

Sons of Union Veterans of the Civil War

National Council of Administration

Meeting Minutes

Thursday, August 9, 2012

Los Angeles, California

The Council of Administration meeting was opened by Commander-in-Chief Donald Palmer at 8:18 PM. Chaplain Kowalski provided a moment of prayer followed by the Pledge of Allegiance. CinC Palmer thanked everyone for attending and gave general opening comments.

Break at 8:21

Reconvened at 8:42

The National Secretary called the roll and recorded the following members of the Council of Administration and Guests as present or (ABSENT):

Voting Members Present:

CinC Donald D. Palmer Jr.

SVCinC Perley Mellor

JVCinC Kenneth Freshley

Nat. Secretary Eugene G. Mortorff

Nat. Treasurer Richard D. Orr

Immediate PCinC Brad Schall

Council Member Vieira (ABSENT)

Council Member Robert Petrovic

Council Member Steve Hammond

Council Member Tad D. Campbell

Council Member Donald Martin

Nat. Quartermaster Danny Wheeler

Non-Voting Members Present:

Exec Director David Demmy Sr.

Chaplain Jerome Kowalski

PCinC Andy Johnson

PCinC Robert Grim

PCinC Donald Darby

PCinC Jim Pahl

PCinC Stephen Michaels (Banner Editor)

PCinC Ed Krieser

PCinC Leo Kennedy

PCinC George Powell

PCinC Elmer Atkinson

Guests of the Council of Administration:

National Chaplain Jerome Kowalski

Brother Ed Norris

BrotherBob Wolz

Brother Henry E. Shaw

Brother David LaBrot

Chaplain Kowalski announced and a new Chaplain's Award that he would like to present to worthy chaplains in the Order. He discussed this and it was well received. He will also talk to the National Encampment about it.

The Department of Illinois has formed a committee for placing a "Unity Monument Award" at the Stephenson Gravesite in Petersburg, IL in time for the GAR sesquicentennial. This committee will need \$1000.00. The National Treasurer suggested that the GAR fund would be the most likely account. There will need to be a formal request made to the CofA. If there will be a regular award made, the Programs and Policy committee should look at the award for incorporation in the awards policy.

The National Secretary had some additions to his Annual Report:

Two additional Motions from the Electronic Boardroom

Motion 24 Approved A motion by Brother Orr, seconded by Brother Vieira, that the National Treasurer be empowered to pay all proper and legal financial obligations of the Order pending adoption of a budget for the 2012 fiscal year.

Motion 25 Disapproved A motion by Brother Orr, seconded by Brother Mortorff, that we approve the MSA w/ gold star for Brother XXX.

TAX ADVICE:

The National Treasurer announced that effective 1 July (past), unless you are an attorney or a licensed CPA, it is against the law to give tax advice. To avoid liability, the National Treasurer will no longer be providing tax advice to SUVCW members, Camps or Departments.

NON-PROFIT (501.c.3) STATUS:

Brother Henry Shaw talked about the 501c3 situation. He announced there is no additional information other than what is included in his report and offered to answer any questions. The National Treasurer recommended we wait until PCinC Pahl is present to have this discussion. However, The National Treasurer did provide the CofA with some insight on the differences between the lawyer he prefers, and the lawyer identified by Brother Shaw. Most of these differences revolved around fees and costs of the two lawyers. Discussion ensued. It was determined that the largest expenses will be registering with the 39 states that require it if a 501c3(or 4) intend to solicit funds in that state. These question came up again: Is it in our organizations best interest to convert to 501c3 considering the cost of registering with each of these states? What other options are there? Can our Assistant Treasurers be used to help do the filing of the state forms? CinC Palmer suspend discussion until PCinC Pahl arrives, or the CinC decides to reopen the discussion.

TAX - INSURANCE DOCUMENTS:

The National Treasurer indicated that copies of all tax and insurance documents were available for inspection by anyone so desiring. Discussion followed about specific insurance coverage for Departments and Camps. Our current policy allows for Camps and Departments to purchase insurance for a specific event from the company. Cost figures were not available.

TRADEMARK & COPYRIGHT Policy:

Copies of the proposed Trademark and Copyright Policies were provided by and explained to the CofA by Brother Ed Norris. Discussion followed. The question, do we need to have a policy on service marks? Do we use service marks? More discussion followed.

MOTION: A motion by Brother ORR, amended by Brother Mortorff and Seconded by Brother Martin, to approve the language of the new policy. Passed unanimously.

