Board of Governors Meeting Minutes for 24 June 2001

Present:
Harv Stein
Joel Lesser
Tom Schroeder
George Barney
Jon Reid
George Marinakis
Richard Jenkins
Mike Hayden
Matt Gunter
Jim Davis

AGENDA for VATSIM Special Meeting - June 24, 2001

1. Appointment of Secretary (responsible for taking the notes for the meeting and preparing minutes.)

2. Appointment of members from the Organizers of VATSIM to the VATSIM Board of Governors. We need to formally set up the B.O.G..

3. Agree to formally offer the VP positions of Regions to Roland Collins and Development to James Willen (if that's what the Board wants to do). We should have the BOG in place with our President elected.

4. Acquisition of SATCO.
    a. Terms
    b. Who will negotiate with RW
    c. How to handle current SATCO HQ Members
    d. Obtaining the domain rights to satco.org
    e. The Joint Press Release
    f. Contact with SATSERV group

5. Update from Harv about the Developers Group and the licenses (Remember, VATSIM can't do anything until we have a formal license agreement from Joe Jurecka). We should also, as a Board, authorize the President to enter into a license agreement.

6. Decide whether or not to authorize Joel Lesser to forward the domain name transfer agreement to RW.

7. Formalize Executive Committee of VATSIM.

Business
Meeting called to order by George Marinakis (chair).

Matt Gunter elected as secretary for the evening.

A Board of Governors was established. The following persons were elected on to the board:
VP of Operations   George Marinakis
VP of Training   Michael Hayden
VP of Documents and Archives   Amy Gilbert
VP of Membership   Richard Jenkins
VP of Communications   Jonathon Reid
VP of Network Systems   Joel Lesser
VP of Development   James Willan
VP of Special Operations   George Barney

Harvey Stein was elected by the Board of Governors to be the President.

Four Board of Governors positions remain unfilled:
VP of Supervisors
VP of Conflict Resolution
VP of Regions
One Undecided VP Position

A good bit of discussion took place on how to properly proceed with the acquisition of SATCO. It was agreed upon that communications must be direct with Randy Whistler, not through a third party. It was also decided that Harvey Stein will contact Randy Whistler by telephone to discuss the acquisition. The Board decided to pay $120 for the satco.org domain name. Monies will be sent to George Marinakis and a check sent via certified mail or similar (FedEX/UPS) will be sent to Randy, along with papers turning over the SATCO.org name and all rights to SATCO. The specifics are yet to be worked out. Also, the remaining HQ Staff of SATCO will be considered for similar positions at VATSIM HQ.

An Executive Board was set up based on geographic positions and headed up by a regional director.
Tom Schroeder becomes the first member voted to the Executive Board. He represents the North America division. The rest of the spots are left open at present.

Harvey Stein reported a verbal agreement has been established with Joe Jureka of the Developer s Group and a written agreement will be sent to Harvey Stein to sign with regards to licensing the software.

Votes

Jon Reid moves to vote for Board of Governors all at one time; Seconded by Tom Schroeder
    Motions carries 6 yes, 0 no

Tom Schroeder moves to add Vice President of Documentation and Archives to the positions on the board of governors; seconded by Harvey Stein.
    Motion carries 6 yes, 0 no

Jon Reid moves to vote the following people into the board of governors:
Harvey Stein, George Marinakis, Joel Lesser, Mike Hayden, Richard Jenkins, George Barney, Amy Gilbert, Jonathon Reid
Motion seconded by George Barney
    Motion carries 7 yes, 0 no

George Barney moves to elect a president and nominates Harvey Stein; motion and nominations seconded by Tom Schoeder

     Motion carries: 6 yes, 0 no, 1 abstain

Jon Reid moves to approve organizational chart for persons already elected to the Board of Governors; seconded by Tom Schroeder

     Motion carries: 7 yes, 0 no

Harvey Stein moves for James Willan to become the VP of Development; seconded by George Barney

     Motion Carries: 7 yes, 0 no

Jon Reid moves to keep remaining Board of Governors slots open; seconded by Richard Jenkins

     Motion carries: 7 yes, 0 no

Richard Jenkins moves to have Harvey Stein contact Randy in the matter of the acquisition of SATCO; seconded by Tom Schroeder

     Motion Carries: 8 yes, 0 no

Unanimous vote to set up an Executive Board based on Geographic Regions and headed up by a regional director.

Richard Jenkins nominates Tom Schroeder for head of North America division of the Executive Committee; seconded by Harvey Stein   Motion carries: 4 yes, 1 abstain

Tom Schroeder moves to refrain from naming the remaining executive board positions at the present time; seconded by Richard Jenkins

     Motion Carries: 6 yes, 0 no