

**THE RETIRED ENLISTED ASSOCIATION
2008 MID TERM MEETING
DOUBLETREE HOTEL SE - AURORA
Wednesday, April 30, 2008 9:00AM**

MINUTES

The Meeting was called to order at 9:00AM.

Opening prayers were led by Chaplain Whitfield.

The Board recited the Pledge of Allegiance

Present:

Patrick Corbett, President	Charlie Flowers, 1 st Vice President
Butch Liebaert, 2 nd Vice President	John Martinez, 3 rd Vice President
Marvin Stout, Treasurer	Larry Hund, Director
Al Ballok, Director	Thomas Caldwell, Director
George Miles, Parliamentarian	C.D. Rice, VSO
Jesse Whitfield, Chaplain	Dan O'Connell, TSCL Chairman
Bill DeBoer, Foundation Chairman	LeRoy Riddell, PNP
Sandra Milner, Auxiliary President	Ageno Oti, Executive Assistant
Sharon Rhatican, Dir. of Operations, HQ	Deirdre Parke Holleman, Exec. Dir, LAO
Thomas McMillian, Asst. VSO	

3rd VP Martinez moved to approve the February 20, 2008 BOD minutes. Director Caldwell seconded the motion. No objections minutes approved.

New Business

1. JDS Auditor Report-

See item #14 for report, the item was tabled until the afternoon when the auditors arrived.

2. Ballot Votes- *entered from 5-1 meeting approval.*

- a. Acquisition Mailings- 6-2-0, to wait for a new vendor to do the mailings.
- b. Director John Martinez- approved, to advance John to 3rd VP and leave the Director position open until next elections.
- c. Revocation of Charter for TREA Chapter #87, #122, #71- approved, to revoke charters.
- d. Increase in HQ Building, Repair, and Maintenance- 6-0-1, authorizing the line item for the 2008 HQ Budget.

3. The Senior Citizens League (TSCL)-

Chairman O'Connell gave the report for TSCL. They saw revenue of \$642,940 for the past year and have remained involved in legislative affairs in Washington D.C. They have been lobbying for social security lock boxes and restoration of funds for

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recipients who started in 1970 and later. Additionally, the League has hired new PR personnel and has been featured in national media. Their direct mail program has been very successful, transferring \$1.6M to TSCL. They continue to maintain and recruit a membership and supporter base. They have been producing publication of the Social Security and Medicare Advisor. Chairman O'Connell requests all BOD members to call the Virginia office to get on the list for this publication. The League will continue to contribute to political candidates who support senior and military retiree rights and benefits, in the amount of \$100,000 for next year. TSCL has continued to support cases and file for Freedom of Information for the Mexican Totalization Agreement and Complementary and Alternative Medicine policies.

4. TREA Memorial Foundation-

Chairman DeBoer started by thanking the Foundation, HQ staff, and Board of Trustees for helping the Foundation get where it is. He is happy to announce that \$0.79 cents of every dollar the Foundation receives is returned to the programs; \$0.21 cents of the dollar is returned to support and administration. The Foundation has continued to fund programs such as Wild Fire Support (for TREA chapters/ members), Wounded Warrior (from DOD who connects the Foundation to needy G.I.'s), and Canine Companion. Their audit produced a good report, with \$543,633 in net assets and revenue of \$55,000. The Foundation has new brochures and they are put into various packets, including RAD information. The scholarship program will issue 60 this year and possibly issue up to 70. The Foundation has one Bylaw change that is pending.

Mrs. Parke Holleman, Director Martinez, and President Corbett all commended Chairman DeBoer and the Foundation for the services that they provide for the military community and keeping the Foundation a trustworthy aid organization. Mrs. Rhatican noted that the Foundation also helps with the Junior ROTC awards for schools that cannot afford them.

5. TREA National Auxiliary

President Milner started by thanking the Board for extending the deadline for the signature of the Affiliation Agreement. The National Auxiliary has continued to make progress with 7,593 members at the end of 2007. The 2008 Audit has been completed and a copy was forwarded to Headquarters. The Auxiliary will start a National Scholarship program with emphasis on 2- year colleges and technical/ vocational schools. The WEF program has been combined with the Benevolent program, making them more efficient and will be administered by the Auxiliary BOD. They just had their Budget/ Finance meeting and Midterm meeting this past weekend and look forward to the rest of the year to continue with the Auxiliary's mission.

