

**Buick Club of America
Board of Directors Meeting Minutes**

**Marriott Hotel
Atlanta, Georgia
February 21,1998**

1. Call to order:

The February 21, 1998 meeting of the Board of Directors (hereinafter the Board) was called to order at 9:35 AM by President Eichelberger. Bill Schoening served as recorder.

Officers and Directors Present:

Al Eichelberger, President
Roberta Vasilow, Vice President
Bill Schoening, Secretary
Bill Anderson, Treasurer
Dick Bury, Director
Ron DeGroff, Director
Carol Derbin, Director
Terry Dunham, Director
Dick Schoppe, Director

A quorum was present.

Office manager Val Ingram and BCA Member Ed Ingram were present as well as 12 members from a number of chapters.

President Eichelberger asked Bruce Kile to open the meeting with an invocation.

2. Call to the audience:

Bruce Kile: Will discuss the credit card issue later.

Bob Beaton: Proposed a silent auction to raise funds for the Foundation next year in Columbus. Terry Dunham will set up donations of items. More discussion later during the Museum and Foundation part of the agenda.

3. Minutes corrections:

Motion: To accept the minutes as written.

Motion by Dunham

Second by Anderson

Discussion: Derbin will give Schoening her proposed grammatical corrections later that will not change the content of the minutes.

Anderson calls the question.

Vote: Yes, 7; No, 0, 1 Abstain

4. Treasurer's report:

Treasurer Anderson reported that, as of December 31, 1997, total revenues are \$163,215 and total expenses are \$156,868 providing net revenue of \$6,347. However, he cautioned that not all expenses are included. Total revenue is less than budgeted by, \$19,000, but more than last year at the same time. *Bugle* advertising is down, but stockroom sales are up. See Appendix 1 for the complete report.

Anderson also provided a report on membership based on data provided by Joel Gauthier, accountant which reports the membership based on an amortized basis. According to this data, the effective membership is 7904 (see Appendix 2). Ed Ingram submitted a report prepared by Superior Direct which shows membership at 9400. Anderson will discuss this situation with Gauthier and Superior Direct to reconcile this discrepancy. It is noted that *Bugle* magazines are being mailed to 9400 members.

Mary Gay from the Sunshine State Chapter asked why the renewals drop. Val noted that some people join just to sell a car and then leave. The club was formed in 1966 and many older members have died. Anderson noted that about 2% drop per year..

Anderson distributed a partial draft of the Membership Survey report. He noted that not all results are tabulated, but that the information is provided for Board members to review. Vasilow will assist by providing Anderson some tabulations of membership data she has obtained from Superior Direct. 906 members, or about 10% of the total membership. He noted that this is a good response and that this sample seems to be representative of the entire membership.

Dunham, on behalf of the Board, expressed his thanks to Anderson for doing the survey. This will help in determining the future operations of the BCA.

A brief discussion about some of the findings in the survey were made as follows:

A discussion over the newer cars and older ones, as well as shows and tours took place with several member expressing concerns. Some people have had trouble finding older Buicks when they want to purchase them. Others noted that many older cars stay inside and are never seen or driven. It has always been a challenge to get the older cars to show. Some concerns were expressed that in the past they had trouble showing newer Grand Nationals at shows. This needs to change. It was noted that many of the Grand National owners do not know the older cars and need experience in judging. Some thoughts were expressed that the *Bugle* graphics are not up to date and more technical articles are needed.

On the subject of attracting new younger members to the club, concerns were stated that the cost of the meals at the National meets were too high for younger members. At this point it was decided to discuss this later after everyone had a chance to look over the results of the membership survey.

Anderson noted that the survey should be completed by May and results will be published in the *Bugle* for all to see. Publication will probably be sometime in July or August.

Anderson: General Exemption Number,

Anderson reported that the General Exemption Application has been filed with the IRS. Eleven chapters asked to be included. Anderson reported he did not know how long it will take for the IRS to issue its approval. However, these chapters now qualify for tax exemption because the application has been filed (see Appendix 3). This application can be amended if other chapters wish to take advantage of this benefit.

