.

Nigel stated he would probably not be back in the meeting.

Pat reconvened the meeting. Pat stated he would like to apologize, specifically to Av and the board in general, for getting as emotional as he did earlier. The board actions in August upset him greatly and the continuing action is something that is difficult for him to control. He is doing his best. Pat stated everybody should have gotten the email about the elephant in the room proposal sent out by Bob Williams. Pat stated he would very much like to get this approved here and now at this meeting. He does not want it pushed off. It is unfair to the society to do that. We need to get moving. Pat would like to see a motion to approve this.

Av stated he had one question and he is ready to approve. Av stated it was where it talks about CPTP specifically. It says it can be done in the tribe announcement section; so do we agree that this is restricted to the tribe announcements section.

Pat stated that was correct. That is where it was when he put it in.

Av stated it would be a small announcement not a full advertisement as it was in the past.

Pat stated that is correct as it was the one time.

Av stated in that case he agreed with it.

Bob Berry asked if the motion included Pat becoming editor in chief again.

Av stated it does not. It is merely a motion to approve this which would allow a committee and in the interim we would allow CPTP announcements in the chiefs section exclusively.

Bob Berry stated it should include Pat being editor in chief again. Pat knows our feelings and the vote can go the other way if he doesn't follow it.

Av stated that would be a separate motion.

Bob Berry stated he would like it all in one motion.

Doug stated he concurred with Bob Berry.

Pat stated this could effectively say he would like to see the amendment for this to effectively say he would be returned to editor in chief as part of this resolution; so that's a motion.

Bob Berry stated he thinks that is fair he hopes. He hopes there is a lesson that the turmoil and the nastiness in the things out there have to stop and Pat has to control that. Pat stepped to the sidelines and left people war. If that is understood, Bob is for it.

Av stated he is for approving this motion; but what people are failing to see is when he was assigned the duty of editor in chief, it was done by the board by a vote, and a very wide majority; so the board made that decision. Now, if we include the editor in chief portion into this resolution what we are basically asking is for the board to make a change based on a committee that has not yet been assigned and a recommendation that has not yet been made and the board agreeing on that recommendation they haven't heard yet. Av wanted to know what the basis was for asking the board to reverse that. We want to get his done. Bob Williams made a good resolution and we should approve it and move on to then next subject which will probably be the editor in chief position; but let's not put the resolution at risk because of the editor in chief thing. Let the board make a decision on that separately. Av urges we approve Bob Williams's resolution and go on to the next thing so this meeting can be over.

LaVerne moved to accept Bob William's motion. William seconded the motion.

Post meeting note by LaVerne – To make sure anybody reading this knows what the resolution was since it was not read in its entirety without any discussions interspersed, the wording to the resolution as sent out by Bob Williams is below.

Bob's motion:

Resolving the elephant in the room:

An interim solution:

Specifically related to cPPP ctp, allow paid advertising as it has been done in the Flyer. Since it is difficult to schedule an event without notice, the tribe news in the Flyer must also be able to announce the event. In the short term, until a final resolution is accepted or at the spring board meeting, this policy will be observed by all ICS members.

An integral part of this solution is the appointment a committee of active ICS members that are not involved directly with CFF, CPPP, or CPTP to review any and all aspects of Comanche Flyer and the electronic newsletter regarding any endorsement or other IRS 501-c7 gotchas. The committee will make a recommendation and present it to the board along with all research documents at or before the spring board meeting. When that report is available, it can be acted on by the board. If the board doesn't accept the recommendations, the work will be sent back to committee for additional resolution, and presented again, in an effort to streamline work done in board meetings.

Approval of this resolution gets us moving again as a board and promoting ICS FIRST, moving all ICS actions toward growth

Pat stated William Hughes seconded the motion of Bob Berry to include in this motion the adoption of the interim resolution and that Pat would returned to editor in chief of the ICS publications.

Av stated that is not what we were saying. We were saying we approve Bob Williams resolution as is and the very next item we can discuss the next point. Let's not mess around with this resolution. It is a good one. Let's approve it and go on to the next point.

