

2014-2015 Board of Directors Email Business Summary

Oldsmobile Club of America

July 2014 through June 2015

Minutes are written in chronological order.

Oldsmobile Club of America Bylaws 4.30.1 and 4.30.2 allow the Board to conduct business via email between yearly Board meetings. Following is the report of business conducted by the OCA Board between the 2014 Board meeting and the 2015 Board meeting.

August 2014:

In August 2014, Mr. Crowdis, former OCA Treasurer, stated that he needed a proposal from the Board that covered the prepayment of his time (\$200 per hour), the scope of the records the Board wanted packaged and shipped, and shipping method preferred.

In August 2014, Secretary Dalene DeLong made the following motion concerning the transfer of financial records from the former Treasurer, Gene Crowdis, to the R. E. Olds Transportation Museum. The second to the motion was made by Eastern Great Lakes Zone Director Ken Nicholas.

Whereas, it is important to have the transfer of the financial records done as soon as possible, and

Whereas, the former Treasurer has stated that he prefers to “take care of all of the transfer of records in one activity,” and

Whereas, the former Treasurer has stated that he is “no longer a volunteer for the benefit of the OCA,” and

Whereas, the former Treasurer has expressed frustration that some past records from the preceding Treasurer were incomplete, and

Whereas, the former Treasurer has stated that he wishes to have the following information:

- **The scope of the records that the board wants to have packaged and shipped.**
- **Method of shipment preferred.**
- **The amount of compensation for my time to prepare the items for shipment, and**

Whereas, the former Treasurer wishes to be paid for his time to:

- **Determine the cost of shipping materials, and**
- **Determine the cost of shipping costs, and**
- **Review the records to determine what records are to be shipped and which**

- **to be retained, and**
- **Other undefined activities related to shipping of the records, and**

Whereas, the former Treasurer has not provided any information about the amount of materials to be shipped, the amount of time required for his services, or the hourly rate (or flat fee) for his services,

Resolved, that the President be authorized to assume responsibility for recovery of all OCA financial records at his personal expense. Upon completion of the shipment of the records, the Board will be presented with a comprehensive list of the costs incurred and will determine which, if any, of the expenses incurred will be reimbursed.

August 18, 2014: The vote on the motion concerning the transfer of financial records from former Treasurer Gene Crowdis to the R. E. Olds Museum was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

On August 18, 2014, OCA President, Jerry Wilson, contacted Mr. Crowdis by email asking for the number of boxes and general size. No reply was received

On August 19, 2014, OCA Treasurer, Lynn Shipley, inquired about bills which he had not received and which the billing companies stated had been sent to the OCA mailbox in Richardson, Texas. Mr. Crowdis replied on August 20, 2014, that he had sent a notice to the OCA on July 22 that the box would be closed on July 31, 2014. (Note: The Board of Directors meeting was held July 30, 2014.)

September 2014:

On September 8, 2014, Dalene DeLong, OCA Secretary, sent a letter explaining the Board's actions concerning the transfer of the financial records by certified, signed receipt. Betty Crowdis signed for the letter on September 10, 2014. Secretary DeLong also sent a copy of the letter by email to all Board of Directors. Mr. Crowdis made no response by either email or USPS mail.

In September 2014, Secretary Dalene DeLong made the following motion to schedule future Oldsmobile Club of America Board of Directors meetings for Wednesdays during the National Events. The second to the motion was made by Atlantic Northeast Zone Director Al Bouney.

Whereas, OCA Board of Directors members have to complete plans in advance to attend the National Meet each year,

Whereas, notification of the Board meeting needs to be available as soon as possible so members and BOD members know when the Board meeting is being held

Whereas, Board members might wish to attend tours and other activities offered at the National Meet

Resolved, that future OCA Board of Directors Board meetings be scheduled for Wednesdays during National Events.

September 12, 2014: The vote on the motion to schedule future Oldsmobile Club of America Board of Directors meetings for Wednesdays was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

In September 2014, Dalene DeLong made the following motion on behalf of the National Meet Site Selection Committee concerning the plans for the 2017 Oldsmobile Club of America National Meet. The motion was introduced by a committee and did not require a second.

Whereas, members of the National Meet Site Selection Committee have identified the Marriott Albuquerque Pyramid North as the site for the 2017 Oldsmobile Club of America National Meet, and

Whereas, representatives of the Oldsmobile Club of America and Oldsmobile Club of New Mexico have visited the site to confirm that the site has the facilities required for a successful National Event, and

Whereas, representatives of the Albuquerque Convention and Visitors Bureau have participated in the evaluation and have agreed to support the event, and

Whereas, the Marriott Albuquerque Pyramid North has determined that the facilities will be available from July 18, 2017 through July 23, 2017, and

Whereas, the Marriott Albuquerque Pyramid North has prepared a draft agreement for the event that commits the required support space and facilities at competitive prices,

Resolved, that the Oldsmobile Club of America accept the terms of the agreement and commit to hosting the 2017 Oldsmobile Club of America National Meet.

