

Minutes from the 2017 Annual Meeting of the Membership Detroit, Michigan

President Garner called the meeting to order at 3:15 PM Central. Secretary Arthur confirmed a quorum with more than 25 clubs represented in person or by proxy and all officers and directors of the RRCA at the meeting.

Minutes: Minutes of the 2016 Annual Meeting of the Membership were posted on RRCA.org and provided to members present. President Garner received a motion to approve the minutes as presented. The motion was approved unanimously by voice vote of the membership.

Reports: Treasurer Minyard presented the 2016 Financial Report. Executive Director Knaack presented the 2016 Annual Report and 2017 Operating Budget along with the Executive Director's Report.

Bylaws Revisions and Amended Articles of Incorporation: The Board approved the following recommendations to the RRCA Bylaws on November 8, 2016 and presented the updates to the RRCA membership for voting consideration at the 2017 Annual Meeting of the Membership. The following changes to the RRCA Bylaws, as presented, were approved unanimously by voice vote of the membership.

Article II. Purpose - Reason for Update - To make our "Purpose" statement read as more modern/less dated, and to align with our currently stated mission and vision.

Article VI. Board of Directors - Reason for Update - To structure the board with 2 elected officers (president and treasurer), 7 elected board members (4 regional and 3 at-large), with 2 from the 7 members appointed by the president/board to serve the officer functions of vice president and secretary. By having 3 at-large directors, it allows for better board recruiting processes, and it also clearly outlines that any board member may move to the position of president during that election year. By having the vice president appointed from the board, it avoids the public misconception that the vice president is the president-elect.

Article VII. Executive Director - Reason for Update - To memorializes that the Board fixes compensation for the executive director on an annual basis, which has been an operating practice for over a decade. This additional statement brings the RRCA better in line with best practices for organizational governance.

Article XI. Finances - Reason for Update - To memorialize in the Bylaws that Board members are not paid for service and to reinforce that the Board is all-volunteer, and to reference in the Bylaws the conflict of interest policy and requirement to review it annually. To also clarify payments to third-party service providers to defray RRCA's reasonable operating expenses. To clearly outline that no loans shall be provided to for Board or staff members of the RRCA.

Article XII. Dissolution - Reason for Update - To break dissolution out to be its own article, as it is a separate function from Article XI. Tax Status.

The Amended Articles of Incorporation for the Commonwealth of Virginia were presented to the membership. The amended articles reflect the recommended, and subsequently, approved changes to the RRCA Bylaws pertaining to the election of a 3rd At-Large Director and appointment of the Vice President by the President/Board. The Amended Articles of Incorporation for the Commonwealth of Virginia were unanimously approved by the voice vote the membership.

Betsy Boudreaux (Committee Member) presented the report of Nominating Committee:

- Ron Macksoud was the nomination for Southern Region Director. President Garner asked for nominations from the floor. There being none, President Garner asked for a voice vote. Being no objection, Mr. Macksoud was elected by voice vote of the members present.

- George Rehmit was the nomination for Western Region Director. President Garner asked for nominations from the floor. There being none, he asked for a voice vote. Being no objection, Rm. Rehmit was elected by voice vote by the members present.
- John “Goody” Tyler was the nomination for At-Large Director. President Garner asked for nominations from the floor. There being none, he asked for a voice vote. Being no objection, Mr. Tyler was elected by voice vote by the members present.
- Lisa Ripe was the nomination for At-Large Director. President Garner asked for nominations from the floor. There being none, he asked for a voice vote. Being no objection, Mrs. Ripe was elected by voice vote by the members present.

There being no further business, President Garner asked for a motion to adjourn. The motion passed and the meeting adjourned at 4:00 PM Central.