

Minutes of the Eagle Forum Board Meeting, April 11, 2016

Eunie Smith called the roll of those authorized to be on this call.

The following members were in attendance: Phyllis Schlafly, John Schlafly, Anne Schlafly Cori, Cathie Adams, Carolyn McLarty, Eunice Smith, Shirley Curry, and Rosina Kovar. Andy Schlafly, Kathleen Sullivan, and LaNeil Spivy were absent. She announced a quorum.

Attorneys Steve Clark and Joel Rolf and Ed Martin and Ryan Hite were also in attendance. Mr. Clark interrupted the meeting numerous times.

Phyllis Schlafly made a statement that she did not like teleconference calls, and preferred meetings face to face. She recorded her objection. Eunie Smith thanked Phyllis saying: “We all agree with you that we would prefer to meet in person, but I did appreciate the fact that you offered in an email to the board to conduct this telephone conference call from the Headquarters.” Phyllis has spent her life building up the organization of Eagle Forum, and spoke of the importance of volunteers. She said that we don’t control or tell the volunteers what to do. State leaders are independent, and staff cannot order volunteers to do things. She wants Eagle Forum to continue to be the center of the conservative movement. She welcomed all of us to the meeting. Eunie Smith thanked Phyllis and pointed out that Phyllis’s comments reiterated the purpose of the meeting in the call which was “to ensure that Eagle Forum continue long into the future as a viable force for all the cause which we have addressed in the past for God, family, country.”

Phyllis Schlafly and John Schlafly objected to the meeting.

Ed Martin tried to adjourn the meeting.

Anne Cori moved that we go into Executive Session, which Eunie Smith implemented after it passed by voice vote. To restore order, she muted all callers and read the agenda as follows.

Eunie presented the Agenda:

- a. Office of the President
- b. Conflict of Interest Policy
- c. Call for a complete and independent audit
- d. Call for Officers and Directors Liability Insurance
- e. Legal Representation (clarity on use of EF funds)
- f. The on-going fight on Con Con
- g. Our work on the Republican Party Platform
- h. Motions to replace Board Members—need a 20 day notice.
- i. By-laws Updates and next meeting
- j. Further Business

I. Motion to adjourn

Eunie Smith said a prayer in the absence of LaNeil Spivy. She appointed Carolyn McLarty as parliamentarian and Rosina Kovar as Secretary.

The presiding officer said that since we were in Executive Session because we would be discussing sensitive personnel issues, we would expect that only those who are active board members would be participating in the meeting going forward until and unless we go out of Executive Session.

To proceed with the agenda, she unmuted all callers.

Shirley Curry moved that Ed Martin be removed as President of Eagle Forum, a 501(c)(4) organization. Carolyn McLarty second. Attorney Steve Clark repeatedly interrupted proceedings.

Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted “yes.” Phyllis Schlafly and John Schlafly objected. Passed 6 to 0, with 2 objections.

Cathie Adams made a motion that Eunie Smith be Interim President of Eagle Forum. It was seconded. These directors voted aye: Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar. Phyllis Schlafly and John Schlafly objected. Since 8 votes are needed to elect officers, the motion did not pass. Upon the failure of that motion, Eunie Smith read the ByLaws Article Six, Section 4 to establish that since the office of president is now vacant, according to the by-laws, the First Vice-President automatically serves as president. Eunie Smith is therefore serving as president of Eagle Forum.

Eunie Smith appointed Dr. Shirley Curry to form a Search Committee for the next president of Eagle Forum.

Eunie Smith appointed Anne Schlafly Cori as Executive Director.

Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted “yes.” Phyllis Schlafly and John Schlafly objected. Passed 6-0, with 2 objections.

Motion by Anne Cori asked for signature authorization on the bank accounts with second by Cathie Adams as follows:

1) That the following officers of Eagle Forum are authorized to transact business with respect to Eagle Forum accounts with banks and other financial institutions, such as investment advisors and stock brokers: Anne Cori, Vice-Chair and Eunie Smith, First Vice-President.

2) That all prior resolutions for authorized signatures on bank and other financial institution accounts are hereby revoked.

