MINUTES of the WALLY BYAM CARAVAN CLUB INTERNATIONAL, INC. INTERNATIONAL BOARD OF TRUSTEES MEETING RAYNE CIVIC CENTER RAYNE, LOUISIANA JANUARY 10, 2014

The regular meeting of the Wally Byam Caravan Club International, Inc. (WBCCI) Board of Trustees (IBT) was called to order by International President John Stumpf on Friday, January 10, 2014, at 10:56 A.M. in the Rayne Civic Center in Rayne, LA. A live streaming of audio of this meeting was authorized on wbcci.org with a link to http://wbcci.Primcast.com/wbcci. A statement concerning the restrictions on re-broadcasting of the streamed audio followed.

The Invocation was presented by Religious Services Coordinator Rev. Harold Kingdon. The Pledge of Allegiance was led by International 1st Vice President, Joe Perryman.

International Recording Secretary Louise Humble called the roll of officers:

International President John Stumpf – present

International 1st Vice President Joe Perryman – present

International 2nd Vice President Jim Schwerdfeger – present

International 3rd Vice President Richard Girard – present

International Recording Secretary Louise Humble – present

International Treasurer Ron Gordy – absent

Immediate Past President John Boutwell – present

Parliamentarian (non-voting) Dona Garner – present

Trustee (non-voting) Justin Humphreys – absent

Region 1 President Raymond Richard – present

Region 2 President Pat McFadden - present

Region 3 President Jay Thompson – present

Region 4 President Marjorie Lotz – present

Region 5 President Barry Bell – present

Region 6 President Lonnie Carver – present

Region 7 President Linda Agre – present

Region 8 President Glenn Waters – present

Region 9 President Linda Knezek – present

Region 10 President Carol Ortiz – present

Region 11 President Roger Pruter – present

Region 12 President Robert Stansbury - present

The secretary reported a quorum was present.

APPROVAL OF THE AGENDA: An adopted agenda was approved which allowed Motion 13 to be taken up as the first item of new business.

MINUTES: The reading of the minutes of the July 5, 2013, IBT meeting was dispensed with and were approved as corrected. It was noted that the following money was donated to the Wounded Warrior Project at the International Rally in Huron, SD, as of July 5, 2013:

USA Wounded Warrior Project \$48,375.67 Canada Wounded Warrior Project 1,239.00 Total \$49,614.67

OFFICER REPORTS: President John Stumpf reported on the work being doing for the 2014 International Rally and invited everyone to come.

CORRESPONDENCE: Due to the absence of Trustee Justin Humphreys, Secretary Louise Humble read a letter sent by Mr. Humphreys.

TREASURER'S REPORT: Due to the absence of Treasurer Ron Gordy, his report was read by Secretary Louise Humble. The report covers the period of July 1 – December 31, 2013.

Net Ordinary Income \$ 186,808.55 Total Assets 1,410,358.44 Rally Net Income 59,000.67

OFFICER REPORT: Second Vice President Jim Schwerdfeger presented the following motion: I move that I, as the International 2nd Vice President, be granted permission by the IBT to sign a contract, dependent on the outcome of continuing negotiations, for the 2016 International Rally with West Virginia State Fairgrounds in Lewisburg, WV. Motion was seconded by Richard Girard.

Motion passed unanimously.

Immediate Past International President and Chairman of the Nominating Committee John Boutwell submitted a courtesy report for the nominating committee. The qualified candidates to be considered for election to office are as follows:

International President – Joe Perryman First Vice-President – Jim Schwerdfeger Second Vice-President – Richard Girard Third Vice-President – Jim Cocke

Recording Secretary – Vickie Courtney

Treasurer – Adolf Knopp

Nominating Committee – Karin Kurkowski, Tom Smithson, Jay Thompson

STANDING COMMITTEE REPORTS: Region Merit Awards were presented by Immediate Past International President John Boutwell to the following Region Presidents and Past Region Presidents:

Region 4 – Karin Kurkowski

Region 5 – Barry Bell

Region 6 - Kathleen Hedgepeth

Region 7 – Linda Agre

Region 8 – Fred Steurer

Region 9 – Linda Knezek

Region 12 – Judy Bechthold

Oral Reports were presented by the Standing Committee Chairmen at the IBT Seminar/Forum which preceded this meeting. The IBT members had the written reports before them.