September 28, 2014: The vote on the motion concerning the selection of Albuquerque for the 2017 Oldsmobile Club of America National Meet was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

October 2014:

In October 2014, Vice President Karl Sup made the following motion to adopt an advertising reciprocity policy with other Oldsmobile clubs. The second to the motion was made by Western Great Lakes Zone Director Ken Nicholas.

Whereas, the primary purpose of the Oldsmobile Club of America is to provide literature, advisors, seminars, and activities to assist members and the public in understanding, preserving, restoring, and appreciating vehicles built by Oldsmobile, and

Whereas, other clubs and entities have similar commitments to vehicles built by Oldsmobile, and

Whereas, other clubs and entities publish periodic publications that include advertising space, and

Whereas, members of other clubs and entities may have an interest in the specific focus of the Oldsmobile Club of America, and

Whereas, members of the Oldsmobile Club of America may have an interest in the specific focus of other clubs and entities,

Resolved, the Journey with Olds provide advertising at no cost for other Oldsmobile clubs that provide comparable advertising for the Oldsmobile Club of America.

October 14, 2014: The vote on the motion concerning advertising reciprocity policy with other Oldsmobile clubs was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

November 2014:

In November 2014, Western Great Lakes Zone Director Brian Lenz made the following consent motion concerning a HelmsBriscoe donation to charities on behalf of the Oldsmobile Club of America. The second to the motion was made by Atlantic Northeast Zone Director Al Bouney.

Whereas, HelmsBriscoe has asked the Oldsmobile Club of America to designate a charity to which a donation will be made on December 2, 2014, and

Whereas, representatives of HelmsBriscoe have indicated that the donation may be split between two charitable organizations, and

Whereas, members of the Oldsmobile Club of America Board of Directors wish to have that donation split between the Fisher House Foundation and the R. E. Olds Transportation Museum,

Resolved, that the Oldsmobile Club of America ask HelmsBriscoe to make equal donations to the Fisher House Foundation and the R. E. Olds Transportation Museum.

November 30, 2014: The vote on the motion concerning a HelmsBriscoe donation to charities on behalf of the Oldsmobile Club of America was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

December 2014:

In December 2014, Secretary Dalene DeLong made the following consent motion to approve an extension of the current array of insurance coverage plans through December 31, 2015. The second to the motion was made by Vice President Karl Sup.

Whereas, current insurance coverage is for the period from September 1, 2014 to August 31, 2015, and

Whereas, Oldsmobile Club of America events subsequent to August 31, 2015 cannot be covered until the policy is renewed by the Board of Directors, and

Whereas, coverage may be extended for the 2015 calendar year may be obtained by cancelling the current policy and establishing a one-year policy for the period from January 1, 2015 through December 31, 2015 at a rate that is similar as the current rate in force,

Resolved, that the Oldsmobile Club of America cancel the current insurance policy and obtain a policy that will provide coverage for the 2015 calendar year.

December 29, 2014: The vote on the motion to extend the current array of insurance coverage through December 31, 2015 was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

January 2015:

In January 2015, South Central Zone Director Gene Bossaller made the following motion to provide a complimentary membership for Garry Pinckney. The second to the motion was made by Secretary Dalene DeLong.

Whereas, Garry Pinckney and Henry Pinckney are cofounders of the Oldsmobile Club of America, and

Whereas, the Oldsmobile Club of America has awarded a Lifetime Membership for Henry Pinckney, and

Whereas, Garry Pinckney is not a member of the Oldsmobile Club of America,

Resolved, that the Oldsmobile Club of America provide a complimentary membership in the Oldsmobile Club of America for Garry Pinckney.

January 13, 2015: The vote on the motion to provide a complimentary membership for Garry Pinckney was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

February 2015:

In February 2015, Secretary Dalene DeLong made the following motion to respond to the R. E. Olds Transportation Museum Executive Director's request to send a letter to members of the Oldsmobile Club of America soliciting donations. The second to the motion was made by Atlantic Southeast Zone Director Terry Mell.