LIFE MEMBERSHIP PROGRAM:

PCinC Brad Schall presented his Life Membership Proposal. Discussion revolved around stopping the bleeding of per capita. Brad said this proposed program will bring this bleeding nearly to a stop. At least much better than we have now and will keep the life membership program affordable and available. Also, there was discussion if we should, or should not, ask all current reimbursable life members which camp should receive the reimbursement.

No action taken. The CinC referred the recommendations to the National Encampment for action.

MOTION: A motion by Brother ORR, seconded by Brother Petrovic to have the National Treasurer engage an auditor (same as last year), up to \$5500, to conduct the FY 2012 Audit. Passed unanimously.

Resessed at 10:20
Resumed at 10:30

PCinC Pahl arrived at the meeting.

NEW BUSINESS

CAMP SIMCOE (At Large):

Camp Simcoe is an At-Large Camp that was Chartered two years ago in in the state of Washington. Since it was Chartered, it has not submitted any reports. As of the CofA meeting, they have not responded to inquiries or supported required reports. The CinC ordered the suspension the Camp's Charter and that notification of such is to be communicated to the Camp via certified mail with signature receipt. As the Coordinator for Camps-at-Large, this was referred to PCinC Pahl for action.

STRATEGIC PLAN (Vision 2020):

A presentation of the key elements of the plan was presented by CinC Don Palmer. Discussion of the Plan ensued. There were a number of suggestion offered, especially concerning the financial strategy portion of the plan. (i.e. role of 501.c.3, innovative fundraising ideas, etc.) CinC Donald Palmer will make a more detailed presentation of Vision 2020 to the National Encampment on Saturday.

MARKETING & ADVERTISING

Related to Vision 2020, CinC Donald Palmer made a presentation (with graphics) to develop a "Branding" strategy for the SUVCW. The CinC expanded the conversation using four (4) professional quality posters. There were titled:

1. Education,
2. Preservation,
3. Patriotism & Citizenship, and
4. Honor.

He encouraged these, or similar, posters could be used at living history, large meetings, community events, etc. Programs like this are useful for recruiting and positive exposure of our organization. Next year, the Marketing and Advertising Committee will move into the multi-media area. Discussion followed. There were many different ideas on distribution and use of the posters (which is only one part of the total future package).

BUDGET:

The SUVCW 2012-2013 budget was presented by National Treasurer Orr. It was determined that Camps desiring special projects funds will be required to fill out a formal request by a specified deadline to be determined by the CinC. The deadline for the upcoming National

Encampment is by noon on the first day of the Encampment. A sitting CinC can issue a General Order to that effect.

ROLE of NON-VOTING CofA MEMBERS:

The recent question, can non-voting members of the CofA be allowed to make and second motions, was discussed. This in particular because of the National Counselor's recent opinion provided in response to the CinC's request. National Counselor Pahl Clarified his Opinion in that he believed under the current regulations, they do have the right to make and second motions. However, he does not personally agree with the practice. In his opinion, he offered a solution to the dilemma by adding to the current regulation that PCinC's cannot vote, make, or second, motions. This will be referred to the C&R committee for action.

ACQUISITION OF 501c3 LEGAL ADVISOR:

Discussion resumed concerning the hiring of a lawyer. Brother Henry Shaw presented his report on a lawyer he believed would meet, or exceed, our requirements. National Treasurer Orr also discussed his primary choice for the job with an emphasis on his believe that the difference between the two is experience. Discussion ensued.

MOTION: A motion by Brother Mellor, amended by Brothers Darby and Pahl, and seconded by Brother Darby to hire Karl Emerson as our 501c.3 Lawyer. Motion approved unanimously (with abstention by Brother Orr).

Secretary's NOTE: First edition of these minutes had the following version of this motion which was changed to the above at the request of PCinC Darby: Motion by PCinC Pahl, seconded by Brother Petrovic to hire Karl Emerson as our 501c.3 Lawyer. Motion approved unanimously (with abstention by Brother Orr).

BANNER EDITOR:

The Banner Editor's term ends. Brother Steve Michaels has agreed to serve another 3 year turn

MOTION: A motion by Brother Orr, seconded by Brother Schall to appoint Brother Michaels to another 3-year term as Banner Editor. Approved unanimously.

GOOD OF THE ORDER

Brother PCinC Brad Schall said thank you very much to the Council of Administration - as this is his last meeting as a voting member.

It was announced that Brother Alan Russ sent a NMAL contribution of \$500 to the treasurer.

Adjourned at 11:37 PM

Respectfully submitted in Fraternity, Charity and Loyalty,
Eugene G. Mortorff, National Secretary, SUVCW