

Blue Star Mothers of America, Inc.
National Executive Board
Minutes
Regular Board Meeting
Meeting Date: 3/10/12, 3/12/12

Call to Order:

The 3/10/12 board meeting of the BSMA was held by electronic means (Go to Meeting) telephone and computer. This meeting was called to complete the meeting of 2/26/12. The meeting convened at 5:01pm (EST), President Robin McCarthy presiding and Charilyn Damigo, Recording Secretary. A quorum was present.

Attendees:

Members in attendance:

President Robin Barnes-McCarthy

1st Vice President Janet Broussard

2nd Vice President Rev. Lin McGee

3rd Vice President Teresa Bullock

4th Vice President Rose Ann Elliott

Recording Secretary Charilyn Damigo

Financial Secretary Anne Parker

Treasurer Julie Roberts

Dept of OK Pres Cathy O'Shields

Dept of MI Pres Kristine Wirgau

Dept of MN Pres Jean Duane

PNP Susan Naill

PNP Karen Stevens (5:10pm)

Absent: none

Excused: Dept of OH Pres Pat Pell

Roll Call of Officers -- (Charilyn Damigo)

Prayer -- (NP Robin McCarthy)

Pledge of Allegiance -- (Charilyn Damigo)

Blue Star Mothers Preamble -- (Janet Broussard)

Business

Approval of Minutes

- MOTION: Recommendation that the Minutes from the 2/26/12 meeting be accepted and posted to the website. Motion is seconded and passes on vote.

Department Reports

Department of Minnesota (submitted via email from Jean Duane prior to the meeting)

- The Department of Minnesota held a Mid-Year DEB meeting on Friday, February 10 & Saturday Feb. 11th, 2012 in St. Cloud, MN at the Homestead Suites.
- We made it fun working event by creating positive environment with the planning of our meeting with everyone bringing food. We all stayed in one suite which helped with getting to know each other while saving the department funds.

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- We started with the information that NP Robin shared at the recent NEB board meeting with Jean sharing about the organization being the center core of the organization with everyone bringing their strengths and weaknesses with them around the outside of the organization to help make the organization as strong as we could. Then we took it further to share how a “debate” is a healthy and progressive action to help with growth of the organization. So let’s debate with respect towards each other and I believe our department will heal from past issues enabling us to work towards making our department even stronger than we were. We start right here with the board, then the rest will follow, we have a great DEB in place to do this and this weekend is to get to know each other on a more personal level while building a team to assist our chapters and members!
- We did an awesome Ice Breaker lead by Denise Guiro, 3rd VP, which really helped us to learn about each other. We then went into official meeting using the standard procedures. Reports were shared, compliance issues reviewed. Motion passed to allow Chapter 9 to disband and reorganize as a new chapter with their funds going to the Department for no longer than 12 months, if not reorganized by 12 months funds would remain with the department to use as needed. The goal is to initiate and install at the May department meeting and return funds at that time!
- The spring meeting date set for board meeting Friday May 4th, School of Instruction May 5th. Each officer will teach an area of instruction with President assisting where needed at the time.
- Convention meetings location and date set for Oct. 12-14. Location is a lodge with log home condo’s for chapters to rent out for the weekend that hold up to 15 people in beds and as many as want on air mattresses and cots secured. Units have full facilities including kitchen appliances, large kitchen tables, living areas, large decks with grills etc. The McQuoids lodge on Millacs Lake just outside of Isle, MN. The fall colors should be absolutely beautiful for the convention! We are excited to be planning hands on “projects” for our convention to allow time for getting to know each other better using a mixer to set the project up. As well we will have on sight compliance reporting, business, elections and more. We are planning for some spouses to be there to do grilling to save on expenses of meals as well as pot-luck. Everyone is excited to do something special to bring us closer together!
- The MN State Foreign Corporation or cooperative/Certificate of Authority to transact business in MN was filed. DEB still needs to resolve, the DEB just received a letter from State/AG office the Fee had been raised from \$50 to \$70 and they sent new form. New form and additional fees have been submitted
- Chapter visit; Jean Duane will attempt to visit all 13 MN chapters starting with chapters that have issues we are assisting with.
- We had one Gold Star Banner presented since the first of the year.
- National Convention information shared, all of the board will be going to the national convention, Jean secured suites to be shared by many. Some have spouses going to will secure their own room. We came up with fundraisers that we will also take to national convention.

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New Business

- Personal Statement by NP Robin McCarthy regarding the difficulties she has faced this year. Statements were accepted by each NEB member regarding their concerns.
- Anniversary Year Logo – commemorative design has been created by Robin Countryman-Volk and was distributed to the NEB this week. Copyright issues have been addressed with our attorney. NP Robin would like the following changes to be made to the design the NEB has seen:
 - Change “70th year” to “70 years”
 - Top of circle, change “Blue Star Mothers of America” to “1942-2012”
 - Bottom of circle, change “Seventy Years Supporting our Freedom” to “Supporting our Troops, Veterans and Families of our Fallen Heroes”

MOTION: Accept use of commemorative logo for this year’s convention with changes suggested. Motion is seconded and passes on vote.

