

BOD Meeting Minutes: 6/1- 6/21/2018

Approved : 6/22/2018

Summary of Motions:

Date:	Motion	Vote	File #
6/6/2018	to approve the May 2018 BOD meeting Minutes.	Passed	2017-2018-42
6/13/2018	To approve the June 11 2018 conference call minutes	Passed	2017-2018-43

Unresolved Business:

5/27: Terry W. writes an open letter to the Chapter Directors and others, advising that the Club has very serious financial issues. The open letter is recorded in the May 2018 BOD meeting minutes, addendum #4 .

6/3: A response is distributed to Chapter, Division and Regional Directors. The response can be found in addendum #1 below.

New Business:

5/31: President Oldfield notifies the Board that Election results will be available Monday June 4th. T. Weigand questions the reason for the delay and suggests it is to manipulate the results.

6/4: President Oldfield notifies BOD of receipt of election results: E mail from accounting firm follows:

Here are the results:

John Steed 674

Jack Welch 647

Larry Schramm 638

Sidney Meyer 613

Brett Gordon, CPA

Perks Pusateri & Company, CPAs

[137-B Commerce Park Drive](#)

[Westerville, OH 43082](#)

Alan O. adds: Congratulations to our new Board members! My thanks to all the candidates for being willing to serve the members of the BCA.

6/6: R. Vasilow motions : To approve the May 2018 BOD meeting minutes. Also to correct a typo on motion # 35. No other comments are received or recorded. Voting opened 6/8. Motion passed. 8Y- 1 NVC.

6/11: Teleconference with BOD elect new members. New BOD members introduced themselves and why they wanted to join the BOD. Also discussed the agenda for the upcoming membership meeting and BOD meeting at Denver. Transcript will be reported separately.

6/15: T. Weigand motions: To approve the June 11th conference call minutes: No comments or discussion received. Voting opened 6/15, Motion passed 6 Y , 2 Abstentions.

6/21: Membership Meeting @ Denver CO. Results will be reported separately

NOTICES:

Recording Secretary : John C. De Fiore 2017/2018

**June BOD meeting minutes
Addendum #1**

June 1, 2018

Greetings members:

Recently BOD member Terry Weigand sent an e mail to all the Chapter Directors regarding the financial status of the club. He expressed several concerns about Club financial operations, and alleged impropriety of the Board members. These claims culminate in assertions that the Club is not operating within the law regarding our IRS status as a Social/Fraternal organization. He further advised that he has contacted the Internal Revenue Service and demanded they do a "top to bottom" audit of our club. The undersigned members of the Board of Directors feel it is important to advise you of the status of this situation.

We do not know when, or if, the IRS will pursue Mr. Weigand's demand. And we are doing what we can to prepare for this eventuality. To the best of our knowledge, the Club has filed the appropriate tax returns, paid the proper tax on time, and done everything in full accordance with the law. The BCA will cooperate fully if there is an IRS inquiry and/or audit, and view this as an opportunity to make sure we are doing things correctly.

The BCA employs the CPA firm of Pusateri and Co. of Westerville, OH to oversee our financial reports, compute and file our tax returns, and consult on other financial matters. I have personally spoken to our CPA Brett Gordon in recent days to discuss his view on this activity. Brett indicated that the BCA is reporting and filing financial reports appropriately and timely. He expressed no concerns regarding a possible IRS audit. Nor did he express any concern of a threat to the BCA's tax exempt status.

Mr. Weigand's e-mail noted other issues of which you should be aware. He asserted, correctly, that there has not been a financial report printed in the Bugle for three years. And he complained about the amount of reserve funds the BCA has amassed over the last 18 years.

We acknowledge the failure to publish a financial report. However, there were circumstances outside of our control that caused this. In June 2016 the club's long time accountant, Mr. Joel Gauthier passed away unexpectedly. This coincided with the end of our fiscal year. This resulted in efforts to find and hire a new firm, and subsequent efforts to file an extension, consolidate accounting information, then file the returns, and then coordinate reporting and bookkeeping practices. This took time to complete and our CFO has indicated we are on schedule to publish financial information following closing of this fiscal year.

Regarding our reserve funds, it was alleged that we had \$700,000 in reserves. While the Club does have approximately that amount in total, the reserve portion is less, at approximately \$600,000. Most of the reserve is invested in CD's and bonds. This amounts to roughly \$100.00 per member. The reserves are the direct result of a time when this club was unable to cover a substantial loss. In 1999, a loss was incurred for the National Meet, and former President Jeff Brashares generously covered the loss personally, for which we are very grateful. In 2009, the BOD voted to increase dues in part to help build a reserve fund. The current reserve is roughly one to two years of operating expenses for the club. Recently the current BOD voted to declare some of the reserve to be excess funds, available for dispersal in methods that benefit the members.

We will strive to keep you abreast of the status of this situation and if needed, questions can be addressed to the secretary of the board, or sent to the Buick Club office.

**Alan Oldfield: President
Rick Schick**

**Brian Clark: Vice President
Robert Safrit**

**John De Fiore: Secretary
Ed De Pouli**

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INTERNET MOTION RESULTS

Date Published : 7/12/2018			File #: 2017 2018-42		
Motion	To approve May 2018 BOD meeting minutes				
By:	R. Vasilow	6/6/2018	2nd:	J. De Fiore	6/7/2018
Discussion notes: No discussion received.					

VOTING	YES	NO	Abstain (ABS) / No Vote Cast (NVC)	Date Voting Opened 6/8/2018
Alan Oldfield Pres.				Date voting Closed 6/11/2018
Brian Clark VP	X			
Edward DePouli	X			Date Approved by BOD 6/22/2018
Larry DiBarry	X			
Robert Safrit	X			
Roberta Vasilow	X			
Rick Schick	X			
Terry Weigand			NVC	
John De Fiore	X			
John Steed-C.Judge				Judging Issues Only
Bill Stoneberg-CFO				Financial Issues Only
Buick Club Office				

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INTERNET MOTION RESULTS

Date Published : 7/12/2018			File #: 2017 2018-43		
Motion To approve the June 11 2018 conference call minutes					
By:	L. Dibarry	6/13/2018	2nd:	T. Weigand	6/14/2018
Discussion notes:					

VOTING	YES	NO	Abstain (ABS) / No Vote Cast (NVC)	Date Voting Opened 6/15/2018
Alan Oldfield Pres.				Date voting Closed 6/17/2018
Brian Clark VP			ABS	
Edward DePouli				Date Approved by BOD 6/22/2018
Larry DiBarry	X			
Robert Safrit	X			Date Approved by BOD 6/22/2018
Roberta Vasilow	X		ABS	
Rick Schick	X			
Terry Weigand	X			
John De Fiore	X			
John Steed-C.Judge				Judging Issues Only
Bill Stoneberg-CFO				Financial Issues Only
Buick Club Office				

John C. De Fiore: Recording Secretary