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10:00AM Recess

10:12AM Reconvene

President Corbett mentioned the Auditors and Budget will be done this afternoon.

6. Chapter Start Up and Assistance-

2nd Vice President Liebaert is continuing to help chapters get charter and is currently working with two. He also has some leads for some new individuals interested in starting chapters. Director Caldwell noted that we need to try harder to keep chapters in existence, rather than starting new ones. Director Hund requested that CS&A notify the Public Relations committee about any new chapters, so they can publicize them.

7. Bylaws and Standing Rules-

Chairman Ballok noted that there were 11 Bylaw and 12 Standing Rules changes for the year and they were faxed or emailed to all BOD prior to the meeting:

Bylaws:

Article III, Sect, 1, 2, 3, 4, and 5: Membership- Committee recommends disapproval.

Parliamentarian Miles noted that there are several items that are involved with membership and would like them to be consolidated. 3rd Vice President Martinez moved to send the items in Article III concerned with membership back to committee to be consolidated into one amendment for Convention. 2nd Vice President Liebaert seconded the motion. There was discussion on the motion and the Board decided to send the amendment back to committee for consolidation by article (just for membership eligibility). The motioned was approved, no objections.

Article IV, Section 1- Dues, Rebates, and Finances- The Committee recommends approval. 1st VP Flowers moved to approve, 3rd VP Martinez seconded. The authors of the amendment, 1st VP Flowers, requested changing the effective date of the amendment to January 1, 2009. The amendment was approved, with no objections.

Article IX, Section 1, 3, 5- Nominee Candidates- The Committee recommends disapproval. Chairman Ballok moved to disapprove all three amendments because TREA cannot afford it and all three were disapproved at the 2007 Convention. The amendment was disapproved, with no discussion or objection.

Article X, Sec. 3- Delegates- the Committee recommends disapproval because it is not in accordance with Robert Rules of Order. Chairman

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Ballok moved to disapprove. The amendment was disapproved, with no discussion or objections.

Standing Rules:

Standing Rule 2, Paragraph 3- the Committee recommends disapproval. Chairman Ballok moved to disapprove. The amendment was disapproved, with no discussion or objections.

Standing Rule 2, Paragraph 7- the Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no discussion or objections.

Standing Rule 5, Paragraph 3f and 3i- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no objections.

Standing Rule 8, Paragraph 2, Apx1- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no discussion or objections.

Standing Rule 8, Paragraph 4, Apx 1, Junior ROTC Award of Merit- The Committee recommends approval. Chairman Ballok moved to approve. There was discussion on the nature of the metal (to be presented for presentation only, and not for wear) and conflict in the approval process. The Board made corrections to the amendment to call the "metal" a "medallion" and insert the language "the medallion is for presentation purposes only and not for wear". The amendment was approved, with corrections as noted.

Standing Rule 9, Paragraph 6 and 7: Membership, Dues, and Rebates- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no discussion or objections.

Standing Rule 17, Paragraph 3 and 4: Scholarship- Director Caldwell withdrew his amendment, to accept Parliamentarian Mile's version of the amendment. The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no objections.

Standing Rule 17, Paragraph 4c: Scholarship- The Board discussed the option to have the scholarship committee choose the essay topic every year versus keeping the current four topics. The Committee recommends disapproval. Chairman Ballok moved to disapprove. The amendment was disapproved, with no objections.

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Standing Rule 17, Paragraph 7: Scholarship Press Releases- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no objections.

Standing Rule 18, Paragraph 2f and 2h (Cotton): TREA Clothing and Accessories- Chairman Ballok noted that there are three amendments on the same rule and paragraph. Passing the amendment submitted by PNP Jack Cotton will cancel the other two and resolve the issue. The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no discussion or objections.

Standing Rule 18, Paragraph 2f and 2h (Roberts): TREA Clothing and Accessories (three amendments)- The Committee recommends disapproval. Chairman Ballok moved to disapprove. The amendment was disapproved, with no discussion or objections.

