

MINUTES OF DIRECTORS MEETING

The January meeting of the New Jersey Department of Transportation Retirees Association, Inc. (DOTRA) was held on Tuesday, January 7, 2020, at Tessara Restaurant. After establishing a quorum was present, the meeting was called to order at 11:07 am by President Clint Griggs with the Pledge of Allegiance following. The following were in attendance:

Joe Bodnar	Dave Bizuga	Bob Miller	Janice DeJohn
Mike Eckel	Andrea Mansfield	Janis Stia	Clinton Griggs
Donna Troiano	Frank Stia	Ann Fratticcioli	Frank Palise

These members were absent: Jay Johnston, Lou Papp, John Raniero, and Gerry Sellner. Jim Dixon attended as a volunteer. Donna Troiano reported on Gerry's recuperation. Cards of good wishes can be sent to his home and his sons will deliver them.

The minutes of the 12/03/19 meeting were received and approved as distributed. The motion to approve the minutes was made by Dave Bizuga and seconded by Mike Eckel. The motion passed.

TREASURER'S REPORT: The Treasurer's report was presented by Frank Stia. Balance as of 12/31/19 was \$15,346.54 including \$4,787.69 in the checking account. A move to accept the report, pending audit, was made by Donna Troiano and seconded by Bob Miller. The motion passed.

MEMBERSHIP REPORT: Janis Stia reported that there were 5 membership renewals received during December and 2 new annual and 2 new life memberships. A total of \$220.00 for dues was received in December. Janis moved that we accept the membership request from Yongchol Kim and Steven Ciapanna for Life membership & Linda Karp and Donna Gatens for Annual membership. Andrea Mansfield seconded, and the motion passed.

COMMITTEE REPORTS:

Nominating Committee – Joe Bodnar reported that there are sixteen Board members for 2019/2020.

By-Laws – Janice DeJohn drafted updates to our by-laws as detailed below.

Attached are the proposed finalized DOTRA By-Laws based on our discussion at the December Board Meeting. Following is a synopsis of the (proposed) changes on the attached document:

- Changed the date on page 1 to 1/07/2020.
- Added the word "retired" under Article III, Section 2, A on page 1
- Changed the wording under Article V, Section 2, F (page 4) to read "The Treasurer has the authority, as voted by the Board of Directors, to disburse funds and report in detail ..."
- Changed the wording under Article VII, Section 3 (page 6) to read "In matters of business at a meeting of the membership, a vote will pass if one more than half of the regular members present and in good standing vote yes." (This was done based on the conversation we had about the word "quorum" at the last meeting.)
- Changed the word "fiscal" to "calendar" under Article X, Section 1 on page 7.

Article III: Membership Eligibility

Section 2:

Associate memberships shall be available to: (Revised 05-2002)

- A. Relatives, by either blood or marriage, of *retired* former NJDOT employees.
- B. Others, who by reason of their employment outside the NJDOT, have participated in the design or construction of NJDOT projects or furnished products or services.
- C. In addition, all applications for Associate Membership shall require individual review and approval by the Board of Directors before becoming effective.

Article V: Officers

- F. The Treasurer shall issue notices of dues payable and be responsible for the collection thereof, and shall keep financial records of the organization. The Treasurer has the authority, as voted by the Board of Directors, to disburse funds and report in detail on the financial condition of the organization at the end of the fiscal year or at such other times as directed. The Treasurer shall also have the responsibility to advise the Directors of any necessary tax reports to be filed

Article VII

Section 3:

In matters of business at a meeting of the membership, a vote will pass if one more than half of the regular members present and in good standing vote yes.

Article X: Dues and Assessments

Section 1:

The annual dues shall be ten (10) dollars or as designated by resolution adopted by the Board and shall be collected by the Treasurer upon enrollment and no later than the thirty first (31) day of January of each succeeding *calendar* year. Life membership in DOTRA shall be \$75.00. Anticipated dues and assessments shall be used to develop a recommended annual budget for the administrative and organizational expenses of this association. (Section 1 revised September 2008 to add Life Membership cost. AJE)

In addition, Clint suggested these additional changes

Article IV: Board of Directors Section 1:

Since we do not and won't have 21 board members, I propose we change the language to eliminate a fixed number of board members.

