



Chartered by
The United States Congress

82d Airborne Division Association, Inc.

OFFICE OF THE SECRETARY



**Board of Directors / Delegates Meeting Minutes
All American Week
Fayetteville, North Carolina
May 23, 2016**

Meeting called to order by President Allen E. Schoppe at 1000 hours.
Invocation by Major Emmitt Furner, Chaplain and Pledge of Allegiance by all.
Roll Call of Officers and Directors by Secretary Laurie Clay (Attachment 1).

President Allen Schoppe noted that minutes of the 69th National Convention Board of Directors / Delegates Meeting were in everyone's packet and asked for a motion to approve them. Director Herlihy moved to adopt the minutes as submitted. Director Copening seconded. The motion carried.

OFFICER AND COMMITTEE REPORTS

a. Treasurer's Report – Treasurer Lawrence Slavicek did not submit a narrative report. Director Slavicek discussed the March financials received by the Chapters. He also discussed the Association accountant's requested to move their reports to earlier in the month. No questions were asked regarding the March reports. Treasurer Slavicek also solicited for ideas on selling advertising space.

Director Copening asked how much money would be generated off the 82nd book.

Executive Director Bauer reported approximately \$4,100.00 earned thus far from the book. He reported that the Association will make \$25,000 - \$30,000.00 off the book.

President Schoppe discussed that the Association had undergone an IRS audit last week. The Audit went well and no issues were identified. The Auditors mainly looked at the payroll issues and how we were doing payroll on the Association side. It was noted that the IRS is also looking at how the Chapters are handling their financials. Each Chapter must have their own financial number and need to submit their financial statements to National to be included in the Nationals IRS 990 Form.

Director Copening asked if a Chapter does not have their financials in by time, do they not have to submit their own (IRS 990 Form) taxes? Executive Director Bauer reported that all Chapters are supposed to submit their financials timely to National and if they don't, they need to submit their own IRS 990 Form taxes. If the Association identifies a Chapter that is not submitting (IRS 990 Form) taxes, the Chapter will be removed them from the Association.

"America's Guard of Honor"

AFRICA SICILY ITALY FRANCE THE NETHERLANDS BELGIUM GERMANY
DOMINICAN REPUBLIC VIETNAM GRENADA PANAMA PERSIAN GULF AFGHANISTAN IRAQ

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b. Chapter and Membership:

Chapters

Executive Director Bauer stated he only had one name change and would discuss later in the meeting. He reported the St. Michaels Chapter in North Carolina is now up and running. There are other Chapters that are having a difficult time as well as Chapters with only two or three members. Bauer further stated that for those Chapters that do not submit reports that they will be placed under healthy Chapters and that it is okay for members of the defunct Chapter if they want to continue to meet amongst themselves.

Unidentified Board Member asked if there were any Chapters on a watch list? Bauer acknowledged there are Chapters on a watch list. The fact that some Chapters are having difficulty within the Chapter itself with their leadership was discussed. It was stated that for those Chapters, the members themselves need to contact the National Office for assistance.

Director Slavicek asked if the Hartland Chapter was one of the Chapters on the watchlist? He noted that he was trying to figure out who was going to resign first. Bauer noted that the Harland Chapter may be on the list but that there are others in worse situations, to include Chapters that members/leader had run off with Chapter equipment.

Director Covey asked if per the Bylaws if there must be a certain number of members to maintain a chapter? Bauer reported that to start a Chapter they must have 20 members and 10 members to maintain a Chapter. Bauer further stated that there are discussions underway on how to handle defunct Chapters as National does not want to go in and just close them down. National wants to understand move them under another Chapter.

Membership

Executive Director Bauer reported our new membership has ebbs and flows. – There have been ebbs and flows of member. He reported there has been an increase in new members and that the majority demographics of the new members are Desert Storm. Bauer further discussed the need to talk with Chapters about when new members participate and that the current membership only discusses how the Chapter/Association is messed up. These types of discussion will result in the new members not returning. Bauer stated that if this type of activity is identified, he will identify the Chapters and Members and prepare a list of those Members that need to move on. General discussion among the Directors revealed the following suggestions:

- Importance of following up with new members as those Chapters that do, see the new members returning.
- Include the members' wives and families. Those that have the entire involved, see more members return.
- Communicate with airborne folks that are not members due to past events and discuss what needs to change.
- Membership must change if the association is to survive
- Tap into local media regarding radio ads, possibly donated by other entities.
- Tap into your public broadcast to discuss the Association and membership.

