

**MINUTES OF THE ATOS BOARD OF DIRECTORS  
SPECIAL TELEPHONE CONFERENCE MEETING  
THURSDAY, AUGUST 31, 2006; 6:00 P.M. EDT**

A special session was called August 30, 2006 by Board members Donna Parker and Don Near. Pursuant to Section 4.10<sup>i</sup> of the ATOS Bylaws, this action was taken with the full knowledge and full consent of the entire board. The meeting followed agenda distributed by e-mail to the board by Donna Parker.

Meeting was called to order at 6:06 P.M. EDT by Acting President, Michael Fellenzer.

The scribe, John Riester, conducted the roll call: **Officers Present:** Michael Fellenzer, Acting President; Paul Van Der Molen, Treasurer; **Directors Present:** Mike Cierski, Jelani Eddington, Ed Mullins, Don Near, Donna Parker, Doug Powers, Carlton Smith; **Youth Representative Present:** John Riester **Staff Members Present:** Jeff Weiler, Parliamentarian; Jim Merry, Executive Secretary. A quorum was declared by the Acting President.

**New Business**

1. Motion to accept resignation of Bob Davidson, President; Jack Moelmann, Secretary; Russell Holmes, Director; Nelson Page, Director; and Fr. Gus Franklin, President *ex-officio* with regret. Moved: Doug Powers. Carried: Unanimous
2. Donna Parker nominates Ken Double for the office of President. No additional nominations are received. Motion to elect Ken Double as President. Moved: Paul Van Der Molen. Carried: Unanimous

President Ken Double turns the meeting over to Vice President Michael Fellenzer.

3. Jelani Eddington nominates John Riester for the office of Secretary. No additional nominations are received. Motion to elect John Riester as secretary. Moved: Jelani Eddington. Carried: Unanimous
4. A planning session was held for two vacant Director positions, expiring summer 2007 and summer 2008. Pursuant to ATOS Bylaws Section 4.5<sup>ii</sup>, board is considering potential candidates to be elected at a future meeting.
  - a. Motion for the Board of Directors to gather a list of potential candidates, and reconvene September 8, 2006 with the intent of filling the two empty seats. Moved: Don Near. Carried: Unanimous

The meeting was adjourned at 7:00 P.M. EST.

John Riester, Secretary

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<sup>i</sup> **Section 4.10 CONSENT TO MEETINGS.** The transactions of the Board of Directors at any meeting however called and noticed or wherever held, shall be as valid as though done at a meeting duly held after call and notice, if a quorum be present, and if either before or after the meeting each Director not present signs a written waiver or notice or a consent to the holding of such meeting, or approval of the minutes thereof, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. All such waivers, consents or approvals shall be filed with the corporate records as a part of the minutes of the meeting.

<sup>ii</sup> **Section 4.5 VACANCIES.** [Line 12]...Upon the tendering of resignation by any Director to the Board of Directors, the Board shall have the power to elect a successor to take office at such time as the resignation shall become effective....