

**Maritime College Alumni Association  
General Meeting Minutes for May 21, 2020**

Meeting held at:  
Teleconference  
(All participants called in)

**Officers**

- John Valvo, President
- Mike Brown, 1st Vice President
- Sam Reilly, 2nd Vice President
- Anthony DeSimone, Secretary
- Kevin Comerford, Treasurer
- Annmarie Bhola, Assistant Treasurer

**Board Members**

- Carl Hausheer
- Ted Mason
- Kevin Danko
- Victor Corso
- Leonard Imperial
- Marissa Danzy
- Phil Kantz

**Chapter Presidents**

- Marianne Michaelsen-Sanderson
- Jamie Macnamara
- Art Sulzer
- Jim Yahner

**Maritime College**

- Michael Alfultis
- Doug Hasbrouck

**Staff**

- Saira Yoo, Director

**1808**

**Call to order**

**Review of meeting minutes**

Motion to approve March 2020 Board Meeting Minutes.

Motion carried.

Motion to approve April 2020 Board Meeting Minutes.

Motion carried.

**Chapter Reports**

Art Sulzer discussed the Delaware Chapter. He mentioned several locals who will be attending Maritime College. He said work on the training ship is gearing up once again.

Marianne Michaelsen Sanderson discussed local bar and restaurant closures. She plans to organize a social gathering as soon as practicable.

Kevin Danko discussed virtual chapter meetings spearheaded by Doug Hasbrouck. Chapter presidents would be moderators and College staff would present. Doug Hasbrouck said faculty will participate in online/virtual Q&A chats using Zoom webinar.

John Valvo declared there will be a short, one-page summary of the Board Meeting to be shared with chapters.

**1819**

**Director's Report**

Saira Yoo discussed working on the Virtual New Alumni Night. The Association is preparing for the audit. She and Kamal are preparing audit documents. August 31 with a backup date of September 14 are rain-dates for the Golf Classic. Networking events are indeterminate.

**1821**

**Treasurer's Report**

Kevin Comerford discussed operating income and expenses. Less dues have been paid thus far in the year when compared to last year. Funds are performing well. SST money is performing satisfactorily. The Paycheck Protection Program loan has been approved for the Association. The loan is forgivable if the Association can prove no layoffs. The Audit process is underway.

**1829**

**The College**

Admiral Michael Alfultis discussed the College's virtual Commencement video for the class of 2020.

Retaking of License exams and STCW requirements pose a challenge for graduating seniors.

He described how most schools are expecting a decline in enrollment for the upcoming academic year.

He urged all to consider supporting the One-Hand Student Support program.

**1832**

**Events Committee**

Kevin Danko discussed the Virtual Alumni Night. It would consist of zoom interviews and calls to bring together students and alumni.

The Golf Classic is still in flux.

Homecoming events are being evaluated. The Annual Meeting has been moved to Homecoming but the Covid crisis may hinder plans. He mentioned how class leaders are trying to plan for Homecoming while it's prospects are still unknown.

Annamarie Bhola described the Virtual Alumni Night. Thus far, five bios have been submitted. She explained how the alumni will use Zoom to record bios and hold interviews with students.

### **Public Relations**

Web site (MCAA homepage) progress is going well. There is more of a digest format. The news feed will give quick and concise information. The news feed should allow for all to find whatever they are looking for without having to click through old emails. MaritimeCollegeAA.org will be the address.

### **Magazine Committee**

Marissa Danzy has taken the lead on the Magazine Committee. Bridget has contributed greatly for the magazine and annual report. Marissa reviewed costs. John Valvo thanked Ted Mason for his contributions to the Annual Report.

### **Chapters Committee**

Carl Hausheer discussed the inter-chapter discussions. He mentioned a mentorship program being worked on. Chapter Committee members decided to each take on a chapter where they can provide individual attention.

Marissa Danzy discussed San Diego Chapter development.

### **Finance Committee**

Kevin Comerford stated communication with FTI has been slow. Sam Reilly received April's statement from FTI. He also mentioned the Investment Policy, currently in development. Correspondence with FTI has been slow and sluggish. It is very difficult to view old statements,

### **Audit Committee**

John Valvo and Anthony DeSimone discussed the Audit Committee Charter. The Audit Committee will likely be restructured in the future. There are reasons to separate the Board Officers from the Committee

### **Membership Committee**

Kevin Danko discussed record identifiers. New member information could be shared between the College and Association. Members are to be shared across databases in the very near future.

Doug Hasbrouck described efforts to work through cleaning database information, class year by class year.

### **Scholarship Committee**

Mike Brown discussed communications with the College in the scholarship recipient process. It is still unknown what the final number of students attending Summer Sea Terms will be.

### **By-Laws and Resolutions**

Anthony DeSimone reviewed the proposed resolutions.

Several members of the Board expressed concerns about the RESOLUTION REGARDING PARTICIPATION AT MEETINGS. It is suggested the resolution should be less definitive in expulsion from the Board. This resolution will be tabled.

