

**RKIFMC 2016 FALL BOARD MEETING
SUNDAY-TUESDAY, NOVEMBER 6-8
BEST WESTERN PLUS, ELKRIDGE, MD**

1. *Meeting called to order* 0804 – Scott will be acting secretary for this session of meetings. Wording in *italics* is from the agenda as written by individual requesting to discuss the topic.

2. *Moment of Silence for those who have passed*

3. *Opening greeting from President* – welcome to two new members (Spike, Allen)

4. *Roll Call*

Chris Gadway, President Spike Ostiguy, VP
Scott Ryan, Treasurer Matt Mattera, Region 1
Leo Patry, Region 2 Tim Reinard, Region 3
Joey Powell, Region 4 Gil Rekken, Region 5
Allen Aurich, Region 6 Pierre Halleux, Region 7
Excused: Jack Jarvis, Secretary; Jason Collins, Region 8
Guest: Amy Gilliland, PA24; Tom Caisse, MA4 (to 16/11/06 1100)

5. *Rules of meeting* – Chair will track who is requesting to speak, 20 speakers per item, with a summary at the end by the Chair.

6. *Reports* – reports of the Directors were shared with all present:

a. Vice-President experienced some issues and slowdowns with the office transition with MALs and computer access. Report is on the website. Attended the memorial service for Don Parker Jr.

b. Region 5 – working with chapters to help through growing pains. Western location set for next three years – Victoria BC, Minnesota, Cold Lake AB, typically end of June before long weekend.

c. Region 3 – talking with Presidents on retention of members, struggle all over.

d. Region 2 – keeping contact with chapters in the Region. Expanded time log to update the procedures manual. Providing advice and assistance wherever it can be helpful. Helping chapters through challenges in running chapters. Attended several fund raisers.

e. Region 6 – chapter added in Oklahoma, three being worked on in Texas. Helped several chapters working with their chapter e-mail. Plans to visit as many chapters in the region as possible. Transition from Joe was easy.

f. Region 4 – attended TN State Association meeting, visited LA for 911 ride, two new chapters since convention, still helping chapters with e-mail accounts, helping chapters working with challenges in their chapters. Dixie will be in Raleigh in 2017.

- g. Region 1 – e-mail issues, web liaison has been busy, working with State Presidents and Reps to be more active in the States, Yankee 2017 will be in Rutland VT weekend before Americade.
- h. Region 7 – 32 new members including three new chapters and two new Countries –Denmark and Finland. Up to 41 chapters with more requests coming in from more new countries, including more growth in Eastern Europe where there is a lot of potential. Not the same problems with e-mail as other Regions since all chapters use it for communication within the Region as well as to/from International. Red Knights won the European KoRT (France 2). Next KoRT will be organized by France 2 in Switzerland. EuCon in September, great event with some very special moments. Lots of plans for members to attend the 2017 Convention. EuCon 2017 in southern Germany, in 2018 will be in Cork Ireland.
- i. Treasurer – report is on the website, key activity would be attending the European Conference and their 9/11 memorial.
- j. President – Regional Directors’ work in the Region is showing in the board room, as a board we are dealing with significantly fewer chapter issues because they are getting handled at the Region level.

7. Convention reports

- a. 2017 – first block of rooms almost full, happy with progress so far, looking at adding activities. Registration form coming soon. Heads up issued on fees charged by host hotels.
- b. 2018 – coming along good, rooms will be \$125 at Double Tree Green Tree in Pittsburgh. Ride to Shanksville will be all day ride, limited to 300 bikes. Some discussion around timing of events and keeping options open, along with discussion on need for more flexibility in the reading of the hosting manual.
- c. 2019 – doing well, will be renting a banquet tent, still working on a budget. Host hotel is 150 rooms with others within a mile.
- d. 2020 – France 3, still working on type of facility(s), working on a shuttle system. Day visit in Normandy being planned. Special night in Paris being planned as well, limited numbers as well. Working with dealers to make sure there are enough bikes available. A few other unique ideas underway. The 2020 European Conference is being combined with the International Convention to encourage more attendance.
- e. 2021 – New Brunswick has submitted a proposal to Regional Director expressing interest in hosting 2021. It will be brought to the membership at Convention. Northern New Jersey is also considering making an application.

