

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

**Holiday Inn, Arlington, Texas
November 13, 1999**

1. Call to Order

The November 13, 1999 meeting of the Board of Directors (hereinafter 'the Board') was called to order at 9:00 AM by President Vasilow. Secretary Leets served as recorder.

Officers and Directors present:

Roberta Vasilow, President	Ken Liska, Vice-President
Bob Leets, Secretary	Jeff Brashares, Director
Al Eichelberger, Director	Carl Finer, Director
Jack Jones, Director	Bill Schoening, Director

Absent: Cecil Don, Treasurer (illness)

A quorum was present.

In attendance were: (Appendix A)

Bruce Collin, The Bugle	Roy Wager, Pres. BCAMAF
Ed Ingram, Past President BCA	Carol Derbin, Chpt. Coord.
Chuck Koch, Editor THE BUGLE	Roy Faries, Dir. No. Texas
Judy Leets, GL Region Director	Dick Taylor, Baker Press

and members from the following Chapters, Divisions, and organizations:

Central Oklahoma	Chicagoland
North Texas	Lone Star
Fireball	Central Indiana
Buicktown	

2. Call to the Audience

David Corbin, North Texas Chapter, thanked the Board for traveling to Texas. He also emphasized the importance of showing and rewarding archival cars at National Meets. Roy Faries, Director of the North Texas Chapter, also welcomed the Board and all guests to Texas and the meeting.

3. Minutes Review and Correction

Refer to the Minutes of the July 25, 1999 meeting of the Board at the Holiday Inn, Worthington, Ohio. There were no changes, additions, or deletions.

Resolved: To accept the minutes of the July 25, 1999 meeting, as written.

Motion by Brashares

Second by Schoening

Vote: Approve - 7, Disapprove - 0

4. Treasurer's Report

Presented by Carol Derbin, in the absence of Cecil Don, Treasurer. A letter dated November 11, 1999, written to Cecil Don from BCA Accountant, Joel Gauthier, was read. (Appendix B)

Mr. Gauthier points out in his letter that he has been unable to complete timely statements for the BCA Store due to a lack of information from the BCA Office. Further, questions exist regarding inventory and the possibility of a theft of merchandise from the Holiday Inn, Worthington, Ohio. A discrepancy of approximately \$8000 in inventory exists.

A complete, detailed inventory is proposed, to be taken by Jeff Brashares, Cecil Don, and Ed Ingram, with a report to follow at the February 19, 2000 Board Meeting. Further verification of inventory with former BCA Store Manager Bill Anderson also is suggested, with a detailed verification of exactly what was shipped to Worthington for the National Meet. Gauthier reports YTD Revenue as of 8/31/99 at nearly \$60,000, with Expenses for the same period at \$69,000. Last year, 1998, the figures for the same period were \$64,000 and \$62,000 respectively.

Resolved: The Treasurer's Report, as presented by Carol Derbin and Joel Gauthier, be approved, subject to an audit on the BCA Store inventory conducted by Jeff Brashares, Cecil Don, and Ed Ingram.

Motion by Schoening

Second by Brashares

Vote: Approve - 7, Disapprove - 0

5. Committee Reports

Office Managers Report

Office Manager Val Ingram was not present, but submitted a written report. (Appendix C) Val expressed serious concerns about the BCA office copying machine, and proposed replacing it with a new unit. The present Xerox is approximately 9 years old and in need of constant repair. Ed Ingram presented pricing on a new unit on a "lease/purchase" basis @ \$189 per month for 36 months. This price includes 2500 copies per month, all service, and all supplies.

Resolved: That a new Xerox copier be lease/purchased based on the pricing presented by Ed Ingram, provided the lease/purchase agreement allows upgrading in the event of technology improvements during the three year (36 month) agreement.

