

MINUTES of the

IBT MEETING

**WALLY BYAM CARAVAN CLUB INTERNATIONAL, INC.
MEADOW EVENT CENTER DOSWELL, VIRGINIA
JULY 27, 2019**

The regular meeting of the Wally Byam Caravan Club International, Inc. (WBCCI) Board of Trustees (IBT) was called to order by International President Mona Heath on Saturday, July 27, 2019, at 9:30a.m. at the Meadow Event Center, Doswell Virginia. The Executive Committee has authorized a live streaming of audio and the live video transmission on the WBCCI You Tube Channel of this International Board of Trustees Meeting on WBCCI.org. A statement by President Heath concerning the restrictions on re-broadcasting of the streamed audio followed.

Immediate Past Region 10 President, Terri Warren offered the invocation.

The Pledge of Allegiance was led by International 1st Vice President Andrew Selking.

At the June 30, 2018, Meeting of the IBT, the Bylaws, Article VIII, Section 3 was amended to read, "The preparatory seminar and IBT meetings may be combined for each of the three Board of Trustees meetings". The Seminar and the IBT Meeting were combined today.

The proposed rules for this IBT were presented by President Mona Heath; there being no objections, the rules were defined.

Vickie Courtney, International Recording Secretary, called the roll call.

International President Mona Heath	present
International 1st Vice President Andrew Selking	present
International 2nd Vice President Tye Mott	present
International 3rd Vice President Eric McHenry	present
International Recording Secretary Vickie Courtney	present
International Treasurer James Polk	present
Immediate Past President Barry Bell	present
Region 1 President Per Hamnqvist	present
Region 2 President Richard Short	present
Region 3 President John Leake	present
Region 4 President Karen Fisher	present
Region 5 President Robert Whitesell	absent
Region 6 President Jim Johnson	present
Region 7 President Don Thomson	present
Region 8 President Mike Sisk	present
Region 9 President Bill Kindle	present
Region 10 President Sharon Cairns	present
Region 11 President Patti Reed	absent
Region 12 President Cecelia Stansbury	present
Parliamentarian (non-voting) Joanne Miller	present

Corporate Manager (non-voting) Lori Plummer	present
Trustee, Lenny Razo	absent

Region 5 and Region 11 Presidents were not in attendance.

In accordance with Constitution, Article IX (9), Board of Trustees, Sec. 1 which states in part, "In the event the Region President is unable to be present at a meeting of the Board of Trustees, the next ranking Region Vice President shall sit with the Board at that meeting as a voting member representing that Region in all matters coming before the Board." Region 5 President Robert Whitesell was absent; 1st Vice President Christopher Seplak was seated to represent Region 5 in this meeting. Region 11 President Patti Reed was absent, there were no representatives for Region 11. Region 11 will not be represented at this meeting.

A quorum was present.

The proposed agenda was accepted without objection.

MINUTES: The reading of the Minutes of the July 20, 2019, IBT Meeting was dispensed with and without objection, the Minutes were approved as distributed.

PRESIDENTS' REPORT

President Mona Heath - presented her 2019-2020 Action Plan:

- Work alongside a team committed to first class leadership on behalf of past, current & future members;
- Encourage continued alignment and communication of leadership goals, inclusion & transparency;
- Cultivate a future leadership pipeline which will continue to move the club forward;
- Submit for approval a balanced Club budget;
- Promote the development of additional intra-clubs which represent the evolving lifestyles of our members: live/work; home school; outdoor enthusiasts of any season; and
- Continue to develop collaborative relationships with Airstream Inc, and dealer partners, and other businesses relevant to the Airstream travel lifestyle which provide meaningful benefits to our members.

She also reported that the 2020 registrations are going well. In addition, "The Colorado logo was developed on behalf of and for the sole benefit of our members. The artist has released all intellectual property and rights to the art worked created for the Loveland 2020 International Rally which includes art, text and design to me which in turn has been passed through directly to the WBCCI."

Report of Officers:

1st VP'S REPORT: Nothing to report

2ndVP'S REPORT: Nothing to report

3rd VP's REPORT: Announced roughly 320 online registrations for Loveland (President Heath mentioned that this brings us up to 500 of the 700 sites) and the appointment of Carolyn Beardshear to International Site Planning Committee for 2023

Immediate Past President: Nothing to report

Corporate Manager: Nothing to report

Correspondence: There was one letter received by the Executive Committee concerning uncertainties communicated by the vendor, four years ago.

