



Warrant Officers Heritage Foundation

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Board of Directors Annual Meeting, September 29, 2007, Chincoteague, VA

Call to order at 1100 hours at St. Andrew's Meeting Room, 6319 Mumford St., Chincoteague, VA by Chairman Markle followed by the Pledge of Allegiance, invocation by Mr. Hess, and a moment of silence to remember our fallen warrant officers heroes and all others in harm's way.

Quorum was validated by attendance of the following:

Richard C. Markle, CW5, AG, USA Ret, Chairman of the Board and Chief Executive Officer

Alfred E. Cox, CW3, SC, USA Ret., Vice Chairman of the Board

David P. Welsh, CW5, AG, USA Ret, President, Chief Operating Officer, and Director

Thomas Piatti, CW5, AG, USA Ret, Secretary, Chief Administrative Officer, and Director

Ronald J. Whalen, CW4, QM, USA Ret, Treasurer, Chief Financial Officer, and Director

Donald (Woody) Woodruff, CW5, AG, USA Ret, Director

Ben Gottfried, CW2, OD, USA Ret, Director

Don Hess, CW4, AG, USA Ret, Historian Emeritus and Advisor (without a vote)

Minutes of the meeting of January 12, 2007, were read and a minor administrative correction was made in paragraph 2. A motion to accept the minutes was made by Director Gottfried, seconded by Treasurer Whalen and unanimously approved by the Board.

Treasurer's report: The Board was in receipt of Mr. Whalen's financial report and donations listing dated Sept. 13, 2007. An independent annual audit was completed for Fiscal Year 2006 by Dr. Martin L. Skubinna, PhD on January 29, 2007. There were no discrepancies noted during the audit of accounts. A motion to accept the Treasurer's report, subject to audit, was made by Secretary Piatti, seconded by Vice Chairman Cox and unanimously approved by the Board

Old Business:

Annual Report to the State Corporation Commission: Report was completed and mailed on May 29, 2007. The \$25 Corporation Renewal fee was mailed directly to the VA SSC the week previously by Treasurer Whalen.

Restatement of the Electronic motion and voting results: "On June 22, 2007, the Corporate Officers moved to designate CW4 (Ret) Don Hess as the Foundation's Historian Emeritus and appointment as Advisor to the Board of Directors and Corporate Officers." With unanimous acclamation by the BOD, on July 24, President Welsh announced Mr. Hess's acceptance. Announcement of the designation and appointments were posted to the USAWOA Online and Foundation's websites. Announcement, picture, and biography were also furnished to the USAWOA NEWSLINER Editor.

A framed Certificate of Designation as Historian Emeritus and Advisor was presented to Mr. Hess by Chairman Markle. (The Certificate will again be presented to Mr. Hess by President Welsh in front of all the members present at the USAWOA Annual Meeting in October in San Antonio, TX.)

Restatement of the electronic Motion by President Welsh on September 13th:

"I make a motion to nominate all current BOD Members for another two-year term, and I also move to nominate the current Board Officers and Corporate Officers for another two-year term." The motion was seconded by Treasurer Whalen and Secretary Piatti and unanimously approved by the Board.

WARRANT *The Legacy of Leadership as a Warrant Officer* history book:

Two history books were mailed to the USAWOA Home Office on July 18 with cover letter. One is for the Historical Library and the other for the memorabilia sales display. A formal presentation will be made by President Welsh at the USAWOA 35th Annual Meeting at San Antonio, TX in October. One history book was mailed to the CWO and WO Association, USCG on July 23, 2007.

A Leather Cover Deluxe History Book and a hard cover book were mailed to Chairman Markle in late July for presentation of the leather cover book to the Army Historical Foundation (AHF) for their Army History Library and a hard cover book for presentation to the PM Office, National Museum of the U. S. Army for their planning & exhibit branch. An email note was sent by President Welsh on Sept. 11, 2007, to the AHF Executive Director seeking a date at the PM Office on Fort Belvoir for presentation of both books. The email note also posed several questions.

