

**COMBINED MEETING MINUTES OF THE OFFICERS OF THE PIEDMONT SILVER EAGLES AND THE  
MEETING LATER WITH THE ENTIRE BOD**

**September 8 and 16, 2023**

**Location : Tele-Conference**

**OFFICER MEETING ATTENDANCE. (9/8/2323)** President, Danny Young, called the meeting to order. Members in attendance: Capt. Dave Westberg (VP), Capt. Buddy Bowen (E-VP), Capt. Craig Pinto (SEC), Bridget Beck (TREAS).

**BOD MEETING ATTENDANCE. (9/16/2023)** All officers as listed above, plus Ron Gabor, Harvey Horn, Bill Carico, Chris Runge. (9 Total)

**Others Present**

None

**REVIEW OF PREVIOUS MINUTES.** Minutes from the prior meeting were available on the website. Reading was waived by the President, and approved by all members.

**TIME CALLED TO ORDER: 1500**

**INTRODUCTION BY:** President Danny Young. The purpose of these meetings were to initially review the latest update of the PSE By-Laws by the officers, then if no changes, the new copy would be sent to the entire BOD for review, then another meeting would be scheduled to continue the discussions and vote on whether to forward the By-Laws to the General Membership for a vote at the annual convention (2023 Reunion) in Myrtle Beach.

**OFFICER and BOARD DISCUSSION:**

The main purpose of updating the By-Laws was to bring them up to date with current North Carolina law, and remove any items that are no longer applicable. Also, to add items such as the definition of a quorum during meeting votes, Electronic (Online) Voting, Proxy Voting for By-Law changes and Board Member term limits. The relationship between PSE and PSE Charitable Funds was also addressed. Prior By-Laws stated the Charitable Funds was a subsidiary of Piedmont Silver Eagles. After extensive discussions with our contracted By-Law legal council, it was explained to us the term "Subsidiary" was not a term that was recognized in the environment we are operating in, so it could not be included in the By-Laws. We discussed updating our Policy and Procedures manual, and describing the valued relationship there in the form of a Mission Statement.

**A.** During the 9/8 meeting, the officers reviewed and discussed each section of the By-Laws, with deeper discussions on the items they had the most edits and changes. After reviewing all sections, and making a few corrections it was decided by the officers to have the entire board review it for any further concerns.

**B.** On 9/16 an additional full BOD Tele-Call was scheduled to continue the discussions, and vote on whether to forward this version to the General Membership so they would have the required 30 day notice. The new BY-Laws were emailed to the BOD for their review prior to the next meeting.

**C.** President Danny Young, reviewed the highlights of the changes to the full BOD, and asked if there were any questions or concerns before we voted. A board member, then asked where the section was that explained the relationship between PSE and PSE-CF. Both President Danny Young and Secretary Craig Pinto, explained that legally the Charitable funds is a separate entity, as required for Non-Profits under NC law. Indicating that the CF is a subsidiary of PSE could not be located in the By-Laws which are legally binding.

**D.** Some board members indicated this was not the vision of the PSE when it was created, and they had to be tied together and related in some way. It was explained to them that would be included in the new updated version of the Policy and Procedures manual, but could not be in the By-Laws and be in accordance with NC Non-Profit law.

**E.** After there was no further discussion, there was a motion to vote on sending this to the General Membership for approval.

**F.** The motion had a second, and the vote was taken by the 9 board members.

**G.** The vote results were 3 IN FAVOR / 6 Against.

**ADJOURNMENT:** With no further business to discuss or resolved before the BOARD, the meeting was adjourned at: 15:56

(Minutes Respectfully submitted by PSEI Secretary – Craig J. Pinto) (Date - 9-25-2023)