Board entered Closed Executive Session

Board left Closed Executive Session

The meeting will be continued Monday, 3/12/12.

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The meeting continued Monday, 3/12/12.

The meeting reconvened at 8:31pm EDT, by electronic means (Go to Meeting) telephone and computer. President Robin McCarthy presiding and Charilyn Damigo, Recording Secretary. A quorum was present.

Attendees:

Members in attendance:

President Robin Barnes-McCarthy	Treasurer Julie Roberts
1 st Vice President Janet Broussard	Dept of OH Pres Pat Pell
2 nd Vice President Rev. Lin McGee (9:00pm)	Dept of OK Pres Cathy O'Shields
3 rd Vice President Teresa Bullock	Dept of MI Pres Kristine Wirgau
4 th Vice President Rose Ann Elliott	Dept of MN Pres Jean Duane
Recording Secretary Charilyn Damigo	PNP Susan Nail
Financial Secretary Anne Parker	PNP Karen Stevens (left at 9:51pm)

Absent: none

Excused: none

Prayer -- (Cathy O'Shields)

By-laws Committee (NP Robin McCarthy)

- The Bylaws Committee posted the deadline in the newsletter for bylaws submission.
- It was asked if the Newsletter was emailed to everyone since the newsletter had this information. Answer: It was not emailed to everyone. An email about the by-laws deadlines were sent out every month last year. Decision made to do the same. There will also be an article in the March Newsletter on the bylaws.
- The committee is looking into using a "QR code" (an app code that can be scanned) with a direct link to the by-laws submission site.

Finance Committee (Karen Stevens)

- FC is reviewing records from AZ3. Still waiting for remainder of requested files.
- MOTION: FC recommends reimbursing NP Robin McCarthy for mileage (\$.14/mi for 635 miles). This was pre-approved at mid-year NEB meeting. Motion passes on vote.
- BSMA Financial Statements have not been posted on the website. Decision was made to post the first 2 quarters as quarterly reports; beginning in March they will be posted monthly. The current financial statements are now posted.
- FC following up on report from NYC parade contacting NV chapter that gave NYC parade organizer their list of donors and will try to determine if other chapters were also contacted.
- 990 issues – there are possibly more chapters affected than have been reported to us. FC will be working with those chapters directly. Form 1023 can be filed; takes about 3 months to be re-instated. It is cheaper & easier to use this form than to re-file the 501(c)3 paperwork. ALL chapters with an EIN must file one of the forms of 990, even if they do not receive any funds. Discussion ensued regarding grandfathered chapters and chapters that are closing about

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getting them into compliance with the IRS. If possible, the Department will file the 990s on their behalf. (More information was later presented by 4VP Rose Ann Elliott)

- Audit – Accountant had some questions, but will approve us to show us in compliance. 2 major issues:
 - NOILD - National Observance of Iraqi Liberation Day funds. Monies came in and went out without approval by NEB, no line item on chart of accounts. Restricted funds need to be clearly noted in the NEB minutes. Accountant asked if there had been any Closed Session meetings from the finance committee; no finance committee can have a closed executive session. All finance minutes must be visible to the membership.
 - Travel expenses – All travel expenses need to fall under the guidelines of our Financial Rules. If for some reason an expense is approved by the NEB *after travel*, the minutes need to clearly reflect why it was not pre-approved. (Wording amended by NEB 9/17/12).

4th VP Report (Rose Ann Elliott):

Chapters who have had their 501(c)3 status revoked need to have a suspension letter issued until they are reinstated with the IRS. The grandfathered chapters need to be treated differently than the others. We would like to do something to show our honor to these chapters such as “retiring” their chapter numbers if the chapters need to be closed due to IRS problems that cannot be resolved.

- Grandfathered Chapters
 - MI148 – accountant has taken care of it, in process
 - MI195 – filed today
 - MI168 – no EIN
 - MI174 – EIN revoked
 - OH41 – EIN revoked
- Department of Ohio – special circumstances
 - OH12 – chapter closed (Pat Pell will try to file the 990 to close them)
 - OH36 – chapter closed (Pat Pell will try to file the 990 to close them)
- Suspension Letters to be issued (sent by email to all members & paper mail to chapter board members):
 1. CT2 – Inactive since Dec. 2010
 2. FL1 – revoked EIN, trying to get group revived. Needs to start a new chapter.
 3. FL5 – no response
 4. IN168 – Inactive, no response
 5. IN3 – No documentation, no fin. Sec.
 6. IN9 – Filed some documents 3/5/11, but nothing else
 7. LA4 – President deployed, paperwork left stateside. EIN revoked.
 8. ME1 – EIN revoked
 9. MI177
 10. MN9 – EIN revoked
 11. NC1 – no compliance documents
 12. NC11 – no compliance documents