- We used to use local newspapers to get the word out, now it is instant and we need to take advantage of it.
- Need to reinforce best practices during your meetings
- Identify best practices and include them in your Chapter Paraglide articles
- Set up Resources for Officers and Chapters on the website

Executive Bauer stated that we want people that want to be part of the Association because they are proud of who they are as a paratrooper and want to continue to belong to a great organization. This is a change from the past. We need to start pushing the idea of “what can you do for the Association”?

Director Copening discussed his company, GHC and that when they identify a 504, 325, individual, they are tagged and when they ship their products, GHC adds a 504 membership application to the box. This could be done for National, 325, if he was provided the information.

Executive Director Bauer reported that he has removed 14,000 duplicates and it will take time to review and remove and update the Membership Roster. All the initiatives take time and that he has a three to five year plan for the Association and this is the reason why some actions have not been started/completed. Thus far the first year plan which was just to pay the bills was successful.

Director Holcomb suggested that we skip the membership awards this year because the membership rosters are not correct. Board of Directors discussed the state of the National membership roster and it was reported by there are 8400 delinquent annual members. Chapters must report their updates as that will assist National in clearing up the duplicates and deceased members.

Executive Director Bauer noted there was one request for membership. The Puerto Rico Chapter nominated Jason T Springer for membership. General discussion was held regarding the individual, type of discharge, and the type of separation.

President Schoppe asked for a motion. Director Covey moved to table the motion and Director Slavick seconded. The motion carried and the issue was tabled to the Convention in order to request more information from the Chapter regarding transgression which led up to the discharge.

c. By-Laws Committee

Executive Director Bauer submitted a listing of proposed By-Law changes. The following narratives are a record of the General discussion. Motions approved are to recommend these changes to the delegates at the national convention in August 2016. All By-Law change motions/votes were held until all changes were discussed, however, the motion/vote is noted under each Change as noted below.

Article 1

Principal office; Aims & Purposes; PARAGLIDE

Section 2 – Aims & Purposes:

Add: Provide support mechanisms for our Active Duty Troopers and their Families.

Discussion: Director Copening asked if specific Unit designation would be included? Bauer stated we are just adding trooper and families.

Section 2 – Aims & Purposes:

H. Current By Law Change: Additionally, a set amount from the dues of each annual member will accrue to the fund, and will be presented during ceremonies at each annual Convention.

Change to: Additionally, the Board of Directors will set an amount to be given annually to the Education Fund, and it will be presented at each annual Convention.

Discussion: None.

Section 2 – Aims & Purposes:

I. Current By Law Change: An amount from the dues of annual members will accrue to the Museum, that amount to be determined by the Board of Directors.

Change to: Additionally, the Board of Directors will set an amount to be given annually to the Museum, and it will be presented at each annual Convention.

Discussion: General discussion regarding donation to the Museum and that we have already given approximately \$500,000 to the Museum.

Motion: Director Copening. Second: Directors Holcomb. Motion Carried

2. ARTICLE II – Membership.

Section 1 – Classes and Qualifications:

Current By Law Change: Membership in the Association shall require proof of Airborne qualification or service with the 82nd airborne Division and consist of six (6) classes as follows:

Change to: Member in the Association shall require proof of “Honorable” service in the Military, and proof of Airborne qualification or service with the 82nd Airborne Division and consist of six (6) classes, as follows:

Discussion: Director Ortiz asked if ROTC cadets that complete airborne training but do not perform Active Duty service due to the mistake of the program would be accepted as members. General discussion that resulted in Director Ortiz’ volunteering to write up a proposal and present the proposal to the Board at the Convention.

Motion: Director Herlihy. Second: Directors Copening. Motion Carried

3. ARTICLE III – Management and Finance.

Section 6 – Convention Audit and Responsibilities:

Current By Law Change: After all expenses of the convention are paid, and if a profit remains, then this profit is to be divided forty percent (40%) to the Association, forty (40%) to the host or sponsoring Chapter, ten percent (10%) to the 82nd Airborne Division Historical society and ten percent (10%) to the 82nd Airborne Division Association Educational Fund, Incorporated.

Change to: After all expenses of the convention are paid, and if a profit remains, then this profit is to be divided forty-five percent (45%) to the Association, forty-five (45%) to the host or sponsoring Chapter, and ten percent (10%) to the 82nd Airborne Division Association Educational Fund, Incorporated.

Discussion: Past President Bill Eberle asked as if there was a reason why the Wounded Warrior fund was not included in the change? General discussion included removing Historical and add 82nd Airborne Division Wounded Warrior. Past Present Foy noted the writing was too constricted and that recipients should be identified and the specific percentage to each organization should be removed.

