



**FROM THE DESK OF MICHAEL ROSE, *President*, Philippine American Association of East Tennessee, Inc.:**

Greetings everyone. Please allow me to take this opportunity to describe the recent events affecting our organization, which has led to our current situation:

On May 17th, 2023 the officers (and other interested Members) of the *Philippine American Association of East Tennessee* held an emergency meeting to address several issues which had arisen with the then-President, Mr. John Ramos, and to discuss the upcoming Spring Picnic and other assignments.

Seventeen (17) people attended the May 17 meeting, including John Ramos, Michael Rose, Orlino Baldonado, Estrella Baldonado, Precy Sturgeon, Christie Smith, Leah Mequirme, Rinnah Sunico, Terry Cunningham, Steve Klement, Elsa Hyman, Denise Castro, Remelyn Board, Dindih Cesario, Imelda Rogers, Janine Gerber and Lyle Hill.

After the meeting began, John Ramos informed everyone that Mr. Lyle Hill was there “to make sure everyone followed proper meeting decorum”; during the course of approximately one and one-half hours there was much heated discussion of the issues of Mr. John Ramos’ alleged treatment of many of the PAAET officers during planning meetings and various events, and specifically including several issues concerning the “Taste of Asia” event. As the May 17 Meeting progressed, there were at least three (3) times that Mr. Orlino Baldonado suggested to Mr. Ramos that the Meeting be adjourned, and to instead hold a private discussion to address these personal issues (so that they could be resolved quietly). I (Michael Rose) pleaded several times with Mr. Ramos to ask that he listen to Orlino Baldonado out of respect for this position (as one of the founders and long-time supporters of PAAET), and because his advice is always calm, wise and well-considered. However, it was clear to me that Mr. Ramos preferred to simply continue to argue with everyone.

Leah Mequirme then read her previously-prepared Statement which specifically addressed many of her concerns about how things were being handled by Mr. Ramos during his brief tenure as President. Christie Smith also read a prepared Statement about her concerns. Rinnah Sunico likewise had a prepared Statement (which she asked to read), but Mr. Ramos would not allow her to read it!

At this time, Denise Castro read her prepared Statement, and demanded that John Ramos resign, or that the officers “impeach” Mr. Ramos before the conclusion of the meeting; she then demanded that we take a vote “to remove John Ramos as President”.

These Statements from all four officers primarily addressed issues alleging verbal abuse (by Mr. Ramos), micromanaging all the officers and their tasks, trying to take credit for the officers’ efforts, John Ramos’ attempts to use PAAET for his personal profit, his desire to change the organization’s By-laws (so that he could remain as President for three (3) years), and to “develop a relationship between the Philippine Chamber of Commerce and NAFFAA” in an apparent attempt to “influence-pedal” for his personal benefit.



I (Michael Rose) then asked Orlino Baldonado if there was anything in the (then-existing organization By-laws) which regulated an immediate vote to remove John Ramos as President; Mr. Baldonado replied that there was nothing in the then-existing By-laws which would prevent such a vote. Accordingly, I (Michael Rose) put forth a Motion that the officers take an immediate vote to remove Mr. John Ramos as President; Terry Cunningham Seconded the Motion. John Ramos announced something to the effect of "you have to vote and only the officers and members can vote" (which, incidentally, was an incorrect interpretation of the then-existing By-laws, as there was not in fact any such requirement that "the members" had to vote).

I (Michael Rose) then asked for a voice vote from the Officers; it was quite clear that all of the Officers present at the Meeting (except for myself and Steve Klement) voted "Yes" to the question of removing John Ramos as President. I immediately announced the result of this voice vote by saying "It appears that the ayes have it, John Ramos you are removed as President". Upon hearing this, Mr. John Ramos turned to me (and pointed at me), and said in a loud voice "Now you're (*i.e.*, Michael Rose) President". I replied that "I don't want to be President", but Mr. Ramos repeated this by saying "You were the Vice President and [now] I am removed, now you are President". Then I (Michael Rose) said "OK; this meeting is adjourned".

Following the conclusion of that Meeting, Mr. John Ramos has been attacking many of the PAAET Officers (both verbally and in writing), and has been making false claims that the May 17 Meeting "never happened" and that "he is still President". In addition, he has refused to release or return all of the PAAET property which has been stored at his home, including all of the tables, chairs, signs, sound equipment and other property which had been purchased by, donated to and otherwise acquired over many years by the various Members of PAAET.

For decades PAAET had existed as an informal "social club"; however, following the unpleasantness of the May 17 Meeting, one of the original founders of PAAET (Mr. Orlino Baldonado) organized a meeting (on May 20, 2023) of some of the leading PAAET Members at the office of Mr. Roger D. Hyman, an attorney (who was also previously Vice President of PAAET for several years, and who had--along with a previous President, Mr. Matthew Solis--drafted a re-write of the long-standing PAAET By-laws). The purpose of this Meeting was to re-create PAAET as a formal nonprofit organization pursuant to state and federal law.