8. Adjustments to Agenda – additions and deletions were made to agenda

9. Complaints against the Red Knights’ Book. Lots of errors and problems with some profiles. Must seek to establish who committed errors? Some European Presidents asked that. (PIERRE) Information like start date of Chapters, Presidents listed in wrong chapter. If we have specific examples, we can check and confirm accuracy of information sent to publisher to see if

therewere any errors on our end. Pierre will send some specific examples to Scott. Follow upneeded, (Pierre)

10. *Knights of Way: Evaluation needed. (PIERRE)*

Ramona wants to make sure the software is fully tested to make sure any potential errors are found before going live. **Motion 2016-17** To implemented Knight and Way. This would authorize Ramona Maurer to move forward with the Knight and Way program and implement as she is able. **CARRIED** 10-0

11. *Ask to have a budget to fly to Norway and meet members of the chapter. Because we don't have contact, members don't travel and don't join our activities. Cost: Plane, 130 dollars; one night, 125 dollars; meals, no charge. (PIERRE)*

Norway 1 is second largest chapter in Europe. Can grow more cooperation by having this meeting. Had helped in having other meetings with remote chapters like Croatia. **Motion 2016-18** to approve travel as requested. To authorize the Region 7 Director to travel to Norway1 with a maximum expenditure of\$300. **CARRIED**8-1 (Scott opposed)

ExecutiveSession1049-1056

12. *2016 Election Results – Nominations Committee*

128/375 chapters, 45/222 MALs voted. Issues were primarily e-mail related. Highest to lowest returns were region 7, 8, 1, 3, 5, 2, 6, 4. PowerPoint with details will be posted on the Red Knights' website. Details on which chapters did and did not vote is available if Regional Directors wish, consensus was to share this with Directors. Follow up needed **Communications**.

13. *2017 Election Details – Nominations Committee*

Positions for election in 2017 include: President, Treasurer, Regions 1, 3, 5, 7 Incumbents to notify by Feb 20 (180 days), Nominations close May 21 (90 days), vote starts June 20 (60 days), votes close July 20 (30 days), Convention August 19. All dates expire 2359Eastern time. First posting on the web will be sent on or about March 1, subsequent postings will be as they are vetted by Nominations Chair and posted by position alphabetically. No nominations will be vetted before January 1st in the year of the election. Follow up needed, **incumbents**.

14. *By-Law Change to Recognize Country Representative – Nominations Committee*

Needs to be in section 3:21 (4), Tom will provide wording for a future meeting. Follow upneeded. **Nominations Chair**.

15. *Conflict of interest – President*

Define what would be a conflict of interest and how to handle or excuse. It is a requirement of any 501 (c) company have a signed conflict of interest policy. RKR discussed this and will also be implementing a Conflict of Interest policy. RKI, needs to come to an agreement on what this might look like, it might include: the R.K.I.F.M.C. expect that all members will conduct themselves honestly, and in accordance with the best interest of the Red Knights at all times.

a. Any potential financial gain unique to an individual officer is defined as a conflict of interest, any officer who has a relationship (business or personal) with a third party having a potential financial gain must be disclosed to the board as early as possible, once it is disclosed, the Board can decide direction to follow. If any pecuniary interest or appearance of such arises in relation to any matter, Members of the Board and any member with a quasi-judicial role or with a management function within the Red Knights Organization must declare the pecuniary interest in the matter being discussed and must physically leave the room during the discussion of the matter, and must not communicate with committee or Board members about the matter before, during or after the meeting at which the matter is discussed.

The body has the responsibility to be vigilant during meetings to ensure that a conflict of interest is not allowed. The individual has the responsibility to declare any potential conflict as soon as possible after he/she becomes aware and remove him/herself from discussion and vote. Each officer has the responsibility to respectfully question the body if they believe there may be a conflict of interest unaddressed. By verbal agreement, we will follow the above until such time as we have a formal written agreement. A proper document still needs to be developed and, may be incorporated into a code of conduct. Follow up needed ???**Jack, Leo**

16. *New Chapter Procedure – President:*

Set up new/alternate procedure to avoid 8week time frame for new Chapters (International mail) Treasurer and Secretary to work together to help ensure chapters are aware they can complete the process electronically in a very short period of time. Follow up needed, **Jack, Scott**.

