

## Mormon Battalion Association

### Special Quorum

Members Attending: LTC Max Jamison, COL Jerome Gourley (electronically), MAJ Johnny Hayes & MAJ Anthon Jeppesen

Special Guest: M. Gordon Johnson

10:00 AM, Saturday, 14 April 2012

Mormon Battalion Association Offices

3301 East Louise Avenue (2920 South)

Salt Lake City, Utah 84109

Current members of the Executive Staff were LTC Max Jamison, COL Carl Larson, COL Jerome Gourley, Steven Rinehart, Ron VanLeuven, MAJ John Hayes, MAJ Anthon Jeppesen, and Margaret Larson.

The meeting was called to order at 10:00 AM with LTC Jamison, MAJ Hayes, MAJ Jeppesen, and special guest M. Gordon Johnson in attendance. COL Larson, Mr. Rinehart, Mr. VanLeuven, and Mrs. Larson were excused.

Mr. Johnson read his 12 April 2012 letter to the Executive Staff detailing his recommendations for the Mormon Battalion Association, including replacing the current leadership structure with an elected nine member Board of Directors governing appointed committees. Action on this letter was deferred to a meeting after the 14 June Heritage Day Program and the 24 July Days of 47 Parade when we would have greater time to consider his recommendations.

MAJ Hayes and MAJ Jeppesen motioned to appoint M. Gordon Johnson an acting member of the Executive Staff in order to achieve the minimum quorum of four necessary to enact motions. LTC Jamison objected on the grounds that this would set precedent for any members of the Executive Staff to create a temporary quorum to enact motions contravening the will of the majority of the regular Executive Staff. An *impasse* resulted until COL Jerome Gourley joined us electronically at about 10:20 AM, and we had the prescribed minimum quorum of four without Mr. Johnson.

MAJ Hayes then presented two motions:

#### **Motion #1**

That the Mormon Battalion Association Executive Staff adopts the Utah Nonprofit Association (UNA) “Standards of Ethics for Nonprofit Organizations in Utah” as part of their regular practices.

This motion was carried unanimously. All agreed that the Mormon Battalion Association must maintain the highest ethical and legal standards, which will – among other things – encourage donors to be more willing to make grants and endowments.

## **Motion #2**

That Johnny Hayes & Anthon Jeppesen serve as the Executive Directors of Business Operations for the Mormon Battalion Association [MBA], allowing them to conduct the day-to-day business of the MBA and all of its operational needs, while continuing to report to the Executive Staff.

This would include, but not be limited to conducting necessary financial transactions, the designing and ordering of product and/or merchandise, the maintaining of all current on-line properties, coordinating with legal to ensure stability, and all other needs that fall under the business operations of the MBA.

These duties will supersede any current duties and roles as listed in any MBA publications. This is to be put into effect immediately and continue as the MBA Executive Staff makes every effort to modify its current structure to help strengthen the MBA so it will meet the needs of future growth.

LTC Jamison stated that it was his opinion that this motion was unnecessary, since MAJ Hayes and MAJ Jeppesen were already authorized to perform all the described duties as leaders of the Continental Support Staff, and that use of such titles might be confusing, since each already held the generic legal title of "Director" on the Mormon Battalion Association Board of Directors. MAJ Hayes responded that they needed the new, more descriptive titles to better interact with outside businesses in behalf of the MBA. LTC Jamison stipulated that these new titles would simply be pseudonyms of convenience or *nom de plumes* for **external** business operation purposes, but there would be no change in their actual duties or **internal** titles, i.e., MAJ Hayes would continue as Chief Multimedia/Operations Officer (S3) and acting Public Relations Officer; while MAJ Jeppesen would continue as Chief Communications Officer (S6), acting Webmaster, acting Finance Officer (S8), and acting Acquisitions/Fund Raising Officer. Acknowledging LTC Jamison's stipulation, the Executive Staff unanimously approved this motion.

The meeting was adjourned at about 11:00 AM, whereupon Maj Hayes and Maj Jeppesen and Mr. Johnson immediately began discussions regarding *A Soldier's Tale*, the documentary movie they are producing.