Whereas, the Executive Director of the R. E. Olds Transportation Museum has requested permission to send a letter to all members of the Oldsmobile Club of America that is a solicitation for a \$5.00 contribution, and

Whereas, members of the Oldsmobile Club of America Board of Directors have reviewed the request and the draft letter, and

Whereas, members of the Board of Directors have expressed unanimous support for the R. E. Olds Transportation Museum,

Resolved, that the President prepare a formal response to the Executive Director of the R. E. Olds Transportation Museum that addresses the following points on behalf of the Oldsmobile Club of America Board of Directors:

- ***There is unanimous support for the Museum,***
- ***There are reservations about sending unsolicited letters to members,***
- ***In lieu of unsolicited letters that would cost the Museum almost \$3,000 in postage to get the message to Oldsmobile Club of America members, recommend that an article be published in Journey with Olds including a solicitation for contributions,***
- ***To complete an initial article, the Museum would be invited to submit periodic articles (e.g., quarterly) be published in Journey with Olds including solicitation for contributions,***
- ***Consider adding a voluntary donation line on future membership applications and renewal forms,***
- ***Recommend additional chapter fundraising efforts to complement those that are already scheduled,***

- **Consider increasing annual OCA donation,**
- **Consider matching contributions, and**
- **Consider including a donation form on the mailing jacket of Journey with Olds on a periodic basis (e.g., quarterly).**

March 2, 2015: The vote on the motion to respond to the R. E. Olds Transportation Museum Executive Director's request was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

On Tuesday, February 24, 2015 at 12:27 p.m., former OCA Treasurer, Gene Crowdis, contacted the Board of Directors via email concerning the transfer of financial records. OCA President, Jerry Wilson by return reply at 2:02 pm asked for information to assist with pick up arrangements and offered to arrange transfer of any other property belonging to OCA. Mr. Crowdis replied at 3:29 pm that only financial records were in his possession and there were 7-8 boxes. He stated, "The Board Decision as stated 'Oldsmobile Club of America Board of Directors has adopted a motion for making arrangements for the safe transport of those records to a location where they can archived.' is sufficient for me to be relieved of any responsibility for the inventory or content of the records. The receipt for the records must so state.

On Wednesday, February 25, 2015, at 10:34 am, OCA President, Jerry Wilson, emailed Mr. Crowdis that arrangements had been made with FedEx to pick up the boxes on Thursday, February 26, 2015, between 9:00 am and 6:00 pm and that FedEx would call Mr. Crowdis to arrange a mutually agreeable time. Mr. Wilson stated in his email that "upon the departure of the FedEx vehicle, you will be relieved of your responsibility for the inventory of Oldsmobile Club of America financial records."

On Wednesday, February 25, 2015 at 3:41 pm, Mr. Crowdis emailed the Board of Directors that he was changing the terms of the transfer of financial records "because of statements made by a current OCA Board Member" and he had contacted his legal representative.

On Thursday, February 26, 2015 at 1:51 am, Mr. Wilson responded by email to Mr. Crowdis with a copy to the Board of Directors stating that conditions of the financial records transfer at been changed to include that "the records are complete and final", and a signed letter of agreement stating that the Board had declined an offer to inventory the records and that offer was not made. Mr. Wilson went on to state that he was not aware of any slanderous statements. On February 26, 2015 at 8:36 am, Mr. Crowdis stated that the arrangements needed to be cancelled because no one would be at the address.

March 2015

On March 2, 2015, Mr. Crowdis sent a Letter of Agreement for the Board's consideration. Several Board of Directors members objected to parts of the agreement, specifically that the Board had refused his proposal in August. Mr. Wilson referred the agreement to Mr. McCallister, Legal Advisor, for advice and revision.

May 2015

On May 5, 2015, Secretary Dalene DeLong made the following motion to provide complimentary registrations to the 2015 and 2016 Oldsmobile Club of America National Meets to Garry Pinckney, Henry Pinckney, and their wives. The motion was seconded by Atlantic Northeast Zone Director, Al Bouney.

Whereas, Garry Pinckney and Henry Pinckney are cofounders of the Oldsmobile Club of America, and

Whereas, the Oldsmobile Club of America would not exist without their efforts,

Resolved, that the Oldsmobile Club of America Board of Directors invite Garry Pinckney and Henry Pinckney and their wives to attend the 2015 and 2016 Oldsmobile Club of America Nationals and provide complimentary registrations including registration fee, tours, social event and Awards Banquet. The total cost for each year would not exceed \$600.00.

May 10, 2015: Results: 15 in favor, 0 opposed, 0 abstain, and 0 not voted.

The motion was passed.

On May 12, 2015, at 10:17 am, Mr. Crowdis emailed the Board of Directors with a deadline of May 31, 2015 to receive the signed Letter of Agreement previously sent, or he would “dispose of all records in my possession that may be considered OCA financial files.”

On May 18, 2015, OCA Secretary Dalene DeLong made the following consent motion to transfer financial records from the former Treasurer to the R. E. Olds Transportation Museum. The motion was seconded by OCA Treasurer Lynn Shipley.