Bury asked why more chapters were not included? Anderson noted that the BCA's accountant Joel Gauthier and Treasurer Anderson, sent out revised requests to all chapters clarifying the pros and cons of GEN number participation. Only 11 Chapters had decided that a GEN number is of benefit to them. Derbin mentioned that some chapters have their own exemption numbers and do not need to join the BCA in this project.

Anderson: Sweep Account:

Anderson reported that he had investigated opening a "sweep account" (all revenues are deposited to an interest bearing account and then the bank takes out only enough money to pay BCA checks as they are presented to the bank for payment) with Bank America. The fees are not inconsequential. Therefore, he recommended that additional money be placed in an interest bearing account since the checking account contains more money than is required to pay the bills monthly and any contingencies that may occur, he recommended \$20,000. Discussions with Bank of America to utilize a money management system are ongoing.

Resolved: In the meantime invest \$20,000 from the checking account into an interest bearing account that is Federally insured.

Motion by Anderson

Second by Dunham

Vote: Yes; 8, No; 0

BCA Merchandise:

Anderson reported that jewelry bearing the BCA logo has been ordered and that ads for it will appear in the March issue of the *Bugle*. The jewelry will be available for shipping by mid-March. He also showed wrist watches and a clock and sought opinion on each as products to add to the BCA store. He noted that no clothing has been ordered to date. However, he is working to obtain model Buick cars from the Franklin Mint, Danbury Mint, and others to add to the store.

Bury feels we are stepping on the chapter projects. Ed Ingram: In the past National had items for sale and these were given to the chapters to do, but they never went on for very long. He feels we need to resume selling BCA items through the BCA Office. Perhaps we should sell items to Chapters/Regions/Divisions in bulk at a discount for the chapter to resell to their members. This has been done in the past with the chapters reaping a slight profit. Both Paula Liska and Bruce Kile liked the selling of BCA items as long as they do not compete with the chapter projects.

Anderson: MBNA:

Anderson reported that all the necessary application papers have been filed with MBNA and that it is expected that the first announcements of the program will be mailed to BCA members in mid- to late- April.

Eichelberger noted that AACA has this program and in the financial report this year it added many thousands of dollars to the treasury. Larry Driscoll wondered if this might go the way of the Sears Discover card which failed. A concern was expressed about the BCA mailing list being sold by MBNA. Anderson noted that the credit card company can not sell our mailing list to anyone. Mary Gay asked why we needed a credit card and why a CD or other investment item could not be used to raise funds. Eichelberger noted that we do not get enough return on our present investments to cover expenses. Mary asked where does the money go? Anderson replied that the money goes to operations. We do have a good cash flow but will have a problem with the expenses. We need to balance the budget. Derbin noted that the dues money looks cash heavy. Multi-year memberships are amortized into income as the life of the membership is used rather than received. Mrs. Jones asked if there is a fee for the credit card? Anderson: No. Roddy Pearce: Does this effect the tax exempt status of the club? Anderson: No. Roddy: What about the GM card? Eichelberger: It appears that GM is not interested in an affinity card program.

Bruce Kile asked about the letter Helen Hutching sent out concerning the GM card. Bruce wants some clarification on this matter. Schoppe presented data from past minutes on the GM card. He does not like the way the MBNA card was handled. Dunham said Buick does not care about what we do on this card, he has asked GM and

