

# Minutes of the Annual Meeting of the W3R-USA on May 24, 2008

This meeting was originally scheduled for April 12, 2008, but was rescheduled for six weeks later due to many schedule conflicts.

**NOTE: THE MINUTES WILL BE FORMALLY APPROVED AT THE NEXT ANNUAL MEETING. THIS DRAFT IS CIRCULATED FOR YOUR INFORMATION AND CORRECTIONS (IF ANY). A FINAL DRAFT SHOULD BE CIRCULATED BEFORE THE 2009 ANNUAL MEETING  
>>>>>> THIS IS THE DRAFT OF 2008 July 30 <<<<<<<<<**

The Annual Membership Meeting of the National Washington-Rochambeau Revolutionary Route Association meeting was held on May 24, 2008, in the President General's Reception Room of the DAR headquarters complex in Washington DC. Registration started at 9:30 AM, accompanied by a continental breakfast organized by the W3R-DC.

At 10:10 AM Chair Kim Burdick called the meeting to order. W3R-DC chair Acquanetta Anderson welcomed the group on behalf of the DAR and described the arrangements for lunch. In the absence of the Recording Secretary, Acquanetta Anderson was appointed secretary pro temp, but because she had to leave the meeting for several long periods the Corresponding Secretary (Ralph Nelson) took most of the notes used for these minutes and has prepared the following report.

**Roll Call of the States:** In attendance were 17 members (some not current in dues) and one non-member:

- MA - no one
- RI - no one
- CT - Serge Gabriel (state chair)
- NY - Jim Johnson (state chair), Frank Jazzo
- NJ - Sallie de Barcza (state chair), Carl Nittinger, Tom D'Amico, Jean Hultgren, Jim Raleigh
- PA - Rosemary Hogan (non-member as proxy for Ursula Reed)
- DE - Kim Burdick (state chair), Ralph Nelson, Veronica Eid
- MD - Robert Reyes (state chair), Jane Wolterec
- DC - Acquanetta Anderson (state chair), B.J. Gerber, Virginia Williams
- VA - Kevin Vincent (state chair)

**Officers Reports:** The following printed reports are filed with the official minutes of this meeting.

1. Chair: Background Briefing on Senate Bill 686 and House Resolution 1286
2. Treasurer: Financial Statements for January 1, 2007 to December 31, 2007

Following is a brief summary of the change in assets during 2007:

- \$ 1,144.94 Balance on January 1, 2007
- \$ 28,941.49 Net income

\$-28,414.89 Net Expenses

\$ 1,671.54 Balance on December 31, 2007

Following is a brief summary of the change in assets in 2008 up to May 23:

\$ 1,671.54 Balance on January 1, 2008

\$ 1,540.00 Net income

\$ - 382.35 Net Expenses

\$ 2,829.19 Balance on May 23, 2008

The financial statements were reviewed and accepted for filing subject to audit.

3. Recording Secretary: Minutes for the meetings held on April 13-14, June 23, and October 20, 2007

4. Corresponding Secretary: Report on two W3R Web sites.

**Membership:** The Treasurer's reports named 2 life members -- S.G.&M. Gabriel, J.R. Lunney (both continuing, no new ones) -- and 18 others who paid dues from October 1, 2007, to May 23, 2008 (listed below in date order of dues payment):

13 Supporting Members: Andree King, Blanche Hunnewell, Carl Nittinger, John Sholl, Jim Raleigh, Frank Jazzo, Margaret Mackenzie, Ralph Nelson, John Shannahan, Jean Fuggett, John Aldrich, Yolande Bosman, Jane Woltareck

5 Sustaining Members: Richard Stazesky, Jacques Bossierre, Sallie de Barcza, Martha Mellis, Jim Johnson

Several others paid dues on arrival at the meeting [per Treasurer Nittinger]:

9 Supporting Members: Tom D'Amico, Acquanetta Anderson, Winchell Carroll, John Sholl (duplicate payment), Mary Liscante, Ellen von Karajan, Robert Reyes, Veronica Eid, Kevin Vincent

1 Sustaining Member: Andree King

There are 2 Life, 22 Supporting, and 6 Sustaining Members, for a total of 30 members.

**Donations:** Ralph Nelson announced that a California bicycle tour group (five people) made a donation of \$200.00 to the W3R to support the development of the W3R, including bicycle tour routes. Their letter is filed with the official minutes.

**State Reports:** Printed reports for Connecticut, New York, New Jersey, Delaware, and DC are filed with the official minutes of this meeting.

\*\*\*\*\* NOTE: OTHERS MAY STILL BE SUBMITTED FOR THE FILE \*\*\*\*\*

After lunch (organized by the W3R-DC) M. Roland Celette, Attaché Culturel à l'Ambassade de France à Washington, described cultural exchanges that he and his staff have facilitated between France and other nations recent years. He thanked Serge Gabriel for playing a key role in developing the W3R -- which is helping French and U.S. citizens appreciate an old alliance while forming new friendships through this international effort.