Whereas, The Board of Directors approved on August 19, 2014, to transfer the financial records from former Treasurer Gene Crowdis to the R.E. Olds Transportation Museum.

Whereas, the OCA Secretary Dalene Delong sent a certified registered letter with signature return receipt to Mr. Crowdis immediately following the completion of the motion.

Whereas, Mr. Crowdis has refused to transfer the financial records without a signed agreement, and the Board of Directors were not willing to sign a letter of agreement that stated they accept all responsibility for the accuracy of the financial records,

Whereas, Mr. Wilson has attempted at least twice to arrange for the transfer of the records and Mr. Crowdis has not been available or willing to arrange a date.

Whereas, the financial records have not been transferred as of this time,

Whereas, Mr. Crowdis stated in an email to the Board of Directors on May 12, 2015, that the Board of Directors have until May 31, 2015 to signed a letter of agreement, or he “will dispose of all records in my possession that may be considered OCA financial files”,

Whereas, the current letter of agreement concerns only the transfer of financial records and that both Mr. Crowdis and the current Board of Directors refrain from talking about this in the future,

Resolved, that the Board of Directors instruct President Jerry Wilson to sign the letter of agreement on behalf of the Board of Directors and arrange for the transfer of the financial records from former Treasurer Gene Crowdis to the R. E. Olds Transportation Museum. This is a motion of consent.

A copy of the Letter of Agreement follows:

Letter of Agreement

This Letter of Agreement is to document an agreement between The Oldsmobile Club of America (OCA) and former OCA Treasurer (July 2004 through July 2014), Dale E. Crowdis (Gene Crowdis), regarding the release of OCA Financial Records in the possession of Gene Crowdis as of May 15, 2015 which are currently located in no more than six (6) boxes at 404 Georgetown Dr. Richardson, Texas 75081.

The Letter of Agreement, when endorsed by an authorized representative of the OCA and Gene Crowdis provides that the financial records released to the Agent of the OCA along with a signed receipt for the OCA Financial Records constitute the complete transfer of OCA Financial Records from Gene Crowdis to the Agent of the OCA.

With this complete transfer of OCA Financial Records it is agreed by the authorized OCA Board of Directors Member(s) that no further contact will be initiated between the parties of the agreement, the OCA and Gene Crowdis, regarding the OCA Financial Records.

It is further agreed that all current members of the OCA Board of Directors will cease from participating in conversations and/or making statements indicating that Gene Crowdis was at any time in the past, refusing to release the OCA Financial Records because he was hiding information of illegal or improper actions while he was the duly elected Treasurer of the OCA.

It is agreed that the OCA was offered an option of having the OCA Financial Records prepared and released to the OCA as early as August 2014, but that the Board of Directors of the OCA declined to accept the proposal made by Gene Crowdis.

It is further agreed that if investigation of the OCA Financial Records by an impartial mediator determine that there is evidence of illegal financial transactions by Gene Crowdis or any previous OCA Treasurer or Board Member and criminal charges are pursued that this Letter of Agreement is voided.

It is further agreed that Gene Crowdis will refrain from participating in any conversations and/or making statements related to the current OCA Board of Directors with regard to any financial events that are contained in the OCA Financial Records covered by this Letter of Agreement.

All conditions of this Letter of Agreement are enforceable in a Civil Court of Law in the jurisdiction of the State of Texas.

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed as of the date signed:

By:

_____ Date: _____ Date: _____
Jerry Wilson Gene Crowdis
President, OCA

Some Directors rejected the consent motion. The motion could not be adopted.

On May 27, 2015, OCA Secretary Dalene DeLong resubmitted the above motion. The motion was seconded by Ken Nicholas.

May 28, 2015: The vote on the motion concerning the signing the Letter of Agreement required by Mr. Crowdis to effect the transfer of the financial records to the R. E. Olds Transportation Museum was 15 in favor, 0 opposed, 0 abstain, and 0 not voting. The motion passed.

On May 28, 2015 at 9:19 pm, OCA President Jerry Wilson informed Mr. Crowdis via email concerning the Board of Directors action and included the signed agreement. On May 29, 2015, at 5:51 pm, Mr. Crowdis returned the signed agreement and suggest a FedEx location to contact. On May 30, 2015 at 7:08 pm, OCA President Jerry Wilson confirmed the location and sent six shipping numbers to Mr. Crowdis.

On May 31, 2015 at 4:20 pm the boxes were delivered to the FedEx office in Richardson, Texas. On Thursday, June 4, 2015 at 9:54 am, all six boxes were delivered to the R.E. Olds Transportation Museum in Lansing, Michigan

Respectively submitted,

Dalene DeLong
OCA Secretary