

# American Local History Network

Regular Meeting Minutes:

Monday, October 7, 2013 @ 7:29pm

By E-mail

## Note from Darlene Anderson, Secretary:

**On October 10, 2013 Nathan Zipfel resigned his position as President of the American Local History Network for personal reasons. At this time, the Board placed the Agenda for October's meeting on hold to consider options as to the resignation of our President and possible replacement of other board positions.**

**I have tried to maintain the normal order of these minutes, but as you can see there were many items the ALHN Board had to discuss, and two complaints were filed. Most everything concerning the Board meeting after October 10, 2013 is placed in the Announcements section of these minutes.**

## 1. CALL TO ORDER:

The regular meeting of the American Local History Network (ALHN) was called to order by Nathan Zipfel on October 3, 2013.

**October 4, 2013**, Nathan sent an email to the Board mailing list requesting that Joyce Gaston Reece continue with his responsibilities for a while longer.

The regular meeting of the American Local History Network (ALHN) was called to order by Joyce Gaston Reece on Monday, October 7, 2013 at 7:29 pm by e-mail. The following is the October 2013 ALHN Board Agenda:

- a) **Minutes** – Approval of September 2013 meeting;
- b) **Standing Rules** –Approval of means to achieve approval of the Standing Rules by the Membership. (After these are approved there will be steps that the state coordinators will need to take in order to obtain contact info from their state volunteers ... as well as the special projects volunteers).;
- c) **Minutes** – Should Minutes be placed on the ALHN web site;
- d) **Links to Reputable Web Sites** – Should the ALHN National web page include links to reputable web sites?;
- e) **Legacy Logos**;
- f) **Marketing** – How can we market ALHN? We talked about this but a plan needs to be formed.
- g) **Articles of Incorporation** – Should ALHN apply for 501-c-3 status which is a Federal non-profit agency?

**PRESENT**, there were 6 board members present: Joyce Gaston Reece, Cyndy Cox, Rebekah Headings, Sharon McCormick, David Johnson and Darlene Anderson.

Nathan Zipfel removed himself October 4, 2013 for personal reasons.

Barbara Hutchinson was added as a Board Member October 14, 2013 and present at meetings after this date.

**2. APPROVAL OF MINUTES**, no additions or corrections to the September 2013 minutes, a motion by Rebekah Headings to accept the minutes as written, Darlene Anderson 2<sup>nd</sup> and the motion carried.

**Per Darlene Anderson - ADDITIONS FROM AUGUST 2013 MINUTES:**

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On August 3, 2013 Joyce Gaston Reece submitted 2 versions of new graphics for ALHN's legacy program. Colleen Pustola is the creator of these graphics. Carol Eddleman resigned her position as Secretary/Treasurer with ALHN; however, she will continue as State Coordinator. This announcement was made by Nathan Zipfel on August 12, 2013.

3. **NEW BUSINESS**, e-mail conversation began according the Agenda, see Item #1 above.

a) **MINUTES: October 10, 2013**, Should Minutes be placed on the ALHN national web site? Joyce Gaston Reece said, "next agenda item are minutes...should we post them on the alhn.org web site? Just to 'brief' everyone...some months ago we did address this issue and elect to do this BUT we have no minute records that verify this. I'm almost of the opinion that we need to add just one more item to the SR's that say's they should be...just to have everything straight. Discussion followed. David Johnson made a motion, "I move that the requirement to post and keep the minutes to the ALHN website be required with the added stipulation that in the case that access to the ALHN web site become lost that the minutes be posted at the first opportunity."

**October 10, 2013**, David Johnson reported, "*In order to act quickly on the more pressing matter, I withdraw my motion concerning posting the minutes to the ALHN web site.*"

b) **MEETING FORMAT:**

**October 3, 2013**, discussion began about our board meeting's format. The java based format we have been using was not sufficient for all board members to login and attend the meetings. We want everyone to be in attendance at our board meetings and we should explore other options. David Johnson suggested the format be kept the same (email) because it would give more time for thought and response.

