Northwest Michigan Engine and Thresher Club, Inc.

Monthly Membership Meeting Minutes

Date: 11/5/2021 **Time: 7:30pm** **Place: Club House**

Executive board members present: ☒ Todd Benson, ☐ Brandon Jenkins, ☒ Mike Woodward, ☒ Barb Hobson, ☒ Janice Clous, ☒ Larry Clous, ☐ Frank Holzschu, ☒ Carl VanWylen, ☒ Ham Hobson, ☒ Steve Scott, ☒ Jim Luper, ☒ Ron Decker (Past President) ☒ Lisa Gulliver (Trustee Elect)

Meeting called to order at 7:31pm and all were welcomed by President Todd Benson

The Pledge of Allegiance was recited by the Membership

Opening prayer was given by Pastor Hewlett

There were no deaths or illnesses reported.

The floor was turned over to Trustee Steve Scott. He read a letter that he had presented to the E board during closed session on 10/15/21 titled **"Election issues and concerns observed during the October 1st election meeting"**. (See below)

Election issues and concerns observed during the October 1st election meeting.

First observation: The election was not held in accordance with the bylaws of The Club which was noted by some of the members that was in attendance.

Article 9, section C states;

"The Election Committee will consist of the Past President as Chairperson and a Co-Chairperson. They will choose at the October meeting from members present three "inspections of elections" who shall verify members identification and eligibility prior to providing a ballot to vote and six members "Election Committee" to count election ballots."

1st question: Who was the Co-Chairperson of the election committee?

2nd question: Why didn't the "Election Committee" chose from the attending membership after the voting polls were closed?

Second observation from the membership was the Election Committee consisted of the six same members for the last three previous elections??

This leads to Article 8, section B, and subsection 4 of the bylaws, Presidents duties; The Presidents duties are to "Ensure that the regular elections are held in accordance with The Clubs bylaws." The President should have informed the Election Chairperson that the bylaws were not being followed before the counting of the ballots.

Third Observation: Moving on to Ballots, Article 9, section D, subsection 2, Write- in candidates.

"Every ballot shall contain a location for write-in candidates for each position. Any write-in candidate must be a member in good standing of The Club for the proceeding three years."

With the write-in candidates on the ballot there was an experiment conducted by the membership undenounced to the Election Committee or the E Board at the time of voting.

From three (3) members testimony after the meeting that they wrote in Ginger Farnsworth for the Secretary position.

What raised concern that only one (1) write-in was reported by the Election Chairperson at the time the results were read. There was also no reported "spoiled ballots"

Another concern was the call for a motion for the destruction of the ballots from the Election Chairperson. In the Clubs policy and procedures, we have not destroyed the ballots for over 5 years now.

With all the concerns listed above I would highly recommend a COMPLETE audit of the entire election. This would include ALL ballots. What should be produced at the time of the audit is all requests for absentee ballots so the Election Inspectors can verify the eligibility of the requestor along the return envelope

that the ballot was returned to the Election Chairperson to coincide with the request.

I hate to say it, but with the way the election was conducted, not reading off any spoiled ballots, not having read the 3 write in's for secretary, is very unprofessional and causes members to have doubts about the integrity of the election process.

I would like to have this read at the next general membership meeting to let the concerned members know that these issues are being looked into.

During the October 15th meeting this letter was discussed by the e board and a motion was made. Steve asked Secretary Mike Woodward to read that motion, and subsequent amendment from that meeting. Mike was authorized to read the following motions from the closed e board minutes dated 10/15/21,

*"**Motion by Ham Hobson, to conduct a complete audit of the 2021 election to include: return envelopes, ballots, membership rolls, spoiled ballots, requested absentee ballot list, absentee ballots sent and returned.* *No second was heard and there was discussion on having the lawyer review everything before any action was taken. Steve Scott said that the members involved want this letter read aloud at the next meeting and no delays should occur. Most felt that our club lawyer Eric should be consulted before any action is taken.*

Ham was asked if he would amend his motion to include the words ***"pending guidance by the club attorney"***

*****Motion by Ham Hobson, 2nd Larry Clous to amend the above motion to read: to conduct a complete audit of the 2021 election to include: return envelopes, ballots, membership rolls, spoiled ballots, requested absentee ballot list, absentee ballots sent and returned, pending guidance by the club attorney. Yeah/Nay vote passed unanimously".***

The above letter was initially presented to the E board by Steve Scott with no names attached or mentioned, Steve clarified to the members present that he was the author of the letter and that he knew all three un-named members who were mentioned within and that he would verify that they are all members in good standing. Steve also said that he felt this was not a closed session matter and had requested time tonight to read it to the membership as he feels that the club needs to follow the By-laws and not deviate from them.