17. *Life Membership – Vice President:*

After some discussion it was noted there is not a change needed to the bylaws as they already allow chapters to do what is being asked for.

18. *Member and Chapter retention – Vice-President:*

Looking for ideas on how to better retain members and chapters. Joey will share a presentation on this matter with the rest of the Regional Directors. Recruiting and retaining is a challenge at all levels of the organization and a key to all that we do. Follow up needed, **Joey**.

19. *Would like to get permission from the board (especially Scott) to look at digitizing the TMLA program. President (on behalf of Secretary)*

Right now we have over 2000 TMLA's in 36 3 inch binders. Some of the paperwork is old and falling out and it is difficult to work through. This will have a cost but will only be a one-time expenditure. We already have Carbonite and external hard drive backups in place. Have been researching costs. NEAT desk top scanner is by far the cheapest route for us to go. Having a company do it for us will be \$\$\$\$\$.

After some discussion and a little research, it was noted \$500 should cover this need.

Motion 2016-19 to spend up to \$500 for a scanner. That the board approve the purchase of a scanner for the International Secretary, to a maximum of \$500. **CARRIED** 10-0.

20. *Would like thoughts on going to electronic signatures for TMLA – President (on behalf of Secretary)*

*There are hundreds of companies that offer secure electronic signatures for little cost. Docusign has been one I have been researching a lot. This will cut down on postage as well as time. Right now it takes a minimum of eight weeks to get a completed TMLA in Australia or Europe. Electronic signatures will cut that down to minutes and it will go right into the new digital filing system. Board approved moving forward with Docusign, at a future meeting we should review the SOGs to ensure they are compliant with this change. (Conference call held with International Secretary on this issue). Follow up needed, **Jack**.*

21. *Insurance: – President (on behalf of Secretary)*

To save club money I have started emailing the waiver forms and having the Chapters print what they need. This also cuts down on wait time with the snail mail. Once filled out, they still must return them or lose their deposit.

This is for information purposes and is a good idea.

Moved to Executive Session 1536 – 1900

Adjourned for the day at 1900

16/11/7 – 0805 Joey Powell excused to attend funeral, returned at 1400

Moved to Executive Session 0805 – 1025

22. *RKI Financial Statement- Treasurer*

Reviewed the statement to date as part of developing the 2017 budget.

23. *Should we be looking to recover grant money from events that run a profit?- Treasurer*
*What is the intent of the grant program including the \$9,000 we give to conventions, to feed into a profit of the host chapter/association or was it intended to ensure chapters do not go into debt to host events? The language in our bylaws and SOGs is not the greatest for either case. Some events have refunded profits back, and some regions have been able to fund additional events from money refunded from events that made a profit. For discussion purposes, funds were broken into regional funds, convention, and grants for international sponsored events. A multi chapter event is defined as an event organized and intended for members from multiple Red Knights chapters and which is NOT advertised to the public. The funding form has been redrafted for Regional Grant funding. An application form for Internationally funded events has been created. Profits from the \$8,000 Regional fund are to be refunded. The question of refunds on Internationally funded events and Convention will be **tabled** to the Spring meeting.*

24. *Guide for Associations - Is this to be distributed? If so, it needs to be written in a format for distribution- Region 1*

Document was approved by the Board but is written more like a proposal than a Guide. It will be left with the Secretary to format as a Guide for posting on the website. Follow up needed, **Jack**.

25. *TMLA's – Region 1*

Does a « Clothing » TMLA allow a chapter to produce clothing only for their chapter or can they sell it as well?

Jack joined by conference call briefly and noted once you get a clothing TMLA you could sell to both your chapter and other chapters as long as you check that box. But if you come up with a new emblem it has to be submitted so that it can be approved and added to your existing TMLA. More discussion is needed on TMLAs. **Tabled** for Spring meeting

Joey Powell rejoined meeting 1400

26. *A Code of Conduct, - Region 2:*

We need to get a printed copy of a code of conduct for members made and posted and included in either the Constitution or at least the SOG's or rules and regulations which has a very basic outline that doesn't really meet the needs of the Organization in today's fast pace social environment. (Leo and Jack)

A copy of the proposed document will be shared with board members for review and suggestions and further review will be **Tabled** to the Spring meeting.