Motion to table Article III: Director Herlihy. Second: Directors Copening. Motion Carried

4. ARTICLE VI – Officers (Suggest placing as Section 3)

Addition: In order to avoid any conflict of interest or the perception of a conflict of interest, National Officers and Board of Director Members of the Association shall have no financial arrangements with the National Office of the Association. National Officers of the Association shall have no dealings with the Association wherein such Officers will in any way profit from the dealings.

Discussion: General discussion on national directors being involved in outside financial organizations that have interest in the Association.

Director Copening reported that the Association logo has been licensed and that other vendors cannot use the logo without paying a license fee. Bauer noted that the license had expired and that we have resubmitted it and it is currently pending, but the Association still holds rights to the logo.

Motion: Director Copening. Second: Director Herlihy. Motion Carried

d. Ways and Means

Directors Slavick reported that all Directors have received the May 2016 Ways and Means Committee minutes. As noted, the Committee's first recommendation was to focus on obtaining corporate donations. The Association's application for our 501(c)(19) tax status has been submitted for approval. Once our tax status has been approved the Association's first priority should be to establish an endowment fund. The earnings created by this fund could be used in support of future operations.

Our second recommendation was to sell additional advertising space in the Paraglide. Currently, there are royalty agreements but little advertising. The Association should review publications similar to the VFW and look at obtaining advertising from the same type of companies. He suggested that we query our members to identify individual who may have experience in selling advertising space and who would like to work on this initiative.

e. Convention Planning Committee

Past President Bill Eberle provided a written report on the 2018 Convention bid. Currently the 2018 Convention location is open. The 2016 Convention will be held in Louisville. In 2017, the Association is going back to Orlando and we will have the same rate as we had in 2015. The hotel has offered to

put us up in 2018 as well. If between now and convention we leave the decision on 2018 open. We have had conversations with the Wisconsin Chapter and they are now talking about 2019.

A 15 min break occurred for the delegate.

f. Public Relations Committee – No Report

g. Internal Affairs Committee – No Report

h. Awards Committee

Director Herlihy reported that the SOP needs to be updated to identify a specific date that all information must be received.

The Committee received one nomination for All American of the Year. The Awards Committee voted to recommend Bill Eberle for the award. Director Herlihy reported that the SOP needs to be updated and recommendations should be received by April 1st.

Motion: Present Schoppe. Second: Director Ortiz. Motion Carried

Director Herlihy reported the John Towle Cleveland Chapter submitted the following nomination for Association honorary member: Thomas Ryan. No paperwork had been submitted for the Board of Director's review. No Motion - Nomination was tabled until 2016 National Convention.

i. Nominations for All American of the Year: Discussion and action noted in Awards Committee report above.

j. Nominations for National Directors: No nominations were reported.

k. Nominations for Honorary Life Memberships: No nominations were reported.

l. Historical Committee – Robert Stonerock submitted a written report. No discussion.

k. Western Area Coordinator – No report submitted.

l. Veterans Affairs Committee – No written report was submitted. Director Clay reported an article is submitted for each Paraglide and that an email address has been established for Members to ask confidential questions.

m. Legislative LNO – No report submitted.

n. Insurance – Executive Director Bauer reported the insurance will be paid by June 1, 2016. Currently the insurance cost is \$7100.00 or \$6600.00 if paid all at once. Therefore, the Association will be paying the insurance in one lump sum. At this time there are no issues regarding insurance.

o. Memorial Committee – No report

p. Business Development – Neil Parkins discussed his background as a change manager. He discussed the development of the business side of the Association. He reported there is a committee but that the survival rate on the committee is two months.

A common point is obtaining a 501(c)(19) as most businesses will request if we are a 501(c)(19), do we have a business plan and a vision statement. We now have a 2016 business plan and it is reviewed monthly. We have a three-year plan and a one-year plan.

The plan discusses where we want to be and the how, when, priorities, and changes. During reviews, we identify if any priorities have changed. When discussing our Association with companies, they want to know what we are doing for the active duty members today. If we are given a donation, how are we going to spend it, how are we going to document the spending.

Our priorities have been identifying our current membership. We have received the CRM program donated by Uniysis. Neil reported that a prior member of the 82nd who runs his own server, has volunteered to run our servers. Neil noted that Microsoft wants to use our name on their system and in turn, they will give us the cloud network and system upgrades for free. We are now down to approximately 46,000 names and out of those we have approximately 8500 delinquent members effective December 31, 2015.

