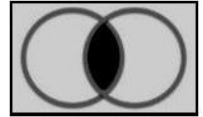


Polaroid Retirees Association

P.O. Box 541395 Waltham MA 02454-1395 WWW.POLAROIDRETIRES.ORG



Minutes of Board of Directors' ZOOM Meeting, April 13, 2021

Attendees: Arthur Aznavorian, David Bayer, Nino DiIanni, John Flynn, Elizabeth Foote, Mary Ann Hall, Johnnie Hayward, Touie Jackson, Eva Karger, Erika Kliem, Mary McCann, George Murray, Bill Rosen, Ruth Scanlan, Robert Ruckstuhl, Eric Thorgerson, and Ed Wade

Absent: Johnnie Hayward

Call to Order: The meeting was called to order at 10:00 by 1st VP John Flynn.

Old Business – Brief Reports

Secretary's Report: The minutes of the March 9th BOD meeting had been distributed by email. The motion to accept the minutes was approved.

President's Report: E. Wade reported that he had arrived in Florida and his computer had been repaired but has still had some problems. He thanked the board for their support, and turned the meeting back to the leadership of John Flynn.

Treasurer's Report: Nino DiIani reported that for the month of March, 2021, the following transactions occurred:

Expenses - \$24 for conducting the 2020 year end audit.

Income - \$84 for dues and interest.

He will prepare a FINANCIAL Statement for APRIL, 2021.

Financial report: David Bayer reported that David, Eric Thorgerson and Nino DiIanni had performed the audit of the PRA finances for the period of Dec 31, 2019 to Oct 21, 2020. They examined seven of the larger expenditures with the corresponding receipts and found them consistent.

Luncheon Update: David has been in contact with Lantana. They have scheduled us for the Normandy Room, the smaller room for the October Luncheon. The contracted minimum is 75 people. The current Maximum occupancy for Massachusetts is 100 people. (It was not clear whether the difference of 25 would be the number of Lantana staff.)

The official deadline for cancellation is two weeks before the luncheon. The number of attendees at the most recent October Luncheons has been 120 to 130 people.

The registration form would appear in the Q3 Newsletter (Printing deadline in June). If necessary, announcement of cancellation would have to appear in Q4 Newsletter.

No speaker is currently scheduled, but after the current hiatus in in-person gatherings, a social hour to talk with friends would be most appreciated. Picture boards in the lobby can be provided.

Condolences: Maryann Hall reported the obituaries of five PRA members: Eugene Gene Kanter, Paul C Giruard, Douglas Nieh, Charles J. Brown and Thomas Holmes.

The mention of Paul Giruard prompted respectful comments from a number of board members. All of the board was urged to forward such comments to Maryann for addition on the website. **

**It should be noted that Board Members – or anyone - can add their comments to the website and the obituaries directly, using the following sequence:

Visit the PRA Website polaroidretirees.org,

then select Bulletin Board,

then select "In Memoriam".

You can add comments to any obituary.

To do so, select the "Reply" button and write your comment.

Note: The "Reply" button is located at the top of the obituary, just above the name of the deceased, not at the end of the obit, where you are invited to add your comment.

By-Law Amendment: Arthur Aznavorian proposed a vote on the gender-neutral amendment to the PRA By-Laws changing any restrictive pronouns to gender-neutral pronouns. Bob Ruckstuhl had circulated the amendment by email prior to the meeting and it was approved unanimously.

The majority vote of the Board, thus far, has only approved its submittal for formal approval at the next Board meeting, where it must be approved by 2/3 of the Board for formal incorporation into our By-Laws".

A copy of the amendment is attached.

7. Future Plans for the PRA:

G. Murray

"During the February and March BOD sessions, the Planning Cycle had been the major topic of discussion. Immediately after the February introduction to the planning cycle we were asked to send to George our answer to the question "What do you, individually, want the PRA to accomplish?"

At the March meeting George had distilled these responses to an affinity diagram that was shown and later distributed to the board. George made the point that discussing the other topics in the planning cycle was premature until the group has collectively answered the question of Direction and Mission of the Board.