Motion by Brashares

Second by Eichelberger

Vote: Approve - 7, Disapprove - 0

NOTE: Old copier from the BCA Office to be traded-in

Editor's Report

Editor Koch reported YTD Expenses through October, 1999, are \$1923 under budget. Through the Sept. 1999 Bugle issue, expenses are \$2143 higher than 1998 due to increases in typesetting and postage. Ad revenue trails budget by \$1338, and is \$617 less than the same time last year. A 1999-2000 Bugle expense report was submitted. (Appendix D)

Chapter Coordinator's Report

An application was submitted by Ron Herrmann to establish a Chapter in Central Oklahoma. Carol Derbin, Chapter Coordinator, recommended approval to form a new Chapter.

Resolved: To approve the establishment of a new Central Oklahoma Chapter.

Motion by Eichelberger

Second by Schoening

Vote: Approve - 7, Disapprove - 0

Carol Derbin also reported that Joe Krepps, Director of Space Coast Chapter in Florida, has announced the Chapter's Charter is to be returned to the BCA, thereby terminating the existence of the Chapter. All Space Coast Chapter funds from their treasury have been donated to charity.

Regional Coordinator's Report

Ron DeGross, Regional Coordinator, was not present but submitted a written report (Appendix E) which details activity in the new Four Corners Region. The report also addresses slow progress in the establishment of a proposed "California-Nevada" Region. In addition, discussion followed on where to place the new Central Oklahoma Chapter. Several prepared maps showing various scenarios were viewed and discussed.

Resolved: To approve the establishment of a "South Central" Region consisting of Texas, Oklahoma, part of Kansas, Arkansas, and Louisiana.

Motion by Eichelberger

Second by Brashares

Vote: Approve - 7, Disapprove - 0

Internet Report

President Vasilow reports new software is in place for the "Discussion Page" on the BCA WebSite. Overall, the performance, acceptance, and usage of our WebSite has been excellent. Judy Leets suggested exploring Alta Vista, which is a no-charge service.

6. Break

Technical Advisor's Report

Director Schoening reported that the BCA now has 66 Technical Advisors on staff. Listings are now on the Web Page. Additional technical advisors are still being sought and welcomed. Almost all current advisors have e-mail capability. An advisor for 1958 Buicks is being sought. It was pointed out that the Technical Advisor service is primarily for BCA members and they are given priority over non-members.

Chief Judge's Report

Mac Blair was not present. No report.

Advertising Agent's Report

Jim Cain was not present. President Vasilow reported a couple of new accounts are in the fold via his efforts.

1999-2000 Budget

The budget was approved at the May, 1999 Board Meeting in Las Vegas, NV, with some minor amendments. A final copy is being worked on by Treasurer Cecil Don and former Treasurer Bill Anderson.

BCA Store Update

Kristie Ingram-Greathouse, BCA Store Operations Manager, was not present but submitted a detailed report (Appendix F) which outlined past, present, and future considerations pertinent to the profitable operation of the BCA Store. Of particular concern is the need for a business/inventory software program for improved Store management. Kristie also asked for Board approval to continuously seek new suppliers of Store merchandise, which was granted. More clothing items for children is also being heavily investigated, based on many requests from members.

Resolved: To retain Kristie Ingram-Greathouse as the BCA Store Manager. Leave the BCA Store Office of Operations at the BCA Office in California. And, continue to pay the BCA Store Manager through the BCA Office.

Motion by Brashares

Second by Schoening

Vote: Approve - 7, Disapprove - 0

Resolved: To provide the BCA Store Manager with software appropriate to manage the BCA Store Operations, not to exceed \$200.

Motion by Finer

Second by Brashares

Vote: Approve - 7, Disapprove - 0

BCA Museum and Archive Foundation Update

Roy Wager, President of BCAMAF, reported excellent progress in generating more interest in BCAMAF. He also pointed out the great talent and leadership present on the BCAMAF Board. Roy invited everyone to attend the BCAMAF Board Meeting on November 14, 1999 at the Holiday Inn, Arlington, TX (Appendix G)

1999 Hershey Report

Wray Kniffen, member of the Finger Lakes Chapter and Hershey Booth Coordinator, submitted a detailed report (Appendix H) regarding the BCA Hospitality Tent at Hershey, PA in October, 1999. Many BCA members volunteered their services.

