

THE ANNUAL MEETING OF THE USA ALLIANCE WAS HELD ON SEPTEMBER 26, 2003 AT THE WATER'S EDGE RESORT AND SPA IN WESTBROOK ,CT. OUR BUSINESS MEETING WAS CALLED TO ORDER AT 8:00 AM BY PRESIDENT SANDY JACKSON. THOSE PRESENT WERE SANDY JACKSON, RONNIE MOORE, LEN LOVULLO, RON AND MIKE GABOR, RICH, BOB AND KEN DISTEL, MERWYN LARSEN, DICK THOMAS, ROBBIE JOHNSON, KERRY DILLARD, JACK MILLER, JOHN GRIFFIN, PAUL DAVIS, PRESTON GOUGH, BARON GARCIA, JASON AND GREG MURREY AND RON ARNDT.

SANDY JACKSON GAVE HIS FIRSTHAND REPORT ON HIS EXPERIENCE WITH HURRICANE ISABEL.

THIS YEAR THERE ARE NO PRESIDENTS OF COMPANIES ATTENDING OUR MEETING. DAVE RUCKER HAS LEFT INTERSTATE AND DAVE DALE HAS RETIRED FROM WESTERN HERITAGE. AS SUCH, WE ADVISED TOM NERNEY OF THE SITUATION AND HE DID NOT FEEL COMFORTABLE BEING THE ONLY ONE IN ATTENDANCE.

PRESTON GOUGH HAS SOLD HIS OPERTION TO BB& T AS OF JULY 1, 2003. AS SUCH, HE HAS AGREED TO SURRENDER HIS STOCK. PRESTON WAS ASKED TO GIVE US WHAT DETAILS HE COULD OF THE TRANSACTION, WHICH HE DID, OF WHICH OTHER MEMBERS COULD GAIN INSIGHT.

SANDY JACKSON REPORTS THAT LOUIS WILLIAMS IS SICK AND AS SUCH WOULD LIKE TO SURRENDER HIS STOCK CERTIFICATE AS OF 1/1/04. IT IS WITH DEEP REGRET THAT WE ACCEPT HIS RESIGNATION FROM OUR ORGANIZATION.

SANDY JACKSON REPORTED ON CONCANNON AND ADVISED THAT MARK (NOT BERNIE WHO IS THE ACTUAL MEMBER) FINALLY CALLED SANDY AFTER REPEATED EMAILS, PHONE CALLS, ETC OVER THE PAST TWO YEARS. MARK INDICATED THEIR INTEREST IN REMAINING A MEMBER. THEY ARE CURRENTLY TWO YEARS IN ARREARS ON DUES. MARK INDICATED THAT THEY WOULD BE SENDING US A LETTER ASKING THAT WE TRANSFER THE STOCK FROM BERINIE TO MARK AND THAT THEY WANTED TO PARTICATE. IT WAS AGREED THAT WE WOULD TABLE THIS DISCUSSION UNTIL TOMORROW AND AT THAT TIME ADDRESS WHAT WE WANTED TO DO.

GREG MURREY READ THE MINUTES FROM OUR 2002 MEETING. A MOTION TO ACCEPT THE MINUTES AS READ WAS MADE BY LEN LOVULLO AND SECONDED BY RON ARNDT. ALL VOTED IN FAVOR.

THE TREASURERS REPORT WAS READ BY GREG MURREY (COPY ATTACHED). A COPY OF THE 2002 AUDITED FINANCIAL STATEMENT WAS PROVIDED TO ALL MEMBERS ALSO. A MOTION WAS MADE BY PRESTON GOUGH AND SECONDED BY PAUL DAVIS THAT THE REPORT BE ACCEPTED AS PRESENTED. ALL VOTED IN FAVOR.

DUE TO OUR CURRENT FINANCIAL POSITION BEING VERY POSITIVE, A MOTION WAS MADE BY RON GABOR TO SUSPEND ALL DUES UNTIL FURTHER NOTICE AND UNTIL THE EXECUTIVE COMMITTEE VOTES TO REINSTATE THEM. MERWYN LARSEN SECONDED THE MOTION. ALL VOTED IN FAVOR.

NEXT WAS THE DISCUSSION ABOUT PRESIDENT INVITEES FOR NEXT YEAR. SOME DISCUSSION WAS MADE ABOUT POSSIBLY AGAIN DOING THE DINNER, BUT WE AGREED TO CONTINUE OUR CURRENT FORMAT OF INVITING FIVE PEOPLE IN HOPES THAT THREE WILL ATTEND. AFTER MUCH DISCUSSION OUR INVITEES FOR NEXT YEAR ARE: CHUCK TIMMONS, CANAL; TOM NERNEY, USLI; JIM CAREY, ADMIRAL; ROBERT HILL, AMERICAN RELIABLE; RANDY JONES, MAXUM. LEN WILL SEND OUT THE INVITES SHORTLY.

LEN LOVULLO REPORTED ON THE 2004 MEETING IN BUFFALO. WE WILL BE STAYING IN A HISTORIC HOTEL DOWNTOWN AND WE WILL HAVE ALL THE ROOMS IN THE HOTEL. THE DATES FOR THE MEETING ARE SEPTEMBER 9-11, 2004.

