Special Meeting Minutes  
Deaf Services Center  
5830 High St,  
Worthington, OH 43085  
September 14, 2019

PURPOSE

On August 14, 2019, OAD Interim Secretary arranged this special meeting after two board of directors members called to request a meeting out of concern for the members’ desire to have full disclosure of this organization’s management issues and planning for OAD’s Special Election slated on November 9, 2019.

CALL TO ORDER

Commenced at 9:41 AM

ATTENDANCE

Executive Board: Vice President and Interim Secretary.  
Absent: President, Treasurer and Web Creator-(No voting privileges).

Active Regional Representatives: Northeast and Northwest.  
Absent: Two (2) Inactive Regional Representatives.

Members: Nine (9) OAD Active Members  
Visitors: Four new members.

Total count of attendees: 17  
Voting privileges: 16:

Quorum for voting has been met.

NECROLOGY

Attendees observed a moment of silence for those who were a part of OAD’s organization and they will always remain in spirit.

PLEDGE OF ALLEGIANCE

Interim Secretary led the Pledge of Allegiance.
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OFFICERS’ REPORTS

President: Report not given/not received.

Vice President: No report.

Secretary: This interim position for duties began on April 1, 2019. Received two (2) requests for a special meeting from the Board of Directors; Meeting date established for September 14, 2019; announcement for the next meeting sent to everyone on OAD’s email list and Facebook on August 14, 2019. Current President and Treasurer were notified of a meeting date but chose not to go.

Treasurer: Report not given/not received.

INFORMAL DISCUSSION

The members have revealed that OAD appears not to be in good standing as 501(c)3 tax-exempt status as verified by public record. By law, it is required to file the Federal IRS 990 annually to maintain this organization’s 501(c)3 tax exempt status to remain in good standing with the Ohio Attorney General and Secretary of the State of Ohio. To date, the Federal IRS 990 had never been filed since 2011.

Two persons currently in office since 2011 will be held accountable for not fulfilling their duties as executive officers; the President and Treasurer. A strategic plan for removing such officers (i.e. disciplinary action) shall begin today as of September 14, 2019.

There was a discussion on which clause from OAD Bylaws shall be used to follow for the removal of President and Treasurer from office. Bylaws finalized in 2003 (no minutes), or go back to bylaws 1999 (no minutes), or adopt the bylaws from 1972? Unfortunately, all records prior to 2011 are missing and may be in Robert Cooper’s possession, OAD’s previous secretary. However, if any clause of OAD’s Bylaws is null and void due to the loss of non-profit tax-exempt status, the State of Ohio mandates that we need to comply with the Ohio Revised Code. This meeting was declared legal by exercising ORC 1702.25 and 1702.34.

Three (3) members of OAD have presented all evidence of its organization’s misconduct to the law office of Carlile, Patchen & Murphy (366 E. Broad St, Columbus, OH). There is a strong case against the President and Treasurer but this case is still pending.

Due to the urgency of this organization’s existence and its state of emergency, everyone, including the visitors in attendance shall have voting privileges as OAD members adopted Ohio Revised Code 1702 as our standing bylaws..

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BREAK

Meeting suspended at 11:35 AM for lunch break. Meeting resumed at 1:05 PM.

OLD BUSINESS

None.

NEW BUSINESS:

Motion 1:
Moved to have former OAD President contact the NAD Law Center for further legal advice and share information with us before the next step. Passed 14, Abstain 2.

Motion 2:
Set up a strategic plan of removing two (2) OAD Executive Officers: President and Treasurer. Passed 15, Abstain 1.

Amend Motion 2: (Motion 3)
Due to ineffective and questionable OAD bylaws, adopt Ohio Revised Code 1702 as our standing bylaws until further notice by the Bylaws Committee. Passed 15, Abstain 1.

Amend Motion 2: (Motion 4)
Request for NAD Regional Representative II, to be our Bylaws Advisor. Passed 13, Abstain 3.

Motion 5:
Freeze OAD’s bank account(s) of President and Treasurer, effective as of Saturday, September 14, 2019. Passed 16, Abstain 0.

