

EAA Chapter 42

Board of Directors Meeting Minutes

June 1, 2022

Attending: Lars Gleitsmann (Pres), Rick Henry (Webmaster), Walter Yankauskas, Burke Wick (Dir at Large), Chuck Hosack (Flight Advisor & Tech Consultant), Scott McEwen (VP). Tom Lawhorn (former Pres & Dir at Large) was added to a portion of the meeting via phone call.

Lars called the meeting to order at 7:16 pm.

Scott provided a copy of the minutes from the May 4th meeting. Burke moved to accept the minutes, Chuck seconded; thus, the minutes were approved.

Discussion began with the question, "Do we have a Board of Directors quorum tonight?" Chuck and Walter reviewed "Article IX. Chapter Board of Directors" in our Bylaws (ref <http://www.eaa42.org/bylaws.html#artIX>). By adding Tom Lawhorn via phone, we believed that we met the quorum. Key excerpts from Article IX:

2. The Chapter Board of Directors shall consist of the following:
 1. Class I Director: Class I Directors shall be the Chapter President, Chapter Vice President, Chapter Secretary, and Chapter Treasurer.
 2. Class II Director: Class II Directors shall be three (3) to nine (9) additional members elected to the position of Class II Director.
7. A simple majority of the Chapter Board of Directors, at least two (2) of which shall be Executive Officers, shall constitute a quorum of the Chapter Board of Directors.

Most of the meeting focused on Board of Director (BoD) roster (i.e., who are our current, elected directors), quorum requirements, and a discussion of how to adjust the BoD roster to more likely meet the BoD quorum requirements during Alaska Summer months when most of us are hither and yon. Conclusions:

- 1) The Chapter is most likely to have a quorum if we have no more than 3 Class II Directors. Thus, the BoD would consist of the four Class 1 Directors (Pres, VP, Sec, & Treas) and only three elected Class II Directors, for a total of 7 BoD members at any given time. A quorum would then consist of 4 of the seven-person BoD.
- 2) As to the Directors, we determined that the 2-year term would exclude several people who were thought to be Directors, but were not elected/re-elected in the last 2 years. We concluded that Burke Wick and Tom Lawhorn are currently 2 of our 3 Directors. [UPDATE, upon a quick review of 2021 and 2022 minutes, it is not clear that we have 3 membership-elected Class II Directors.]

June Chapter BBQ. The June 28th Chapter meeting will be a BBQ, hosted at Bernie Willis' home/airstrip. Burke made a motion to allocate up to \$500 for BBQ food and supplies; Lars seconded the motion. Motion passed.

Young Eagles. The Board reviewed details of the Chapter's Annual Summer Solstice Young Eagles Rally, Tuesday, June 21st at the Pilot's Bldg, Birchwood Airport.

Lars adjourned the meeting by 8:30 pm.

Respectfully submitted,

Scott McEwen, VP