

**WEST VIRGINIA CIVICS COALITION
BOARD OF DIRECTORS INITIAL MEETING**

WEDNESDAY, MAY 15, 2024 @ 4:00 PM

MINUTES

The initial meeting of the Board of Directors of the West Virginia Civics Coalition was called to order by the Incorporator of the Coalition, Tom Tinder, on Wednesday, May 15, 2024, at 4:00 PM, utilizing Zoom technology.

In addition to the Incorporator, the interested persons in attendance were Chief Judge Tom Kleeh (USDCND), Clerk Rory Perry (USDCSD), Public Information Officer April Harless (WVSC), Professor Betsy Osborne (WVU), Interim Director Eli Baumwell (ACLU-WV), Autumn Meadows (WVPB), Margaret Miller (WVPB), John Quesenberry (Teacher), Pat Dillon (Teacher), and Executive Director Rebecca Tinder (WVCEF). Each gave a brief introduction.

It was noted that other individuals had agreed to serve on the initial Board but were unable to attend this meeting----Former Executive Director Ray Smock (Robert C. Byrd Center), Executive Director Eric Waggoner (WV Humanities Council), and Executive Director David King (WV Youth Leadership Association). General Counsel Kelli Talbott (WV State Education Department) is awaiting approval in accordance with WVDE Policy.

The first item on the agenda was presentation of the legal documents that had been approved on April 29, 2024, by the WV Secretary of State, including the formal Certification as a nonprofit organization, the Articles of Incorporation, and the Bylaws. In addition, the WV Tax Department Business Registration and the Internal Revenue Service EIN number had been received.

The election of Board members was then considered. After discussion, a motion was duly made, seconded, and passed that the following Board members be elected to the following initial terms in accordance with the Bylaws:

One Year Term-

Eli Baumwell, Pat Dillon, Ray Smock, Rebecca Tinder, and Kelli Talbott (if permission is granted)

Two Year Term-

David King, Autumn Meadows, Margaret Miller, Tom Tinder, and Eric Waggoner

Three Year Term-

April Harless, Chief Judge Kleeh, Rory Perry, Betsy Osborne, and John Quesenberry

The following Officers were elected to serve one-year terms, beginning on July 1, 2024, after a motion was made, seconded, and approved:

President-Rebecca Tinder
Vice President-Betsy Osborne
Secretary-John Quesenberry
Treasurer-Tom Tinder

The Board members then took the following actions:

- 1) After discussion, a motion was duly made, seconded, and approved to authorize the application for a 501(c)(3) designation for nonprofit charitable entities from the Internal Revenue Service. The process can take as long as 30 days and the costs are \$250-\$600.
- 2) After discussion, a motion was duly made, seconded, and approved/resolved to authorize Treasurer Tinder to open a Coalition checking account with online banking privileges with the provisions that each Coalition check have two signatures, or dual electronic authorization.
- 3) After discussion, a motion was duly made, seconded, and approved to obtain premium quotations for Directors and Officers Liability Insurance Coverage with the cost projected to be in the \$800-\$1,000 range.

Under the topic of Other Business, Board Member Quesenberry mentioned the recent primary election with Woodrow Wilson High School (Beckley) winning the Senator Jennings Randolph competition and an 18-year-old student leading their entire family to all vote for the first time.

In addition, Board Member Perry highlighted the recent naturalization ceremony in the Southern District Federal Court for approximately 40 new citizens that was attended by a large group of local students.

It was agreed that the next Board Zoom meeting would be held on Tuesday, May 21, at 4:00 PM with the normal process to invite many other interested people to attend. The following Board Zoom meeting is set for Tuesday, June 18, at 4:00 PM

There being no further business to transact, a motion was duly made, seconded, and passed to adjourn the Board meeting.