there is no problem. Derbin would feel better if we had something in writing. Eichelberger checked with GM card operating firm by phone. They were unable to locate any record of anything every being done with the BCA. Dick Bury asked about the \$600 we were given? Ed Ingram said this was for the equipment and setup needed for charge cards to be processed through the BCA office for payment of dues and any other items. Derbin asked if we got cash or equipment. At this time there is no record and is not known. Ernie Grant sees no problem with this program. Bruce Kile asked if any card will work with the office machine. Val noted that, VISA, Master Card, and Discover cards only will work. Bruce sees no problem. Dick Bury wanted more discussion on this. Ed Ingram said GM provided the equipment and set up the account for the very best rate. GM was going to do the advertising and promotion for their card in the *Bugle* and they did nothing. So it is a dead issue. Dunham noted that we do not have anything in writing. Derbin discussed the history of the Affinity card program and the club and wondered about any signed contract from the past. We should get a copy from the National Processing Company that handles the GM card. Eichelberger noted again that he contacted the credit card company handling GM card and was told that they could not locate any record of any agreement between the BCA and GM.

Resolved: To accept the Treasurer's report.

Motion by Schoening

Second by Bury

Vote: Yes; 8, No; 0

Lunch break:

Meeting resumed at 1:05 PM

5. The BCA Museum and Archive Foundation:

Terry Dunham defined the difference between Buick Gallery and Research Archive at the Sloan Museum and the BCA Foundation. The BCA Foundation was chartered on December 22, 1997 in the state of Michigan. Terry read the Articles of Incorporation. See Appendix 4. Terry noted that there is a lot of archival data from Buick that will be going to the Sloan. Buick is funding this project along with the Sloan. A separate building at the Sloan will house the archive. It will be some time before it is set up for access. He read a letter from Dick Sills. See Appendix 5.

A number of members were concerned about the relationship between the BCA Foundation and the Sloan Museum. It was noted that these are separate organizations. The BCA Foundation is not part of the Sloan. The BCA Foundation is set up to allow donors to take tax deductions for donations to the Foundation and the Foundation will then determine where donations will be housed. Does the Foundation have a building? Bill Anderson noted that there is much to be done to set up the Foundation as far as a building, future plans will determine. The Bylaws are set up so things can get started. Questions about dues, members and funds were brought up. All of this will be set up by the Foundation Board.

Resolved: That BCA Board recommends that the BCA Foundation Board of Directors adopt the bylaws of the BCA Museum and Archive Foundation Inc. as amended per discussion.

Motion by Schoening

Second by Dunham

In the discussion, questions were raised by Dick Bury, concerning the separation of the Foundation and the Sloan. That this needs to be made clear. The possible tie with the the Foundation's mailing address located at the Sloan were of concern. It was noted that this is something that can easily be changed.

Based on the discussions the following amendments to the BCA Foundation's Bylaws were suggested by BCA Board members. These suggestions were provided to the members of the BCA Foundation's Board of Directors.

Article II Membership.

Under section 1, before (b) " With a fee determined by the Board of Directors of the Foundation."

Article III Board of Directors.

Section 2 4th line down. The Board of Directors shall consist of ten "*or more*" persons.

Section 6, Change the "*without cause*" to "*without just cause*".

Section 8, Remove the line: in conjunction with the BCA National Meet.
Replace it with: At a time and place determined by the Board of Directors.

Section 10, Change the meeting notification time from ten day to 30 days.

Article V Officers.

Section 3, Change "*without cause*" to "*without just cause*".

Vote on the motion :

Resolved: That BCA Board recommends that the BCA Foundation adopt the proposed Bylaws of the BCA Museum and Archive Foundation Inc. with amendments as suggested in the above discussion.

Vote Yes; 7, No; 1.

6. The Office Report, Val Ingram:

Val reported that the BCA office was running smoothly. The heavy renewal time is approaching. Val's check for November became lost in the mail. She decided to pay the extra cost to have the checks sent by Fed-Ex. This seems to be working out well. Val has been taking care of requests by Treasurer Anderson and has copies of what has been done on file.

She has received the Senior Award forms, sent in by Mac Blair, from 38 winners from St. Louis in mid December. The awards were sent out January 11, 1998. This is not all of the Senior awards given in St. Louis. as some owners have not returned their information forms.