**October 10, 2013**, Nathan Zipfel reported, "*my resignation is effective upon election of a new President - so that will have to come first. I will ensure that all passwords and such are transferred to the correct people. If you'd prefer an Acting President, that is fine by me. I'll run the election for that position if you can agree on whether to have just a new President or and Acting President.*

*The voting mailing list is set-up as announce only and currently Sharon and I are the only ones who can post to it. I'll change it from Sharon to Darlene and then whoever is elected president.*"

**October 12, 2013**, ALHN is seeking volunteers to fill a vacant Board position. Nathan Zipfel has, regretfully, had to resign due to health reasons. If you are willing to serve please submit your name, email address and ALHN web site address to Joyce Gaston Reece, Darlene Anderson or Cyndy Cox.

c) **LINKS TO REPUTABLE WEB SITES:** on the ALHN National web site page?

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October 3, 2013, discussion began about linking to “outside ALHN” web sites. David Johnson suggested that ALHN should link to outside sites as long as a reciprocal link is given by the site and there should be no links to paid sites or researchers.

- d) **LEGACY LOGOS:**
- e) **MARKET ALHN:** How can we market ALHN? We need a plan.
- f) **ARTICLES OF INCORPORATION:** Should ALHN apply for 501-C-3 status which is a Federal non-profit agency.

## 4. OLD BUSINESS:

### a) **STANDING RULES:** David Johnson made the following motion:

Letters have to go out to the voters in advance of the election, and I don't see how it would be difficult to copy and paste the SR into the email. It also should not take more than copy and paste to quickly create a temporary web page. I say take the path of least resistance, and if we should get ALHN web site access before the vote, then put it there. The separate ballot announcement letter with the voting key and link could also easily have a link to the web page of the SR. If you are ready for a motion, I would want to make a motion to do all that. We should not wait for web site access. I know web site access is needed, but let's not allow that to stagnate progress on everything.

The motion was seconded by Rebecca Headings.

**October 10, 2013**, Joyce was seated as President of ALHN and said the next order of business would be the Standing Rules. She asked that the following revision be reviewed by Board members.

### **Standing Rules for Board of Directors:**

#### 6. Concerning ALHN web site and e-mail lists:

Upon election and placement of a new board of directors or replacement of any Board member the ownership of all mail list(s) and web site(s) affiliated with ALHN shall:

- All passwords and login information for any ALHN web site(s) or associated e-mail list(s) should be in the possession of all board members.
- A webmaster will be appointed and shall hold the responsibility for updating ALHN's web site. Said webmaster will be a board member when at all possible; or an appointed person appointed by the Board.
- Two mail list managers will be appointed. Passwords should be changed as deemed necessary or at the 2 year intervals associated with Board elections or just after each election is concluded and a new Board seated.

Discussion followed.

## 5. ANNOUNCEMENTS:

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**October 4, 2013** – Joyce Gaston Reece requested of Nathan Zipfel to send login information to Darlene Anderson.

**October 4, 2013**, a mention was made by a few board members that their email messages were not being sent by the Board Yahoo Mailing List and everyone was not receiving all messages.

**October 4, 2013**, Nathan Zipfel welcomed David Johnson as a board member.

**October 4, 2013**, David Johnson announced he had found and subscribed to a free voting web site that ALHN could use for future elections. Also said the site would need to be tested.

**October 10, 2013** – Nathan Zipfel tendered his resignation as ALHN's President

**October 10, 2013**, Joyce Gaston Reece sent an email to the board, "we should elect an interim president until we can locate a new board member and hold elections, for the simple reason that we can't proceed with the election on the SR's until we have the login info. The Board member should come next with new officer elections to follow that."

**October 10, 2013**, Joyce Gaston Reece sent an email to the board announcing that, "*I can't post emails to the voting – membership list. Only the owner can and that is Nathan. The email went to the alhn@yahoogroups.com and thru to the alhn-board list but not to the membership voting list which was the most important one. You all should be subscribed to both lists....but I do not know if the voting members are all subscribed to the alhn list.*" She also said that she, "*contacted Nathan this morning asking for the login information to the web site for Darlene and asking that he make one of us board members as owner of the voting list so we can conduct the election for the standing rules. I did not realize that this list was announcement only.*" Joyce went on to said, "*that she would announce a delay in the vote of the Standing Rules election until we can figure out what to do or correct the existing situation.*"