Amend to motion #5: (Motion 6)
Remove the word “freeze” and change to “inaccessible” as in; Make all of OAD’s bank account(s) inaccessible to the President and Treasurer by any means such as electronics, paper checks, debit cards. Add Vice President, to OAD’s bank account(s) effective on Monday, September 16, 2019. Passed 16, Abstain 0.

Motion 7:
Eliminate President and Treasurer of OAD as administrators from Facebook effective

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immediately. Passed 16, Abstain 0.

NOTE

Treasurer sent in Financial Report via email at 11:04 a.m. as of Saturday, September 14, 2019. Treasurer’s Report is declined by the Board due to two (2) reasons: report was submitted approximately one and a half (1.5) hours past the commencement of today’s meeting and a current balance with deductions and deposits of all accounts owned by OAD is required to be included in the report.

Members nominated three individuals to be on the Strategic Planning Committee: Passed unanimously.

CLOSING

The meeting was adjourned at 4:37 PM. Passed 16, Abstain 0.

Sincerely,

Elisha Jo Northup
Acting Secretary, Ohio Association of the Deaf

Attachment(s):  Treasurer’s Report September 14, 2019 (received 1 ½ hour after the meeting)

CC: Twenty-Eight (28) Copies

● Ohio Association of the Deaf Executive Board, (9)
● Strategic Planning Committee, (3)
● September 14, 2019’s Attendance Members (16)

Footnote: As of September 20, 2019, changes made for correction of numbers in votes to pass each motion by removing the count from interim secretary, duty was delegated from vice president to interim secretary maintained control of the floor. Voting privileges changed from 17 to 16. CC is added. Reviewed and approved by the Strategic Planning Committee 9/20/2019.

Reviewed and Approved By: Strategic Planning Committee Chairperson Palchick, Sunday, September 22, 2019

Reviewed and Approved: Strategic Planning Committee, September 22, 2019
The treasurer report in the year of 2019 is unofficial.

**Membership Report**

Membership: 45 members

**Treasurer Report**

- $141.48 for storage per month has been increased recently
- $75.00 OSDDA Fall Festival booth on September 8, 2019
- $175.00 refund for the rental of the room at CCH II for the April 6th, 2019 workshop
- $450.00 for the rental of the room at CCH II for the OAD Business Meeting on November 9th, 2019
- $50.00 to pay for the Post Office Box Service Fee due
- $219.12 domain registration for our website from Enom Company for 5 years

**OAD Website**

We were informed that DEAF Vision Company is no longer in service without prior notification. We had to take immediate action since the Deaf community depends on receiving information from the OAD website.

The domain registration, “Your license to own the domain oad-deaf.org, has been renewed for 5 years, OAD domain name is now active until April 27, 2024. One year of hosting is included with the 5-year domain registration. Hosting is the server space you need to build and store a website.” Next year, when the hosting account is due around May 19th, 2020, please call us to renew at $71.52/year.

**Fundraising Events**

- Earned $204.00 from Kings Island on June 29, 2019
- Earned $418.62 from Cedar Point on August 3, 2019
- Earned $65.00 from Rubber Duck Baseball in Akron with Greenleaf Family Center (with CCDHH) on June 21, 2019. CCD Director, Samantha Taylor informed us that she stated in error in email that OAD earned $95.00, however it was only $65.00.

**Correspondence Letters**

- Received a sponsorship letter from Hearing Speech and Deaf Greater Cincinnati for hosting its annual Deaf Community Picnic on August 24, 2019.
- Received a sponsorship letter from Deaf Initiatives and USA Deaf Sports Federation regarding a Dummy Hoy movie, titled “The Silent Natural” on October 14, 2019. The film will be shown at the Davidson Theatre in the Riffle Center.

Reviewed and Approved: Strategic Planning Committee, September 22, 2019
Motion #: One

Name: Member #11

Seconded By: __________________________

I move to have #16 contact NAD Law Center for further advice & share information with us

before the next step in the process of legal issues needs to be taken upon The President and
Treasurer.