Bill Case stated he wants all of this to go away. There are a number of sides to the question and it's necessary that everybody go away with some kind of a win. Returning Pat to editor in chief is a priority. Let's pass the motion as it was mailed to us and then discuss the motion that we return Pat as editor in chief in 30 days, or 60 days. When we get to that motion, we can discuss the time frame.

Mike stated his suggestion would be to vote on them separately. Bob Williams's suggestion is a good one and there is a better chance of it being defeated if you attach both to the same motion.

Pat stated this is a resolution, not a motion. If there is no more discussion, Pat called the question and asked LaVerne to take the vote.

Av stated he just wanted to clarify that if he votes yes on this for this resolution, he is voting for the resolution as emailed by Bob Williams.

Pat stated that was correct.

The vote on Bob's William's motion was taken. There were two no votes and twelve yes votes. The motion passed.

Pat stated the motion is approved and the committee will be formed and Pat will abide by the statement in the resolution.

Pat asked Bob Berry if he would like to make his motion for editor in chief.

Bob Berry stated he had one qualification and that would be for Pat to clean up the minions who have thrown out all of the miscellaneous garbage on the internet and chat rooms and get a little bit of control over that. Things like setting up websites.

Pat stated he would do what he could but he is only one individual so within the bounds of his capabilities the answer is yes.

Bob Berry asked if Pat would be averse to hiring a lawyer that specializes in 501 (c) (3) and (7) and have them redo our bylaws and standing rules. With the board, it would cost \$2500 to \$3000 per what he was quoted, and that would be Kansas. There are only about 40 of these guys in the country that specialize in this. Bob asked if that would be of interest to Pat.

Pat stated that would certainly be of interest. Obviously we'd have to discuss budget and a bunch of other stuff; but there is certainly nothing wrong with considering it.

Bob Berry stated it is something the President and Treasurer could do by themselves.

Pat stated even if we did, the whole thing has to go to the general membership. We can discuss that in the future; but let's proceed what we're here for at the moment.

Bob Berry moved Pat be returned as editor in chief. Doug seconded the motion.

Av stated we are making a motion to reverse what the board already did based on nothing. We do have a resolution so we have a hope that we can move forward. Av stated he really liked Bill Case's suggestion to perhaps do this in a stage; perhaps 30, 60, or 90 days or until we get an acceptable recommendation from the committee. Now, we are voting to reverse what the board has done based on nothing but the hope we will have a committee, they will give us a recommendation and that we will accept that. To do this effective immediately is wrong and contrary to the boards' decision that was made by a wide majority vote. There is no reason to rush this. Bill Case made a good comprising suggestion and if we could incorporate that into the motion than Av would agree to it.

Bob Cretney stated Bob Berry's stipulation with his motion was we would return Pat as editor in chief if we pass that motion under the stipulations that it was passed under. So, unless you are going to back up on your word, we need to reinstate Pat through this motion as editor in chief.

Bill Case says he did not recall any stipulation prior to the last vote. He argued that we go ahead with the vote, get it done, and then consider returning Pat as editor in chief. Bob Berry has made a motion that we do that. If Bob would consider adding 30 days, we return Pat in 30 days. If Bob would revise his motion, perhaps we could move forward; and if he doesn't Bill will propose an amendment to his motion.

Bob Berry stated he would not amend it to the 30 days but if the board will hire a law firm (and he has given the information to Bob Williams) that specializes in 501 (c) (3) and (c) 7's. This is a very rare animal in this particular area to redo our bylaws and standing rules and to consult in regard to legal matters or things that are on table that are giving us issues. This organization is not going to go very far with the nitpicking that is going on, who did what, and Robert's Rules. It's a quilt work, it's terrible, and we ought to have those two things together. If he does that than everybody won't have a problem since they will be able to do their jobs. It's been miserable, this thing is.

William stated he does not see what the issue of our bylaws has to do with Pat being an editor. If that is a big deal, William would be prepared to move that Pat become our editor without any stipulations.