Ted Mason stated Resolution 5 requires edit to differentiate First Vice President and Second Vice President.

### **1952**

**Motion** by Kevin Comerford and second by Mike Trotta to approve the Resolutions (See Appendix A) to be distributed to membership for vote.

**Motion carried.**

Jim Yahner discussed an upcoming chapter zoom meeting. He thanked Doug Hasbrouck for offering Zoom assistance and moderation.

### **New Business**

John Valvo discussed the One-Hand Relief Fund. He stated the Tomb Lecture series funds are redirected to the One-Hand Relief Fund.

John would like to get all living past presidents of the alumni association to endorse this effort.

John Valvo summarized today's MCAA Meeting.

### **2000**

**Motion** by Phil Kantz and second by Leonard Imperial to adjourn the Board Meeting.

**Motion carried.**

## Appendix A

### 1. RESOLUTION REGARDING DATE OF NOMINATIONS TO THE BOARD OF DIRECTORS

#### **Per the MCAA By-Laws:**

The Nominating Committee shall present a slate consisting of Officers and three members of the Board of Directors at a Fall Membership meeting in September or October. Nominations from the floor are in order at that time. Nominations may also be submitted to the Nominating Committee in writing over the signatures of fifteen (15) Members in good standing. Written nominations must be received by October 30th.

**WHEREAS** the election and nominations process intended to allow sufficient time for Board candidates to gather the required signatures of fifteen (15) Members in good standing following their nomination at the Fall Membership meeting. The October deadline falls short of those intentions, adding undue haste in the nominations process.

**NOW, THEREFORE, BE IT RESOLVED** Written nominations must be received by **November 30th of each year.**

## 2. RESOLUTION REGARDING NEW PUBLICATION FORMAT DUE TO PARTNERSHIP WITH SUNY MARITIME COLLEGE IN PRODUCTION OF THE MAGAZINE

### **Per the MCAA By-Laws:**

**ARTICLE IX: PUBLICATIONS:** The Board of Directors shall have published, if practicable, a newsletter or equivalent publication, with a title chosen by the Board, at least twice a year. The purpose of such publication shall be for dissemination of information concerning the Corporation and the Members, pertinent maritime or other news items of importance, the Annual Reports of Officers, and any historical matters of interest to the membership. To execute this duty the Board shall appoint an Editor, who shall hold office at his own and the Board's pleasure. The general policy followed in publications shall be conformity with that desired by the Board. An appropriation, in such amount as the Board deems proper, shall be granted for the publication of the Bulletin.

**WHEREAS** ARTICLE IX: PUBLICATIONS described the Association's former publication practices. The proposed revision captures newly established publication standards due to the partnership between the Association and the College in production of publications.

### **NOW, THEREFORE, BE IT RESOLVED**

While preserving its general intent of the foregoing, given the Association's entry into an MOU with SUNY Maritime College in January 2018, the Association and SUNY Maritime College will, as long as such MOU remains in force, jointly publish twice per year, an Alumni Magazine with the Association retaining joint responsibility for magazine policy and content as well as separately preparing and distributing an Annual Report to membership.

### 3. RESOLUTION REGARDING NON-REGIONAL CHAPTERS

**Per the MCAA By-Laws:**

**ARTICLE VIII: LOCAL Chapters:** Charters for the organization of chapter groups of alumni may be requested by written notice to the Secretary over the signature of fifteen (15) regular Members in good standing.

**WHEREAS** Chapters have now expanded beyond regional titles and it should be reflected in the By-Laws. Removal of the word “local” from the article text allows for formation of non-regional chapters.

It is proposed that Article 8, Section 1 of the By-Laws be rewritten as follows:

**ARTICLE VIII: CHAPTERS**

Charters for the organization of chapter groups of alumni may be requested by written notice to the Secretary over the signature of fifteen (15) regular Members in good standing.

**NOW, THEREFORE, BE IT RESOLVED**

The By-Laws shall be revised to remove language characterizing chapters as “Local” entities.

#### 4. RESOLUTION REGARDING BEING REQUIRED TO SERVE ONE YEAR ON THE BOARD BEFORE BECOMING ELIGIBLE FOR THE PRESIDENT, VICE PRESIDENT, AND TREASURER POSITIONS

**December 16, 2019**

##### **Per the MCAA By-Laws:**

· **Article 3, Section 3. President:** The President shall be the executive head of the Corporation, and, ex officio, a member of all committees. He shall preside at all meetings of the Corporation and the Board of Directors. The President shall sign and execute, for the Corporation and for the Board of Directors, all documents issued by these bodies, and with either the Treasurer, the Secretary or a Vice President all deeds, bonds, mortgages, leases and contracts, when duly authorized to do so, and affix or cause to be affixed the Corporation seal thereto when necessary. The President is the Chief Executive Officer of the Corporation and shall act as such in executing the policies of the Corporation as expressed at a meeting of the Corporation or Board of Directors. It shall be the President's duty to preside at all meetings of the Corporation and/or the Board of Directors; to stimulate members to attain the highest and most useful professional success; to invite profitable discussion on timely professional topics relative to the Maritime College, to graduates and to the Corporation, and to direct the issue of the annual or other reports.