TPG:

TPG-3, All Paragraphs: TREA BOD Meeting and Voting Procedures- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no discussion or objections.

TPG-7, Paragraph 4a: Education and Scholarships- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no objections.

TPG-18, Paragraph 4b: Nominating Committee- The Committee recommends approval. Chairman Ballok moved to approve. The amendment was approved, with no objections.

Additional Amendments not submitted prior to Mid Term Meeting:

Article XVIII, Sec 1 and Standing Rule 16, Paragraph 1: National Auxiliary- The amendment was authored by Parliamentarian Miles to assure that “clearly requisite points” are not conflicting between TREA National and TREA National Auxiliary bylaws and rules (no submitted amendment, made during meeting). The amendment is to change verbiage from the current, “do not conflict with TREA’s Bylaws”, to “providing they conform to TREA’s Bylaws on clearly requisite points”. Director Ballok moved to approve both amendments. 3rd VP Martinez seconded. The amendment was approved, with no objections.

* Legal council is working on verbiage and the amendment will change at convention or be amended again.

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Foundation Bylaw Article 4, Sec 1: -Chairman DeBoer will submit it in proper form for the National Convention. The change is to have the current; "Board of Trustees who shall have all the corporate powers, authorized by Article 22 of the Colorado National Nonprofit Cooperation Act, the Article of Incorporation of these bylaws", shall be changed to read "Board of Trustees who shall have all the corporate powers, authorized by the Colorado National Nonprofit Cooperation Act (CRS 7-123-102), Articles of Incorporation, these bylaws and its affiliation agreement with TREA". Chairman DeBoer moved to approve the changes. Director Ballok seconded. The amendment was approved, with no objections.

8. Public Relations-

Director Hund started by thanking the HQ staff for supporting the Public Relations committee. The committee needs more members and help, Director Hund requested the use of other committee members if not being used. The PR Committee continues to participate in reunions with their mailings to all they are notified about.

11:35AM Recess for Lunch

1:00PM Reconvene

9. Finance Committee-

Treasurer Stout presented the 2008 Operating Budget and 2009 Projections, and moved that the budget be approved as is. The budget was approved, with no discussion or objections.

1:05PM President Corbett requested that the Board enter executive session to discuss some items.

1:25PM Regular session reconvened

10. Membership-

1st VP Flowers presided over this section of the meeting for Membership.

1) NEBCO Report-

Board members referred to the submission by Tom Pacino in the Mid Term packet.

2) Contempo-

Auxiliary President Milner noted that she was disturbed by the negative comments in the report about the Auxiliary's methods of fundraising and its affect on TREA.

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- 3) Corporate Communications Group (CCG)-
1st VP Flowers noted that the cost of acquisitions is very expensive and can be a losing proposition for TREA. Director Caldwell suggested that we not use acquisitions for 2008 or 2009 because it has not proven successful for TREA and is a cost with few gains.
- 4) New Design of TREA Vest-
This report is tables for tomorrow. See Agenda item #5 on 5/1/08 Minutes.
- 5) Jeremy Squire and Associates-
This report is Tables for tomorrow, when Jeremy Squire arrives. See Agenda item #2 on 5/1/08 minutes.

The approval of Membership was tabled for the 5-1 meeting, awaiting the reports of some vendors.

11. 5 Year Plan-

3rd VP Martinez asked the Board for discussion on adding an organizational chart and plan for TREA and to the long term plan of the organization. Chairman DeBoer mentioned the difference between planning for space and facilities and not for people or personnel. 2nd VP Liebaert moved to have TREA do a plan for the organization this year and every year for review of the Board. Director Caldwell seconded the motion. The motion was approved, with no objections.

12. Scholarship-

Director Caldwell added no comments.

13. Nominations-

Director Caldwell added that those who would like to nominate people should get them in ASAP and there are places open.

14. Credentials-

Director Caldwell added no comments. Mrs. Rhatican added that the packets went out.