The November Board meeting minutes were sent out January 19, 1998. At this time, no Chapters/ Regions have submitted bids to host the 2000 National Meet.

Val want to clear up any misconceptions on the letter from John Frank. She noted she has documentation on the phone calls. She did return his calls. She thought all was take care of. She has asked to have an additional phone line put in and this should help to clear the line for her to receive calls in the future. The question of the long phone message was discussed and she noted she would try a change and see how it worked.

7. Internet Report:

Roberta Vasilow reported that the discussion page is up and running. There is a general section, sales section and a Reatta section. All are working well and a lot of information is being exchanged.

8. Chief Judge's Report:

Mac Blair will attend the Flint meeting and give a report then. Treasurer Anderson and Mac are working on the judge's recognition awards.

9. Editors Report:

Bruce Kile presented the editor's report for Chuck Koch. Treasurer Anderson had suggested that Editor Koch limit the *Bugle* to 40 pages through June issue, due to probable budgetary shortfalls. Editor Koch's report advocated the retention of the 48 page *Bugle*. After discussion and comments by board members and audience members, the board resolved to continue the *Bugle* at 48 pages.

During discussions it was suggested that the BCA advertise for a part time advertising manager to sell ads in the *Bugle*. It was also suggested that this be a position in which the primary compensation would be on a sales commission basis. Final resolution of this matter occurred near the end of the meeting.

Terry Dunham thanked Bruce for presenting the Editors Report.

10. Regional Coordinator's Report:

Ron DeGroff showed a map of the US showing where all the chapters are located and the regional boundaries. In response to a survey conducted by Dorran Smith, Golden West members felt the region is too big, and this is the area that is being realigned. Ron is waiting for letters to be returned from the chapters in the Golden West Region before setting this up. There are large areas where there are no chapters. It was noted that there is no chapter in Oklahoma, but the BDE is having a tour there in May this year, and may be able to encourage the active BCA members in the area to form a new chapter.

Ron read a letter to the Board Members, dated May 3, 1997 about attracting younger members to the club. This topic had been postponed from previous meetings.

Resolved: Form a permanent committee of 2 or 3 Board Members to establish a plan specifically to attract Younger members.

Motion by DeGroff

Second by Schoening

Vote: Yes; 8, No; 0

Ron will chair for now and contact people for this committee.

11. Chapter Coordinators Report:

Carol Derbin reported that the Pittsburgh group had removed their request for a chapter. Carol is concerned that we are rushing too much and need to take more time to approve chapters.

Resolved: The Board approves the formation of the Pikes Peak Chapter.

Motion by Derbin

Second by Anderson

Vote: Yes; 8, No; 0

We have not received a logo as of yet.

Resolved: The Board gives a provisional approval of the San Diego County Chapter of the BCA, pending the verification of the signatures of members.

Motion by Derbin

Second by Schoening

Vote: Yes; 8, No; 0

Resolved: To table the San Joaquin Valley Group's Chapter formation request.

Vote: Yes; 8, No; 0

Half of the signatures on the sheet are not current BCA members. This needs will be investigated and resolved by Derbin.

Carol Derbin expressed concern about the procedure for chapter approval that was done during the past months. The discussions that followed it was noted that we do not have a written SOP on the Chapter Coordinator position. It is felt one is needed.

Resolved: Carol Derbin will write a Standard Operating Procedure for the Chapter Coordinators position. This will be given to Bill Biche to be submitted at the May meeting.

Motion by Schoening

Second by DeGroff

Vote: Yes; 8, No; 0

Clarification determined that the office does not have packets to send to the new chapters since the Bylaws are in the roster.

Ron DeGroff gave a follow-up on the status of the Empire State Chapter. At this time they have no regular meeting place. No newsletter, or roster of members, and do not respond to inquiries from the Board or BCA office without considerable goading. There is a former chapter member who wants to acquire the charter and reform the chapter. Ron suggested they form a new chapter as the status of the E.S. chapter is uncertain. Carol noted there are only a few members in the current chapter.