**October 10, 2013**, Nathan reported, "*The voting mailing list is set-up as announce only and currently Sharon and I are the only ones who can post to it. I'll change it from Sharon to Darlene and then whoever is elected president.*"

**October 10, 2013**, David Johnson reported, "*I was selected by the board to fill a vacancy with less than seven members on the board. The Board can elect a President without the seventh member. I suggest we do so before having an election to fill the vacant seat, and that we do that today. I'd like to call for a nominations and a vote to elect a new President, not an interim President. We must do that and get the "keys" now. We cannot even have an election for a seventh member of the board nor for the SR, it seems, until we get the keys. And in the interest of time, I would like to nominate Joyce Reece.*"

**October 10, 2013**, Joyce Gaston Reece reported, "*We have a nomination for president of the ALHN board. Are there other nominations?*" Darlene Anderson 2<sup>nd</sup> the motion. Joyce Gaston Reece called for a vote, yea or nay. David Johnson moved the Nominations cease and on the 2<sup>nd</sup> voted yea. Cyndy Cox voted yea. During the voting of yea or nay for Joyce Gaston Reece as President, Nathan Zipfel per Joyce, "brought into question if I should be conducting this election. As such, If ANY of you want me to step down and allow someone else to take over until after the election is completed I will do so. It is NOT a problem." A discussion followed in regard to "who the appropriate person would be to run the election for President." At this point, Rebekah Headings, Cyndy Cox and Darlene Anderson conducted a review of Robert's Rules concerning this issue and reported our

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findings. Cyndy reported, "*The same is true of vice presidents. Sometimes they have charge of different departments of work and they should be chosen with those duties in view as prescribed by the by-laws. It must not be forgotten that in the case of the absence of the president the first vice president must preside, and in case of the illness or resignation or death of the president that the first vice president becomes president for the unexpired term, unless the rules specify how vacancies shall be filled. In such case the second vice president becomes the first, and so on. It is a mistake to elect a vice president who is not competent to perform the duties of president, using [www.constitution.org/rror/rror-10.htm](http://www.constitution.org/rror/rror-10.htm).*" Darlene Anderson reported the following,

## **ALHN's Bylaws**

### **Article IV**

#### **Section 2**

#### **Removal, Resignation or Vacancies**

*"... Subject to the provisions of 30-3-72 of the Idaho Nonprofit Corporation Act any Director may resign at any time by giving written notice to the corporation addressed and sent to other Board members. A director's resignation shall take effect at the date notice of resignation is received by the addressee's or at any later time specified in the resignation and unless otherwise specified in the resignation, the acceptance of the resignation shall not be necessary to make it effective.*

*If the resignation is effective at a future time, a successor may be selected before that time, to take office when the resignation becomes effective."*

## **ALHN's Standing Rules**

We can't use because they aren't in effect and the SR's presented are the 1st version for ALHN.

## **Robert's Rule of Order Newly Revised, 10th Edition. 2000.**

Elections, page 424, section 25

*"... In the absence of a rule establishing the method of voting, the rule that is established by custom, if any, should be followed, unless the assembly, by adoption of an incidental motion or incidental main motion, agrees to do otherwise."*

## **Viva-Voce Election, page 427**

*"The viva-voce method of election finds application principally in mass meetings – or in cases where a candidate is unopposed or the election is not strongly contested, and the bylaws do not require election by ballot."*

*An example, "Chair: "As many as are in favor of Mr. A for President say aye ... those opposed say no ... They ayes have it and Mr. A is elected President."*

If the noes are in the majority the wording is: Chair: "The noes have it and Mr. A is not elected."

Election by Ballot according to RR can be done but because we do not specifically state in our Bylaws what method to use, "... a successor may be selected before that time ..." (see above) and we don't have to do the election by ballot.

Cyndy Cox reported, "The President has resigned, now what?"

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The Vice-President automatically becomes the President for the remainder of the term of the President. For more information, refer to RONR 10th ed. pp. 442."