2:00PM Recess for Auditors to arrive

2:15PM Reconvene for Auditors

Return to New Business item #1 for Auditors report

15. JDS Auditor Report-

John Smith and Laura Puka represented JDS to report the audit to the Board. They audited the financial position of TREA, TSCL and the TSCL Political Action Committee (PAC), and the TREA Memorial Foundation; all financial reports are consolidated with all organizations information reported together. However, financial statements of TSCL and PAC were not audited by JDS, they were conducted by

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another auditing organization. TREA's financial statements were on track, but a few places like accounts receivable, payroll, and deferred membership needed some adjustments. TREA has decreased total revenue to \$1,929,632.00, due to a decrease in membership dues. Total expenses were \$1,752,194, down 7% from a decrease in dues to membership services and an increase in administrative expenses. Laura went through the supplemental consolidated schedule of TREA. TREA reduced their accumulated deficit to \$335,109. Laura added that the Auxiliary did receive an audit, so that is the only portion of the financial statement that changed.

TREA's internal control and accounting procedure environment is compliant and does not compromise the integrity of the audit or the organization. There were no notes or recommendations to the management about procedure.

JDS additionally provides tax services for TREA and they are on track for filing the 990 form.

2:45PM Recess
3:15PM Reconvene

16. VSO-

VSO Rice amended the report in the packet to include his solicitation of the support of Tom MacMillian to the VSO Committee and as the VSO Asst. Mr. MacMillian introduced himself to the group and was welcomed by the Board.

17. Past National President Council/ Awards-

PNP Riddell noted that the Awards committee has not had a chance to meet, but will be meeting next week. President Corbett asked if he would be allowed to attend the PNP Committee meeting at Convention, so that continuity remains constant. PNP Riddell agreed and stated it should become a tradition.

18. Convention Committee-

President Corbett stated that the hotel and destination is wonderful. The rooms' will be subsidized to \$105.00+++ for 9/11-15/08. He would like to highly encourage all members to attend and participate in the convention and visit the island. Director of Operations Rhatican noted that she still needs MC's, so anyone interested or with recommendations should speak with Sharon. Additionally, HQ is awaiting information from Chapter 64 about various convention events and information. The golf tournament is set and 1st VP Flowers is still soliciting funds. 1st VP Flowers noted that some people are confused about the subsidy information being given by the hotel. Some people are quoted the \$125 rate and others the \$105 rate. Director of Operations Rhatican noted that the hotel is aware of the subsidy and should be

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notifying participants, any questions can be referred to HQ. President Corbett requested that Board members donate to the booster for Convention. New attendees and members will also be recognized and introduced at Opening Ceremonies. President Corbett encouraged all Board members to contribute to the Convention Booster or to organize their chapters to contribute.

19. Chaplain Report-

Chaplain Whitfield read the report and suggested that the Chaplain's budget be increased due to average age increase in members. 3rd VP Martinez noted that he has an address for Fred Athans to pass on to Chaplain Whitfield.

20. Legislative Affairs Committee-

1st VP Flowers noted that voices and action is needed to tackle the recommendations to increase TriCare fees. He urged members not to let election talk get to them and stay current with the situation and lobby for no increases in the fees for the TriCare products and services.

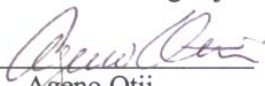
21. Washington Office-

Executive Director Parke Holleman noted that the LAO had a great year. There were steps forward for guard and reserve. There will be improvements in education benefits, survivor issues, healthcare issues, and a stop to increases. The big news is that the TriCare contracts are open and they should have their proposals by the end of the month. TREA should worry next year after elections, so we have to keep pressure and focus to remain successful. Larry has focused on the guard and reserves, while Mrs. Parke Holleman had been focusing on Department of Defense and the Veterans Administration. They desperately need an additional staff to help with the work load.

TREA will host the Veterans Day Remembrance ceremony in 2012 in Arlington, VA. An ad hoc committee needs to be arranged so that work can begin on fundraising and planning. Last year's reception cost the host about \$100,000 to the sponsoring agency.

President Corbett noted that the meeting tomorrow will commence at 9:00AM at TREA HQ. No transportation will be provided by the hotel, so all members will need to carpool over to the hotel. There was no further discussion about TREA business.

4:00PM meeting adjourned

By: 
Ageno Oti
Recording Secretary

Approved by Minutes Review Committee on 6/12/08