27. *International Chaplain, - Region 2:*

An appointment by the Board with a revised procedures manual spelling out the person/persons responsible for activation, responds to the passing of a member, and the duties and the range of expenses paid for attendance.

A draft procedures manual was reviewed, amended, and circulated to all board members.

28. *Discussion on the possibility of a fund raiser for the memorial site with some of the proceeds from the event and from the memorial donations going to help offset the cost of travel for the Heavens 1 program up to matching 50–50 cost with international budgeted funds. – Region 2:* **Tabled** to spring meeting.

29. *Meeting Dates – Region 2:*

Establishing of executive meeting dates and locations to be done for the coming year at the fall meeting ideally to try and space them out example spring meeting in the later part of March and no later than the first week of April. The summer meeting is pretty well set by the convention dates, the fall meeting the last weekend in November after US Thanksgiving.

Spring 2017, April 6-8 meeting dates, Baltimore.

Convention 2017, August 15-19 meeting dates, Syracuse.

Fall 2017, October 26-28 meeting dates, Baltimore.

30. *We need to fix the Bylaws and or SOG's to make it easier for the regular membership and people wanting to start new chapters to find out how much it will cost. – Region 6*

Dues information should be in a clear document that we can put in the website and/or a document on steps to create a new chapter. Scott and Jack will work on these. Follow up needed, **Jack, Scott**.

31. *I would like to submit for repayment the price of printing for 2015's International agenda books. Texas was never paid for these. – Region 6*

The invoice has been provided and will be paid and apologies for the confusion will be extended.

32. *I have been asked to get the board to go out for a vote/survey on changing the center of our patch to a knight on a horse. – Region 6*

Any change would require a bylaw change which would have to go to the full membership at a convention. This would likely be cost prohibitive and confusing as not all chapters would likely change to a new patch.

33. *KoRT – Region 6*

Allen provided his report from the last KoRT, Green Knights will be hosting next, in the DC area near Virginia.

34. *Shared Files – Region 2*

We used to share chapter start dates file, Heavens 1 Roster. We will get the Secretary to add the distribution of these files to his calendar. Follow up needed, **Jack**.

Moved to executive session at 1645

Reconvened at 1915

35. Election Rules and Policies – President

Policy was created on how to act in relation to electioneering and campaigning, **Motion 2016-20** Police on electioneering and campaigning, that the board approve the following Election Rules and Policies: In order to avoid any candidate/incumbent from having an unfair advantage, the following procedures have been instituted. This will also ensure that we are in compliance with various privacy laws.

*No International Executive Board member may use any RKIFMC equipment, assets, or information obtained through their office on the International Executive Board for electioneering and/or campaigning.

- No Red Knight member may utilize any RKIFMC equipment, assets or information, including information obtained from any current or past International Master Roster (the only exception to information from the International Master Roster would be the official @redknightsmc.com chapter and/or association email address, as published on the International Website), no matter in what manner it was obtained, for the purpose of electioneering and/or campaigning.

- Any violation of the above listed rules will result in disciplinary action, up to and including termination of membership. **CARRIED 10-0**

Adjourned 1927

Reconvened 16/11/08 1340

36. Committee appointments – President

Motion 2016-21 was presented to appoint members to the various committee positions that were recently posted from the applications that were received. To appoint the following individuals as committee members:

By-Laws Chair, Charles Weikel

By-Laws Committee, Norm Beausoleil, Mark Green, Dennis Hewett, Donald Poirier

Communications Chair, George Colby

Grand Tour Coordinator, Perry Lewin

Grand Tour Assistant Region 7, Tom Hoedjes
Grand Tour Assistant Region 8, Roger van Kollenburg
International Chaplain, Dennis Hewett
Nominations Chair, Thomas Caisse
CARRIED 10-0. Follow up needed, **Chris**.

37. Loan Deferral – Treasurer

In the interest of maintaining an adequate cash balance in Red Knights Regalia, a request was presented to defer the principal payment of the loan to the end of its term while maintaining the interest payments at the originally agreed rate of 5%. **Motion 2016-22** to defer principal payment to end of loan. That Red Knights International defers the principal payment on the loan to Red Knights Regalia to the end of the term, with a continuation of interest payments at the original 5% rate. **CARRIED** 9-0 (Joey abstained)

Adjourned 1348

Red Knights International Firefighters Motorcycle Club November 6-8 2016