President Welsh noted that approximately 30 history books remain available for purchase from Turner Publishing Company. He also noted that Turner Publishing has begun to return hard copy pictures submitted by Warrant Officers with their biographies.

Proposed Bylaws Changes (see encl. 12):

A motion to adopt the proposed by-law changes was made by President Welsh and seconded by Treasurer Whalen. Chairman Markle asked if there were any comments or discussion. Secretary Piatti recommended the last sentence of Article III, Section 11. be amended to read: “Printed copies of the email traffic will be filed with the other Board minutes and restated in the minutes of the next regularly scheduled Board meeting.” This amendment was unanimously approved by the Board.

New Business:

Update for the USAWOA 35th Annual Meeting of the Members (AMM), 14-20 Oct 07, San Antonio, TX: President Welsh is attending with travel funded by USAWOA and a complimentary room arranged by the USAWOA Mid-South Region Director. President Welsh is also on the AMM Business Meeting Agenda on Tuesday October 16th to make a short presentation. President Welsh showed the Board members his slide presentation and comments. He also provided a written update, as requested for the USAWOA Annual Meeting in October.

Warrant Officer Foundation Coin proposed by Director Gottfried:

Director Gottfried provided samples of coins and a proposed design for the Board to consider. The Board reviewed the proposed design, made modifications to the wording and discussed the need for a marketing plan. A motion to adopt the redesigned WOHF Commemorative Coin and for Corporate Officers to draft a marketing plan for presentation to the Board for consideration was made by President Welsh, seconded by Treasurer Whalen and unanimously approved by the Board. Director Gottfried will take action on this issue.

Charitable auto donations: (Recommended by CW5 (Ret) Ray Bell): The Board reviewed the Charitable Auto donation web site www.auto-donation.com and discussed the possibility of aligning the WOHF with this service. A motion that the WOHF contact the organization for additional information was made by Director Gottfried, seconded by Treasurer Whalen and unanimously approved by the Board. President Welsh will take action on this issue.

Grant Seeking Course: President Welsh explained the course content and the valuable information to be obtained. He also advised the Board on his perspective on how the WOHF should proceed on pursuing grants and that our first grant builds credibility for further grant applications. A motion that the WOHF fund the \$39.95 grant course was made by Treasurer Whalen, dually seconded by Directors Cox and Gottfried and unanimously approved by the Board.

Continuity of Operations Plan (COOP): An annual review of COOP Plan was completed. A motion that the COOP be approved as written and reviewed annually was made by President Welsh, seconded by Treasurer Whalen and unanimously approved by the Board.

Election of Board Members:

A motion that nominations for Directors be closed was made by President Welsh, seconded by Treasurer Whalen and unanimously approved by the Board.

A motion that all Directors be re-elected for a two-year term was made by President Welsh, seconded by Treasurer Whalen and unanimously approved by the Board.

A motion that the Chairman of the Board Markle and Vice Chairman of the Board Cox be re-elected for a two-year term was made by President Welsh, seconded by Director Gottfried and unanimously approved by the Board.

A motion that President Welsh, Secretary Piatti, and Treasurer Whalen be re-elected to another two-year term as Corporate Officer was made by Director Woodruff, seconded by Director Gottfried and unanimously approved.

Next WOHF Annual Meeting: A motion that the WOHF conduct its Annual Meeting at Aberdeen Proving Ground, MD, during the US Army Warrant Officer Association Annual Meeting of the Members was made by President Welsh, seconded by Vice Chairman Cox and unanimously approved by the Board.

Session Recessed: A motion to remain in session by electronic means was made by Director Woodruff, seconded by Treasurer Woodruff and unanimously approved by the Board. Date and time will be at the call of the Chairman or at the request of the President. Meeting concluded at 1422. Meeting ended with a closing prayer by Mr. Hess.

Respectfully submitted:

Approved October 4, 2007:

/ original signed /
Thomas Piatti
CW5, AG, USA Retired
Secretary

/ original signed /
Richard C. Markle
CW5, AG, USA Retired
Chairman of the Board