

**MR FOUNDATION OF TN. INC.
BOARD OF DIRECTORS MEETING
OCTOBER 28, 2006
MONTGOMERY BELL STATE PARK BURNS, TN.**

The meeting was called to order at 12:06 p.m. by President Mike Drew.

Directors present Michael Drew, State Deputy Bill Wicke, Michael Anderjack, Dan Romer, Jim Simpson, Wm. Gunter, Marty O'Haver, Paul Nelson, Mike Horten and Hunter Nolen. Also present was Richard Bevington Director Emeritus. Chaplain Father John Dowling was excused.

The opening prayer was offered by Marty O'Haver.

APPROVAL OF MINUTES

The minutes of the previous Board meeting on April 1, 2006 and the annual meeting in Memphis, Tennessee were distributed.

Motion by Director Maier, second by Director Anderjack to accept the minutes as presented was approved.

TREASURER REPORT

State Deputy Bill Wicke distributed financial statements to each Director present. SD Wicke noted the Income and Expenditures and Fund Balance and the Undistributed Council Funds Report reflected financial status as of June 30, 2006. The Statements indicate the purchase of three (3) Certificates of Deposit with an Interest Rate of 5.22%. Two (2) CD's are \$50,000 and mature August 2007. One (1) \$25,000 CD matures March 2007. The interest is paid monthly.

President Drew reported his review of the Foundation Financials for the period December 2003 through November 2004. He noted that a voucher form should be created for items that a paid without an invoice. Examples included Tennessee State Council Convention expenses, ads, etc. While each check did note the reason for the expense it was suggested that additional supporting documentation should be added.

Motion by Director Maier, Second by Director Anderjack to accept the report as presented was approved by the Board.

DRIVE REPORT

Fund Drive Chairman Nolen distributed his report. The September 29, 2006 report indicated the 2005 and 2006 Drives. The 2005 Drive ended with \$209,874.90. To date, the 2006 Drive has collected \$40,276.63. Of that over \$36,000 has been collected by Council 8781. Council 8781 has utilized the opportunity to collect monies during

University of Tennessee home games. Director Bill Maier gave a WalMart check for \$1,000 for Council 5062. Director O'Haver noted that 2 new councils are not listed on the report. Council 14041 in Memphis and Council 14079 in Soddy Daisy. The additions will be made to the next report.

Motion by Director Nelson, Second by Director Anderjack to approve the report as presented and amended was approved by the Board.

OLD BUSINESS

Report on Elections

President Mike Drew reported on the 2006 Board of Director elections at the annual meeting of the Foundation held in Memphis, Tennessee. Marty O'Haver, Mike Drew and Bill Gunter were elected to the Board.

Carry over Grants

Grants - None

Vehicle - None

Other Old Business

President Drew reported due to the lack of a quorum at the April 1, 2006 Board meeting, there were seven (7) issues that needed to be resolved and he accomplished this by e-mailing the Directors for their votes. Mike recapped each item.

1. A grant for the Diocese of Memphis was approved.
2. The Board approved the continuation of vacation stipends for Group homes.
3. Four (4) scholarships were awarded. All were directed to Madonna School in Memphis.
4. Grant 06-01 for \$1,800 was approved for the Clarksville Group Home.*
5. A Director Nomination form was received after the deadline and the Board voted not to consider the nomination.
6. Approval authorization for the Grants and Vehicle committees to approved items up to \$5,000 until the next Board of Directors meeting in October 2006.
7. Council 12961 Seymour asked to use the Foundation name at a Knoxville Smokiest baseball game. This request was denied by the Board.

* As a follow up, President Drew noted that only \$800 was required for Grant 06-01. Director Anderjack made recommendations to the group home for competitive bids for their laundry equipment.

Director Horten made a motion to amend the Charter to reflect the changes for the Foundation principal address and Registered Agent. L. Gino Marchetti, Jr. is the Registered Agent for the Foundation and the address is 2908 Poston Avenue, Nashville, TN 37203. This motion was seconded by Director O'Haver and the motion was approved by the Board.

President Drew led a discussion on a parcel of land donated to the Foundation in North Carolina. The main topic was whether to sell the land or continue to hold the deed. The tax on the property is not excessive. The Board decided to table this discussion until the next meeting in February 2007.