**October 10, 2013**, Joyce reported to the membership and the board, *"The ALHN Board of Directors will have to delay the vote on the Standing Rules as announced yesterday. We hope to have things back in order and ready for the vote in the next week or so. I apologize and thank you for your patience.*

**October 10, 2013**, *Just so everyone knows...I have stepped back from conducting the meeting until a new president is elected in an election conducted by the current and resigning president. I know we are all trying to do what is best for ALHN. In the case that the current president has not done so within a reasonable amount of time then we, as a board, can re-examine the situation. I would, respectfully, ask Mr. Zipfel to conduct said election as soon as possible so we may continue on with alhn business. It know that you have all expressed your wishes but our president needs to make things official.*

**October 10, 2013**, Joyce reported to the Board, *"We cannot use the voting membership list to send the ballots that you will create until we get the passwords and for that list. Nathan has that now and I believe Sharon also has the password information. As of now it will only accept mail from the list owner."*

**October 10, 2013**, Nathan Zipfel reported, *"I don't want any animosity to exist - I appreciate and respect every member of the Board and having nothing but positive things to say about each one of you. I will immediately step down and resign immediately so as to not cause any needless distraction. I do want to make it clear that I am not leaving the ALHN, I will only remain with my various states and continue to encourage folks to get involved. Darlene has full access to the Voting List to send messages and view the membership list."* After Nathan's resignation, Joyce reports, *"Does the chair hear any nominations for President for the Board of Directors of ALHN to fill the current term?"*

**October 10, 2013**, Sharon McCormick nominated Joyce Gaston Reece for the President position. David Johnson moved that Nominations cease for President's position. Darlene Anderson 2<sup>nd</sup> this motion. Joyce replied, *"All in favor of ceasing nominations please say aye."* And, *"...please send a yea or nay to confirm Joyce Reece as President of ALHN Board of Directors."* David Johnson made a motion to *"Motion to elect Joyce Reece as President by acclamation."* All Board members voted "Yea" to accept Joyce Gaston Reece as ALHN's next President. Joyce requested that Darlene Anderson send an email to Nathan Zipfel, *"...please send Nathan an email so that he is aware of our decision and can forward the necessary information."*

**October 11, 2013**, A complaint was lodged about whether proper procedure was followed in the appointment of David Johnson by Nathan Zipfel. Discussion followed. The Idaho Nonprofit Corporate Corporation Act Title 30 Chapter 3 Section 72 (b) was cited, which states,

*"Vacancy on board. (1) Unless the articles or bylaws provide otherwise, and except as provided in subsections (2) and (3) of this section, if a vacancy occurs on a board of directors, including a vacancy resulting from an increase in the number of directors: (b) The board of directors may fill the vacancy;"*

The articles and bylaws did not provide otherwise. Darlene made a motion to appoint David Johnson as Parliamentarian Board of Director. Sharon McCormick 2<sup>nd</sup> the motion. The motion carried.

**October 11, 2013**, Joyce asked the board to vote on two issues:

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1. Was to accept or deny the re-written Standing Rules as written;
2. Was to determine a membership vote on acceptance of the SR's by voting yea to do so or nay to allow Board approval to suffice.

**October 12, 2013**, Joyce reported that all of ALHN's mail lists are on yahoo-groups. Personally, I do not prefer this means of communication at all. Management of the lists is difficult, there is only ONE owner that can fully manage the lists (and that is against our standing rules/bylaws) and they aren't always reliable. Getting emails to return to the proper person or list is a pain in the neck for all of us.

I would like to see new lists created at the more reliable and simpler to use lists at [www.rootsweb.com](http://www.rootsweb.com).

Reasons:

There can be multiple list managers. We could all login using the same info and control the lists. Management is simpler and reliable.

## **We would need 4 lists:**

1. ALHN General for everyday discussion.
2. ALHN Voting which comprises the registered voters (or we could simply keep a list of registered voters which would overcome those who dislike mail lists and won't subscribe. Use a balloting system as used in the last election. BUT the bylaws call for the voting membership list and we may have to keep it.
3. ALHN Board for same as it is now
4. ALHN Board Executive Session – IE – when we were doing the bylaws we needed a list for that discussion or if there was an issue that needed private discussion between board members. Cyndy, as membership coordinator, would have the responsibility of seeing that the membership voting list has the same subscribers as the current one does....as well as the alhn general list but we can always help.