Treasurer's Report dated July 27, 2019 was given as follows:

To: Mona Heath, President WBCCI
Board Members

TREASURERS REPORT
Includes the Period August 1, 2018 to June 30, 2019

Income	\$ 1,033,442
Expenses	<u>\$ 663,457</u>
Net Income	\$ 369,985
Assets – Checking, Payroll Checking, Huntington	\$ 106,166
Investments	\$ 757,585
Common Cents for Kids	\$ 19,067
Life Member Account	\$ 60,307
Accounts Receivable and Other Current Assets	<u>\$ 78,787</u>
Total Current Assets	\$1,021,912
Fixed Assets Less Depreciation	<u>\$ 213,867</u>
Total Assets	\$1,235,779
Total Current Liabilities	\$ 64,206
Total Equity	<u>\$1,171,573</u>
Total Liabilities and Equity	\$1,235,779

James Polk, International Treasurer

There being no questions on the Treasurer's Report, it will be filed as presented.

STANDING COMMITTEE CHAIR REPORTS: According to the Bylaws, Article 3, Sec. 7, "With exception of the Budget Committee, no reports are required for the IBT Meeting following the International Rally."

Standing Committee Chairs who submitted a report are as follows:

Budget Committee: Andrew Selking deferred his report to James Polk, Treasurer. James then presented the 2019-2020 budget as follows:

2019/2020 BUDGET RECAP

INCOME	
Membership	\$ 563,908
Merchandise Sale/Caravan Support	\$ 41,295
Blue Beret	\$ 145,200
International Rally	\$ 431,305

Misc Income/Interest	\$ 10,700
Inventory Expense	\$ (6,750)
TOTAL INCOME	\$1,185,658
EXPENSES	
Blue Beret	\$ 171,206
Headquarters	\$ 347,571
Member Promotion/Advertising	\$ 15,040
Insurance/Tax/Postage	\$ 40,460
Membership Supplies	\$ 48,667
Legal Accounting Banking Fees	\$ 36,021
Misc Expense	\$ 6,775
IBT Expense	\$ 8,770
International Rally	\$ 429,829
Int'l Region, Board Travel	\$ 80,483
TOTAL EXPENSES	\$1,184,822
NET PROFIT	\$ 836

A question from the Board was raised by Sharon Cairns, Region 10 President on the Budget Committee's Report, regarding the cost of the proposed database not being shown in the budget. James Polk, Treasurer responded by saying the new database is a \$220,000 capital expenditure, therefore it is not shown in this budget. It is coming out of cash and reserves and will be depreciated over a ten-year life cycle. The depreciation expense will be approximately a 10-year span lasting the expected initial lifetime of the new database system. Capitalizing significant software purchases is consistent with general accounting practices.

There were no other questions.

Special Order #2 – Adoption of the Budget.

Committee Reports:

Constitution & Bylaws, Tom Smithson

Three actions items were presented by the Constitution & Bylaws Committee Chair, Tom Smithson.

1. Action Item B was made by Tom Smithson, a second was not called for as the motion comes from a committee that:

Action Item B Bylaws Article XI, Duties of the Corporate Manager Sec.2 be amended to read:

Section 2 The duties of this position shall be performed in accordance with the duties specified in the Executive Committee's Document, Human Resources Manual. Authority to permanently remove this employee rests solely with the International Board of Trustees. This does not preclude this employee's immediate supervisor, the International President, in concordance with the Vice Presidents, from taking disciplinary or suspension action under the authority granted by Article X, Sec.4 of the WBCCI Constitution pending International Board of Trustees resolution.

Hearing no objection, Action Item B as read was approved by unanimous consent. Headquarters will make the appropriate Blue Book changes and distribute them

2. Action Item C R1 was made by Tom Smithson, a second was not called for as the motion comes from a committee that:

Action Item CR1 Bylaws Article III, Committees, Sec. 6, Lifetime Membership be amended to read:

The Chair of this committee shall be an International Vice President appointed by the International President. The term of office for the Chair shall be a maximum of two years. A minimum of two additional members shall be selected from the Region Presidents, Vice Presidents or the membership by the committee chair. Costs of administration are to be charged against the lifetime membership fund with approval of the IBT.

There was discussion from the board and audience on this motion. There was an objection by 1st Vice President Andrew Selking. A random roll call vote was called for:

Region 6	Jim Johnson	No
Treasurer	James Polk	Yes
Region 7	Don Thomson	No
Region 4	Karen Fisher	Yes
2nd VP	Tye Mott	Yes
1st VP	Andrew Selking	No
Region 12	Cecelia Stansbury	No
Region 2	Richard Short	No
Past President	Barry Bell	No
Region 9	Bill Kindle	No
Region 10	Sharon Cairn	No
3 rd VP	Eric McHenry	Yes
Secretary	Vickie Courtney	No
Reg 5	Chris Seplak	No
Region 8	Mike Sisk	No
Reg 3	John Leake	No
Reg 1	Per Hamnvqist	No
Reg 11	Absent	

There were 4 votes YES and 13 votes NO. The motion failed.