President Drew stated the "Farm House" was donated back to the State of Tennessee and the Foundation has no other responsibility for this issue.

Director O'Haver requested a check for \$16,333.00 for John Paul II High School in Nashville for the Hand in Hand program. This is the last installment of a grant from the Foundation that totaled \$50,000.

NEW BUSINESS

Election of Officers

President Drew relinquished the gavel to Director Paul Nelson for the purpose of nominations for the office of Foundation President.

Director Maier nominated Mike Drew with a second from Drive Chairman Hunter Nolen. There were no other nominations and State Deputy Wicke moved that the nominations be closed and Mike Drew be elected by acclamation. The Board approved the motion.

After the election, President Drew assumed the duties as presiding officer.

President Drew asked for nominations for the office of Vice President. Director Maier nominated Michael Anderjack with a second from State Deputy Bill Wicke. There were no other nominations and Director Bill Gunter moved that the nominations be closed and Michael Anderjack be elected by acclamation. The Board approved the motion.

President Drew asked for nominations for the office of Treasurer. State Deputy Bill Wicke nominated Eric J. Pelton with a second from Director Marty O'Haver. There were no other nominations and Director Bill Maier moved that the nominations be closed and Eric Pelton be elected by acclamation. The Board approved the motion.

President Drew asked for nominations for the office of Secretary. Director Maier nominated Mike Horten with a second from Director Jim Simpson. There were no other nominations and Director Bill Maier moved that the nominations be closed and Mike Horten be elected by acclamation. The Board approved the motion.

New Grants

Grants Chairman Mike Horten distributed a report indicating the general grants that were approved and processed since the last meeting. A brief recap:

Grant 06-02 – Council 6099 for Area 4 Special Olympics approved for \$2,000.

Grant 06-03 – Council 7086 for Henry County Medical Center approved for \$605.00

Grant 06-04 – council 7086 for McKenzie Middle School approved for \$1,000.

Grant 06-05 – council 11074 for Special Olympics approved for \$800.00

There were 2 Matching Grants that did not require approval and were subject to the Matching Grant procedure.

Matching Grant 06-03 from Council 9132 for Sumner Special Housing - \$2,257.25

Matching Grant 06-04 from Council 3763 for Special Housing - \$3,000.00.

Mike Horten distributed copies for Grant 06-06 submitted by Council 12012 for John Paul II High School in Nashville. The request is for \$100,000.00. The purpose of the grant is to assist in funding the school's Hand in Hand program. Chairman Horten stated he had sent correspondence back to the Council 12012 Grand Knight Ray Alves requesting additional financial information. With annual MR Drive proceeds at a plateau level of \$210,000 to \$225,000, a \$100,000.00 grant would utilize all the funding available for an entire year. Also, it does not appear the Council 12012 has supported this program with their drive proceeds. Grants Chairman Horten moved to table the grant request until the next board meeting, second by Director Bill Maier. The Board approved the motion.

Vehicle Grants

Vehicle Grants Chairman Bill Maier reported.

Grant V06-03 – This Grant was submitted by Council 12633 Lenoir City to purchase an automobile for Tri County Center. The requested amount was \$11,000 for a Ford Taurus. Since the current Vehicle policy stipulates passenger vans and not passenger cars, Chairman Maier moved rejection of the grant. The Board approved the motion.

Grant V06-04 – This grant was submitted by Clarksville Council 3537 for the Group Home van. A review of the supporting documentation indicated the money request was not for repairs but more in line with general maintenance for the van. Chairman Maier moved rejection of the grant. The Board approved the motion.

Other New Business

President Drew requested a motion to continue the Matching Funds policy to Group Homes as it currently exists with a maximum match of \$1,500 per home. Motion by State Deputy Wicke, second by Director Anderjack. The Board approved the motion.

President Drew requested a motion to continue the mileage allowance for Directors to continue at \$0.22 per mile. Motion by State Deputy Wicke, second by Director Bill Maier. The Board approved the motion.

President Drew made the following appointments without objection from the Board.

Grants Chairman – Mike Horten
Vehicle Grants Chairman – Bill Maier
State Drive Chairman – Hunter Nolen
Scholarship Committee – Marty O’Haver, Paul Nelson and Mike Drew.

Mike Drew reported with the changes to the Foundation official address and Registered Agent the need for a post office box in Memphis was obsolete. The P. O. Box will not be renewed in December 2006.