Resolved: Val is to check the status of the current year's chapter inquiry form, if it has not been submitted, the charter of the Empire State Chapter is hereby rescinded.

Motion by Derbin

Second by DeGroff

Vote: Yes; 8, No; 0

Ron DeGroff asked if letters had been sent to the chapters who's charters were being rescinded. Carol will write the letter about pulling the charter. Carol has also sent letters to the Spokane Washington area and the Northern Virginia about chapter inquiries.

President Eichelberger thanked Carol for her timely responses to these most recent chapter inquiries.

12. Policy and Procedures: National Meet Guidelines:

Ron DeGroff reported that it is nearly finished and should be ready to send out shortly. Ron asked that when it goes out he would like comments to clean and finish it up. Please look it over carefully. This is long document.

13. Errors and Omissions Insurance:

President Eichelberger reported that the forms were sent to Grundy agency at the end of December. It was noted that this policy covers more than the present JC Taylor policy. No response has been received.

14. Financial Matters:

Treasure Anderson reported that he has been presented with several bills which should have been presented in the prior fiscal year or were for items not included in the budget. To enable the Board to better consider these matters he has prepared projections of the year end (end of Fiscal Year) financial position with or without these amounts (see Appendix 6). He noted that if all are approved, BCA will end the year with a financial loss of \$12,520 and that if no change is made now in operations, the BCA will still end the year losing \$9,070. He asked that the Board consider changes to current operations to minimize these losses.

Resolved: Leave the budget as it is. Pay the bills in a normal way and pay out extras as needed and review the budget at the end of the Fiscal Year and change the budget for the coming year.

Motion by Bury

Second by Derbin

Vote: Yes; 7, No; 1 (Anderson)

Val requested that 2 additional phone lines be added to the office (it currently has only 1 line) so that she could have access to the credit card machine without interrupting the fax or voice lines. She offered to pay half the installation cost. Anderson noted that he had reviewed this request and questioned installing both lines at this time and the added monthly operating cost when the club is facing a significant loss for the current fiscal year. He also noted that the office has operated for many years with only 1 line; he recommended that 1 line be installed at this time.

Resolved: To pay half of the cost to hook up 2 additional phone lines to the BCA office and hook up charges. Refer to Val's letter of 2/21/98.

Motion by Vasilow

Second by Schoening

Vote: Yes; 7, No; 1 (Anderson)

Attorney Galassi Invoice:

Anderson presented an invoice from Attorney Mike Galassi who assisted the club with developing the Independent Contractor Agreements with Val and Chuck and other legal matters which the club faced in the prior fiscal year. He reported that he has reviewed the invoice and finds it to be a legitimate request and that Galassi offered the club a favorable rate (less than normal charges) for his services.

Some questioned payment of this invoice and that prior minutes indicated that the club would pay the first \$500 and any balance would be paid by Bury, Dunham, and Eichelberger. Terry Dunham reviewed the history of this matter.

Resolved: To pay Mike Galassi's bill for negotiations of the independent contractor's contract's. The Board recognizes that three Board Members had offered to pay any expenses over \$500, however, the Board agreed these should be paid by the club in total.

Motion by Schoening

Second by Vasilow

Vote: Yes; 6, No; 0, 2 abstain.

In the discussion comments from past minutes were mentioned about the offer by Dunham, Eichelberger, and Bury to pay the balance of the invoice over \$500.00. Terry Dunham gave a review of the past history on this.

Resolved: To reimburse Terry Dunham for miscellaneous expenses incurred while he served at Vice President in 1996-97.

Motion by Derbin

Second by Vasilow

Vote: Yes; 7, No; 0, 1 abstain (Anderson)

Resolved: To reimburse Board Member Carol Derbin's expenses for copy materials for the September 27 Board meeting, as well as for purchase of paper for the fax machine provided by the BCA.

