

MINUTES
NORTH AMERICAN VEXILLOLOGICAL ASSOCIATION
BOARD MEETING, Sunday, 13th October, 1996

The meeting was called to order at 20:30 by President Charles Spain in the Drake Room of the Fountain Springs Hotel, Sacramento, California. President Charles Spain, Corresponding Secretary David Breitenbach, Recording Secretary Michael Halleran, Treasurer Peter Orenski and 10 non-voting members in attendance. Absent Vice-President Bill Trinkle.

Moved: Charles Spain
Seconded:

That the meeting be limited to 1½ hours, and that the agenda prepared by Nicholas Artimovich be followed.

Carried

Moved: Charles Spain
Seconded:

That the 1997 annual meeting NAVA 31 be held at 08h30 on Saturday, 11th October, 1997 at the Blackstone Hotel, Chicago, Illinois.

Carried

It was noted that the convention fee remained to be set.

Discussion regarding NAVA 32 in Québec, and how to assist M. Jean-Robert Zonda in planning it.

Moved: Charles Spain
Seconded:

That the position of NAVA Shopkeeper be created.

Carried

Moved: Charles Spain
Seconded: David Breitenbach

That President Charles Spain and Treasurer Peter Orenski be designated signing officers for the Association's banking business. (See attached corporate resolution)

Carried

Peter Orenski reported on the results of a survey regarding *NAVA News*, making suggestions for

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NAVA PRESIDENT

areas needing improvement. Discussion followed. The general consensus was that information should be more timely and that provision should be made to provide more service to members.

Discussion regarding advertising in *NAVA News*. It was agreed that advertising should be permitted for collectors and flag related events. The details would be worked out by the Publications Committee.

John Purcell reported on the need for considering hiring a paid managing editor for *Raven*.

Charles Spain announced committee and other appointments:

Historians:	Vanessa Van de Putte Peter Van de Putte
Parliamentarian:	Don Healy
Protocol:	James Ferrigan
Registered Agent:	Ernest Aitchison
NAVA Shopkeeper:	Nicholas Artimovich
Auditors:	Peter Kinderman, Chair Lee Herold Gustavo Traccia
Budget:	Nicholas Artimovich, Chair Peter Edwards Peter Orenski
Convention:	Mary Ann Docktor-Smith, Co-Chair Randy Smith, Co-Chair Rich Kenny Lynn Knights Jean-Robert Zonda
Membership:	Jack Lowe, Chair Andrew Biles Barbara Herold Peter Orenski Harry Oswald
Program:	Bill Trinkle, Chair Mary Ann Docktor-Smith Randy Smith

Gustavo Traccia

Publications: John Purcell, Chair
Jim Croft (*NAVA News* Editor)
Scot Guenter (*Raven* Editor)
John Gámez
Kevin Harrington
Jon Radel

Publicity: Jon Radel, Chair
Carita Culmer
Don Healy

Moved: Charles Spain
Seconded:

That the appointments be accepted.

Carried

Discussion regarding publications — *NAVA News*, *Raven* and a proposed *NAVA Handbook*. It was decided that a welcoming package should be made up for new members and that one of the things that it should contain would be the *NAVA Handbook*, as an undated edition of *NAVA News*, revised approximately every five years, containing information about NAVA and colour illustrations of the flags of the NAVA conventions.

Discussion regarding fees for non-members attending NAVA conventions.

Discussion regarding honouring long term members.

Motion: Charles Spain
Seconded: Michael Halleran

That adjournment of the meeting be postponed for 15 minutes to permit discussion about the NAVA web site.

Carried

Discussion about the NAVA web site and the reservation of a “nava.org” domain. It was agreed that the \$50.00 annual cost for the domain was well worth it, and that the web site was a promising source for new members. The publicity committee was to be in charge of the web site.

Adjourned.

October 1967

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That the appointment be accepted.

United

The following regarding publications — A VEXILLOLOGICAL YEARBOOK and a proposed VEXILLOLOGICAL YEARBOOK. It is suggested that a working package should be made up by the members and that one of the members should be the VEXILLOLOGICAL YEARBOOK, as in the case of the VEXILLOLOGICAL YEARBOOK. The package should contain approximately every five years, containing information about VEXILLOLOGICAL YEARBOOK and other information.

Discussion regarding the new members attending VEXILLOLOGICAL YEARBOOK.

The new members attending VEXILLOLOGICAL YEARBOOK.

Michael Charles Spear
Michael Charles Spear

The purpose of the VEXILLOLOGICAL YEARBOOK is to provide information about the VEXILLOLOGICAL YEARBOOK.

United

The reservation of a name is a right. It is well worth it and that the web site is a promising. The public committee was to be in charge of the web site.

NORTH AMERICAN VEXILLOLOGICAL ASSOCIATION

I hereby certify that this is a true and correct copy, consisting of 6 pages(s), as taken from the original on file in this office. (including 3 following)

Recording Secretary
Date



**BOATMEN'S®****CORPORATE RESOLUTION**

OFFICE NUMBER

ACCOUNT OFFICER

ACCOUNT NUMBER

01-2061-904840

Name of Corporation: North American Vexillological Association
☒ Not-for-Profit Corporation

I hereby certify to Boatmen's First National Bank of Kansas City (hereinafter called "Boatmen's")
(Name of Bank)
that I am the Secretary / ~~Assistant Secretary~~ of the above named Corporation and the keeper of the records and corporate seal (if any) and that the following is a true and correct copy of the resolutions adopted by unanimous consent of the Board of Directors of said Corporation, on October 13, 19 96, and that the following described resolutions checked below are now in full force and effect.

