

Connecticut Society Sons of the American Revolution
Board of Managers' Meeting
February 21, 2015
The Villa, Sandy Hook, CT

President Robert Rivard called the meeting to order at 10:10 a.m.

Following the invocation, the Pledge of Allegiance, and the Pledge to the SAR, Secretary Paul Selnau indicated that, with 18 members in attendance and 6 proxies, a quorum was present for the meeting. See last page.

Minutes from the previous meeting on November 15, 2014 were approved online.

Board of Managers Reports:

Trustee's Report – Kenneth Roach will be attending the spring leadership conference.

Alternate Trustee's Report – David Perkins will be attending the spring leadership meeting with Kenneth Roach.

President's Report – (See full report attached) presented by Robert Rivard

1st Vice-President's Report - (See full report attached) presented by Ethan Stewart

Secretary's Report – Paul Selnau reported that the minutes from the last meeting were sent out. As voted on at the last meeting Paul Selnau submitted our endorsement letter to National for John Manning as a candidate for Historian General. Additional membership certificates arrived on February 19, 2015 and will be sent out to the branch presidents.

Treasurer's Report – (See full report attached) presented by Daniel Benoit. Daniel identified that we had a net loss of \$2,840.01 at the end of the year.

Registrar Report – (See full report attached) presented by Tim Jacobs. David Perkins noted that we had a very active year and currently have several applications in to Tim Jacobs that should be sent to national soon. We should be receiving more new members than the previous year.

Historian's Report – Gary Pitcock continues to collect information on our society.

Real Property Steward – (See full report attached) presented by David Packard. As requested by the BOM a Docent Activity log has been provided indicating that from May to November we had 2,707 volunteer docents and 2,556 paid docents. Total docents present were 5,263. Robert Rivard shared the thank you note he received for his and Dave Packard the last school program in New London. Numbers given are for visitors not docents.

Technology Manager's Report - Dave Perkins submitted a newsletter for all members to review. David indicated that the rosters, labels, by-laws, conflict-of-interest and whistle blower policy, and reports are on the Website and available for members to download. Rosters and Registrar's reports have been uploaded without dates of birth and the birth year has been added. A patriot tab has been added to the web site. Members can access this tab to aid in research on a given patriot and biographical information is also being added. Passwords will be reviewed and updated to protect privacy on a regular basis. It was noted by Robert Rivard that the reports should be submitted early so members can download them prior to the meetings.

Color Guard– (See full report attached) presented by Todd Gerlander. A color guard meeting was held on February 7, 2015, election of offices took place and the 2015 calendar was established. The annual report and a complete schedule will be submitted at our April meeting. Dave Perkins noted that he is looking into an event for the veterans in Rocky Hill. The veterans committee that was in existence under his presidency no longer exists and should be an active committee of our society. David also noted that we should set aside a minimum of one day a year to honor our veterans.

Committee Chairs: (See full report attached) presented by Robert Rivard. There are still open positions in some of the committees. Kenneth Roach and Robert Rivard discussed the formation of a Veterans Committee. Kenneth Roach agreed to be the chairman of the committee. Robert Rivard inquired about revisions to the committees; hearing none he requested a motion to approve the committees submitted with the addition of the Veterans Committee with Kenneth Roach as Chairman. Daniel Benoit made a motion to accept the committees, Ethan Stewart seconded the motion, and all members voted in favor of the motion.

Committee Reports:

Ad hoc Real Property Oversight - (See full report attached) presented by Dave Perkins. David outlined the recommendation of the committee relating to issues discussed at the September 2014 meeting; Insurance, employees, the real properties treasurer position, and general policies. **Insurance:** Dave reported that we currently do not have a D&O insurance policy and we are not bonded. David has requested insurance recommendations from our agent and Daniel Benoit is addressing the data breach bonding issues. We will be bonding the CTSSAR members that have signing power on our accounts. Daniel Benoit is reviewing the accounts where bonding is required and make a recommendation on bonding amounts to the BMO. The Real Property Committee and the Color Guard will be meeting to discuss the planned events at the properties and review any additional insurance required. Based on general discussions, the BOM is requiring that appropriate insurance be put in place before we open the facilities in 2015. Robert Rivard will review the requirements with Daniel Benoit and bring a motion to the Board at our April meeting. It's likely that that some insurance policy amounts may be under that amount and could be handled by an email vote. However, per our by-laws any spending over \$250.00 requires an in person vote by the BOM. **Real Properties Treasurer Position:** Dave reported that the solution to the issue is to have treasurer Daniel Benoit be the Treasurer of the Real Properties. This is allowed under our current by-laws; Daniel Benoit has agreed to be appointed. The Real Property Committee needs to meet and recommend that he be the appointed as Treasurer of the Real Properties. **General:** if the Real Properties Committee has a meeting, that meeting should be announced to the BOM in case a member would like to attend. All grants must be submitted to the BOM before they are sent out. All grants submitted must be submitted as CTSSAR grants. All merchandise that has been collected should be sold, possibly at sale prices. The by-law committee should look at amendments that would give

the BOM more control over the Real Properties; as it stands, the BOM has very little control. After reviewing the hiring policy for construction and restoration of the properties, it appears that the required practice of competitive bidding may not have been followed. Paul Selnau noted based on his interpretation of the requirements it is likely that we were not following correct procedures. It was also noted that some of the dollar amounts do not require competitive bidding. However, much of the funds given to CTSAR come from sources where this is required. **Employees:** The recommendations from three of five members of the Committee are that the CTSSAR should not have employees. We had an \$8,000.00 loss last year, some of which is attributed to paid employees. If we are considering hiring, we must consider the labor rates in the funding request. The Committee would like to see a schedule that reduces the number of days the properties are open if paid employees are being recommended by the real properties committee. We should focus the open days around school fieldtrips and weekends. Opening those days would be fulfilled by the volunteer docents we currently have. There needs to be training for our volunteer docents. The Ad hoc Real Property Oversight and the Real Property Committees will meet and formulate a final report and recommendations for the April meeting. It was also noted that the Real Property Committee has the authority to establish the hours the properties will be open.

Awards - Dave Perkins indicated that there is no report at this time.

By-laws Committee- William Fenn indicated that the bylaws committee will be meeting to review and discuss proposed bylaw revisions and clarifications for the BOM to review. We will be looking at areas of the by-laws that were previously intentionally left open. In today's society, we need to be more specific about the rights and duties of each individual. William asked if the Manross fund was set up as a trust. Daniel Benoit indicated that it was not setup as a trust but as a legal segregation of funds. William asked if there was a separate agreement. Daniel stated that none existed. William noted that if we've been operating under the guidelines that the funds can only be used for the properties, then there must be a written statement to the effect. Daniel Benoit indicated that was the case. William stated that we'll have to review the documents to insure we are not commingling funds.

Budget Committee – President Rivard had no additional items to report. The budget will be discussed under new business.

Capital Campaign - See full report emailed to the BOM for review prior to the meeting by Dean Gaugler. It was noted that the Adams Foundation grant was noted as a contribution to the capitol campaign. Dave Perkins indicated that this cannot be included; those funds are part of what is being currently being spent at the War Office. It was requested that the capitol campaign committee clarify where and how the funds will be used.

Compliance Officer- Daniel Benoit noted that only 50% of the BOM members had submitted their conflict-of-interest and whistle blower policy. Daniel did not know if additional requests have been sent out. Dave Perkins asked President Rivard if he had selected a Compliance Officer. President Rivard indicated that he had selected Robert Carrara as Compliance Officer.

CAR/DAR – Ken Buckbee had no report at this time

Eagle Scout Committee - (See full report attached) presented by Timothy C Wilkins. He reported that we received six applicants and has assigned an eagle scout to the individual branches. All items will be in place to issue the State Award in April.

Elijah Manross Fund – President Rivard indicated that Robert Carrara is preparing a statement of the funds to be distributed to the Property Committee.

Flag Committee – Ken Buckbee reported that he submitted his report to National on January 19, 2015 indicating that the State and seven of the nine Branches have presented a flag certificate in 2014. We are qualified to receive the Admiral Furlong award.