Status: No Updates from #16 other than no luck in hearing back from NAD Law Center.

# Yes 15 # No 1

Passed  ✔  Failed  Tabled

Tabled By (Name): __________________________

Amend to Motion #: __________________________

Our mission is to promote educational opportunities, protecting and enhancing the rights and privileges of the Deaf,
Handicapped and Blind citizens to preserve their social and economic security.

Reviewed and Approved: Strategic Planning Committee, September 22, 2019
Motion # Two

Name: Member #11

Seconded By: Member #9

I move to set up a Strategic Plan of removing 2 OAD Officers, President Verne E Taylor Jr and Treasurer, Linda Mahmood.

Status: Strategic Planning Committee launched on September 16, 2019

Yes: 16 No: 0

Passed: Yes Failed: 0 Tabled: 0

Tabled By (Name):

Amend to Motion #:

Our mission is to promote educational opportunities, protecting and enhancing the rights and privileges of the Deaf, Hard of Hearing, and Deaf Blind citizens to preserve their social and economic security.

Reviewed and Approved: Strategic Planning Committee, September 22, 2019
Motion # Three
Name: Member #12
Seconded By: Member #10

Due to Shaky Bylaws - Adopt Ohio Revised Code 1702: Nonprofit Corporation Law as our Standing Bylaws until further notice by the new Bylaws Committee.

Status: Ohio Revised Code 1702 as our Bylaws - Effective on September 14, 2019

# Yes 16  # No 0
Passed  ✔ Failed  Tabled
Tabled By (Name):  
Amend to Motion #: Two
Motion #4: I move Lindsay Darrell, Jr., NAD Region II Representative to be our Ohio Bylaws Advisor

Status: Pending

Motion #5: Note for Motion #2 Members nominated Fred Palchick, Joe Osborne-Payne and Linda Gray to be Strategic Planning Committees.

Status: Linda Gray resigned on Sunday, September 15, 2019; Replaced with Aileen Reusche'

# Yes Above  # No  
Passed  Failed  Tabled

Reviewed and Approved: Strategic Planning Committee, September 22, 2019
Motion #  Five 
Name:    Member #6  
Seconded By: Member #10

Motion to freeze Bank Account on President and Treasurer effectively as of today,  
September 14, 2019.  

Status: Succeed on Monday, September 23, 2019

# Yes: 16  
# No: 0

Passed ✔  Failed  Tabled

Tabled by (Name):  
Amend to Motion #:

Our mission is to promote educational opportunities, protecting and enhancing the rights and privileges of the Deaf, 
Blind and Deaf-blind citizens to preserve their social and economic security.
Motion # Six

Name: Member #11

Seconded By: Member #10

I move to remove the word "freeze" and change word to inaccessible to OAD Account by any means such as electronic, paper checks, and debit cards: Add Aileen Reusch to the OAD account, effectively Monday, September 16, 2019.

Status: Unsuccessful on September 16, 2019 because our new standing bylaws, Ohio Revised Code 1702 only recognized "President, Treasurer and Secretary": Under Advisment of Chase Bank's Legal Team to referred to Strategic Planning Committee Team to change the terminology on the Secretary's position from "Interim" to "Acting Secretary" Task completed on September 20, 2019

# Yes 16 # No 0

Passed ☑️ Failed Failed Tabled

Tabled By (Name): 

Amend to Motion #: Five

Our mission is to promote educational opportunities, protecting and enhancing the rights and privileges of the Deaf.

Hand of Hopping and Deaf Blind citizens to preserve their social and economic security.

Reviewed and Approved: Strategic Planning Committee, September 22, 2019
Motion # Seven

Name: Member #11

Seconded By: Member #13

I move to eliminate President and Treasurer of OAD from administrators of Facebook, effectively immediately.

Status: Task completed on September 14, 2019

# Yes: 16  # No: 0

Passed  ✓  Failed  Tabled

Tabled By (Name):

Amend to Motion #:

Our mission is to promote educational opportunities, protecting and enhancing the rights and privileges of the Deaf, Hard of Hearing and Deaf-Blind citizens to preserve their social and economic security.