Av stated he would go with Bill's thing; perhaps 60 days or until this committee makes a recommendation. If somebody doesn't make that stipulation then Av will go along with Bill to make an amendment.

Bob Williams is chairing the meeting right now so everybody can talk that has a "dog in this show". We're going to ask people to bring up subjects that have not been covered before. The people listening are perfectly capable of understanding what people are saying and when we're done, we'll call for a vote. Bob asked if there was anybody else who wanted to speak.

Mike Foster stated he believes Bob Berry is right in that we need to have some work done on the bylaws; but he also believes it is not relatable to this motion. Mike agrees that at some point Pat should be returned to the editor in chief position. He does not think it would be a good thing to do right now. Give it the 30 to 60 days and let the board decide the way to do it. They decided to remove them and they should decide to reinstate him.

Kate stated she agrees that Pat should be returned to the editor in chief, we should amend it to 30 days down the line to give us time to get the community up and running and their feet under the desk; but she does agree Pat should have the chance to go ahead. Pat understands now that if he doesn't abide by the resolution, etc. we will turn around and take him off again. Kate thinks Pat wants the job just like we want him to have the job.

Doug stated he don't see a committee is going to resolve a lot of issues in some time constraint. This kind of thing has been going on. Doug doesn't think in 30 days it's going to be resolved. Along with that, when we removed Pat from editor in chief, we didn't say we are going to remove him in 30 days or 60 days. Doug stated for his part, we don't have to wait. Pat deserves to have the editor in chief back and then we'll proceed. If it doesn't go the way the committee or the board of directors wants it to, we'll readdress it.

Bill Case stated we are not waiting for a committee to get him back on in 30 days. Bob made a motion that we return him as editor in chief. **Bill moved an amendment to Bob's motion that we return Pat in 30 days. Av seconded the motion.**

Av stated he and Pat disagrees on many things as everyone knows. Av agrees with Bob Berry's assessment that we definitely need some legal assistance and we definitely need to redo the bylaws; and as we have discussed previously on the board, move it Delaware or somewhere more friendly to a (c) (7) corporation. That doesn't matter in this particular motion. Av stated he also agreed with Bill Case. As far as Doug Linville, Doug has a good point. That was done on the spot; however, we've see no change and the board did make a decision. Av would like to see Pat get restored as editor in chief as soon as we see how he implements this new resolution that was made by Bob Williams and as soon as we see a good faith effort in that, Av would certainly approve it. Av stated personally he does not enjoy that job so the sooner Pat can have it back the better it is as far as Av is concerned. Av does not want to reverse the board's decision based on promises and nothing that has happened yet. Av agrees with Bill that we should see how that proceeds and allow that to happen. That gives the board enough time to stop the reversal, stop allowing Pat to be editor in chief in case he doesn't follow through on these promises. Av stated he would like to make a personal comment about what Bob Cretney said that he is not going to keep his word or something like that. This is precisely the type of attacks we don't need if we're going to move forward with this. Av stated he thinks Pat should have the editor in chief position. He is reluctant to do this on an immediate basis based on the fact the board voted very strongly in this direction and we should give it time to allow Pat to show that he is indeed in good faith following the board's resolution.

Bob Williams stated we have as he understands it a motion on the floor to turn the editor in chief back to Pat in 30 days period. No other vote on that. If the main motion passes, Pat is editor in 30 days.

Av stated that is correct; but because this is editor in chief in the Flyer magazine has something to do with it. Av did not want to change in mid issue; so may we say instead of 30 days at the close of the next Flyer issue which will be in about 30 days or so. It may be 35 or 25, Av was not sure.

Pat stated the deadline for the December Flyer would be the 20th of this month. That would be acceptable.

Bob Williams asked the person who seconded the motion if we transfer editor in chief at the transition to the next Flyer, which would be the 20th of this month.

Av stated the 20th of this month is actually going on. That is the November issue, not the December issue. Av stated that is a good break because that way the January issue, which will close sometime in December is a good time frame and good transition. Av stated he would like Pat to relieve him of

the duty; so if we can agree to do this as soon as the December issue has closed; then Av is in agreement.