This program will capture our valid memberships, who pays their fees and when. The program will not notify a Chapter when a membership payment is due, but will notify a Chapter when a membership payment was not received. The available reports will ensure chapters are also notified of their delinquent members. The program will allow National to create email address for each chapter chairman, treasurer, etc., at no additional cost and these addresses can be passed down as leadership changes. Databases can be produced in Excel but if Chapters need the data in a different format, Neil can assist them. The system is currently a test system but will be turning over to a real system soon. Neil expects to have a fairly accurate database when the final database is produced.

The program will also assist the Association with marketing, event planning, campaign planning and all that goes into taking care of our customers. The Association is also looking at modifying the website to get a more dynamic site.

Neil discussed the business plan and the new vision statement. Discussion was held regarding past membership practices and costs. A survey was conducted on membership costs and it is being recommended that we look at changing the life membership to an honorarium and moving the All American membership to a five year membership.

We have a huge number of life members that joined years ago but do not do anything with the Association. Director Copening noted that when we joined we were offered the lifetime membership because we wanted to be involved and saw the value. He further recommended that prior lifetime members be grandfathered. Executive Director Bauer stated that prior lifetime members will be grandfathered.

With this program National will be able to assist with templates and emails. Chapter emails will be chapter name@ 82nd Association.org. This will help chapters request information and assistance from others and when leadership changes, only the password needs to be changed. It was also noted that

individual Chapter email accounts can include PayPal accounts. All National emails will be forwarded to the chapter chairmen.

Neil discussed that all the documents associated with the system are available on a SharePoint site and if someone would like access to the site to contact him directly. It was noted that this is all in its infancy. If anyone has any ideas, provide those to Neil. The committee is looking for members to join the committee, but those interested must be willing to meet deadlines.

We are looking for sponsors to bring in money. We are also looking at how to generate national events such as organizing and holding 5K races. We proposed that by May 2016, 50 – 5K races will be scheduled. We need Chapters that want to run a race and National will assist.

Directors / Delegates Meeting:

Topic: Membership and Paypal

Delegate Elected Representative Gary Rezabek reported the following recommendations with regard to Membership:

- Place a poster or banner at Out-Processing identifying where all the Association Chapters are located.
- Identify the means to ensure the Association comes up when someone Googles “82nd”.
- Recommend Association not require Chapters to go to PayPal and allow Chapters to do so voluntary.
 - Discussion:
 - Executive Director Bauer asked why the Association should not go to PayPal?
 - Representative Rezabek noted that not all Chapters have the capability at this time and when that it would be required to be updated each time a chairmen changes.
 - Bauer: PayPal can be linked to a bank account and all Chapters must have a bank account. The benefits include no writing or mailing of checks or having to drive a distance to a bank. Additionally, PayPal is maintaining records for the Chapter.

Topic: Installation of 82nd Airborne Association Stone on the Infantry Walk of Honor

Representative Rezabek: Reported that Trooper Dalton has requested a letter from the Association granting permission to place an 82nd Airborne Division Association stone on the Infantry Walk of Honor at Fort Benning, GA .

- General discussion noted that the Museum Director would be the point of contact.
- President Schoppe noted for Trooper Dalton to write up the proposal and present it at Convention 2016 for discussion.

Topic: Location of Future National Conventions

Representative Rezabek: Delegate Hughes recommended for Convention to be held at the same site for two consecutive years. No motion – Issue was tabled.

Topic: Move to a single cost of Veteran Life Member dues.

Representative Rezabek: Delegate Mueller recommended that a single membership price be established for those over 50 year olds and a separate membership price for those under 50 year olds, with priced to be determined.

- Discussion:

- Executive Director Bauer noted that first you have to agree that the rates being charged were for membership and the paraglide and there is no evidence of that. The Association who is responsible for all the Association bills is losing money. Although Executive Director Bauer noted that there will be a change in membership dues amount, the change will need to be evaluated prior to any adjustments being implemented.
- Representative Rezabek noted that the Delegates agree that the Association should not touch active duty membership charges.

Topic: Rescind requirement for submitting official documentation via USPS Registered of Certified mail, unless hardcopy original is absolutely required.

Representative Rezabek: Delegates agree that USPS Certified mail should be discontinued as it is no longer need due to electronic communication.

- Discussion:
 - Executive Director Bauer noted only Director Nominations are the only thing that needs to be sent USPS Certified mail.
 - Director Covey noted that the By-Laws read that mail “must be postmarked by”. Maybe we can change it to “must be received by”.
 - Representative Rezabek noted due to the extra cost of certified mail, by-law be changed to email with signed, scanned document.
 - Executive Director stated that as emails have all the pertinent information, date, time, who sent, to whom sent, he will accept emails for other communication but all official business must come from the Chapter email address. A By-Law change will need to be completed.

Topic: Establishment of Member Workshops during Association Events.