Five long-standing PAAET Members attended the May 20 Meeting (Orlino Baldonado, Estrella Baldonado, myself (Michael Rose), Elsa L. Hyman, and our attorney, Roger D. Hyman); after much discussion, we re-created PAAET as a formal non-profit corporation pursuant to Tennessee law, and likewise immediately obtained a federal Tax ID number (as a non-profit organization) from the Internal Revenue Service, and we are now formally known as "**Philippine American Association of East Tennessee, Inc.**" Several subsequent meetings were necessary to complete this formal process, and to prepare all of the required documentation. All of these corporate documents and filings can be viewed on our new website (PAAETInc.org.).

Following all of the required steps (pursuant to the Tennessee Non-Profit Corporation Act) the Incorporators are Orlino Baldonado and Roger D. Hyman; the first ("Initial") Board of Directors are Orlino Baldonado, Estrella Baldonado, Michael Rose, Roger D. Hyman and Elsa Hyman. The Initial Board of Directors shall serve until the First Annual Meeting of the



corporation, to be held during the PAAET Christmas Party, when the Members of PAAET (which include all verified Members whose Annual Dues are current) shall elect the Board of Directors pursuant to the (new) By-Laws of the Corporation. The Directors shall serve two-year terms, which shall be "staggered", with two (2) Directors elected during "even-numbered" years, and three (3) Directors elected during "odd-numbered" years.

The Board of Directors then appoint the Officers, who manage the Corporation on a day-to-day basis. The Initial Officers who have been appointed are:

**PRESIDENT: Michael Rose**

**VICE PRESIDENT: Denise Meryl Castro**

**MEMBERSHIP REGISTRAR: Estrella Baldonado**

**TREASURER: Precy Sturgeon**

**SECRETARY: Elsa L. Hyman**

**CORPORATE GENERAL COUNSEL: Roger D. Hyman, Esq.**

In addition, several formal Committees have now been organized to continue with the planning and other day-to-day work of the Corporation, including planning Picnics, Parties, Meetings, Social Gatherings, and other Events.

As part of this corporate organization process, the new corporation duly acquired all of the property which had been formerly owned by the (informal) "PAAET" social club, pursuant to Tennessee law. And of course, it is uncontroverted that all of this property had been acquired over the course of several years by the Members of PAAET (who are now the "Shareholders" of the new PAAET non-profit corporation), either through purchase (by Members' dues), or as charitable donations to the organization; certainly none of this property had ever been purchased by Mr. Ramos. It is therefore incomprehensible, and indefensible, that Mr. Ramos continues to "hold all of this property hostage" because he is unhappy with having been asked to resign as President of the "old" PAAET. Therefore, our Corporate General Counsel was asked (and duly authorized) to send a formal letter to Mr. Ramos requesting the return of this property.

In response to the letter sent by Mr. Hyman to Mr. Ramos, Mr. Ramos (by telephone) vehemently refused to return the property, and said "go ahead and sue me, take me to court", and so forth. We are still hopeful that Mr. John Ramos will eventually do the right thing and return all of the property which obviously does not belong to him, and now rightfully belongs to the successor-organization to the "old" PAAET, which is now **Philippine American Association of East Tennessee, Inc.**

Many of you are likely also wondering about the cancellation of the "Spring Picnic", which had been planned for McFee Park (on May 27), and also for the recently-cancelled picnic which had been planned for July 1. Mr. John Ramos had made those reservations—but had put those reservations in his individual name! Later, when he was removed as President, the board



members and officers desired to continue with the Spring Picnic--but John Ramos notified our officers "that [we] could not use the facility because [he] said it was "my Pavilion"—**despite it having been paid for with PAAET funds.**

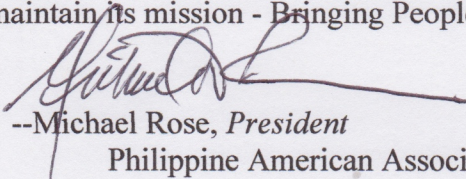
### **Going Forward**

All previous PAAET members are now recognized as Members (*i.e.*, "Shareholders") of the "new" "PAAET, Inc."--**if they have paid their Annual Membership Fees.** We recognize that (as a dues-paying, otherwise qualified person), Mr. John Ramos may continue to be a Member of the "new" **Philippine American Association of East Tennessee, Inc.** (*i.e.*, "PAAET, Inc.")—**so long as his Annual Dues remain "current" and "paid"**, and as such he is entitled to **one (1)** vote for the Board of Directors (at the Annual Meeting)--**just like any other qualified Member.** **However, he is not involved with nor a part of the new PAAET Inc. Board of Directors, nor is he an Officer, nor does he serve on any Committee, nor does he have any authority whatsoever to speak on behalf of, or make any decisions for, PAAET, Inc.**

We are now very excited to announce that our next formal event will be the "**Summer Picnic**", now scheduled for July 22, 2023 (10:00 a.m. to 7:00 p.m. EDT), at **Melton Hill Dam Campground, Pavilion #3, 201 Campground Road, Lenoir City, Tennessee 37771.** (Please note that this should not be confused with *TVA Melton Hill Dam Park*).

We have also scheduled a Christmas Party (which shall also "double" as a brief "Annual Meeting" for the Corporation, where the first formal election for the Board of Directors will occur) for December, 2023; more information will be provided at the Summer Picnic.

In the meantime, the **Philippine American Association of East Tennessee, Inc.** will continue to strive to maintain its mission - **Bringing People Together Since 1984.** Thank you all very much.

  
--Michael Rose, *President*

Philippine American Association of East Tennessee, Inc.