Steve then read the attached letter from club council Eric Field. He was consulted by President Benson after the 10/15/21 E board meeting per the motion that was made. It included his findings on the election after investigating the concerns of the letter above. (See letter attached)

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To:
Northwest Michigan Engine and Thresher Club Inc.
C/O Todd Benson, President

Hello, Todd

You asked me to opine whether the anonymous letter handed to the E-Board during closed session on 15 October 2021 should be read aloud during the next general membership meeting as requested by Steve Scott.
There are several points to touch on here.
First, the E-Board has ZERO authority to audit the election themselves or have any dealings regarding the process of election. Those duties are the sole responsibility of the Past President, per the club's bylaws.
The E-Board may request a recount of the ballots, however, as Past President, Ron Decker will be tasked with conducting that recount.
Additionally, the E-Board has the authority to question the Past President on the election and the processes employed by him in the fulfilment of his duties as Past President.

Secondly, regarding the anonymous letter that was presented by Steve Scott stating that the "members" would like this letter to be read to the general membership without delay.
Without a name associated with the accusations there is no way to determine if the individual or individuals associated with the letter are members. Without determining their member status, we cannot confirm if they have standing to even bring this challenge to the Election.

With something as important and serious as election integrity, allowing an anonymous accusation to cast doubt on the entire process is dangerous and irresponsible and a very slippery slope.
Should the alleged members that have drafted this letter wish to sign their name to the document, their identities may remain secret and not disclosed to the general membership. These concerns should be addressed in closed session of the E-Board
Without even looking into the merits of the letter, a letter drafted by "someone" who's identity is not verifiable cannot be read to the membership
As a final point, the process that Ron Decker uses is very similar to the process used by Tom Graham for many years.

I will attempt to answer the questions posed in the anonymous letter.
1st question: the co-chair for the elections is Chris Decker. Chris was also the co-chair for Tom Graham
2nd question: the election committee was chosen from attending membership. Ron Decker called the election inspectors of his choosing the day prior to the election to confirm that they were going to be able to attend the meeting and serve in the requested capacity. Ron Decker does this because in years past, when Tom Graham would ask for volunteers directly from the floor, it would be a scramble to verify that their membership was current and that they were able to serve in that capacity. By pre-calling the inspectors, this streamlines the process on election night.
The inspectors can be any current member that the Past President chooses. The inspectors were the same for the last two elections, not the last three.

Furthermore, after speaking with Ron Decker and delving into the policy and procedures that Ron has in place to conduct the election process, I have located the discrepancy in the vote counts regarding Ginger Farnsworth for Secretary.
In the vote counting process there were several drafts of the vote tally. In transferring the totals from the last draft to the final official copy, Ron Decker made a clerical mistake. Ginger actually received 4 votes, but with the poor lighting in the kitchen coupled with Ron Decker's cataracts, the 4 was incorrectly written down as a 1.
I have seen the tally sheet showing 4 votes for Ginger.
Ron Decker missed it, the Election Inspectors missed it. It was an honest mistake. The vote counts for the Secretary position were not close. Mike Woodward received 203 votes to Gingers 4. When the entire group went over the final numbers they were looking for who received the most total votes, not the lower vote totals.

There was only one spoiled ballot, and that was an absentee ballot that was returned cut in half be a machine at the Post Office.
All other ballots were counted.

I have asked Ron Decker to draft a detailed account of his procedures. Hopefully, his account of what he does and why he does what he does will help calm the fear and distrust surrounding the election process that Barb Hobson has stated that "many members" have expressed.

I hope that this answers your questions,

As always, should you have any further questions please feel free to reach out.

Best,

Eric Field esq.

After reading Mr. Field's letter, Steve read the following e mail, which he had sent to the e board after they were presented with Mr. Field's findings. (e mail copied below)

Hello all, I would like to clarify this letter. The letter was written by me, Steve Scott and turned over to the E board as a concern of what was to come from the members in good standing. Yes, I know who the 3 members are and they are all working members that are in good standing. I chose not to name names as of yet but I don't think they will have a problem with signing or even standing up in a meeting. If you need me to sign the letter, I will be more than glad to ablige that request.

Is this really a closed session matter at this time? There is no personal issue yet, no financials being talked about. If/when the members step forward, that's when it becomes a closed session matter.

Next to clarify is Eric's second point on answering the question of "members" would like this read. This is not what I wrote, below is what was written in the letter.

"I would like to have this read at the next general membership meeting to let the concerned members know that these issues are being looked into."