Wray asked for BCA financial support for next year, which was approved.

Resolved: To officially thank Wray Kniffen, the Finger Lakes Chapter, and all BCA members who helped make the BCA presence at Hershey so successful.

Motion by Schoening

Second by Eichelberger

Vote: Approve - 7, Disapprove - 0

*Roberta Vasilow to write a letter to Wray Kniffen

7. Correspondence - Incoming

Chicagoland Chapter Request for Approval for Logo

Resolved: To approve the Chicagoland Chapter logo as submitted for use on hats and pins.

Motion by Eichelberger

Second by Brashares

Vote: Approve - 7, Disapprove - 0

Chicagoland Chapter Request for Approval to Make Photo Buttons as a Fund Raiser

Resolved: To approve Chicagoland Chapter's request to make photo buttons as a fund raiser for the Chapter.

Motion by Eichelberger

Second by Brashares

Vote: Approve - 7, Disapprove - 0

Sunshine State Chapter Request for Increase in Allotment for Shows

Sunshine State Chapter has requested \$150 from the BCA to stage a show, which is intended to cover advertising, promotion, etc.. Currently the BCA allows only \$50 per Chapter, per year.

Resolved: To table request until February 19, 2000 Board meeting.

Motion by Eichelberger

Second by Liska

Vote: Approve - 7, Disapprove - 0

Central Oklahoma Chapter Request for Approval to BCA

Approved by a vote of 7-0

*SEE CHAPTER COORDINATOR'S REPORT

8. Unfinished Business

Spousal Ballot for Board of Directors Elections

Director Eichelberger reported he and Paula Liska have reviewed several proposals, options, and methods to come up with the most streamlined and financially feasible way to include Spousal Voting in future BOD elections.

Director Jones reported he was informed by Bruce Kile there was a firm who would mail out a separate ballot for \$2 each, at which time the BCA could charge members \$3 each to recover costs.

9. Break (lunch)

10. Unfinished Business (contd.)

Director Eichelberger detailed several methods to provide Spousal Voting, with pros, cons, and approximate costs for each. He and Paula Liska recommended; 1) utilizing a post card type ballot with a hologram, which retards duplication, and, 2) utilizing a "peel-off" label on the BUGLE which is addressed to either "MR. & MRS." or "MR", or "MS", or "MRS", and is then attached to the ballot, designating the vote(s). Cost for this system is approximately \$760, based on 10,000 mailed issues of The BUGLE.

It was also recommended that an independent accounting firm be retained (to be named later) to receive and count the ballots at a cost to the BCA of approximately \$250.

Resolved: That beginning with the election year 2000 BOD Election Ballots, the ballot to be printed with two columns, for "Member" and "Spouse". The BUGLE will be mailed with a "peel-off" label, which must be affixed to the ballot. Ballots with no label attached will be invalid. An independent firm will be hired to directly receive and tally the ballots.

Motion by Eichelberger

Second by Brashares

Vote: Approve - 6, Disapprove - 1

Editor's Contract

Vice-President Liska reported results of the survey cards that were sent to members asking for their experiences relating to the operations of the Buick Bugle. Ken also read several letters from BCA members and Past Officers which pointed out, in their judgment, serious deficiencies in the operation of the Bugle. (Appendix I)

Director Brashares read to the Board and audience the fourteen (14) items in the Editors Contract that are "cause" for termination of contract should the Editor be non-compliant.

Editor Koch addressed the Board, outlining his involvement in the unauthorized placement of an open letter in the Bugle regarding election of officers for the BCAMAF in the Spring of 1999.

11. Break

12. Unfinished Business (contd.)

Resolved: That Chuck Koch's Editor's contract continue through June 30, 2000, with our intent, as the Board, to terminate the contract. And, between now and then, we will look for another Editor and Printer.