Historic Sites and Celebrations Committee - (See full report attached) presented by Todd Gerlander

Knight Essay - Dave Perkins reported that we had four candidates. The committee members will be voting on the essays received.

Life Membership Committee - (See full report attached) presented by Daniel Benoit

Membership Committee – Ken Buckbee reported that he is vetting several applications and will be sending them to the other members of the committee that can complete the process. He anticipates the backlog of applications will be flowing soon. He has also been responding to several new requests membership. He is hopeful that the membership committee will be able process several new applications this year.

Nominating Committee – Ken Buckbee, chairman of the Membership Committee, indicated that the Committee is working on a new list of prospective officers and will have them submitted prior to the April meeting

Planning & Program Committee- Ethan Stewart reported that our Annual meeting has been scheduled for April 18, 2015 at Lucky Lou's in Wethersfield.

Public Relations and Marketing- Daniel Benoit note that Dave Perkins did a great job updating the website. Daniel is looking to the Branches to continue submitting updated information to be posted.

ROTC/JROTC Committee - (See full report attached) presented by Dave Perkins

Branch Reports:

Humphreys – (See attached report)

Hale – (See attached report)

Putnam – Lee A Gerlander reported that they have 29 members at this time

Wadsworth- Will be submitting a report to be posted

Baldwin- Has a meeting scheduled for February 22, 2015 and will be establishing a meeting schedule

Wolcott – Paul Selnau reported that we held our annual Christmas dinner in December and participated in the Wreaths Across America Ceremony in Bantam. We met in January but were unable to meet in February due to weather. We will be inducting eight new members in March bringing our Branch up to 106 members.

Baldwin- Will be attending a joint meeting with the DAR on a upcoming event in Greenwich

Huntington - (See attached report)

Old Business

Due to a scheduling conflict at Lucky Lou's in Wethersfield the Annual meeting originally scheduled for April 11, 2015 will need to be moved to April 18, 2015. A motion was made by Dean H Gaugler to move the date of the meeting. The motion was seconded by Dave Perkins. All members voted in favor of the revised date.

President Rivard, Ethan Stewart, William Fen, and Dan Benoit were reviewing and gathering information to review the repayment of the funds presented to past President Stephen Shaw for the online data base. They had prepared a draft of a letter that was going to be submitted to the BOM. However, during this process past President Stephen Shaw issued a letter BOM outlining a complaint. As a result, that letter was put on hold. The complaint has been issued to our compliance offices. The whistle blower does require confidentiality and therefore details cannot be discussed. Dave Perkins noted that he hopes that the Compliance Officer who was appointed by past-President Stephen Shaw and is now President Rivard's Compliance Officer will be impartial. Although there are others mentioned in the letter, the complaints raised are directed primarily at Dave Perkins. President Rivard indicated that the compliance officer will be reaching out to the officers and we'll need to wait for his recommendations.

The investment policy: based on one section of the by-laws, the treasurer has authorization in the investment policies, in another section of the by-laws; the Manross Board of Supervisors has authorization of the investment policies. (See full report attached) presented by Daniel Benoit. The By-laws Committee was asked to review the by-laws and recommend a modification. Kenneth Roach noted that the recently changes to the by-laws were as a result of recommendation and revisions to the National by-laws and it was done to bring us in compliance with current fiduciary responsibilities.

New business:

Daniel Benoit reported that the checks for Branch dues have been sent out. Additional checks will be sent out later this month.

All Branches confirmed that they filed their Form 990 last year; all branches are in compliance.

President Rivard reported that both of our auditors have resigned. He and Daniel Benoit are in contact with them about completing the 2013 audit. We are looking for two members to fill those positions at our

April meeting. It was noted that our organization is growing and given the goals of the Capital Campaign we should consider hiring outside auditors.

