

PIEDMONT Division Board of Directors Meeting

June 12, 2018

Call meeting to order at 6pm by Walt Liles at Holy Innocent's Church

Board Members in Attendance: Walt Liles, Mike Fleming, Perry Lamb, Howard Goodwin. Bob Kelshaw, Jim Travis. Mike Cummings, Diane Martin, Sally Bando, Doug Alexander

Members present: Gary Jarabek, David Gelmini, Tyler Gelmini, Randall Watson, John Stevens, Peter Youngblood MMR, Pat McCarroll, Rick Coble, Dr Joe Nichols, SR.MMR, Chuck Hoesch.

Officer and Director Reports

Administration-Mike Fleming -Minutes from May 8th -MTG amended for spelling corrections. Moved to approve by Perry Lamb and seconded by Howard Goodwin . Approved

Finance – Diane Martin : Extensive financial reports were presented. The group is under budget for most programs. Members were urged to look at the expenses and projections of their own programs.

Gary Jarabek felt that the Pilgrimage should not be on a zero based budget. One of the main purposes is outreach to the community and an increase in membership. The Boy Scout and similar programs have the same purpose. The marketing Budget is presently \$5000.00 which is a separate item to expand membership and money can be redirected as needed to appropriate programs. Approximately \$400.00 more dollars are needed for the pilgrimage. This will be taken from Administrative Accounting as proposed by Jim Travis . Motion to approve by Perry Lamb and seconded by Howard Goodwin and approved.

Investment of Cash balance of \$98,000.00

The money needs to be placed in interest bearing accounts with 75% for long term projects such as obtaining a building for the Division and 25% for more immediate needs for expansion of the division. Motion by Bob Kelshaw, second by Doug Alexander and approved. Jim Travis recommended that the CDs or other instruments be no longer than one year because interest rates are rising. Moved by Doug Alexander, seconded by Bob Kelshaw and approved.

Establishment of 501(c)3

- The current Articles of Incorporation need to be updated.
- Division ByLaws need to be worded appropriately.

- Proposed Amended Articles of Incorporation were presented with discussion. Legal advice will be obtained for the proper wording.
- Conflict of Interest Policy is an IRS requirement. A sample was presented and Legal advice will be obtained.

Changes in the ByLaws will be published in the Bulletin for commentary by the membership and voting will be at the next Board Meeting.

Director of Operations- Sally Bando: David Gelmini and his son will discuss their rebuild of a MoW speeder. Mike Cummings will give a Fallen Flag talk next month, See website for home layout tours, and TrainCamp schedule. NMRA national meeting in Kansas City June 16.

In the interest of time, a motion was made by Howard Godwin and seconded by Perry Lamb that all other committee reports be accepted as submitted. Approved.

New Business

Peter Youngblood stated that the Tony Koester lecture was a great success and asked for approval of a lecture next year with a budget of \$1000.00 be approved. The guest speaker will be Gerry Leone of Model Railroader Magazine in June 2019.

Mr Youngblood briefly discussed the confidential Board Meeting. Legal advice needs to be obtained about proper wording and procedure if incidents occur in the future.

Walt Liles and Sally Bando have proposed a Diorama contest later in the year and they are working on the theme and size.

Old Business

Pending at the present time, but progress being made

- **Market Place through Facebook**
- **Advisory Committee for Estates**
- **STEM program request has been sent to Cobb County Schools**

Move to adjourn by Howard Goodwin with second by Perry Lamb.

Meeting adjourned 7:01PM

Michael T Fleming, MD

Director of Administration