- A. Blue Beret Cecelia Stansbury: She had no additions or changes to her report.
- B. Budget June Ryan: She had no additions or changes to her report
- C. Caravan Chuck Kiple was absent and there were no additions or changes to his report.
- D. Community Service Janet Kendig was absent and no report was received.
- E. Constitution and Bylaws Don Shafer: He had no additions or changes to his report.
- F. Electronic Communications Damon Beals was absent and there were no additions or changes to his report.
- G. Ethics and Grievances Karin Kurkowski was absent and no report was received.
- H. Family and Youth Linda Amme was absent and there were no additions or changes to her report.
- I. Historical Marla Brady was absent and there were no additions or changes to her report.
- J. International Rally Site 2014 John Stumpf's report was given earlier under Officer's Reports.
- K. International Rally Site 2015 Joe Perryman's report was given earlier under Officer's Reports.
- L. International Relations Jim Elmlinger was absent and there were no additions or changes to his report.
- M. Legislative Richard Jirus was absent and there were no additions or changes to his report.
- N. Lifetime Membership Fund Richard Girard: He corrected his report to reflect the total of 449 members for whom yearly dues have been withdrawn from this fund.
- O. Marketing Fred Richardson was absent and there were no changes to his report.
- P. Membership Helen Bourgeois: There were no additions or changes to her report.
- Q. National/Special Events Carolyn Florence was absent and there was one addition to her report. Region 12 President Robert Stansbury reported that 25 units attended the 2014 Rose Parade Rally and there are already enough signed up for the 2015 rally for the rally committee to proceed.
- R. Planning Guides and Merit Awards Roy MacDonald was absent and there were no additions or changes to his report.
- S. Public Relations Hazel Knopp: There were no additions or changes to her report.
- T. Rally Promotions Hazel Knopp: There were no additions or changes to her report.
- U. Technical Howard Lefkowitz was absent and there were no additions or changes to his report.

SPECIAL COMMITTEE REPORTS:

- A. International Peace Garden Gail Harrower: She acknowledged donations from Region 9, Mohican Valley of Ohio Unit, Joan Lahr memorials of \$250, Texas Gulf Coast Unit, and the Greater Kansas Unit of \$458.27.
- B. Wounded Warrior Janie Haddaway: She added the following information to her report: 2013 Financials for the WWP will be available in February, 2014. Based on the 2012 audit, 81.6% of total expenditures go to providing services and programs for wounded warriors and their families. Currently 40,000 wounded servicemen and women benefit from the free services of this project.

UNFINISHED BUSINESS: None

NEW BUSINESS:

<u>Motion #13:</u> Pat McFadden moved and Jay Thompson seconded that Article VIII: Board of Trustees: Policy 5, be amended so that all votes taken by the IBT will be Roll Call votes except when Unanimous Consent is approved. Policy 5 would be revised by removing the strikeout text and inserting the text in bold.

The minutes of the Board of Trustees meetings shall show the number-results of votes taken. FOR, the number of votes AGAINST, and the number of ABSTAINERS for any motion. On any motion where a Roll Call vote is taken, the minutes will All votes of the IBT shall be by Roll Call vote, except when a request for Unanimous Consent is approved. The minutes shall show the names of those members voting in favor of the motion; the names voting against the motion; and those abstaining from voting. Roll call voting by the IBT members shall be in a random order sequence.

Article VIII: Board of Trustees: Policy 5 would then read:

The minutes of the Board of Trustees meetings shall show the results of votes taken. All votes of the IBT shall be by Roll Call vote, except when a request for Unanimous Consent is approved. The minutes shall show the names of those members voting in favor; the names voting against; and those abstaining from voting. Roll call voting by IBT members shall be in a random order sequence.