(CHECK APPROPRIATE BOXES)

☒ **DEPOSITORY AND WITHDRAWAL AUTHORIZATION** (If checked, please complete, date, sign, and seal Schedule A, attached hereto.)

Be it Resolved, that Boatmen's is designated a depository in which the funds of this Corporation may be deposited and/or withdrawn by any of the persons listed on Schedule A in the manner so designated. Each person as designated on Schedule A is authorized to indorse for collection, deposit, or negotiation any and all checks, drafts, notes, bills of exchange, certificates of deposit, and orders for the payment or transfer of money, either belonging to or coming into the possession of this Corporation. Indorsements "for deposit" may be written or stamped. Each person as designated on Schedule A is authorized to sign any and all checks, drafts, and orders, drawn against any accounts of this Corporation (including savings accounts) with Boatmen's. Boatmen's is authorized to honor and pay all checks, drafts, and orders when so signed or indorsed, including those drawn or indorsed to the individual order of any such person listed on Schedule A.

☐ **SIGNING AUTHORIZATION** (If checked, please complete, date, sign, and seal Schedule B, attached hereto.)

Be it Resolved, that any of the persons listed on Schedule B, in the manner so designated, is authorized to sign and implement for and in the name and on behalf of this Corporation, as they, or any of them may see fit, the terms of all agreements, instruments, drafts, certificates, or other documents relating to any depository accounts or other business of the Corporation including, but not limited to:

- | | |
|---|---|
| <input type="checkbox"/> Payroll Agreement | <input type="checkbox"/> Safe Deposit Authorization |
| <input type="checkbox"/> Repurchase Agreement | <input type="checkbox"/> Other _____ |
| <input type="checkbox"/> Night Depository Agreement | _____ |
| <input type="checkbox"/> Funds Transfer Agreement | _____ |

☐ **BORROWING AUTHORIZATION** (If checked, please complete, date, sign, and seal Schedule C, attached hereto.)

Be it Resolved, that any of the persons listed on Schedule C, in the manner so designated, is authorized, on behalf of this Corporation: (i) to borrow money, guarantee loans, or obtain credit from Boatmen's from time to time, in any amount, for any length of time, upon any terms, and with any security as they or any of them may see fit; and (ii) to execute and deliver notes, drafts, acceptances, guaranties, or other credit instruments or agreements in form acceptable to Boatmen's and (iii) to pledge, assign, and/or deliver as security, stocks, bonds, bills, and accounts receivable, security agreements, mortgages, deeds of trust, bills of lading, insurance policies, certificates, and any other property of this Corporation, with full power to indorse or assign in the name of this Corporation and to execute and deliver any and all documents required by Boatmen's to implement the authority conferred by this Resolution.

DEPOSITORY / WITHDRAWAL AUTHORIZATION

OFFICE NUMBER

SCHEDULE A OF RESOLUTION

ACCOUNT OFFICER

01-2061-904840

ACCOUNT NUMBER

I certify that the following person(s) whose genuine signature(s) appear next to their name are officers / ~~employees~~ / agents / trustees of the North American Vexillological Ass'n, duly qualified and acting as such;

TITLE

NAME

SIGNATURE

President

Charles A. Spain Jr

Treasurer

Peter S. Orenski

Please indicate below in what manner the designated persons are to sign (singly, any two, jointly, etc.). This must agree with the signature card.

Singly; jointly if in excess of \$100.00—

In witness whereof, I have hereunto subscribed my name and affixed the seal (if any) of said corporation,
this 13th day of October, A.D., 19 6.

SEAL

NORTH AMERICAN VEXILLOLOGICAL ASSOCIATION

I hereby certify that this is a true and correct copy, consisting of 1 pages(3), as taken from the original on file in this office.

Secretary, Partner, Sole Proprietor

IMPORTANT:
Imprint of
Seal Here
(if any)

Recording Secretary



☐ **FACSIMILE SIGNATURE AUTHORIZATION** (If checked, please complete, date, sign, and seal Schedule D, attached hereto.)

Be it Resolved, that Boatmen's is authorized and directed to honor checks, drafts, and orders for the payment of money drawn on any of the accounts of this Corporation including those drawn to the individual order of any person when the check, draft, or order bears or purports to bear the facsimile signature as shown on Schedule D. Boatmen's shall be indemnified and held harmless against any forgery, or unauthorized use or misuse of the facsimile signing devices.

Be It Further Resolved, that the Secretary / Assistant Secretary of the Corporation is authorized to certify to Boatmen's the names, titles, and specimen signatures with respect to any additions or deletions of persons authorized to carry out the purposes and intent of these resolutions and that all of the foregoing sections checked above shall continue in full force and effect until express written notice of rescission or modification is received by Boatmen's. If the authority contained in any or all of them should be revoked or terminated by operation of law without such notice, it is resolved that Boatmen's shall be indemnified and saved harmless from any and all losses suffered or liabilities incurred by it in so acting after such revocation or termination without notice.

In Witness Whereof, I have hereunto subscribed my name and affixed the seal of the Corporation, this

13th day of October, A.D., 19 96.

Michael F. H. Halloran
(To be signed) Secretary

36-2669817

Federal Tax Identification Number

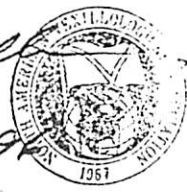
NORTH AMERICAN VEXILLOLOGICAL ASSOCIATION

I hereby certify that this is a true and correct copy, consisting of 2 page(s), as taken from the original on file in this office.

Michael F. H. Halloran

Recording Secretary

Date 13th Nov - 1996



I hereby certify that this is a true and correct copy, consisting of 2 page(s), as taken from the original on file in this office.

NORTH AMERICAN VEXILLOLOGICAL ASSOCIATION