As far as the Inspectors of election concern, Article 9 section C clearly states that they will be chosen at the October meeting. Not the night before via a phone call.

What good are the bylaws if they are not followed? The Election Chairperson should have a copy of the membership list to check the selected members from the floor at the time of being picked. It shouldn't take a long time to check or ask for their membership card to prevent the "scramble" at the time the members are chosen from the floor on meeting night.

The clearical mistakes when transfered should have been caught and the tally sheet was not turned into the secretary correctley. The 1st tally sheet should have been the one turned into the secretary from my point or double checked before signing the 2nd one. Eric also mentioned that there was one spoiled ballet, why was that not reported as well? I know, Hind sight is 20/20 but this is an election and it needs to be performed correctley as the bylaws are written.

With the current status of what happened with the 2020 American election there is a lot of people watching to make sure that elections are correctley ran. With the voting outcome not being reported correctly, not picking the election committee from the meeting floor, not following the bylaws and not reporting any spoiled ballets has raised a lot questions with the integrity of the Election Chairperson with some club memebers.

I would also like to bring to everyones attention the Board of Directors Fiduciary Responsibilities that is in every New Memeber Booklet that the new members recieve at the time they join the club. The bullet points on pages 6 and 7 apply to the matter at hand but the complete power point should be read and remembered by all the E Board as a guide to being a well functioning Board of Directors for the best intrest of the club.

Thank you for your time with this matter and I hope this clears up some of the confusion with this so called anonymous letter.

Steve then turned the floor back to President Benson who addressed the membership. Todd asked if the membership felt there were any further concerns? He felt that based on the election results, a further recount would not change the results of the election? He asked if the membership wanted further action, or should the club move on and let the matter pass? If so, a motion would be required to start a recount, **** Motion Tony Suykerbuyk, to have an audit conducted 2nd Blain Tarrant to do a recount.** Todd questioned what Tony was asking for as many members wanted clarification on audit vs recount. Tony was asked to clarify his motion, was it a recount or an audit he was asking for as the second to his motion was not the same? He replied, "a recount" then replied, "actually it was stated in Steve's letter an audit, so it is for an audit". Lisa Gulliver stated there is a big difference in an audit and a recount and as a county clerk, she deals with those issues as part of her job. Todd asked who would do the audit and how it would be paid for as the board could not do an audit legally or have anything to do with the election results? Todd also clarified to the membership that Eric Field normally works for the club pro-bono as club council but due to the nature of what he had been asked to investigate, he would be billing the club for the time already spent and any future time. More discussion ensued on checks and balances during our elections and following by-laws, Todd made the remark that he does not feel the club needed "bigger government" and members shouldn't be bringing the national issues into our club as it is supposed to be a fun club. More discussion and questions were raised. A request was made to read the motion from the closed October meeting, so Mike W read it again. Mike was then asked to read from the minutes of the October membership meeting for clarification of how the election results were presented. Mike clarified that the minutes stated Ron Decker did not ask for a motion to destroy ballots, he asked for guidance from the membership to tell him what they wanted done, either keep the ballots or destroy the ballots. Tom Farnsworth stood and spoke, He stated that he wanted it known that he was one of the three people mentioned in the letter and had written in his name for Vice President and his wife's name for Secretary and he felt that a full forensic audit should be done. He was asked by President Benson who would Tom want to conduct this audit as Club council Eric Field had already investigated the matter. Tom responded someone independent. Todd asked if it was Tom's intention to have an outside attorney be retained? Mr. Farnsworth responded that he felt Eric was a member and had a conflict of interest and should not have been the one to investigate the election. Barb Hobson responded that Eric is also good friends with the Decker's. Many other members in attendance voiced that Eric is our legal counsel and is the proper person to investigate even if he is a member as well. After much more discussion on the difference between an audit and re-count, current membership rolls, and what constitutes a member in good standing, Tony again was asked by President Benson to clarify what his motion would be so

we could move forward. Tony's original motion was for an audit, the 2nd to the motion was for a re-count so it could not proceed as presented. Tony response was, *"What Ham said at the meeting"*. Todd asked him to clarify what it was "He" wanted as Tony was the one making the motion. Tony's reply was that he wanted his motion to be what was made at the e board meeting. A full audit. The motion was then clarified to read, **** Motion by Tony Suykerbuyk, to conduct a full audit of the election as noted in the motion at the October e board meeting.** A question was raised on if the 2nd from the first motion was still the 2nd on this clarified motion? **Todd March voiced his 2nd to the clarified motion.** Discussion was opened to the membership, and it was questioned what this audit would accomplish, how clarification needs to be made on election procedures, and that rules and procedures need to be put in writing. A call was made to move forward and fix the mistakes that were made. **Todd Benson then called for a yay/nay vote, the results being non-distinguishable between yay and nay. Todd Benson then requested a show of hands vote; Tom Farnsworth voiced his objection and stated that he wanted a paper ballot vote instead. After quick discussion, it was determined a show of hands would be sufficient, so a show of hands vote was again called, with 20 Yes, and 44 No votes counted, The Motion Failed.**