The vote was: For – 12 Against – 5 Abstain – 0 Motion passed

<u>Motion #1:</u> As a member of the Constitution and Bylaws Committee, Carol Ortiz moved that the following motion be sent to the 2014 Delegates Meeting for their approval.

A new Section 3 in Article XI (Title: CLUB ORGANIZATION), page 5 & 6 be added and the existing sections be renumbered. Section 3 would read:

Applications for Unit Charters outside of the present geographic areas of the established Regions shall be made directly to WBCCI Headquarters. The WBCCI Executive Committee may, upon being satisfied that the proposed Unit has complied with the minimum qualifications, issue the proposed Unit with a provisional charter. Supervision of these Units once chartered

shall be as determined by the Board, however, representation of these Units at IBT Meetings may be by an existing Region President as assigned by the IBT. All other provisions of the Article shall apply.

Motion passed by Unanimous Consent.

<u>Motion #2:</u> As a member of the Constitution and Bylaws Committee, Carol Ortiz moved that Bylaws, Article VI (Title: Club Organization) be amended by the insertion of a new Section 5.D and relettering subsequent sub-sections. Section 5.D would read as follows:

Each chartered Unit outside of Canada, the United States and Mexico shall be organized as a not for profit or tax exempt corporation or organization under the laws of respective country and shall provide proof of good standing thereof to WBCCI Headquarters at the time of incorporation and any subsequent change in the status.

Motion passed by Unanimous consent.

Motion # 3: Jim Schwerdfeger moved and Pat McFadden seconded a motion to amend the WBCCI Bylaws to allow the combining of the Standing Committees "Public Relations" and "Rally Promotions" to form a new committee "Public Relations and Rally Promotions." Subsequent Standing Committees would be re-lettered. Bylaws, Article III, Committees, Sec. 1, page 1 Bylaws and Policy would then read:

S. <u>Public Relations and Rally Promotions</u> - To develop and maintain a continuing program of positive Public Relations between WBCCI and communities holding or exposed to WBCCI Rallies, Caravans and other Club activities using available forms of onsite and/or electronic media; to develop and maintain a program of Public Relations and Promotion of the International Rally working with the community and surrounding area in which the Rally will be held; to work with the local Chamber of Commerce, Convention and Visitor Bureau; to develop a relationship with local news media to promote good will and understanding to enhance the image of the Wally Byam Caravan Club International; to promote, in the Blue Beret, the site and surrounding area, entertainment and Rally events to encourage attendance of all WBCCI members; to provide a contact point for interaction with various news media on site.

Motion passed by unanimous consent.

<u>Motion # 4:</u> It was moved by Richard Girard and seconded by Jim Schwerdfeger to approve the name change of the "Down Under Unit" to "Airstream Club Australia." A letter was presented from Bob Wheeler, President and CEO of Airstream, Inc. supporting such a change.

Motion approved without objection.

Motion # 5: It was moved by Linda Agre and seconded by Glenn Waters to change Bylaws and Policy, Article IX-Regions to allow the upper peninsula of Michigan to become a part of Region 7. That section would then read (changes shown in bold):

Region 4 Michigan, except the Upper Peninsula of Michigan, Ohio and West Virginia.

Region 7 Wisconsin, **the upper Peninsula of Michigan,** Minnesota, North Dakota and Manitoba

After much discussion, a roll call vote was taken and the motion passed. Please see the attached spreadsheet for votes by individual members of the IBT.

<u>Motion # 6:</u> Jay Thompson moved and Barry Bell seconded that the International Board of Trustees, in accordance with the WBCCI Constitution, Article V, Title: Power, Section 1A, grant a Charter to the "Southeastern Camping Unit" as an official Unit of the Wally Byam Caravan Club International, Inc. as a new Unit in Region 3.

Motion passed by unanimous consent.

<u>Motion # 7:</u> Jay Thompson moved and Barry Bell seconded that the International Board of Trustees approve the image (see attachment) for use as the Unit Flag for the Southeastern Camping Unit, WBCCI. The flag will measure 3' by 5.'