**Committee Reports:**

Legislative: Kim Burdick gave an oral report on the present status of designating the W3R

a National Historic Trail. The Senate bill is part of an omnibus bill thought likely to pass. The House bill has been stuck in committee for the past eight months. The group discussed constructive options for getting both bills passed before the November elections.

Atlantic: (chair: Nicole Yancey) The printed report was distributed, and a copy is filed with the official minutes of this meeting. The Honorary Chairs of this committee are Dr. Jacques Bossiere, Former French Senator Andre Maman, and U.S. Rear Adm. J. Robert Lunney (Ret.)

Bylaws: (chair: Sallie de Barcza) See Attachment A: "May 24, 2008 Amendments to the By laws of the W3R-USA"

Nominating: (chair: Robert Reyes) See Attachment B: "Directors elected to the W3R Board on May 24, 2008"

The Annual Membership Meeting was adjourned temporarily to allow a brief meeting of the new Board of Directors (those with terms expiring in 2009, 2010, and 2011) to elect the officers of the W3R-USA for 2008-9.

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### **Election of Officers of the Board:**

Present were 15 of the 32 Directors (some not current in dues)

Serge Gabriel (CT), James Johnson (NY), Frank Jazzo (NY), Sallie de Barcza (NJ), Carl Nittinger (NJ), Tom D'Amico (NJ), Jean Hultgren (NJ), Kim Burdick (DE), Ralph Nelson (DE), Veronica Eid (DE), Jane Wolterec (MD), Acquanetta Anderson (DC), B.J. Gerber (DC), Virginia Williams (DC), Kevin Vincent (VA).

There being no nominations from the floor the Directors voted to accept the Nominating Committee's slate for Officers of the Board for one-year terms (2008-2009):

Chair: Kim Burdick (DE)

Vice Chair: Robert Reyes (MD)

Treasurer: Carl Nittinger (NJ)

Recording Secretary: Acquanetta Anderson (DC)

The Board meeting was then adjourned.

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The Annual Membership Meeting resumed.

### **New Business:**

Commemorative Medal: The Virginia Society proposed that the W3R approve the production by the York County Historical Museum of a 1.5 inch diameter W3R commemorative medallion, which would be made available to the W3R at a discount to sell as a fund-raiser. This was approved with the stipulation that the map on the proposed medallion must be altered to include a line indicating the route of the W3R from Newport RI to Virginia. An order form for the medallion (as altered) is included with the official minutes.

The Special Vote (listed in the agenda) to elect James Johnson a Director for a one-year term was not required since he was elected as Director for a normal three year term.

Strategic Planning Session: This hour-long discussion of many topics will be summarized by the Chair of the W3R-USA at the next membership meeting.  
The Annual Membership Meeting was adjourned at 4:00 PM.

Respectfully submitted,

Ralph D. Nelson, Jr., Corresponding Secretary

## **Addendum for Events of May 25 to July 30**

### **Election of Corresponding Secretary**

As a result of balloting initiated on June 13 Ralph Nelson was elected Corresponding Secretary for 2008-9.

### **Late Dues Policy (for Directors who are not current in dues)**

The Executive Committee developed the following policy:

- 1) Anyone who has been elected Director but has not paid current dues will be called a Director-elect.
- 2) Upon payment of current dues a Director-elect will immediately become both a member until the end of the calendar year and a Director until either (a) a failure to pay current dues or (b) the end of the Director's term -- whichever is sooner.
- 3) A Director-elect
  - a) will be kept on the distribution list for Director-level communications
  - b) may not vote as a member or as a Director
  - c) will not be counted as a member or Director (for example, as part of a quorum)

The new Late Dues Policy was applied to a review of elections since 2006. This showed that 51 people have been elected Directors for terms expiring after 2008 (the dates for Burdick and Gabriel were corrected from 2010 to 2009):

Term Expiring 2009: Ackerman\*, Aldrich, Anderson-A, Archer-Jacobs\*, Begin\*, Burdick, Cartier\*, Crosnier\*, deBarcza, Dooley\*, Eid, Fugett\*, Gabriel, Garrahey\*, Howell, Hunnewell\*, Keough\*, King, Klye\*, McKenna\*, Molloy\*, Nelson, Nittinger, Raleigh\*, Reed-U, Scullin\*, Stackpole\*, Worthington\*

Term Expiring 2010: Fithian\*, Geraghty\*, Gerber, Gorham-N, Gorham-R, Harnick, Hultgren, LaFranco, Reyes,

Term Expiring 2011: D'Amico, Dennis, DuPlain, Fondermiere, Holloway, Jazzo, Von Karajan, Williams-V, Woltareck, Bosman, Carroll, Johnson, Vincent, Yancey

\* = 19 people re-named as Director or Director-elect under the new Late Dues Policy.

On July 26 the Corresponding Secretary sent a dues reminder to 29 Director-elects (not current in dues).

## **Attachment A: May 24, 2008, Amendments to the By laws of the W3R-USA**

In a series of votes the following amendments were adopted for the By laws:

Article One (d) -- Append "(W3R-USA)".

Article Two -- Change "1 Naamans Rd., Box 184, Claymont, DE 19703" to "PO Box 40, Rockland, DE 19732".