...this organization shall be vested in a Board of Directors who shall be elected in the manner...

Second:

Section 5:

Eliminate the references to 'Certificate of Incorporation' since we are not incorporated.

There was additional discussion on the wording and implication of some of the suggested changes. For example, the number of Board members, both minimum and maximum, was discussed further. It was suggested that we have no fewer than 12 Board members and never more than 21. Also, the matter of our incorporation needs to be clarified. Clint will research this and bring the subject back for inclusion in the By-Law changes in February. It was decided to table any motions for changes to the By-Laws until February 4. At that meeting, Janice will present one motion to incorporate all the changes that were discussed. It is hoped that these changes can be adopted then.

Website – Ann Fratticcioli reported that she continues to add photos, links, and revisions to the website. There has been a total of 3891 hits since the new website was launched. Ann reported that we have 346 members and 133 of these continue to receive the DOTLine by US mail. Mike will cut the order for printed copies to 150 pieces.

Employee Memorial Committee- Janice reported that there is no Memorandum of Intent signed but the committee was permitted to proceed with the Silent Auction on December 5 & 6. Over 100 baskets were made for the Silent Auction and the DOTRA basket was well received. Janice will be the new liaison for DOTRA to the EMC.

Historian –Mike Eckel is working on an article for the February 2020 DOTLine on the history of the Employee Memorial Committee. Janice and Dave have contributed information for the article.

Chaplain – Frank Palise reported the passing of Bruce Abbott, Peter Cerenzo, Jr., Frank Cryan, Jr., Albert Foxall, Frances Friedman, Roy Gustavson, and Joseph Szucsik. Joseph Szucsik was a DOTRA member.

Audit: Nothing to report until spring. Frank Palise, Frank Stia, and John Raniero will form the Audit Committee.

SOCIAL ACTIVITIES:

Happy Hour

It was SRO at the Happy Hour at Mastoris on December 22 with over 30 members attending. It was an enjoyable event with a free buffet and drink specials. Mastoris donated a birthday cake that was shared. The next date is January 23 from 5-7 pm.

Trips – Jay Johnston was absent so there was no report.

Holiday Party: The annual Holiday luncheon was held at Mercer Oaks on December 11. The cost was \$36.00/pp. There were 69 attendees. DOTRA made a profit of \$127., in addition to the proceeds from the 50/50 of \$206. There were many door prizes donated, which made for a nice close-out for the afternoon. It was a very sociable group with lots of reminiscing and many new faces. The food was excellent. Janis Stia was complimented on her great planning.

March Breakfast:

Joe is preparing for the DOTRA spring event. The breakfast has been very popular and so, we will continue that format. It was suggested that we approach Mastoris and Ann reported that they will charge us \$15.00 including tax and gratuity. DOTRA will charge attendees \$16.00 Details will be confirmed by the February DOTLine mailing and on the website. The date for the breakfast is Wednesday March 11. Joe will receive the reservations.

OLD BUSINESS:

Bob Miller is working toward archiving DOTRA records (including – DOTLINES, Minutes, Treasurer's Reports, By Law Changes, Directors/Officers) to a permanent storage drive.

Ann continues to work on the website, loading photos and flyers. She periodically sends e-mail blasts to members as a reminder of upcoming events. There will be a blast about the March 11 breakfast.

NEW BUSINESS:

Deadline for DOTLine articles must be sent to Frank Palise by January 15. The flyer for the March 11 breakfast will be included. The Board will prepare the mailing at the conclusion of the February meeting. Jim Dixon reminded us that softball season is starting soon.

Since there was no additional business to discuss, a motion to close the meeting was made by Joe and seconded by Janice and the motion passed. Clint adjourned the meeting at 12:23 pm.

The next board meeting will be held on Tuesday 2/4/2020 at Tessara Restaurant at 11:00 AM. The DOTLine will be prepared for mailing at the conclusion of the meeting.

Respectfully Submitted,

Andrea Mansfield

Recording Secretary