David Packard reviewed the docent activity log (See full report attached). He analyzed the number of hours spent for the paid docents and compared it to the visitors list. They are considering several options; not to be open on Wednesday and Thursday and only be open on Friday, Saturday, and Sunday. The property would be open as needed for schools to visit the sites. The opening date would be May 1, 2015 and the closing date would be the end of October. It was noted that last year we were \$8,000.00 in the red and we should proceed with a conservative schedule this year. If the Property Committee feels they can be open additional days because they have volunteer docents available, they should feel free to open the properties. It was also noted that the Property Committee consider closing after Labor Day and only open after that date for schools fieldtrips. The property committee will take the recommendations of the Board and submit a formal schedule to the BOM in April. It was also noted that we should encourage each of the Branches to a volunteer as docents at the properties each year. It was noted that because the BOM is vulnerable due to the lack of insurance, we should be extremely cautious when it comes to hiring employees and paid docents. The BOM has not been a part of the employee hiring process. The process of interviewing and evaluating the qualifications of perspective employees is not in place at this time and David Packard is reluctant to start that process at this time. It was noted that if David Packard is concerned about hiring employees at this time then he shouldn't. It was recommended that the Properties Committee put a list together of past employees that have a good track record and submit them to the BOM for review. The question of whether to hire employees or not is a topic that will take further discussions by the BOM.

President Rivard entertained a motion to recess for lunch @ 12:15. David J Perkins made a motion to recess, William Lane seconded the motion; all members voted in favor of the motion.

Reconvene meeting after social hour @ 1:10

Daniel Benoit presented the budget (See full report attached) It was noted that the Trustees should provide an option for the trustee to attend either the Leadership meeting or Congress and not be restricted to one. The budget should be listed as a Trustee budget for use in attending National Meetings. Kenneth Roach indicated that to the best of his recollection there has been a line item for the Trustees and it was never intended to subsidize the trip to Leadership or Congress. It was only there to help defray some of the cost that is rather steep and traditionally come out of the Trustees pocket. Kenneth only sought reimbursement to defray some of the cost of the hotel and the \$35.00 registration fee. The notion that these funds are used to wine and dine the Trustees is completely false. The costs for banquets are out-of-pocket expenses or borne by the society hosting the congress. This budget is a small reimbursement for expenses and whatever the BOM decides to do with this line item moving forward, Kenneth is very comfortable with it. Kenneth is committed to this society and to the national society and serving as a Trustee has been his honor and he will continue to do so. Russell Wirtalla stated that he too served as Trustee and as Vice President General and completely agrees with the statements made by Kenneth Roach. President Rivard entertained a motion to accept the budget. Dean Gaugler made a motion to accept the budget, Ethan A Stewart seconded the motion; 23 members voted in favor of the motion, 1 member abstained. The motion was passed.

President Rivard presented Emmett Lyman, Streamers will be given to the First Vice President, who served on the Properties Committee a certificate of appreciation for his past and present work on the properties. He also noted that we have received several national awards and the certificates will be given to Gary Pitcock, Streamers will be given to the Assistant Secretary for the flags. The awards given to the CTSSAR are for CAR Activities Award, The Eagle Scout Scholarship Contest, Flag Certificate, The Admiral Furlong Award, Two Partners and Patriots Awards, The President Generals initiative, and the ROTC Contest.

The Heritage foundation is working to put together a list of historic sites and has requested a letter of support for their work. Dean Gaugler made a motion to send a letter of support to the Heritage Foundation; Richard Hubert seconded the motion; all members voted in favor of the motion.

Timothy C Wilkins asked if the Yale ROTC who was recognized last will be recognized this year. Dave Perkins indicated that he has not heard from Yale this year.

Following the SAR recessional and the benediction, we adjourned the meeting at 1:45 p.m.

Roll of BOM members present: 18 present and 6 proxies for a total of 24 voting members

Bruce C Lyon (TG)	Christopher M Elliott (PS)	Christopher M Nichols
Daniel E Benoit	David H Packard	David J Perkins
Dean H Gaugler	Ethan A Stewart Sr	Gary S Pitcock
Harding M Dies (DB)	Howard E Wayland (RR)	John B Towle
Kenneth A Buckbee	Kenneth D Roach	Lee A Gerlander
Paul H Selnau	Richard G Hubert	Robert W Rivard
Russell W Wirtalla	Thomas B Gorin (PS)	Todd L Gerlander
William H Robbins (DP)	William J Lane Jr	William P Fenn

Total Attendance: 24

Respectfully submitted,
Paul H. Selnau, Secretary