

OKAIRP Fall Conference Business Meeting
October 08, 2010

President Troy Milligan called the meeting to order at 12:10 pm
(note: special guest present, Jeri Towler, Attorney)

- Troy presented appreciation awards to outgoing board members, Sheilynda Stewart and Flynn King for their service to the board.
- Troy presented a recognition award to Susy Jorgensen and Jeri Towler for their work in getting our 1023 Non-Profit status updated
- Troy presented a recognition award to Kristi John for making the site arrangements and hosting our fall conference.
- A ballot was distributed to vote on filling the two vacant board positions. The ballot contains 2 names, Susy Jorgensen and David Swingle. Troy asked if there were any nominations from the floor. There were none so he asked that members mark their ballots and they will be collected toward the end of the meeting.
- Treasurer's report
 - copies of the treasurer's report were provided in the packets. Troy asked if there were any questions or discussion. There being none, Mary Milliken made a motion to approve the treasurer's report, Barbara Cox seconded. Motion carried by unanimous vote.
- Minutes from Spring Conference business meeting
 - minutes were distributed from March 2010 meeting. Troy asked if there were any questions or discussion. There being none, James Anderson made a motion to accept the minutes as written, Cheryl Jorgenson seconded. Motion carried by unanimous vote.
- President's report
 - Troy explained that to be legally compliant with the IRS and State Statutes for a non-profit organization. we needed to make some changes to our by-laws and file new documents with the IRS and State. In the past our by-laws were labeled OKAIRP Constitution. The old constitution was displayed on the projector so that we would be able to discuss and compare to the new by-laws. Jeri Towler discussed the new by-laws and the need for the changes.
 - Cal Easterling commended the board to taking the steps to seriously look at the by-laws so that we are in compliance with all laws.
 - Jeri also discussed the Certificate of Incorporation. Both the by-laws and the Certificate of Incorporation must be attached to the IRS form 1023.
 - Once the by-laws are passed, Jeri will file the paperwork with the Corporation Commission. The approval process can take 45 days to a year to complete depending on the completeness of our documents. She feels that we are in good shape and expects no problems.
 - The membership decided to vote on the document as a whole once they have had a chance to review and discuss.
 - Marion Dilbeck asked for a clarification on what determines the last conference of the year, is it calendar year or fiscal year. Troy responded that the year for this purpose is defined as the calendar year.

- Cindy Boling asked for clarification regarding the wording of termination of membership. Jeri explained that only active members who attend the meetings are considered to be active voting members. All others are inactive members. This clause is in the by-laws so that the board has the right to terminate a person's membership (active or inactive) at anytime should the need arise, for example, the member commits a crime that adversely affects the organization. Jeri pointed out that the group may want to discuss how long a member should be able to remain inactive before possibly being permanently terminated. This action does not need to be spelled out in the by-laws.
- Cal Easterling asked for clarification regarding meetings of the board, are video and teleconferences allowed? The answer is yes, in the definitions section of the by-laws it states that video and tele-conferences are allowed.
- A question was asked about being reimbursed for expenses related to the board (item 4.10). Jeri explained that OKAIRP will not be responsible for reimbursing members to travel to the meetings but the member is still eligible to obtain reimbursement from their respective institution as far as the rules of their institution allows.
- Discussion was held regarding the P at the end of our organization's name. In the beginning of the organization there was no P but somewhere along the way the P was added. Jeri stated that if we remove the P now before the documents are filed if we decide later to add it back we must re-file all of the paperwork so she encouraged us to give it thought now and make a decision. Many in the group felt like we should drop the P so that we will be in line with our regional and national organizations, MIDAIR, SAIR and AIR.
- Susy Jorgensen made a motion to approve the by-laws as amended, removing the P from our name. Curtis Miller seconded. Troy asked for a show of hands to approve the motion, 40 votes approved, 0-voted no, 0 abstentions. Motion carried.
- Troy reviewed the Certificate of Incorporation. Jeri explained that the purpose of the organization as stated in the Certificate of Incorporation should be brief but broad. She also explained that as a 501(c)3 organization we are not allowed to endorse a political candidate. We can lobby if we file the form of election. As individuals we can support a candidate but we must not represent OKAIR in doing so. She explained that the items included are to protect our organization. Troy called for a motion to amend the Certificate of Incorporation to change the name to OKAIR. Curtis Miller made the motion, Kristi John seconded. Troy asked for a show of hands to support the change, 40 voted yes, 0 voted no, there were no abstentions.
- Let the record show that the by-laws and Certificate of Incorporation passed as amended.
- Troy asked for motion to allow Jeri Towler to file our 1023 form on behalf of the organization. Barbara Cox made the motion, Anna Royer seconded. Troy called for a show of hands, 40 voted yes, 0 voted no, there were no abstentions.
- Jeri stated that she will make the changes as soon as possible and get the documents filed the first of next week.



- Kristi John presented a gift of appreciation to Jeri Towler for her work in getting our documents created.
- Troy asked one final time if there are any nominations from the floor to fill the vacant board positions. There being none, he collected the written ballots. Ballots were counted, the two new members Susy Jorgensen and David Swingle were elected to the board.
- Troy announced that the Spring meeting will be April 1 at Rose State College
- Troy asked if there was any further business. There being none, Gail Austin made a motion that we adjourn. Jackie Oram seconded.
- The meeting was adjourned at 1:10 pm

Submitted,

Isabelle A. Billen

Isabelle A. Billen, Secretary

October 12, 2010
Date submitted

Troy Milligan, President

date