Representative Rezabek: Delegates would like to have workshop forums for all members be held at convention and other gatherings.

- Discussion:
 - Executive Director noted that having an officer meeting and/or workshop during a convention was a great idea. It was discussed that a workshop would be open to all members.

Topic: Electronic storing of Chapter Files.

Representative Rezabek: Is it okay to keep chapter files electronically?

- Discussion:
 - Executive Director Bauer stated that the only thing is if documents are requested by the IRS, a Chapter must be able to produce the documentation.
 - Neil Parkins discussed establishing a SharePoint file for chapters. Other Chapters will not have access to the file. National would have access as the administrator.

OLD BUSINESS

Association By-Law changes: It was reported that all 2015 By-Law changes have been completed.

Wounded Warrior Fund By-Law changes: No By-Law changes were submitted.

Discussion: Past Present Epperly reported discussions will be held during All American Week regarding the name and the use of Wounded Warrior Fund as opposed to the 82nd Airborne Division Association Wounded Warrior Fund.

Convention SOP Changes: President Schoppe requested that a meeting be held with the Convention SOP Committee members after the Board of Directors meeting to discuss further.

501(c)(19) Update:

Executive Director Bauer stated that the IRS has updated their processing of nonprofit status requests. If an organization already holds a C4 status, the IRS is considering accepting a letter from the organization confirming the organization has met the criteria or continues to meet the C4 criteria and now requests a C19 status. This will reduce the need of multiple departments reviewing and approving various documents. The Association has submitted our request for a C19 status and this could go faster than what was initially considered.

President Schoppe noted that we hope we receive our C19 this month (May 2016) but that it will result in some issues with bank accounts due to accounts associated with c4 bank accounts.

NEW BUSINESS

Nomination for Honorary life memberships – No nomination was submitted. Director Herlihy reported that a write will be submitted at Convention for nomination for honorary life membership.

Change in Association Sales:

Executive Director Bauer reported that the Association maintained all the equipment and no money was loss with the change of the Association Sales representative. Until current merchandise is sold, no new merchandise will be purchase. We currently have what has been reported as \$49,000 worth of merchandise pending sell. The Association will depreciate the current merchandise to approximately \$29,000.00 as no depreciation has occurred in the past.

Our current Association Sales is managed by a Wounded Warrior, Mike McGrath. He will sell the current merchandise with the Association receiving 80% of sales, and once he sells his merchandise, the Association will receive 20% of sales. All items such as JROTC medals, certificates, director hats, etc., will be maintained by National.

Lozado-Rubio Chapter Name Change: Chairman Vnado submitted a request to modify the Lozado-Rubio Chapter name by including SSG Felix M Conde-Falcon as part of the name. SSG Conde-Falcon was born in Juncos Puerto Rico and was awarded the Congressional Medal of Honor for his heroism while serving with Company D, 1st Battalion, 505th Infantry, 3d Brigade, 82nd airborne Division during Vietnam. Motion: Director Copening. Second: Director Covey. Motion carried.

All American Jump: Executive Director Bauer discussed the All American Week Jump and proposed the Board uniform be grey pants, black Association shirts and no hat. Motion: Director Ortiz. Second: Director Copening. Motion carried.

Education Fund: President and Education Fund Treasurer Allen Schoppe presented detailed Cash and Investment Report for the 82nd Airborne Division Association Educational Fund. The report shows the location of the entire Fund's cash and investments and a total balance as of December 31, 2015 of \$893,855.29. President Schoppe reported a total of \$126,100 in scholarships were awarded in 2015 to 108 individuals (dependents and troopers) and anticipates the same amount to be awarded in 2016. General discussion was held on the establishment of an endowment fund. The Association

needs to be proactive in creating the endowment and a percentage of whatever funds are raised each year should be added to the endowment fund. We only give away what is gained from interest and the remaining percentage raised from contributions.

The goal is a million dollars and in order to raise funds we must attract donors. Currently we have companies that list our Association on their company pages and people will donate to the Association. We also receive donations through CFC. Some recommendations included:

- Why doesn't the Association utilize the "GoFundMe" website program to raise money.
- Identify members that are associated with business and request donations.
- Identify businesses within each Chapter locations and seek donations.
- Writing grants and/or sponsorships.
- Research electronically the criteria for and how to request grants, sponsorships, and donations.

President Schoppe requested each Board member to look for companies that will donate to a 501(c)(3) education fund . All information should be submitted to President Schoppe.

There was no further business. Director Copening moved to adjourn and Director Steen seconded. The Motion was carried and the meeting adjourned at 1320 hours.

Respectfully submitted: Laurie Clay, Executive Secretary