· **Article 3, Section 4. Vice Presidents:** The First Vice President and Second Vice President, in that order of seniority, shall act in the place of the President during his absence or disability and shall direct such major areas of the Corporation activity as may be assigned by the President. A Vice President will sign, with the President, all deeds, bonds, mortgages, leases and contracts when duly authorized to do so.

· **Article 3, Section 6. Treasurer:** The Treasurer shall be the fiscal officer of the Corporation. He shall be the custodian of all funds and properties of the Corporation, and shall make recommendations concerning the proper insurance to the Board of Directors. He shall receive all monies and securities of the Corporation, including any subscriptions, beneficiary aid and other funds, and deposit same in depositories designated by the Board of Directors. He shall maintain complete and accurate accounts of all receipts and expenditures and shall submit quarterly and annual reports of income and disbursements to the President and be prepared to report at regular and



special meetings of the Corporation and Board of Directors. He shall, at Corporation expense, give bond for faithful performance of his duties. The Treasurer will sign with the President all deeds, bonds, mortgages, leases and contracts when duly authorized to do so.

**WHEREAS** (a) the President is the Chief Executive Officer of the Corporation and is responsible for the overall Institution, and (b) the Vice President shall act in place of the President during his or her absence or disability, and (c) the Treasurer is the custodian of all the funds and properties of the corporation, it is in the best interest to the organization to have these positions filled with members who have Board experience.

**WHEREAS** the MCAA Board of Directors feels the President, First Vice President and Treasurer positions cannot be filled by any Alumni Member without at least one year of Board experience.

**WHEREAS** Article III, Section 2 of the FSMAA By-Laws details **Term of Office**: The term of office of the Officers shall be one year, beginning and ending at the conclusion of the Annual Membership Meeting in January or until their successors have been elected. It is proposed to add the following sentence to this Article, "No Alumni member may run for the President, First Vice President, or Treasurer positions without having at least one-year experience on the Board. This one-year experience can be as a Board member, 2<sup>nd</sup> VP, Assistant Treasurer, or Secretary".

**NOW, THEREFORE, BE IT RESOLVED** that the MCAA Board of Directors approves the change to the By-Laws to require one year of Board service to run for President, First Vice President, and Treasurer positions.

5. RESOLUTION REGARDING CHANGING THE DATE OF THE ANNUAL MEMBERSHIP MEETING TO HOMECOMING AND CHANGING THE NAME OF THE JANUARY MEETING.

**THESE ARE BY-LAW CHANGES.**

**February 14, 2020**

**Per the MCAA By-Laws:**

**Article 5, Section 2. Regular and Special Membership Meetings:** The regular meetings of the Corporation are as follows: There shall be an Annual Membership Meeting in January, at which time the results of the election of Officers and the Board of Directors shall be announced. A Fall Membership Meeting shall be held in September or October, at which time the Nominating Committee shall present a slate of Officers and three members of the Board of Directors to the membership. Nominations for Officers and Board members from the floor are in order at the Fall Membership Meeting. A Special Meeting of the Corporation may be called upon written request to the Secretary by twenty-five (25) Members in good standing.

**WHEREAS** (a) attendance at the Annual Meeting in January is always very low and (b) the purpose of the Annual Meeting is to present to and speak with as many Alumni as possible, and (c) the Annual Meeting the Corporation held at the October 2019 Homecoming Day was attended by vastly more Alumni than the January dinner, it is in the best interest to the organization to change the Annual Membership Meeting to Homecoming Day at the College.

The name of the Annual Membership Dinner in January shall be changed to the "Open Membership Meeting" in January. It will be held one hour before the January Dinner and will be open to all Alumni. At this meeting the results of the election of Officers and the Board of Directors shall be announced.

It is proposed that Article 5, Section 2 of the By-Laws be rewritten as follows:

- **Article 5, Section 2. Regular and Special Membership Meetings:** The regular meetings of the Corporation are as follows: There shall be an Annual Membership Meeting which will be held on the SUNY Maritime Campus on Homecoming Day. There shall be an Open Membership Meeting in January, at which time the results of the election of Officers and the Board of Directors shall be announced. A Fall Membership Meeting shall be held in September or October, at which time the Nominating Committee shall present a slate of Officers and three members of the Board of Directors to the membership.

Nominations for Officers and Board members from the floor are in order at the Fall Membership Meeting. A Special Meeting of the Corporation may be called upon written request to the Secretary by twenty-five (25) Members in good standing.

**NOW, THEREFORE, BE IT RESOLVED** that the MCAA Board of Directors approves the change to the By-Laws changing the name of the January Membership Meeting to the “Open Membership Meeting” and change the day of the Annual Membership Meeting to Homecoming Day at Maritime College.