At the April meeting the question was a repeat of the question asked in our first discussion of the cycle. When the planning cycle description was introduced there was no time for in-depth discussion, so at the April meeting, George led the discussion by asking each member to respond at the meeting.

The following comments listed below are not direct quotes, but the Secretary's attempt at "capture" of each declaration.

Board Comments: What do each of us want to do? April 13, 2021

Act as a resource for retirees – How to deal with PBGC, Social Security Administration, and Veterans' Affairs Administration. - Maryann Hall

Keep thinking of ways to engage PRA members. Erika Kleim

Capture some history about Polaroid people - jobs and experiences, keyed to specific buildings. What was it we analyzed, planned, designed, calculated or made in those buildings? Continue publishing in Newsletter Mary McCann

Continue encouraging communication. Elizabeth Foote

Be a Resource for luncheons, using Social Media David Bayer

Continue Electronic Communications through Website and Email – Bill Rosen

Life of PRA is limited, perhaps 5 or 6 years Arthur Aznavorian

In One Year, George, Elizabeth Eric – all leaders in the past few years, will be gone - Bob Ruckstuhl

Newsletter gone within a year unless we find a way to continue Bob Ruckstuhl?

How to keep the Newsletter going? Key Question

Short term – Prospects for the Newsletter are scary John Flynn

Difficult; we're getting old. Perhaps time to put an end to this? Eric Thorgersen

When joining, Planned to do the job for a couple of years, but then look for replacement Nino Diiani

Teach members how to use the web page. Mailing them a "how to" about it. Bringing attention (and actual connection) to web page by including QR code in Newsletter to see the photographs in Color, or read related articles. This is something that can be tried right now! Ruth Scanlan

Blast emails get around 40% response from members. Bob Ruckstuhl

Establish Facebook page - contact 5 ongoing Polaroid connected groups Touie Jackson

Continuation of future planning discussion

After hearing the variety of aspirations, George then made the following motion to make plans for shutting down the PRA, and asked for a vote. :

"Move that the president appoint a five member committee to execute a plan to end operations of the PRA within a two year time frame."

This was met with surprise and opposition, so rather than voting on the motion, which clearly many were not prepared to do, George agreed to table the vote until the May BOD meeting. George pointed out that BOD members could simply vote against his motion in May if they choose.

At 11:30 John Flynn made a motion to adjourn and continue with a later separately recorded session, as had been scheduled in the agenda. However, the motion was waived. The meeting was adjourned shortly after 11:40 a.m.

Next Meeting – May 11, 2021 at 10:00 by Zoom

The following is the Text of Article X Gender Neutral Changes to By-Laws, circulated by Bob Ruckstuhl in his email of April 10th at 4:07PM

ARTICLE X - GENDER NEUTRAL CHANGES TO BY-LAWS

By-Laws, Article I, Section 2, change to the following:

A Nominating Committee, comprised of three (3) Board members, excluding the current officers, shall be chosen each year by the President for the purpose of selecting a slate of candidates. The Committee may elect its own *Chairperson*.

By-Laws, Article II, Section 1, change to the following:

The President shall preside at all meetings of the Association and shall serve as *Chairperson* of the Board of Directors. *He/she* shall carry out the policies of the Board of Directors.

By-Laws, Article VI, Section 2, change to the following:

The *Chairpersons* of the Membership and Finance committees shall be nominated by the Board of Directors and elected by a plurality of the Board as taken by a secret ballot,

By-Laws, Article VI, Section 3, change to the following:

All other committee *Chairpersons* shall be appointed by the President and shall report to *him/her*.

By-Laws, Article VI, Section 4, change to the following:

The members of the committee shall be appointed by the *Chairperson* with the advice of and in collaboration with the President.

By-Laws, Article VII, Section 5, change to the following:

The Chapter shall have a *Chairperson*, *Vice-Chairperson*, Secretary and Treasurer, each of whom shall be elected annually by the Chapter members.

By-Laws, Article VII, Section 6, change to the following:

The Chapter *Chairperson* will serve as the liaison with the President and the Board of Directors of the P.R.A.