

Minutes
Air Force Public Affairs Association
Special Board Meeting (Zoom)
Vacant Board Seat + Financials
Friday, December 1, 2023, 3 p.m. EST

Call to Order: Chairman Brett Ashworth called the meeting to order at 3:00 p.m. EST.

Roll Call: Secretary Carla Sylvester called the roll. A quorum was present.

Board Members Present: Chairman Brett Ashworth, Vice President Eric Schnaible, Treasurer Phil Ratliff, Secretary Carla Sylvester, Julie Briggs, Dick Cole, Jim McGuire, Chuck Merlo, Perry Nouis, Mike Paoli.

Board Members Absent: President John Dorrian, Col Allen Herritage.

Others Attending: Jay DeFrank, Art Forster, John Gura, Jim Hart, Christine Queen, John Terino.

Approval of Board Meeting Minutes: Jim McGuire moved to approve the minutes of the Oct 26 board meeting. Phil Ratliff seconded, and the motion passed.

Financial Report: Treasurer Phil Ratliff presented several topics to the board.

1. Tampa Meeting Expenses: Phil reported costs for the annual meeting in Tampa were probably the highest in the history of the association. Of note, the President's lunch on base cost almost \$70 per person, less than the filet mignon dinner at the hotel for the awards banquet. Phil and Perry will take steps to mitigate costs for this year's meeting in San Antonio, even if means lunch off base. He added the hotel bill was also high, and anticipates the contract with the hotel in San Antonio will be lower.
2. Budget: Phil presented the budget for the coming year, and requested the board approve the budget along with the financial report. He noted Ron Rand agreed to be our registered agent in Virginia, replacing Doug Kennett.
3. Bylaws: Phil stated he's working with Jim Hart to update the bylaws to drop all instances of the word Associate. Jim Hart explained that after the bylaws were updated to delete the term Associate, three additional instances were found. Jim needs the board's approval to have the attorney draft, remove, restate, and reference the changes, and then Jim will distribute a new revised version.
4. Logo: Phil noted that Julie Briggs brought up the need to trademark our logo. The old logo was trademarked, but it had lapsed; with the name change to AFPAA, it's time to do that again. Jim Hart asked that in the motion to approve the financial report, that board authorize him to work with the attorney to handle the trademark as part of the bylaws and incorporation paperwork.
5. Treasurer's Title: Phil said historically, when AFPAA solicited from industry, the letters were signed by the treasurer. The feedback was they would support active duty but not retirees. Now that we've officially changed our name, Phil recommended changing the treasurer's title to Chief Financial Officer to lend additional credibility with potential industry donors.

After some discussion, **Phil presented three motions:**

- a. Approve the financial report for the annual meeting and the budget. **Jim McGuire seconded, and the motion passed.**
 - b. Approve corrections to the bylaws to delete references to the Associate category of membership, and authorize Jim Hart to represent the board as we seek a bid on the cost to trademark logo. **Perry Nouis seconded, and the motion passed.**
 - c. Approve amending the bylaws to change the board position of Treasurer to Chief Financial Officer. **Jim McGuire seconded, and the motion passed.**
6. Eaker Award: Phil asked Art Forster to discuss the status of the Hall of Fame award for General Eaker. Art explained that because the director of the Eaker Center was unable to attend the annual meeting and accept the award, Phil mailed it to his duty address at Maxwell AFB. The package was rerouted several times to the colonel's duty address and home address, but was never received. Another award was ordered and shipped with an updated address, signature required, receipt plus insurance.

New Business:

Candidates for Vacant Board Seat

Jim McGuire suggested that given our name change, the board structure should be more reflective of our target audience. He recommended seeking someone who is actively serving, whether active duty, Guard, Reserve, or civilian. We have a few of those on the board now: Julie Briggs, Mike Paoli, and Col. Allen Herritage, and Jim said we should consider more. He added we should be cognizant that the career field is 60 percent female.

A lengthy discussion ensued around the following points:

1. Army PA Association: Jay DeFrank said he recalls the Army PA Association populated their board with some senior enlisted advisors to reflect the army enlisted PA population. Jim McGuire said they designated particular board seats for certain categories — a reserve seat, guard seat, etc. They have 11 board members. Art noted if we were to represent the entire career field — musicians, combat camera, broadcasters, etc. — that could take us past the number of people we have on our board. There was discussion about whether we have a cap on the number of board members.
2. Pool of candidates. Jay DeFrank pointed out we have only a few AFPAA members who are actively serving in PA roles. In discussion about the diversity of career fields represented in our membership, Christine Queen noted that is not a question we currently ask in our survey.
3. Ability to join line of succession. Several board members stated that actively serving members who joined the board would need to be able to enter into the progression of leadership positions and devote the time to manage the organization. John Gura suggested possibly adding to the number of members on our board. Several members pointed out that new board members don't necessarily enter the line of succession right away.

Julie Briggs suggested we fill the current vacancy while having a further conversation about the board structure. Art and Jay agreed that the composition of the board could be addressed during discussions with the active duty community as Jay's committee continues the transition to the new organization.

Jim McGuire suggested Beth Horine would fit many of the criteria to achieve a more rounded representation on the board. Brett Ashworth suggested Best of the Best award winner Ken Raimondi would also be a good candidate. After some discussion, it was agreed Carla would contact Beth first. Following the meeting, she did so, and **in an email vote conducted Dec 8-10, the board voted to appoint Beth Horine to serve the remainder of Doug Kennett's term on the board.**

Other Business:

- A. **Membership:** Christine Queen reported the number of life memberships is increasing and the number of non-renewals has decreased, and in 2023, four life members passed. She also reported she plans to mail the directories next week. She will be receiving 485 directories, which covers all but 2 needed. We receive \$1,000 from BAE. The directory is getting bigger because as we add programs, we add pages to the directory, which means we are able to print fewer copies of it. This time AFPAA has to cover some printing costs; Julie said not to send her a copy.
- B. **Communications/Newsletter:** Dick Cole reported he expects the newsletter to go to the printer on Monday; it was delayed because of a number of unforeseen events.
- C. **Cindy Dalton membership:** Jim recommended Cindy Dalton, as a strong supporter of AFPAA, to become an affiliate member and agreed to be her sponsor. Following brief discussion, **Jim moved Cindy Dalton be accepted as an Affiliate member, Perry Nouis seconded, and the motion passed.**
- D. **Dalton Scholarship:** Chuck Merlo said he's sending an updated announcement on the Dalton Scholarship and, with Brett's concurrence, would communicate directly with SAF/PA on that.
- E. **Club Express:** Jim McGuire said he will set up a demonstration for the Club Express membership system separate from a board meeting.
- F. **Archive Project:** Jim McGuire also said he will be meeting with Linda Chick to discuss the archive project.

With no further business, **Perry Nouis moved to adjourn, Chuck Merlo seconded, and the motion passed.**

Chairman Brett Ashworth adjourned the meeting at 4:14 p.m.

Minutes prepared by Secretary Carla Sylvester