SANDY JACKSON REPORTED ON OUR D& O POLICY. COVERAGE HAS ALWAYS BEEN WRITTEN ON A NOT FOR PROFIT BASIS, HOWEVER, WE ARE A FOR PROFIT ENTITY. THE PRICE FOR A FOR PROFIT POLICY WAS COMPARABLE TO THE NON PROFIT SO WE WILL LEAVE THE ENTITY AS IS.

THERE WAS A DISCUSSION OF THE NEED FOR A BROCHURE FOR THE ALLIANCE OR MAYBE A WEBSITE. RON GABOR WILL SEND OUT A INDIVIDUAL COMPANY PROFILE TO BE COMPLETED BY EACH MEMBER. RON WILL THEN ASSEMBLE THESE AND SEND OUT TO EVERYONE. WE COULD CONSIDER A WEBSITE AT SOME POINT THEN.

THERE BEING NO FUTHER BUSINESS FOR THE DAY A MOTION WAS MADE BY BOB DISTEL AND SECONDED BY JOHN GRIFFIN TO ADJORN OUR MEETING.

THE NEXT DAY OUR MEETING WAS CALLED TO ORDER AT 8:00 AM BY PRESIDENT SANDY JACKSON. ALL THOSE PRESENT FROM YESTERDAY WERE IN ATTENDANCE EXCEPT PRESTON GOUGH. PETER SCOBIE

SANDY JACKSON BROUGHT UP THE SUBJECT OF SEPARATING THE TREASURER'S POSITION FROM THE SECRETARY'S. GREG MURREY HAD AGREED TO ASSUME BOTH DUTIES WHEN LOUIS WILLIAMS GAVE UP HIS POSITION. A MOTION WAS MADE BY RON ARNDT AND SECONDED BY KERRY DILLARD THAT THESE POSITIONS AGAIN BE SEPARATE. ALL WERE IN FAVOR. LEN LOVULLO VOLUNTEERED TO HAVE HIS CFO PHIL RAPINI DO THIS FOR THE ALLIANCE. SANDY JACKSON MADE A MOTION THAT WE ACCEPT LEN FOR THIS POSITION, MERWYN LARSEN SECONDED AND ALL VOTED IN FAVOR.

OUR NEXT TOPIC WAS BACK TO THE CONCANNON SITUATION. AFTER MUCH DISCUSSION, PAUL DAVIS MADE A MOTION THAT WE BUY BACK THE STOCK FROM THEM AND SEEK ANOTHER MEMBER DUE TO THEIR INACTIVITY AND NOT PAYING DUES THE PAST TWO YEARS. THE VALUE OF THE STOCK WILL BE LESS THAN THEIR PAST DUES AND WE SHOULD JUST FORGIVE THE DIFFERENCE. JOHN GRIFFIN SECONDED THE MOTION. TWELVE PEOPLE VOTED FOR THE MOTION WITH FOUR ABSTENTIONS. THE MOTION CARRIED. SANDY WILL WRITE BERNIE A CERTIFIED LETTER NEXT WEEK EXPLAINING OUR POSITION.

SEVERAL NEW MEMBERS WERE DISCUSSED FOR ALL OUR OPEN STATES BUT AT THIS TIME THERE IS NO AGREEMENT ON BRINGING ANYONE UP FOR AN ACTUAL MEMBERSHIP VOTE.

RONNIE MOORE ACTING AS THE NOMINATING COMMITTEE FOR OFFICERS FOR NEXT YEAR PROPOSED THE FOLLOWING FOR OFFICE:

PRESIDENT	SANDY JACKSON
VICE PRESIDENT	PAUL DAVIS
TREASURER	LEN LOVULLO
SECRETARY	GREG MURREY
EXEC COMMITTEE	RON ARNDT TO REPLACE PAUL DAVIS (2 ND YEAR)
	RONNIE MOORE (2 ND YEAR)
	MERWYN LARSEN
	ROBBIE JOHNSON
PAST PRESIDENT	RON GABOR

DICK THOMAS MADE A MOTION AND RONNIE MOORE SECONDED THAT ALL OFFICERS AS PRESENTED BE ACCEPTED. ALL VOTED IN FAVOR.

OUR FINAL TOPIC BEFORE THE ROUNDTABLE WAS WHERE TO HAVE OUR MEETING IN 2005. IT WAS AGREED THAT SINCE WE WILL HAVE HAD TWO IN ROW EAST OF THE MISSISSIPPI THAT IT SHOULD BE WEST. JOHN GRIFFIN HAS AGREED TO HOST OUR MEETING FOR 2005 IN VICTORIA WITH EXACT DATES TO BE DETERMINED.

OUR ROUNDTABLE DISCUSSION CONSISTED OF THE TOPICS OF HEALTH INSURANCE, SONS AND DAUGHTERS IN THE BUSINESS, KEY EMPLOYEES AND DISASTER PLANS.

AT 11:05 AM THERE BEING NO FURTHER BUSINESS A MOTION WAS MADE BY DICK THOMAS AND SECONDED BY BARON GARCIA TO ADJORN OUR MEETING.

RESPECTFULLY SUBMITTED,

GREG MURREY
SECRETARY