Motion passed by unanimous consent.

<u>Motion # 8:</u> Richard Girard moved and Pat McFadden seconded that the Policy, Standing Committees-General Duties, I. Historical, page 4, be amended by replacing the existing paragraph with the following so that it would now read:

I: <u>Historical</u> To develop a continuing history of the Club which includes acquiring, cataloging, maintaining and ensuring the integrity of a library of material pertinent to the history of WBCCI and to write articles for the Blue Beret. The Chairman is also responsible for the display cases and bulletin board at the Airstream Company Customer Service Center.

Motion passed by unanimous consent.

Motion # 9: The motion was made by Carol Ortiz and seconded by Linda Agre that would add a line showing the number of **people** attending a rally to the reporting form for National/Special Events Rallies found in Appendix 10 Page 3 of the WBCCI Blue Book.

Motion passed by unanimous consent.

Motion # 10: Carol Ortiz moved and Pat McFadden seconded that the WBCCI Constitution Article XII, Delegates Meetings, Section 2 be revised and sent to the 2014 Delegates Meeting for its approval. The revision would be made by removing the strikeout text and inserting the text in bold.

The period for holding the International Rally and Annual Delegates Meeting shall **be** include July1, Canada Day, and July4, Independence Day. If there is no suitable site available during such a Period, the Executive Committee is authorized to approve a suitable site which is available between June 20 and July 30.

It would then read as follows: The period for holding the International Rally and Annual Delegates Meeting shall be between June 20 and July 30.

The motion also included the additional change to WBCCI Constitution Article XI, Club Organization, Section 2, sentence 3. The revision would be made in the same manner as above.

Any such charter so issued shall terminate on the Fourth of July last day of the International Rally next following the date of its issuance unless terminated by action of said Board in granting or denying such application.

The sentence would then read: Any such charter so issued shall terminate on the last day of the International Rally next following the date of its issuance unless terminated by action of said Board in granting or denying such application.

The motion passed. Please see the attached spreadsheet for votes by individual members of the IBT.

<u>Motion # 11:</u> Robert Stansbury moved and Linda Agre seconded that the following policy be substituted for Section 7 & 8, International rallies under Article XVI, Rallies, Policy page 41 of the Blue Book. Please note that the changes are in *italics*.

POLICY

- 7. International Rallies: Planned and supervised by the International Rally Committee for the *IBT meetings* and enjoyment of all members of *WBCCI and held on a date(s) and site designated by the International President* with the approval of the Executive Committee and Board of Trustees each calendar year. (1/11/14)
 - 1. Contracts: The Rally Committee is authorized to engage the services of an attorney in the area of the rally site to review and advise on contracts for local facilities, services and material required for the rally.
 - 2. Contracts for International Rallies: Contracts shall be based on a reasonable fee for the facilities or a set fee multiplied by the number of units on site. (No

minimums, no per day fee). This should be a realistic number of units estimated to be on site based on current trends and the number attending preceding years' rallies. In addition, no officer or employee of WBCCI shall contract for, or expend, more than \$20,000 prior to January 1 of the year of the International Rally for rally expenses. This limit is to include moving cargo trailer(s), registration forms, contractual deposits (other than site deposits), promotional items and travel to future rally sites. Any expenses that would exceed this amount must be approved by the current Executive Committee. (1/11/14)