3) That funds may be withdrawn from such institutions or checks written on them on the signature of any one of the following:

Anne Cori

Eunie Smith

Lois Linton

4) That Vice-Chair Anne Cori is authorized to notify each financial institution of the currently authorized officers authorized to sign with respect to each account and to sign any form of certification of this resolution or its content.

Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted “yes.” Phyllis Schlafly and John Schlafly objected. Passed 6-0 with 2 objections.

Shirley Curry made a motion for a Conflict of Interest Policy that no board member of Eagle Forum, which is a 505(c)(4) organization shall be an employee of Eagle Forum. Cathie Adams, second. Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar, voted “yes.” Phyllis Schlafly and John Schlafly objected. Passed 6-0, with 2 objections.

Anne Cori made a motion to contract with a CPA for a complete and independent audit of the 501(c)(4) Eagle Forum. It was seconded by Cathie Adams. She clarified that the proposal was to find a firm with which to contract after official approval. Eunie Smith called for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted “yes.” Phyllis Schlafly and John Schlafly objected. Passed 6-0, with 2 objections.

Eunie Smith made a motion to to instruct the First Vice President who is acting as president to pursue contract for Officers and Directors liability insurance. Cathie Adams second. Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted “yes.” Phyllis Schlafly and John Schlafly objected. Passed 6-0 with 2 objections.

Anne Cori moved the following resolution: Several members of the Board of Directors have received a letter form the Runnymede Law Group stating that it represents Eagle Forum. The Board of Directors of Eagle Forum has not acted to appoint legal counsel to represent it. Nor can the firm represent the Board against its majority. At this time, neither the Runnymede Law Group nor any other law firm has been engaged to represent Eagle Forum. First Vice President Eunie Smith shall respond to Runnymede Law Group stating that it does not represent Eagle Forum, and it shall not represent itself to anyone as legal counsel to Eagle Forum or stating that it represents Eagle Forum. Only the Board of Directors of Eagle Forum shall have the authority to engage legal counsel to represent Eagle Forum.

The motion was seconded by Carolyn McLarty.

Eunie Smith called for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted ‘yes.’ Phyllis Schlafly and John Schlafly objected. Motion passed 6-0 with 2 objections.

Eunie Smith moved to agenda items placed by Phyllis Schlafly in email dated April 4.

She asked about the on-going fight on the Con Con. Rosina Kovar reported that they educated the legislators, who were for it last year, and gave them Orlean’s book, that she wrote on the Con Con. They are now against it, and it has not been brought up this year at the Colorado legislature. Cathie Adams reported that Pat Carlson of Texas took on the fight in Texas and defeated it. She also reported that Bunny Chambers in Oklahoma says it is stuck in committee.

The Delegates to the National Republican Convention. Rosina Kovar reported that in Colorado, we elected an Eagle, Anita Stapleton, who has been all over this state fighting Common Core. We also have two people on the Platform Committee, who have our values on life, marriage, and the 2nd amendment. Carolyn McLarty reported that Mike Mears and Ben Key will be working on the National Platform committee.

On the last Schlafly agenda item, motions to replace particular Board members, Eunie Smith reported that under Illinois law, we have to give at least 20 days notice to replace Board Members so motions on this item would be out of order.

She announced that the next Board meeting will be on May 2nd, at 2:00 p.m. Central time. That will also be the meeting to replace directors who violate the Conflict of Interest Policy. Eunie Smith indicated that she would appoint a committee to update the ByLaws.

At Eunie Smith’s invitation, Phyllis Schlafly made closing remarks.

Shirley Curry made a motion that Ed Martin’s removal as President of Eagle Forum 501(c)(4) be immediate. Seconded by Cathie Adams. Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted “yes.” Motion passed 6-0 with 2 objections.

Cathie Adams moved to adjourn with second by Carolyn McLarty. Eunie Smith asked for a roll call vote. Anne Cori, Cathie Adams, Carolyn McLarty, Eunie Smith, Shirley Curry, and Rosina Kovar voted yes. Motion passed 6-0 with 2 objections.

Submitted by Rosina Kovar, Recording Secretary