Bill Case stated he would be happy to make the amendment read return Pat to the editor in chief effective November 20.

Av stated it is not November 20. It depends on the weekends and the printing schedule. That is why he is saying at the close of the December issue. After the December issue is closed, then we immediately start to work on the January issue but of course all of that is done in November and December. So as soon as the December issue closes Av does not see a problem with it. By that time we will have had plenty of time to see Pat's direction. Av is optimistic it will go very well. Av stated if Bill can amend it to making the change immediately after the close of the December issue of the Flyer that would fly with Av.

Bob Williams stated since there appears to be sentiment to put Pat back, he suggests we do it quickly. We all understand there is an issue, whether perceived or real, that we're having problems that Pat won't abide by the agreement. Bob stated this is absolutely in writing, documented, and agreed to him. Bob stated he is one of those who has been very stressed through this whole thing and he thinks October 20 is a good time to have a transfer. He recommends to make it to October 20 and move things on. Otherwise, we are losing too much of the year.

Av stated October 20 we are in mid-issue. It will not close by the 20th or is not likely to. At the very least, so we don't have two editors in chief on the same issue, it should go to November 15 or so. Otherwise, it is an impractical solution. Av stated he has already worked on this particular issue, would like to finish this issue and then go on to the next. That is Av's recommendation. He did not see a reason to rush it so much. Av stated we all support Pat in restoring his editor in chief position. We don't need to rush through it and mess up issues with multiple editors.

Bill Case stated we probably have had enough discussion. **Bill typed in his amendment which reads "return Pat as editor in chief immediately after the close of the December issue of the Comanche Flyer"**. That is the proposed amendment. Bill stated the board can now vote on returning him per Bill's amendment or the board can vote down Bill's amendment and pass the original motion which would return him immediately.

Av stated he seconded Bill's amendment.

Bob Williams asked to hear the amendment again. State it and listen very carefully.

Bill Case stated we should have the secretary read it. He typed it in and wondered if she could do that.

Av stated she may not be able to. She is in the car.

LaVerne stated the amendment is to return Pat as editor in chief immediately after the close of the December issue of the Comanche Flyer.

Av reminded everyone the December issue is actually closed in early November; so sometime in November; but it is the December issue.

Pat suggested to folks he thinks they have their dates wrong. Pat stated he thinks what they are talking about is the close of the November issue. That has been in the print queue to be edited by the editorial committee right now. The closing date for submissions for the December issue is the 20th of October, six days from today.

Av stated that was correct. The October is already in the member's hands. The November issue is about to close as far as printing. The December issue will close in November in less than 30 days, in about 20 some days, maybe 25 depending on weekends. We're talking about three or four weeks. We shouldn't haggle about this. It is going to close in three or four weeks for the December issue. Av stated he goes along with the amendment.

Bob Berry suggested we split the hair and give Pat the editor in chief. He can do his column and so forth and Av can handle the contents of the December issue; one does the editorial and then everybody might be happy.

Av stated the President's always makes it. Even with Av as editor in chief, Pat always has his letter and always has had his letter. Let's get this done. We have a good resolution or motion with the amendment. In about 20 some days when the December issue closes; in 20 some days, not even 30 but about 25 days or so depending on the weekend. When that closes, we automatically go to Pat. Av does not have a problem with that. If everyone else would kindly agree to accept Bill Cases motion as amended, or actually his amendment, then we can get this done and go home.

Bob Williams stated he is calling the question on the amendment which is to wait a month and a half before we return editor in chief to Pat Donovan. We need to vote on the amendment.

Av stated that was incorrect. It is not a month and a half. It is 20 some days. Less than one month. The December issue closes in less than one month, in early November.

Bob Williams asked for a date.