Motion by Bury

Second by Dunham

Vote: Yes; 7, No; 0, 1 abstain (Anderson)

Resolved: To reimburse Board Member Carol Derbin's Banquet tickets for the St. Louis National Meet.

Motion by Bury

Second by Schoppe

Carol Derbin asked for her banquet cost at the National meet in St. Louis to be covered. She noted she has been paid in the past since she has to be there to do the chapter roll call as the Chapter Coordinator. In the discussions it was noted that the President was to have his/her hotel room and banquet tickets costs paid by the host chapter. In review it was found that neither Dick Schoppe or Al Eichelberger had their rooms or banquet covered, however prior presidents had their expenses paid. Schoppe and Eichelberger paid their expenses out of pocket. Ron DeGroff said this requirement is part of the National Meet Guidelines. These expenses should be covered for the President in the future.

Vote: Yes; 7, No; 0 , 1 abstain (Anderson)

In the agenda item 6 was discussed earlier as part of the Editor's Report.

Agenda item 7 and 8 membership processing alternatives and the BCA office:

Anderson asked the Board to discuss alternative methods of operation to provide background for next year's budget which he must develop and present to the Board in May. He noted that he had prepared some background information for the Board's consideration which was distributed with the Agenda and which is attached as Appendix 7.

He noted that substantial monies could be saved if the club opted to contract with another organization for all membership processing. Bill Biche suggested Anderson explore this alternative since other clubs were using this service with success. Questions were asked if Val needs more help. Is there too much work for one person to do? Do we need to update the computer facilities? Val said she is very happy with things as they are and we do not need any changes. Val and Ed are looking into the purchase of a new computer on their own. There was no further discussion of Anderson's report and the alternative operations contained in it.

Resolved: To continue the present contractual arrangements with VAI Office Services (Val Ingram) and with Superior Direct for FY 98-99.

Motion by Bury

Second by DeGroff

Vote: Yes; 7, No; 1(Anderson)

Resolved: To Advertise for a BCA member to serve as a advertising sales representative on a commission basis for the *Bugle*. Applications will be presented to the Board for consideration. Commission basis will be exclusive of all present advertising.

Motion by Anderson

Second by Schoening

Vote: Yes; 8, No; 0

In the discussions Bill Anderson showed how advertising can help increase the revenue and help offset expenses.

15. Board Election:

Under SOP 13, two BCA members who are not on the board must be appointed to count the ballots for the Board elections.

Resolved: The following BCA members are to count the Ballots for the Board election*: Buick Owners Of Maryland (Boom) Chapter members Howard Price and Craig Bober (Director).

Motion by Anderson

Second by Schoening

Vote: Yes; 7, No; 0, 1 abstain.

*Val stated that before the ballots are sent to be counted, she will count them in case they get lost in shipping.

Under SOP 16, two BCA members are selected to poll the new Board to determine which board members are willing to serve as officers in the new FY.

Resolved: The following BCA members are to poll the new board to determine a slate of officers for the new FY. Bruce Kile and Terry Dunham.

Motion by Anderson

Second by DeGroff

Vote: Yes; 6, No; 0, 2 abstain.

Resolved: To continue the present contractual arrangements with *Bugle* editor Chuck Koch for FY 98-99.

Motion by Derbin

Second by Bury

Vote; Yes; 8, No; 0

16. Correspondence:

1. **Resolved:** The Board approves the Niagara Frontier Logo.

Motion by Dunham

Second by Schoppe

Vote: Yes; 8, No; 0

A discussion on requirements for recognition of non-affiliated organizations allows for waiving of some requirements at the Board's discretion.

2. **Resolved:** The Board approves the listing of Buick Street Rod Association as a non-affiliated organization in the *Bugle*.

Motion by Dunham

Second by Anderson

Vote: Yes; 7, No; 0, 1 abstain.

President Eichelberger will write them, enclosing a copy of SOP 11 and request that they supply the information mentioned in that SOP for our files.