Article Three -- Delete the second pair of sections labeled "Section 1" and "Section 2".

Article Five Section 2 -- Replace the entire section with "Each state shall nominate at least one Director each year so that it will have at least one Director with a term in each of the next three years. Each Director shall serve three years or until a successor is elected."

Article Five Section 4 -- Add the sentence "Regular meetings will be held in the Summer and the Fall."

Article Five Section 6 -- Replace the entire section with "Twenty-five percent of the Directors (rounded to the next higher number) shall constitute a quorum for transacting business."

Article Six Section 5(b) -- Delete the last sentence. NOTE: The title in the charter is "Vice Chair & Executive Director", SO TO BRING THE OFFICIAL BY LAWS INTO CONFORMANCE WITH THE W3R-USA CHARTER THE CORRESPONDING SECRETARY HAS INSERTED THE PHRASE "& Executive Director" AFTER "Vice Chair" IN SECTION 1 AND SECTION 5(b)

Article Six Section 5(d) -- Delete this sub-section and re-letter following sub-sections; and in Article Six Section 1 delete "the Recording Secretary, ". NOTE: THIS AMENDMENT IS NOT IN CONFORMANCE WITH THE W3R-USA CHARTER, SO THESE CHANGES HAVE NOT BEEN MADE TO THE OFFICIAL BY LAWS.

Article Seven Section 2 -- Replace "from three to thirty persons appointed by the Board outstanding service to the charitable and educational purposes of the Corporation." with "persons appointed by the Board for outstanding service to the purposes of the Corporation."

Article Seven Section 3 to 8 -- Delete these sections.

Article Eight Section 1(a) -- Replace "(a) The Board" with "The Chair with the advice and consent of the Executive Committee"

Article Eight Section 1 -- Add "(a) Nominating Committee: The Nominating Committee will identify and recruit at least one (1) willing candidate for each national office in time to include

their names in the official call for the Annual Meeting."  
and in Article Five Section 5 after "a brief agenda" add "and the Nominating Committee's  
slate of nominees for national office".

NOTE: THE CORRESPONDING SECRETARY HAS CORRECTED (not part of a  
proposed amendment) SEVERAL ARTICLE REFERENCES:

- 1) in Article Nine Section 1 from "Article Twelve, Section 6" to "Article Eleven, Section 6".
- 2) in Article Nine Section 4 from "Article Four, Section 2" to "Article Five, Section 2".
- 3) in Article Nine Section 6(a) from "Article Twelve, Section 6" to "Article Eleven, Section 6".

Article Eleven -- Delete this Article and renumber subsequent Articles.

Article (originally Twelve, to be renumbered Eleven) Section 7 -- Correct "provisions of  
Article Eleven Section 3" to read "provisions of Article Eleven Section 6".

Proposals that were defeated were (A) to add three regional vice chairs as officers (B) to  
increase officers' terms to three years, and (C) to add a Commemorations Committee tasked  
to highlight three events per year.

## **Attachment B. Directors elected to the W3R Board on May 24, 2008**

The W3R-USA members present recognized the service of four Directors who completed their first terms of service in 2008:

Herman Benninghoff (NJ)  
Winchell Carroll (PA)  
Kevin Vincent (VA)  
Nicole Yancey (VA)

and one Director who completed a second term of service in 2008:

James Johnson (NY)

There being no nominations from the floor the Members present voted to accept the list of State Chairs' nominations for Directors for three-year terms (2008-2011):

Yolande Bosman (CT)  
Win Carroll (PA)  
Tom D'Amico (NJ)  
Denise Dennis (PA)  
Jan DuPlain (DC)  
Levette Fondemiere (DC)  
David Holloway (CT)  
Frank Jazzo (NY)  
Jim Johnson (NY)  
Kevin Vincent (DC)  
Ellen Von Karajan (MD)  
Virginia Williams (DC)  
Jane Woltereck (MD)  
Nicole Yancey (VA)

The W3R-USA members reviewed and affirmed the list of Directors whose terms expire in 2009

J. Winthrop Aldrich (NY)  
Sallie de Barcza (NJ)  
Carl Nittinger (NJ)  
Ursula Reed (PA)  
Veronica Eid (DE)  
Ralph D. Nelson, Jr. (DE)  
Acquanetta Anderson (DC)  
Nathaniel Howell (VA)  
Andre King (VA)

and the list of Directors whose terms expire in 2010

Nicholas Gorham (RI)

Roseanna Gorham (RI)

Serge Gabriel (CT)

Tema Harnik (NY)

Vanessa La Franco (NJ)

Jean Hultgren (NJ)

Kim Burdick (DE)

Robert Reyes (MD)

Betty Jane Johnson Gerber (DC)

Discussion arose on what status and designation should be associated with (1) a nominee for Director who had not paid dues for the current year and (2) an elected Director who paid dues when elected but had not paid dues for the current year.

Past practice has been in case (1) to allow election and in case (2) to count them as active members and Directors at the Annual meeting, but to drop from the list of Directors (and members) any people who had not paid dues by the end of June. That criterion was used to determine the quorums for the May 24 meeting.

<< Draft of July 6, 2008 >>