Av stated he will fudge to the safe side and say November 10 or 15. It doesn't matter. Once it closes there is very little to do until the next issue. Av stated it is the same thing as Bill Case's original thing, which was 30 days but it will actually be less than that; the close of the December issue. Av isn't sure why everyone is confused about it; but he is telling everyone that he has been editor in chief or quite a while and the December issue which winds up in our members hands on December 1 closes in early November.

Bob Williams asked if anybody was saying anything new.

Av stated he just wanted to correct that it is not a month and a half. It is less than a month.

Bob Williams called for the vote on the amendment.

LaVerne reread the amendment which was to return Pat as editor in chief immediately after the close of the December issue of the Comanche Flyer.

Bob Williams asked LaVerne to take the roll. There were four yes and nine no votes. Bob Williams stated the amendment has failed.

Bob Williams called for a vote on the main motion.

Kate asked for the main motion.

LaVerne stated the main motion was to return Pat to editor in chief immediately.

Bob Williams asked LaVerne to read the main motion again.

LaVerne stated the main motion as she has it written down is to return Pat to editor in chief immediately.

Bob Williams called for the vote.

LaVerne took the vote. There were two no votes and the rest were yes. Bob Williams stated the motion passes. We have reinstated Pat Donovan as our President as the position of editor in chief.

Pat asked Av to continue his efforts in the November issue. There will be no change there.

Av stated he assumed that we will do until the close of this issue without interference.

Pat asked if this issue meaning this issue that is about to go to press, absolutely.

Bob Berry stated LaVerne has to notify Village Press of the changes.

LaVerne stated it was already on her to do list.

Kate stated before we close down, she wanted to get in some quick other business. Kate asked to please get everybody to tell their tribes that the website for the convention is up and running and they are looking for people to book attendances and everything. They have a deadline of January 1. If they do not have enough people who have already booked to come, they will have to cancel the convention because the outgoings come true on January 1. If they don't get enough people to say yes they are coming then the European tribe cannot stand the \$60,000 pounds that they are being asked to put forward.

Pat thanked Kate. He stated he was not sure he understood and asked Kate how many people they need to go.

Kate stated they would like 60 people to have booked by January 1. Then, they know there are enough people to cover all of the convention costs. Sixty is not a great deal of people. That is why they made it to that number; but they have been told they have to stand the costs of the hotels, the gala dinner on board the Britannia, and the Tattoo costs. Those all come to 60,000 pounds. Come January 1, if they don't have the 60,000 they will probably have to pull the plug. The convention website is in the Flyer. It is ICS2018convention.com. They are taking deposits. You can make a deposit and pay the rest after January 1 or pay it all up front. They don't mind as long as they get something.

Av stated he thought 60,000 pounds was about \$90 or 100,000. He asked if that was correct.

Kate stated it was somewhere in that ballpark.

Av stated that was a lot of money.

LaVerne stated she added the convention to the convention. Maybe we want to bring that out to the front page so it's in big bold something so people can see it. We may also want to send one of the notifications out to the members via Constant Contact.

Kate stated she was talking to Scott about writing an email he could deliver to everybody telling them about the convention, the convention address, and what they need to do. She stated she would like LaVerne to put it on the front page and will send an email with all the details.

Pat thanked Kate. We understand 60 minimum number of people by January 1. Pat was sure we could get that. We are certainly going to push and pry and get it out in the publications and whatever we can do to make that knowledge available to the members and the urgency with which they need to act.

Bob Berry stated we might think about making that as the cover page.

Hank moved to defer the balance of the agenda to the next board meeting. William seconded the motion. Pat called for the question and stated we would do the button push to determine the vote. Pat stated that passed.

17. Request for CPA Compilation of ICS Finances by Board of Directors

Tabled.

18. Oklahoma Sales Tax on Memberships by Bob Berry

Tabled.

19. Adjournment of Meeting by Board of Directors

Pat called for a move to adjourn. Kate seconded. Pat called for a button push to confirm. The motion passed.

Pat stated we will be back at the next meeting as soon as we can get it set up. Pat stated he greatly appreciated everyone's attendance. It has been interesting and entertaining he was sure for everyone.