**October 12, 2013**, David Johnson announced that the board was voting on 2 different motions at the same time. Joyce reported that Darlene Anderson made a motion to accept the Standing Rules. David Johnson 2<sup>nd</sup> the motion. The motion carried. Joyce reported, "The second one was whether or not to put standing rules to the membership for a vote of acceptance. Yes being for the board to accept and use them without a membership vote. Nay meaning that we should have membership approval via a balloting system." There was no motion or 2<sup>nd</sup>, but everyone voted "yea".

**October 13, 2013**, Joyce reported, with the issue of the Standing Rules out of the way we are going to take some time to catch our breath and do a few things that need doing.

I have sent a letter to the membership voting list and have not gotten a response for people willing to fill the vacant board position. I will send an email to the alhn and other lists now. If we have not response from these we will begin locating and asking for people to fill the position. David, Can you have us a presentation ready by Tues or Wed concerning your ideas for the new meeting format?

Cyndy, Would you please continue to try to establish contact with Tennessee's county coordinators and make a list of them. For the list of names with no contact on the page try doing google or bing searches for them. We will have to soon have other state coordinators do the

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same thing now that the SR's are in place. You are more than welcome to get someone to help with this if you want help. You are going to be busy over the next weeks/months establishing contact with all the state coordinators and having them contact their county coordinators.

Darlene, would you please get the web site updated, post the standing rules and a general clean up and upgrade. Put the minutes that we have on the site.

I will apply for the mail lists at rootsweb later today. That usually takes a day or so. We will need to manually subscribe, somehow, those now subbed to the yahoo groups lists. Sharon, are you and Rebekah willing to help Cyndy with this, please?

Rebekah, Since you created the alhn facebook page are you willing to come up with ways to help increase its usage?

I will edit the standing rules to reflect the latest items and send to you later today or tomorrow. Here are the agenda items we will be discussing in the coming weeks....

1. Meeting format
  2. Replacement of Board Member
  3. ALHN.org discussion
    - a. location of
    - b. Minutes posted report from Darlene
    - c. Reputable links on the site
    - d. Re-design?
    - e. Appointment of web master? Is a web master or an assistant needed?
  4. Need for more Legacy Logo's
  5. Marketing ALHN
  6. At some point in the future we should discuss the plausibility of applying for Federal non-profit status as opposed to Idaho non-profit status. Whether this would be of a benefit for the future of ALHN. (I have already done three of these applications and they aren't that difficult.)
- Darlene, at the end of October we will break off the agenda so you can write the minutes which may be a difficult job this month. If you need help just holler. We will take up the November Agenda at whatever point we are at by then.

Joyce Gaston Reece

**October 12, 2013**, Darlene Anderson nominated Barbara Hutchinson for a position on ALHN's Board of Directors. Cyndy Cox 2<sup>nd</sup> the motion. The motion carried.

**October 14, 2013**, Everyone voted yes to appoint Barbara Hutchinson to fill the vacancy on the Board of Directors the motion carries.

Darlene please see that she subscribes to all the mail list, signs the oath of office and sends proper contact info to Cyndy.

As soon as this is completed we'll elect a new vp

It has also been suggested that we re-examine the Secretary/Treasurer position. The bylaws do not state that they should both be the same or two different people but the position is clearly defined as a separate one.

Officers are in this order of rank

President

Vice President

Secretary



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Treasurer

Membership Coordinator

Board appointed positions

Parliamentarian

Web site manager

Please think about this issue and we'll discuss it once Barbara is in place.

Is there a volunteer for the VP slot?

Joyce Gaston Reece

**October 14, 2013**, Joyce Gaston Reece asked if anyone would volunteer for the Vice-President position. Darlene Anderson volunteered. Sharon McCormick nominated Darlene Anderson for the position of Vice-President. Cyndy Cox 2<sup>nd</sup> the motion. David Johnson made a motion that nominations cease. Motion carried.

**October 15, 2013**, Darlene Anderson was seated as Vice-President and Barbara Hutchinson was seated as a Board Member, by unanimous votes by the Board of Directors.

Joyce asked for volunteers to serve as Secretary and Treasurer, as these two seats are vacant.

Darlene Anderson nominated Rebekah Headings for the office of Secretary for ALHN. Cyndy Cox 2<sup>nd</sup> the motion.