Barb Hobson expressed her opinion that a need for policies and procedures should be developed and that she has asked many times in the past to have a committee formed to do them but was denied. She asked if as a board member she was allowed to make a motion? It was discussed and decided that all board members are also members of the club so they should have the right to make a motion at a membership meeting.

**** Motion Barb Hobson, to have the membership move forward and have policies and procedures put in place for the 2022 election process before the August meeting. 2nd Ron Bancroft** Discussion: Dale Bannon volunteered to be on the committee and felt it should be a small group of people to make sure it does not get drawn out with trying to solve everything in one night. **Todd March asked to amend the motion to ad "50% of the committee be from the e board and 50% from the membership. Barb agreed to amend the motion to ad those specifications, Ron Bancroft agreed to 2nd the amendment as well. Yay/Nay vote passed unanimously.**

The meeting proceeded with the Boots for kids' canisters being passed around.

Mike Woodward read the Secretary's minutes from the October membership meeting. They were approved as read.

Financial Secretary Barb Hobson reported income of $6,356.08

Treasurer Jan Clous reported expenses of $117, 894.41 with $100,000.00 of that being a transfer to the savings account. An ending checking balance of $33,039.07 and a savings balance of $132,861.19.

Both reports were approved as read.

Todd welcomed Lisa Gulliver to the board as trustee and thanked Frank Holszchu for his long valuable service to the club. He was not present, but Todd will relay this to him.

The following new members were recognized and welcomed to the club: Randy Rice and Nicky March.

Barb Hobson reported $333.00 was collected tonight for Boots for kids. With last months collection and the $25 memorial donations for each member who passed this year it will total $1,176.00

Todd read two letters sent by the Webber family thanking the club for the memorial donation made.

Todd let the membership know if anyone wanted to review the Ad contract for the promotional book, it was available at the front table.

It was proposed that some of the trees near the cops on the Cochran land needed to be taken out to make more room for crops and equipment mobility. After consulting the tree trimming company and several members involved it was decided that we would lose too much income from the tree contract, and it was tabled until after the contract expires. Todd was told by the tree company that we should probably get around $12,000 more or less for this year's harvest.

David Harrington, a new member, addressed the membership about a vision he had for a history pole that would be placed on the grounds. He proposed a 40' steel pole with antique items welded to it in the shape of a tree. He asked the membership to consider his proposed project. It will be discussed.

A reminder that 2022 dues are payable to Chris Decker.

Carl VanWylen reported no new donations this month. Steve Scott reported that he and a few other members visited the Whitley family who had donations they wanted to give to the club. Steve accepted and brought back four trailers full of items including two Oliver 70 tractors, a 25hp oil field engine, 100hp sterling engine, a Detroit diesel engine, and many other items.

Ron Decker has collected all the scholarship applications and will be presenting them to the e board for consideration at the next e board meeting on November 19th. The board will discuss amounts and how many scholarships will be given.

The corn that was in the Webber building has been sold and removed.

The Old Time Necessities building asked the e board for approval of $200 for a part for the club loom. It was approved and will be purchased.

The gas plant was re-activated. Jaguar energy has not paid their rent or responded to the certified letter that was sent by the club. An attorney familiar with the industry has been retained by the club and has sent another letter and new contract to the new owners. They will have 60 days to respond and sign the new contract.

Brandon has been working with Ron Stark on obtaining prices for a new sound system for the Sam Zue building.

The DOT number on the promotional book for small flyers has been removed as reported.

Jim Luper has been working on dates to be printed in the 2023 calendar and will be e mailing them to the board for approval.

Brandon has also been working with the health department to clarify what exactly they want for numbering, size, etc. for the campground.

All buildings on the grounds have been winterized, the propane tanks on the club house and big well have been filled and most electric is shut down.

Several items were left sitting by the sanitation wagon after show. A three-ring binder with sheet music, black fiberglass tent poles, and personal items. If anyone has any information on these items, please contact Celeste McMillian at (231) 250-4326

Another member asked Todd Benson what was done about dogs on the grounds during show. Todd reported that it was handled by the Wexford animal control. The board will discuss it.

Meeting adjourned at 8:56pm

Submitted by Secretary Mike Woodward. 11/7/21