



Warrant Officers Heritage Foundation

462 Herndon Pkwy, Suite 207, c/o USAWOA
Herndon, Virginia 20170-5235

Non-Profit 501 (c) (3) Public Charity preserving Army Warrant Officer History
757-999-2022 - www.usawoa.org/WOHERITAGE - wo-heritage@verizon.net

Board of Directors (BOD) Meeting, October 7, 2010

Called to order: at 1505 by Chairman Markle

Quorum: was validated by attendance of the following:

Richard C. Markle, CW5, USA Ret, Chairman of the Board
Donald (Woody) Woodruff, CW5, USA Ret, Vice Chairman of the Board
David P. Welsh, CW5, USA Ret, President, Director and Founder
Thomas Piatti, CW5, USA Ret, Secretary and Director
Ronald J. Whalen, CW4, USA Ret, Treasurer and Director
Harry C. McCurdy, CW4, USA Ret, Director
Ben Gottfried, CW2, USA Ret, Director
Don Hess, CW4, USA Ret, Historian Emeritus and Advisor (ExOfficio Member without vote)
Franklin D. Meeks, CW5 USA Ret, Web Editor and Public Relations (Member without vote)

Minutes of the April 7, 2010, teleconference meeting: were received electronically by the BOD. A motion to accept the minutes was made by President Welsh, seconded by Director Gottfried and unanimously approved by the BOD. (see encl. 1).

Treasurer's Report: The BOD reviewed Treasurer Whalen's financial report and donations listing dated September 9, 2010, (see encl. 2). Treasurer Whalen remarked we are \$16,000.00 below projections because of the low number of donations. Chairman Markle stated this has become a common trend reported by organizations soliciting donations. President Welsh remarked that donations to the Army Historical Foundation are low which may result in the museum to be built in phases, such as first floor major exhibits and outdoor displays, with other wings added in the future. Hence the WOHF may be constructing a smaller year 2018 exhibit because the rotating gallery may not be available. Treasurer Whalen stated the present balance of \$34,857.23, along with another \$150.00 recently received. He then referred the BOD to the proposed 2011 budget in which he reduced projected donations and removed the \$20,000.00 expense for payment of the benches. A motion to accept the Treasurer's report (subject to audit) was made by Director McCurdy, seconded by President Welsh, and unanimously approved. A motion to accept the 2011 Proposed budget was made by Director McCurdy, seconded by President Welsh and unanimously approved.

Foundation's Annual Report: President Welsh forwarded the annual report (see encl. 3) to the BOD in advance and asked if there were any questions or comments. There were none. President Welsh also commented that this report would also be presented at the USAWOA Annual Members Meeting in Huntsville, AL, November 1-8. Don Hess agreed to present this report at the AMM.

OLD BUSINESS:

- President Welsh reported that the Form 990ez, 2009 Return of Organization Exempt from Income Tax and Schedule A, were submitted to the IRS on May 15, 2010.

- President Welsh submitted an order for one dozen Warrant Officer Heritage Supporter Flag Streamers and followed up with an email on status. He will continue to press the vendor since the streamers may be needed for presentation at the USAWOA AMM to reward Chapter donations of \$250.00 during a 12 month period. He then remarked that as the USAWOA Webmaster, he receives Chapter Meeting Minutes and has noted that their treasuries have low balances, thus to not expect a great deal of donations. Conversely, many Chapters are planning events to raise money for a donation.

- Discussion concerning the presentation of WOHF Special Coins was made. Director Gottfried remarked there were 40 coins remaining of the 100 acquired. There is a tracking system to record to whom coins were awarded. A motion was made by President Welsh to award a WOHF coin to the outgoing USAWOA President for promoting donations to the WOHF, particularly at last year's AAM; seconded by Chairman Markle and unanimously approved.

NEW BUSINESS:

- President Welsh remarked that the annual report was forwarded to the Virginia State Corporation Commission asked Treasurer Whalen if a check for \$25.00 was forwarded to renew the WOHF Corporate Registration. Treasurer Whalen replied it was dispatched on June 7th, check number 119.

- President Welsh advised that a letter had been received from an attorney at the VA State Corporation Commission regarding the Foundations Bylaws revision (attached as encl. 4). Our Bylaws must be revised in accordance with this letter – you must attach documents to show a trail from the original to the amendment because they have an effect on your Articles of Incorporation. President Welsh is going to prepare that product, have the officers review and send it out for a vote. However in that process, a motion will also be made to increase the term of office of the WOHF Directors from two to four years. Upon further discussion, it was decided to act upon President Welsh's motion at this time, seconded by Director McCurdy and unanimously approved.

- President Welsh forwarded information on the pros and cons of becoming a member of the Combined Federal Campaign and wanted to explain to the new Board members on why the WOFH does not pursue a membership. The WOHF would have to register with over 30 states as a charity at a cost of \$35.00 per state before applying to CFC, an annual CFC registration fee of \$1,200.00, and annual auditing costs. Donations are then subject to an administrative processing fee by the respective CFC Region. Thus, expense and time consumed outweigh the benefits, so we chose not to apply and participate.

Session Recessed: A motion to remain in session by electronic means was made by President Welsh, seconded by Treasurer Whalen, and approved. Date and time will be at the call of the Chairman or at the request of the President. Meeting concluded at 1620 hours.

Respectfully submitted:

Approved:

Thomas Piatti
CW5, AG, USA Retired
Secretary

Richard C. Markle
CW5, AG, USA Retired
Chairman of the Board

Enclosures:
As stated in the body