



DEPARTMENT EXECUTIVE COMMITTEE

Minutes/Summary of Leadership Conference Call

Wednesday, April 15, 2020 – 6:00 PM

1. Call to Order – Roger Friend, Commander
2. Invocation – Melissa Fowle, Chaplain
3. Pledge of Allegiance – Jean Wilson
4. Preamble – Brad Teis
5. Roll Call – Suzette Heller, Adjutant
 - (a) Quorum Present
6. Department Commander Update
 - (a) COVID19 Status for Ohio
7. Judge Advocate:
 - (a) Explained the Resolutions and the ability to exercise Article V., Section 1.
 - (b) Explained Ohio Revised Code 1702 – Non-Profit Corporation Law
 - (i) 1702.16 Annual Meeting: An annual meeting of voting members for the election of directors and the consideration of reports to be laid before such meeting shall be held on a date designated by or in the manner provided for in the articles or the regulations. In the absence of such a designation, the annual meeting shall be held on the first Monday of the fourth month following the close of each fiscal year of the corporation. When the annual meeting is not held or directors are not elected thereat, they may be elected at a special meeting called for that purpose.
 - (ii) JA advised that suspension of gatherings over 10 overrides these requirements.
8. Summary of Discussion:
 - (a) Jason Rue (1): Mentioned the National resolution No. 3 which “strongly urged” Departments to cancel its meetings/conventions and to keep all Officers in place until 2021. Also mentioned that Districts need to host District meetings at least 30 days prior to Department Conventions. Seems somewhat impossible to do so when there isn’t a time and location for a Department Convention. NEC Elections says even numbered years in Constitution & By-Laws.
 - (b) Adjutant Heller (12): Mentioned that National isn’t forcing Departments to host elections and the officers may stay in place “if they so desire”. Also mentioned discussion with AG Office, Charitable Law Section, and that they recommended referencing our National Organization guidance in our Department Resolution if we were to “postpone” or “cancel” our Department Convention. AG office agreed that it is “Impossible” and “Impractical” to hold a Convention at this time. Could not

confirm “enforcement” of ORC 1702.16 but did mention that it is most “unlikely” that any consequences would arise as a result of not having. Cincinnati agreed to wait until 5/4 to make a decision. Also seeking Columbus opportunity for late July/August.

- (c) Bob Carson (14): Mentioned asking the Governor office for a waiver of the non-profit corporation requirements.
 - (d) Al Beyer (5): Mentioned that he doubted that even if we had a Convention that it would not be well attended. Inquired about BBS/Legion Baseball. Advised that April 30th is when those decisions will be made. Also mentioned the Constitution needs to update the Preamble.
 - (e) Gary Ickes (10): Mentioned the possibility of a one day convention.
9. DEC agreed to host a GoTo Meeting on Sunday, May 3rd, to make a decision once the POTUS and Governor inform us of plans to lift forced stay at home restrictions and social distancing requirements.

Benediction: Melissa Fowle, Department Chaplain

Adjourned at 7:15pm