3. A request was made by Sylvain Gelinas to form a chapter in Quebec.
Ron DeGroff noted that we have many Canadian Buick owners stopping at the Hershey tent. Carol Derbin will contact them.

Resolved: To list The Marquette Owners Registry for Enthusiasts under the non-affiliated section of the *Bugle*. Again, President Eichelberger is to include a copy of SOP 11 and request that they supply the information requested in that SOP.

Motion by Dunham
Second by Anderson
Vote: Yes; 8, No; 0

4. Graeme Letica New Zealand Buick. The letter was informational.
5. Request for information on the 1913 Model 40. Terry Dunham will take care of this request.
6. **Resolved:** To list the 1916-1917 Buick/McLaughlin Owners Group under the non-affiliated section of the *Bugle*.
Motion by Dunham
Second by Vasilow
Vote: Yes; 8, No; 0
7. The Lou Licato letter moved in the agenda to later discussion.
8. Copy of SEMA newsletter "The Driving Force", was for information.
9. Christmas greetings from Bennett's Buick, was for information.
10. Letter from John Frank was discussed earlier under the office manager report.
11. The press release regarding Millennium World Tour was for information.

A break in the agenda was made at this point to do the Addenda items next.

17. Addenda:

Dan Dickinson for help on 58 air suspensions, President Eichelberger will respond to this request for information listing possible vendors who can help.

Gordon Mello's request for approval to use the BCA logo on clothing items to be sold. In the discussion it was noted that the Board cannot approve the use of Buick Motor Division trademarks or logos except when being used by a BCA Chapter/Region/Division on items to be sold by that Chapter/Region/Division as a Chapter/Region/Division project.

Resolved: Gordon Mello's request is denied as it does not conform to the terms of our licensing agreement with Buick.

Motion by Schoppe

Second by Anderson

Vote: Yes; 8, No; 0

A question was asked about forming a Roadmaster Division and how this is done. In the discussions, it was asked if we need a Division Coordinator? It was decided to hold off on this until more information comes forward. Ron DeGroff noted that he's had inquiry about forming a '69-'72 Skylark Division.

A question was asked concerning whether all BCA chapter/division/region events are open to all BCA members? Carol Derbin noted that it is stated that they are on the BCA membership application.

18. We returned to the agenda items under correspondence item 7 the Lou Licato letter.

Resolved: The Board reconsidered its decision regarding the concerns Mr. Licato brought to the Board's attention at the November 15 board meeting and reaffirmed its decision on advertising policy as stated in President Eichelberger's letter to Mr. Licato, dated December 7, 1997 and further states that regional matters mentioned in Mr. Licato's letter of December 19, 1997 are a regional problem and are covered under region bylaws

Motion by Schoppe

Second by Vasilow

Vote: Yes; 8, No; 0

19. **Fax Poll results:**

The Southern Arizona and the Gulf Coast chapters were approved by fax poll.

Resolved: We should dispense with fax polls.

Motion by Bury

Second by Schoppe

During the discussions on this item, Dunham notes we need this to conduct business between board meeting. Schoppe felt we need more time to discuss items, perhaps a conference call is needed. Bury felt he need to know more before making any decision and that 60days are needed for chapter approval. Vasilow mentioned we need to look at the survey material being done. Derbin is concerned that unwritten rules and procedures are being violated by fax polls. It was noted that both the Gulf Coast and Southern Arizona chapters have grown very fast after their approval by fax poll.

The motion was tabled pending an SOP on Fax Polls.

Roberta Vasilow thanked the members who are staying on at the meeting. These are things we need to look at. We need to keep the members happy.

Paula Liska asked what is happening for the 2003 convention? The BuickTown chapter is hosting this meet in Flint.