- a. The Rally Committee shall publish a detailed financial report of the International Rally at the second meeting of the IBT following the rally. The report will also include actual expenditures in time and materials for support of the International Rally by the WBCCI HQ office. (1/11/14)
- b. Planning and supervision: The planning and the supervision of the annual International Rally shall be the responsibility of the International Rally Committee. If there is a change in the Presidency, the International Rally Committee shall select a Rally Master to continue the plans for the next International Rally; said Rally Master shall work closely with, and be subordinate to, the Rally Committee.
- c. Income from International Rally: Fees (see Art XVI of Bylaws, Page 31.1) when any member, committee member or officer collects funds for or on behalf of the WBCCI, such funds shall be deposited in the proper account of the WBCCI.
- d. Publicity: All publicity and news releases regarding International and National Rallies shall originate from the respective Publicity Chairs after approval of the respective Rally Committees. Any prepared Publicity kits will be made available electronically to all Units. (1/11/14)
- e. Vendors and Distributors: Only vendors who have contacted or been contacted by the Rally Committee and issued a contract will be allowed to sell at the International Rally site. Only with the written permission of the Executive Committee may a person or organization distribute advertising, free goods, articles or items at the rally site. The Chamber of Commerce or the hosting organization of the city where the International Rally is held shall be notified in writing of this policy. (1/11/14)
- f. Hiring Members: No WBCCI member may be reimbursed for use and display of his talents and equipment at or during an International Rally. (1/24/87)
- g. Committee Chair: Chairs may not make any financial commitments without clearance from the officer in charge of said committee. (1/11/14)
- h. Donations: Monies or donations made to any activity will be distributed by decision of a committee of three (3), the Chair of the Committee receiving the donation, the International officer in charge of the activity and the International President. (1/11/14)

- i. Airstream, Inc.: The International Rally Committee may contract with Airstream, Inc., to display and sell vehicles manufactured by Airstream, Inc. and for an Airstream, Inc. store with parts and accessories.
- j. Tow Vehicles and Towing Equipment: The Rally Committee may, in writing, invite tow vehicle manufacturers or their designated agent or dealers to display new tow vehicles at the International Rally. The International Rally Committee may authorize selling of tow vehicles at the rally. The Rally Committee may invite manufacturers or vendors of towing equipment and accessories to display and sell at the International Rally. (1/11/14)
- k. Handicapped Parking: Special parking to be provided, if requested, near the central rally area for members with appropriate government issued handicapped permits. (1/11/14)
- I. Animals: All members with animals will be allowed to park in general population. If feasible, the International Rally Committee shall designate an area for animals and members may volunteer to be parked in this area. (1/11/14)
- m. Generator: Members requiring the use of generators will be parked in a special area for the convenience of other members. (1/11/14)
- n. Lifetime Member Rally Fee Discount: Lifetime Members preregistering for International Rallies shall be entitled to a \$5 discount on the published rally fee. (1/29/93)
- o. Trailer Storage Expenses: The cost of moving the Property Trailer(s) (semi-trailer(s)) from one storage location to a new storage location, plus all other expenditures related thereto, will be charged to the WBCCI International Rally Fund. (1/11/14)
- p. Parking Early: Early parking dates are authorized at International Rallies for current International Officers, the immediate Past International President, Region Officers, Region 2nd Vice Presidents elect, post-rally caravan leaders and any required early workers. The early parking dates, as established by the International Rally Committee, will be assigned at the time of preregistration. (1/11/14)
- q. Parking Members: Registered members arriving at the International Rally site on their designated parking date will be parked each day of the rally as promptly as possible between the hours of 8:00 AM and 4:00 PM. Any member arriving on any day after their designated parking date will be parked as promptly as possible between the hours of 8:00 AM and 4:00 PM. (1/11/14)
- r. Protocol Books: The International Rally Protocol Book will be provided to each member of the Board of Trustees, Administrator/Manager, each International Standing and Special Committee Chairs, the Parliamentarian, Region 1st Vice Presidents, Region 2nd Vice Presidents and the following International Rally Committee Chairs: Installation of Officers, Lunch and Dinner, Opening and Closing, Rally Appointment Secretary, Photographer and Usherette. It will contain a listing of the dates, times and places of social and official events, plus a roster of persons who should be in attendance at each function. It will also include

the mode of dress appropriate for the occasion. The Protocol Book should be distributed on or before February 15th. (1/11/14)

- s. Utilities: Except as authorized by the International Rally Committee, only registered rally members may be connected to the utilities provided at an International Rally. (1/19/96)
- 8. National Recognition: At all WBCCI activities where members of countries with chartered units are in attendance, recognition be given in all respects, in so far as possible, such as: national anthems, depictions and any other means of national significance. The only exception is the single performance of the national anthem of a country on its founding holiday. The order of playing of national anthems shall be in accordance with international protocol. (1/11/14)

The motion passed. Please see the attached spreadsheet for votes by individual members of the IBT.