A letter shall be written, on behalf of the Board, to Chuck Koch advising him effective June 30, 2000, his contract is terminated. Further, a new "Fitness for Use" criteria for a new Editor and Printer shall be developed and voted on by the Board, and a new contract shall be drawn up for the Editor and Printer.

A new contract shall be written and presented in writing to the Board by December 15, 1999, for review. Also, a new bid package shall be prepared and presented to the Board at the BOD meeting in Richmond, VA, February 19, 2000.

Carl Finer, Ken Liska, and Roberta Vasilow will form a committee to oversee and prepare these documents.

Motion by Brashares

Second by Jones

Discussion: A lengthy discussion followed with comments from Ken Liska, Jack Jones, Chuck Koch, Roberta Vasilow, Judy Leets, Roy Wager, Dave Corbin, and Bob Leets regarding merits of Chuck Koch, as well as alleged deficiencies and inappropriate actions involving the printing of information concerning the BCA Museum and Archive Foundation Board of Directors election in the Bugle. Several pro and con comments mailed in by BCA members were read aloud regarding the Editor's performance.

Vote: Approve - 8, Disapprove - 0

NOTE - Brashares will have his corporate attorney draft the letter to Koch

NEO Chapter Request for Hosting BCA BOD Meeting, May 20, 2000

The Board has accepted an invitation from the North East Ohio Chapter to host a Board meeting on May 20, 2000, at the Holiday Inn, Strongsville, Ohio

Financial Report - 1999 BCA National Meet

Director Brashares, who was General Chairman of the 1999 National Meet in Worthington, Ohio, reported the Central Ohio Chapter enjoyed hosting the Meet, but also lost a considerable amount of money staging the event. Jeff also suggested working on solutions to offset heavy costs, such as seeking sponsors for the Meet. In addition, other programs are being developed to streamline registration, judging, and awards.

Issues from Central Ohio Chapter :re National Meet

Questions have been raised concerning the "performance check" at National Meets, as well as other guidelines for hosting a Meet.

Some members voiced displeasure over the BCA Store "competing" with items being offered by the National Meet host Chapter, as well as other vendors.

Also, many members are concerned over radial tires still not being allowed without suffering a sizable point(s) deduction in judging. It was suggested, and agreed, that this should once again be an agenda item at the February, 2000 Board meeting.

Several issues regarding judging are to be addressed with Mac Blair at the next Board meeting.

Gulf Coast Chapter Request to Host a BCA Board Meeting in October, 2000

The Board has accepted this invitation, but the actual date is to be left open until the National Meet Board meeting in July, 2000.

13. New Business

Archival Award

Director Finer and Vice-President Liska presented a sample of a new Archival Award to the Board.

Resolved: To accept the Award as presented, provided the Meet title, location, and date are added.

Motion by Brashares

Second by Eichelberger

Vote: Approve - 7, Disapprove - 0

Appointments of Chapter Coordinator, Regional Coordinator, Chief Judge

It was determined to place an ad in the January, 2000 edition of The Bugle, inviting interested members to submit their names/qualifications. These are five year terms.

Dick Taylor - The Baker Press (non-agenda item)

Mr. Taylor, representing The Baker Press, thanked the Board for allowing him to attend the meeting. He confirmed his interest in being considered as a bidder for the new Editor and Printer contract.

Ken Liska - BDE (non-agenda item)

Ken informed the Board and audience of a Special Award which has been developed by the BDE that will be presented at future BCA National Meets by the BDE. This award will be presented to a "special" car which was DRIVEN to the National Meet.

Chapter Tax Liability Issues (non-agenda item)

Director Finer raised many questions concerning tax liabilities that could be encountered by individual BCA Chapters. Director Brashares volunteered the findings of a Central Ohio Chapter member, who is an attorney and accountant, regarding this issue. A report is to be sent to the Board and BCA Office as soon as possible.

14. Adjournment

The meeting was adjourned at 4:18 PM

Motion by Leets

Second by Brashares

Vote: Approve - 7, Disapprove - 0

Respectfully submitted,



Bob Leets, BCA #17041

Secretary, 1999-2000