There was a discussion about the national meets and the problems with putting on a big meet. There have been some complaints about past meets. Bury defended the St. Louis meet. Anderson stated he has his staff do all the arrangement for National Meetings for the association which serves the Academy, so logistics remain similar each year. Paula Liska asked if we need someone to check things out before the meet. DeGroff will send the Liskas a copy of the SOP on National Meet Guidelines, which is nearly finished.

Member Ernie Grant supported the use of faxes to process business matters between board meetings and stated that we need good guidelines. Preparation prior to board meetings is essential. Board members should read agenda items ahead and arrive at the meeting prepared to resolve issues in a time efficient manner. This will eliminate the side tracking comments made by board members themselves.

Vasilow asked if we should have student membership for younger members? DeGroff said we had a father and his 17 year old son at our tent at Hershey who joined the BCA and were very enthusathic. Vasilow asked what we send out to new members? Is there a packet? Val Ingram said "we send out a letter, decal and their membership card, but since the bylaws are in the Roster nothing is sent out. She would like to send out past copies of the *Bugle*. DeGroff mentioned that we had given out past is issues of the *Bugle* with every new membership at the Hershey tent.

Resolved: Effective immediately, the BCA office is to send out a recent issue of the *Bugle* to new members.

Motion by Dunham

Second by Anderson

Vote: Yes; 8, No; 0

Vasilow said that she has a block of room set aside for the May 16th meeting in Flint at the Holiday Inn Express in Flint. Since lunch will be served, she needs to know how many are coming. So, please RSVP to her. There may also be a reception at the Sloan on Friday.

Resolved: The Board requests an article be written by Terry Dunham on the Buick Gallery and Research Archive at the Sloan in the *Bugle* as soon as possible.

Motion by Vasilow

Second by DeGroff

Vote: Yes; 7, No; 0, 1 abstain

Members Larry Driscoll and Roy Wager traveled from Chicago to Atlanta for this meeting. They are both from the Chicagoland Chapter. Larry presented a letter at the meeting about some concerns he and Roy have. Since the letter was first presented as an anonymous letter no further discussion could occur during the meeting. This letter was later sent to the secretary to be attached to the minutes as appendix 8. The letter so presented was attributed to Roy Wager and Larry Driscoll. They were thanked by Board member Dunham. There are several items that need clarification based on past minutes. These are addressed below.

Item 1 Audit: Larry and Roy were concerned over a \$3000 audit expenditure to audit the BCA's books this year. No audit occurred this year therefore no expenditure occurred.

Item 2 Contracts for Val and Chuck: Larry and Roy were concerned about the \$1500 legal bill paid by the BCA to hire an accredited California Attorney to write contracts for Office Management Contractor Val Ingram and Editorial Contractor Chuck Koch. Due to many changes in both federal and California tax codes, the previous agreements, unwritten in the case of the editor, may not have withstood the scrutiny of the IRS or state of California tax authorities in regards to the independent contractor status of both contractors, unless updated legal contracts were written.

Item 3 Buick Museum and Foundation: Larry and Roy were concerned about legal costs paid by the BCA to process the incorporation papers for the BCA Museum and Archive Foundation, a Michigan corporation. There were no legal fees to create the Foundation nor are any anticipated. Richard Sills, a BCA member and attorney in Washington DC, generously contributed his time and expertise at no expense. He was thanked publicly both at board meetings and in the *Bugle* for his generous contribution to the Buick Hobby.

Items 4, Larry and Roy feel that both Office Management Contractor Val Ingram and Editorial Contractor Chuck Koch are doing an excellent job.

Item 5: Larry and Roy are concerned that some board members have not treated Carol Derbin and Helen Hutchings with the respect they deserve.

Item 6: Larry and Roy would like to have all board meetings back in California.
As a comment to item 6: Having the Board travel to different parts of the country for meetings; It should be noted that even if we have only 10 or 18 members attend, this is more than attended meetings in California. Hopefully some day we can have teleconferencing to all chapters, but the costs are still too high to do this now.

20. Meeting Adjourned at 8:20 PM

Respectfully submitted

Bill Schoening.