<u>Motion 12:</u> Robert Stansbury moved and Pat McFadden seconded that a motion allowing for electronic payment of International dues to Headquarters be brought forth to the 2014 Delegates Meeting for its approval.

Article VI, Section 2 B: Remove the strikeout text.

Ownership, except as otherwise provided herein, of a recreational vehicle manufactured by Airstream, Inc., as defined in this Article, and the payment of annual Unit and International dues to a unit-is prerequisite to retaining membership as a Regular Member.

The Article would then read:

Ownership, except as otherwise provided herein, of a recreational vehicle manufactured by Airstream, Inc., as defined in this Article, and the payment of annual Unit and international dues is prerequisite to retaining membership as a Regular Member.

Article XIV Section 2: Remove strikeout text thus deleting the Section.

The International Club dues of members, except Members at Large, shall be collected through the units of the club, and in the case of a unit in the process of formation, through the provisional unit and all International dues so collected shall be forwarded to International Club Headquarters. The International dues of Members at Large and the established surcharge shall be collected by International Club Headquarters. (6/30/95) Article VI

The motion passed. Please see the attached spreadsheet for votes by individual members of the IBT.

Motion # 14: Pat McFadden moved and Glenn Waters seconded that a bylaws amendment be passed that would clarify the succession of Region Vice Presidents. Article IX: Regions: Sec 2: Bylaws: Paragraph D, would be amended as follows striking out words to be removed and inserting words in bold.

D. (First sentence remains unchanged)(Second sentence to be amended as follows):

When **such** a vacancy occurs, other than by reason of expiration of the term of office of Second Vice President, the Region President shall notify each Unit President of the vacancy and request each one's assistance in identifying interested and qualified candidates. (The remaining two sentences remain unchanged.)

The paragraph would then read as follows:

D. In the event of the death or resignation of the President or the death, advancement or resignation of a Vice President or an officer's inability to fulfill the duties of office, the next ranking Vice President shall advance thereto. When such a vacancy occurs, the Region President shall notify each Unit President of the vacancy and request each one's assistance in identifying interested and qualified candidates. The office or offices of Vice President(s) shall be filled by a majority vote of the region board from nominees submitted by the Region Executive Committee. To allow sufficient time for Unit Presidents to contact their members such office or offices of Vice President(s) will not be filled in less than sixty (60) days from notification to Unit Presidents of such vacancy.

The motion passed. Please see the attached spreadsheet for votes by individual members of the IBT.

Motion # 15: The motion was made by Robert Stansbury and seconded by Pat McFadden to allow for the reinstatement of the publication of the "News and Views Newsletter."

I move that the WBCCI reinstate the publication of the "News and Views Newsletter" by the Electronic Communications Committee subject to editorial review. All articles will be reviewed, verified and edited as necessary by the Blue Beret Standing Committee Chair and the Blue Beret Editor, with input from the Executive Committee.

The motion passed by unanimous consent.

Motion # 16: Barry Bell moved and Jay Thompson seconded the following motion:

I move that the International Rally Budgets starting with the year 2015 (held in Farmington, New Mexico) and after, <u>not</u> include a line item for Headquarters Service Fee.

The motion passed. Please see the attached spreadsheet for votes by individual members of the IBT.

ANNOUNCEMENTS:

Region Presidents were reminded to pick up any mail for Vice Presidents from their regions that were unable to attend.

All members of the IBT were invited to make introductions and promote Region functions.

There being no further business and, without objection, the meeting was adjourned at 2:52 P.M., January 10, 2014

Respectfully submitted,

Louise Humble International Recording Secretary

These minutes have been reviewed by President John Stumpf on January 16, 2014.