3. Action Item D R1: based on previous vote on Motion C R1, was withdrawn.

Family & Youth Standing Committee, Linda Amme, Chairman. An update from Linda was given by Lori Plummer. Actual total collected for the fund was \$9,648.45. Extra funds were received at the last minute and the committee chair wanted all to be aware.

Special Orders-there were two special orders to come before the IBT

Election by the IBT of the Nominating Committee Chair as prescribed in the Constitution, Article XIII (13), Section 1, page 7. Without objection, Barry Bell was elected as Nominating Committee Chair. Comments from Barry: Nominating Committee is Carolyn Beardshear and Debbie Hammer. Barry reported that Jane Carmichael, 1VP Region 7 has submitted a letter of intent to run for office of 3rd Vice President. Beth Hackney has submitted letter of intent to run for office of International Treasurer, Judy Bechthold has submitted letter of intent to run for International Recording Secretary. Several other persons have indicated they plan to submit a letter to be considered for the Nominating Committee next year. This does not preclude anyone else who wants to run for any office. Deadline is November 1 to submit intent to serve at which time an interview will be scheduled for those people.

Adoption of the Budget for 2019-2020.

2019/2020 BUDGET RECAP

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TOTAL INCOME \$1,185,658

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NET PROFIT \$ 836

Motion was made by James Polk, Treasurer. A second was not required as the motion came from a committee. The motion stated that after reviewing the Club's financial records and considering the projected needs for the 2019-2020 year, this proposed Budget was developed to meet those needs. There was no discussion and without objection, the motion was approved.

Unfinished Business - none

New Business -there were four items of New Business

1. Agreement document was signed by the members of the Executive Committee, the Region Presidents and Nominating Committee, which states that the signees agree to uphold the governing documents of WBCCI, cooperatively work with others, and complete the duties of their respective positions. The document was passed around the table and was signed by the Executive Committee, Region Presidents and Nominating Committee.
2. **Motion #1** Motion made by Eric McHenry and seconded by Andrew Selking that Article III, Sec. 1, Item D that currently reads "Electronic Communications" be deleted, and replaced with "Information Technology" which will be placed in the appropriate alphabetical position, G. Current items E, F, and G will be relabeled.

Without objection motion was approved. Headquarters will make the appropriate changes to the Blue Book and distribute them.

3. **Motion #2** Motion made by Eric McHenry and seconded by Mike Sisk that Article III, Standing Committees – General Duties, Policy, Section D, Electronic Communications be deleted in its entirety and the following text be inserted in its place:

Information Technology: Provide technology assistance, as required, for new technology initiatives and projects. Provide technical support and assistance, as needed, to Region and Club/Unit members for corporate-approved technology projects and systems. Provide assistance, as needed, to the corporate manager and Executive Committee during the development of WBCCI technology strategy and implementation plans. Assist with technology rollouts and training as required. The committee description will be placed in the appropriate alphabetical position G. Current items E, F and G will be relabeled.

Without objection the motion was approved. Headquarters will make the appropriate changes to the Blue Book and distribute them.

4. **Motion #3** Motion was made by Richard Short, and seconded by Karen Fisher that Region 2 Immediate Past President Mark Hammer be allowed to change his current Airstream number to a three-digit number, specifically #201. Without objection the motion was approved.

Being no further business IBT meeting was adjourned at 11:30 am.

Announcements:

President Heath announced that Eric McHenry, International 3rd Vice President has chosen to accept a three-digit number. His membership number will be #153.

Incoming Region Presidents, Secretary and Treasurer were given opportunity to draw new three - digit membership numbers. Judy Bechthold conducted the drawing for new numbers and the results were: Incoming Region Presidents 2, 6, 8, 10, 12, Secretary and Treasurer all opted to keep their existing numbers. Region 4 Incoming President, Karen Fisher drew new number 248.

Judy Bechthold will ensure that eligible standing committee chairs are notified and asked if they want to change to a new number and will coordinate the numbers with headquarters.

President Heath made the announcement that the following Standing Committee Chairs have been confirmed:

Tye Mott – Long Range Planning Committee Chair

Eric McHenry - Lifetime Membership Committee Chair

Marc Nijdam - Information Technology Committee Chair

President Heath also expressed many thanks to those who, in the past, supported the ECC Committee and who continue to support the Information Technology Committee going forward- many thanks to those people.

Announcements were then given by members of the IBT Board.

All were dismissed.

Respectfully,

Vickie Courtney

Vickie Courtney, International Recording Secretary

IBT minutes approved by President, Mona Heath on July 30, 2019