

APFA

BOARD OF DIRECTORS MEETING

SPECIAL BOARD OF DIRECTORS MEETING

November 29, 2019

Via Teleconference

Resolution Tally Sheet	Resolution #: 5
	Maker: Bassani
	Second: Geiss
	Date: 11/29/2019
	Time: 1:17 p.m.

Resolution Name: Former National Officer Payouts

<input type="checkbox"/> AFFECTS POLICY MANUAL:		
YES = Yes	ABS = Abstain	PXY = Proxy Vote
NO = No	N/A = Absent	REC = Recuse
PASS = Pass		

COMMENTS:

	B O S	C L T	D C A	D F W	L A X	L G A	M I A	O R D	P H L	P H X	R D U I	S F O	S T L	PRES — Tie- Breaker
	Milenkovic	Hazlewood	Pennel	Truan	Nikides	Norvell	Trautman	Wroble	Kaswinkel	Babi	Sullivan	Toms	Martin	Bassani
YES	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
NO	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
PASS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ABS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
N/A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
PXY	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
REC	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

YES: 1 NO: 12 ABSTAIN: 0 ABSENT: 0

Status: *Passed* *Failed* *Tabled* *Withdrawn* *Show of Hands*

WHEREAS, the APFA Board of Directors is the governing body of the APFA; and

WHEREAS, Article III, Section 3.A. “authorizes and empowers the APFA Board of Directors to take any and all lawful action consistent with the Constitution to safeguard and protect the APFA, and the rights, privileges, duties and responsibilities of the officers, representatives and members of the APFA. The Board of Directors is authorized to interpret the Constitution and to establish, prescribe and adopt

APFA
BOARD OF DIRECTORS MEETING

such other policies which may be consistent with this Constitution as required for the direction and management of the affairs of the APFA;” and

WHEREAS, Resolution #2 was passed at August 26, 2019, a Special Meeting of the APFA Board of Directors; and

WHEREAS, on September 4, 2019, a letter was sent to the 3 former National Officers named in this resolution providing formal notice that the BOD had passed Resolution #2 at the August 26, 2019 Special BOD Meeting demanding that over-payment be recovered and APFA be made whole; and

WHEREAS, on September 18, 2019, a 2nd letter was sent to the 3 former National Officers named in this resolution, providing the auditor’s calculation of the incorrect payout amounts including calculations for each specific former Officer and demanding repayment within 10 days of the receipt of such letter; and

WHEREAS, the 3 former Officers named in this resolution contacted the Base Presidents directly, demanding a review of documentations, a copy of the RLI Insurance Policy, and a meeting to review how the amounts were calculated; and

WHEREAS, the Base Presidents granted an extension for repayment based on this request; and

WHEREAS, on October 30, 2019, the 3 former Officers named in this resolution met with the APFA Treasurer, Legal Counsel, and the APFA Independent Auditor and did in fact review documentation to substantiate amounts and calculations; and

WHEREAS, the 3 former Officers calculated these payouts and made payment to themselves prior to the end of their term, yet continue to make unreasonable demands of the APFA; and

WHEREAS, on November 8, 2019, a 3rd letter was sent to the former Officers demanding immediate payment; and

WHEREAS, to date no payment has been received, nor have they made attempt to set up a payment plan with the APFA;

THEREFORE BE IT RESOLVED; if payment is not received or no payment plan is in place within 14 days of this resolution, APFA BOD will move forward with administrative action to recoup these over-payments.