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13. NC14 – have not filed 990
14. NC2 – EIN revoked
15. NC3 – EIN revoked
16. NC7 – EIN revoked
17. NC9 – EIN revoked, filed some other documents but no financials
18. NE2 – no 990
19. NM6 – have not filed 990 – trying to do it this week. Affiliation Agreement is not correct.
20. NV1 – EIN revoked
21. NV4 – no 990, no financial statements
22. SC3 – no 990, no financial statements
23. TN3 – no 990, missing some documents, no Affiliation Agreement
24. CA10 – only missing 990
25. CA15 – missing 990 & Chaplain Fund
26. CA33 – missing 990 only
27. ID2 – 990 missing + other documents
28. IN8 – EIN revoked (all other compliance documents received)
29. KS4 – 990, Affiliation Agreement
30. MA2 – 990, EIN, Chaplains Form, Affiliation Agreement
31. NJ4 – no 990 (all other compliance documents received)
32. NM8 – no 990, no officer report
33. OH60 – no 990
34. VA1 – no 990, no chaplains fund, no Affiliation Agreement
35. WA3 – 990, Chaplains Fund
36. MD2 – missing annual report with financials

- There are 15 chapters that are only missing their Chaplains Fund - no action at this time. (Original documentation contained an error that stated that it was due March 15). Anne Parker has received some checks that may be from these chapters so she will work with Rose Ann to resolve.
- New chapters being formed
 - Dept of Arizona (Rebecca Leatherwood is leading this) – Will hold first Dept Convention in May
 - NY11 – in process.

3rd VP – Fallen Heroes (Teresa Bullock)

- 4 Fallen Heroes in March
- 3 banners presented from 2010 to spouses in California
- Gold Star Banquet Feb. 23 - San Francisco Marine Memorial
 - Sponsored by CA101 - Presented banners, announced each name, break-out sessions, memorial tables
 - Recommendation that next year's NP be invited and plan to attend to the reception.

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- Approximately 200 parents in attendance; NP American Gold Star mothers was present
- General Kelly addressed the Gold Star families (he and his wife are also Gold Star parents)
- Teresa will be sending Lin information for the newsletter.

1st VP Report (presented by email from Janet Broussard)

- Number of online new members from January 1 to March 9, 2012: 839 new members and new associates.
- Online Active Profiles: 11,790
- Online Member Profiles: 5,313
- Online Associates Profiles: 2,825
- Input all applications received from our Financial Secretary into the database as received.
- Continue to update Master Compliance Spreadsheet.
- Continue to update Chapter Officers Roster Spreadsheet.
- Mailed 1725 membership cards to various chapters.
- Have been working with the membership chairs regarding moving applicants to member/associates groups.

Department Convention Dates:

Dept MI – Oct. 5-7

Dept OH – Nov. 2-4

Dept OK – Oct. 19-21

Dept MN – Oct. 12-14

Convention Update (presented by email from Anita Wagner):

- 2012 BSM National Convention Report 12 - March - 2012
- Venue - Cincinnati Club; Room usage fees Aug 1-Aug 4 \$1600 Paid In Full.
Banquet per meal costs: Meeting with Davis Catering on Thurs. March 15 to see meal choices and prices. Will give my recommendations to Robin and the board. Will look into the possibility of box lunches for Wednesday, Aug 1.
- Equipment - Prestige AV & Creative Services;
AV equipment for convention 8/1-8/4 \$1221.25 Paid in Full
AV equipment for memorial service 8/1 \$325.55 Paid In Full
- Wed. Meal(optional) - BB Riverboats:
8/1/4 98 meals total of all fees, gratuities etc. per meal \$36.47 Deposit \$100-Paid; 2nd deposit \$900 due 4/25/2012
Final payment (if ALL 98 tickets sold) \$2573.12 due 7/25/2012. Please note the following on the Riverboat contract:
Reservations not paid by due date indicated are subject to cancellation.
* Within 30 Days of the cruise, no refunds are available.
* "No shows" are non-refundable.
* Final passenger guarantee and payment are due 1 week prior to cruise.

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***Within 7 days of the cruise, no reductions are accepted.**

* Group leader is responsible for picking up and distributing tickets. IF THE GROUP LEADER IS NOT THE PERSON LISTED ON THIS CONTRACT, PLEASE ADVISE.

* BB Riverboats does not guarantee any particular boat for public cruises.

* All groups must adhere to and abide by all local, state, and federal laws.

* BB Riverboats reserves the right to limit or stop the service of alcoholic beverages to all patrons at our discretion.

- Convention Bags: Working with vendor General Advertising Products.
Quote for 300 bags (minimum) \$2.25 per bag with our imprints on the front. If artwork is sent in Adobe Illustrator format there are no set up charge. The quote was for as many colors as we need. I sent them a tax exempt certificate, so no tax charged on the order. If there is shipping for the completed order, I will pick up the bags myself and save that cost.

Closed Executive Session 3/12/2012 10:21pm (EDT)

Left Closed Executive Session 10:58pm (EDT)

Commemorative Logo

- Updated logo design has been received from Robin Countryman-Volk with the changes suggested last week.

Yearbook Update

- Photo submission deadlines – April 30
- Postcards have started being received. Clarification needed about ad money sent to Carol Farmer, that she will be forwarding all checks to Financial Secretary Anne Parker.

Announcements

Next meeting – Monday, 3/27/2012 8:30pm (EDT)

Adjournment

The president adjourned the meeting at 11:08pm (EDT)