Group Home Reports

Cowan – Director Anderjack reports everything is okay. President Drew reported on a phone call from the home questioning a \$25,000 liability on their books for monies owed to the Foundation. There was a general discussion and the determination was the money allocated was not a loan and therefore no need for repayment.

Clarksville – Director Anderjack reported his recommendation to the Group Home Corporation for an addition to their Board. The Group Home board has done a poor job of reviewing contracts with the managing corporation. The Group Home Board did find moneys for the van maintenance.

Memphis – Director Romer reports everything is okay. The home has done some maintenance on the eaves of the home.

Newbern – President Drew reported all is okay. The Home is expected to submit a grant request for a new oven.

Morristown – No problems

Sumner Special Housing – A report of the last SSHI Board meeting was received by Director Bill Gunter. With the recent death of Director Carlton Russell a closer contact with the SSHI Board is necessary. The West Jackson home was sold and the money will be used to reduce the debts on the other houses. There are plans underway for a formal dedication of a memorial for Director Russell in 2007.

New Horizon/Special Housing – Director Emeritus Richard Bevington was present and made the following report. Fire protection sprinklers have been installed in the homes. There are 8 clients currently in the homes. Mr. Bevington suggested that the Foundation begin looking for other options for new homes. The home board is considering requesting HUD for approval to modify the existing housing into a duplex format. Mr.

Bevington stated the State of Tennessee is moving to a supported living concept versus a group home concept. It appears that the “Habitat” style homes built by SSHI might be a very good option for future consideration.

South Fulton – No contact.

President Drew noted the passing of Director Carlton Russell. Director Russell had been very helpful in the development of the Foundation website materials, participated on the Grants committee and his expertise in real estate will be missed. This leave an unexpired term to be filled. Director Russell’s term ends June 30, 2007. The following names were submitted for consideration, Andy Verba, PSD John Graham and District Deputy John Kelly. Director Mike Horten made a motion for PSD John Graham to fill the unexpired term. The motion was seconded by Director Bill Maier. There was a general discussion on the merits of each person and the need for Directors in upper east Tennessee, Knoxville, Crossville, Columbia and possibly northwest Tennessee. Motion for PSD John Graham to fill the unexpired term of Carlton Russell was approved. Director Jim Simpson abstained.

Motion made by Director Paul Nelson to have the By Laws amended for Article 3, paragraph 1 to increase the maximum number of Directors from fifteen (15) to eighteen (18). This would include increasing the number of Directors elected in 2009 from three (3) to four (4). If the motion is approved then action at the 2007 Annual meeting will require filling five (5) Director positions. One will be a two (2) year term that will expire in 2009 and the remaining four (4) Director slots would expire in 2010. This motion was seconded by State Deputy Bill Wicke. The Board approved the motion. The Board was asked to submit recommendations for Director(s) and that each individual recommended would be contacted and invited to attend the February 2007 Board meeting as a guest of the Foundation.

Motion by State Deputy Bill Wicke with a second by Director Marty O’Haver to modify Article XII of the By Laws and change November 30 to June 30. This agrees with the date for the Annual Report to the State of Tennessee. The Board approved the motion.

President Drew requested a motion to amend the By Laws under Article XVII substitute the word “Campaign” with “Drive”. This would be consistent with the current title of the individual filling this role. Motion by Mike Horten, second by Bill Maier and the motion was approved.

President Drew led a discussion for consideration of a memorial gift in the memory of Director Carlton Russell. The Board approved a \$500.00 memorial gift in his memory.

NEXT MEETING

The next Foundation meeting is scheduled for Saturday, February 3, 2007 at Montgomery Bell State Park.

CLOSING PRAYER

Before the closing prayer was offered, President Drew asked for the names of individuals to be remembered with this prayer. Names submitted were the soul of Carlton Russell, soul of Paula Moon, Director Dan Romer, President Mike & Eileen Drew, Most Rev. Bishop James D. Neidergeses, retired Bishop of Nashville, Fr. Timby, Kathy Bowers, Carol Sukel, John Barboza and Bob Warrer.

The closing prayer was offered by State Deputy Bill Wicke.

There was no further business and the meeting was closed at 2:48pm.

Respectfully submitted,

C. Michael Horten PSD
Secretary

Attachments