Joyce Gaston Reece recommended Sharon McCormick for the position of Treasurer. Sharon volunteered also. Darlene Anderson made the motion. Rebekah Headings 2<sup>nd</sup> this motion for Sharon to serve in position of Treasurer.

**October 16, 2013**, Joyce reported, *"We're finally getting over some of the speed bumps and can go on with business. David is working with everyone to see if ICQ will work for a 'meeting format' for everyone. If this works out good for everyone we'll discuss it and take a vote. I'm thinking we may use the new rootsweb mail list, which I should get the info for today or tomorrow, and lay out the issues then we can use the icq to discuss and vote. It would be much simpler, I think, if everyone had an email which told of the issues and options beforehand. (David hasn't said positively but I think he will be adopting Georgia's state site.) Cyndy, Rebekah, David, Barbara, would you all please begin discussions on how to best begin volunteer recruitment? I think we'd all be willing to re-vamp the web site to include a page on this subject should you want to do that. You'll want to get yourself 2 or 3 people from the membership for the committee. I would also recommend any and all rootsweb or other mail lists we are on. That will be one of our best sources. Another good way to advertise is your signature line in your emails.*

*It occurs to me that we need a tag line...something to the effect "keeping genealogy free" "ALHN-Volunteer history & genealogy at its best" ..... yes I know these are awful but my coffee hasn't kicked in yet, but you get the idea.*

*IE: Joyce Gaston Reece, President, [www.alhn.org](http://www.alhn.org)"*

Darlene Anderson reported, *"Slogans: A Central Point for Free Genealogy, or We Volunteer to Keep Genealogy Free."*

**October 21, 2013**, Joyce Gaston Reece reported, "We as a board of directors have been having a lot of problems managing the yahoogroups mail lists. Because of the re-occurring problems we have created new mail lists at rootsweb.com. They are much the same as we have now.

- ALHN-BOARD@rootsweb.com - This is the list we will be conducting meeting on beginning November 1, 2013. Any voting member may subscribe. With permission granted prior anyone may address the board. Otherwise it is moderated to everyone except Board members. We hope every member subscribes to this list.

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- ALHN-VOTING-MEMBERSHIP@rootsweb.com - This is the 'voter registration' list. EVERY alhn member is urged to subscribe to this list. This is the list in which all your officers are elected and other important votes are conducted. There are now 'emeritus' voting privileges. This condition is within the bylaws at [www.alhn.org](http://www.alhn.org). We encourage everyone to subscribe, please!
- ALHN@rootsweb.com This is the list where we discuss everything concerning ALHN. We also encourage EVERY volunteer to subscribe to this list.

Communication between all alhn volunteers is a beautiful and excellent thing. I truly believe that ALHN has a group of volunteers on this current Board of Directors that is going to give the best they have to seeing that ALHN begins to grow and become a vital part of the genealogical community once again. We want all of you to be a part of this project. Let us hear your input, ideas, problems, whatever you might need help with or have created. We really want to know and you sure don't want to miss out being a part of ALHN's future.

Now, to subscribe to these lists is a simple issue: Type the listname/address or click on these addresses. [ALHN-BOARD-request@rootsweb.com](mailto:ALHN-BOARD-request@rootsweb.com). [ALHN-VOTING-MEMBERSHIP-REQUEST@rootsweb.com](mailto:ALHN-VOTING-MEMBERSHIP-REQUEST@rootsweb.com). [ALHN-request@rootseb.com](mailto:ALHN-request@rootseb.com). Type the word subscribe in the subject line of the email and send. You will soon receive an email to confirm your subscription. Joyce Gaston Reece, President, ALHN.

Joyce received an email that an "L" or "D" (for Digest mode) had to be included in the "request" email to join a list.

**October 21, 2013**, David Johnson has been checking out various web sites that would allow us to have Board meetings in a chat format. Some of the sites checked were IRC program, Google Hangouts and ICQ. It was determined that all of these options did not work for one person or another.

**October 28, 2013**, A question arose as to contact information that is requested of all members of ALHN. A discussion followed. This item will be placed on the Board meeting Agenda in November 2013.

**Respectfully Submitted,**

Darlene Anderson

ALHN Secretary

October 6, 2013, date sent was November 3, 2013

Corrected Copy sent November 5, 2013 to all executive board members.