



BOARD OF DIRECTORS MEETING

Teleconference via Zoom

September 27, 2020

Meeting Minutes

Directors Present: Nikole Allen, Glenn Blumhorst (*ex officio*), Mary Broude (incoming), Bridget Davis (out-going), Evelyn Ganzglass, Corey Griffin, Kim Herman (incoming), Jeffrey Janis (incoming), Chip Levengood, Jed Meline, Robert Nolan, Mary Owen-Thomas, Tom Potter (out-going), Rhett Power, Rogelio Quintanar (incoming), Maricarmen Smith-Martinez, Gretchen Upholt, Faith Van Gilder, Albert Whitaker (incoming), Hannah Wishart (incoming)

Directors Absent: Elizabeth Barrett, Keith Beck (out-going), Katie Long

Staff Present: Anne Baker, Jonathan Pearson, Steven Saum

Guests: Hank Ambrose

CALL TO ORDER – *Maricarmen Smith-Martinez*

The Board Chair called the Meeting to order at 11:34 AM Eastern time. A quorum was present.

CONSENT AGENDA

- MOTION: The Board of Directors approves the meeting agenda as presented.
- MOTION: The Board of Directors approves the minutes of the June 8, 2020 meeting as presented.
- MOTION: The Board of Directors approves the minutes of the August 17, 2020 special meeting as presented.
- MOTION: The Board of Directors acknowledges the interim actions as presented.

AGNAC ACTION 1 - July 17, 2020:

Resolved: That the Affiliate Group Network Advisory Committee of the NPCA Board of Directors approves the application of **Black RPCV in the DMV** as an Affiliate Group of National Peace Corps Association.

The motion by Evelyn Ganzglass was approved.

Jed Meline moved, Rhett Power seconded to approve the consent agenda with June meeting minutes as amended by the treasurer. Motion approved.

Governance Committee Report - Part 1 - Chip Levengood

2020 Member-Elected Director and Affiliate Group Network Coordinator Elections

The Governance Committee welcomes the following Member-Elected Directors and Affiliate Group Network Coordinator who were elected by the constituents during the June to July 2020 voting period. They are hereby seated as voting members of the Board:

Three-year term: 2020-2023

- **Jed Meline** (Micronesia 1990-1992) - Asia and the Pacific
- **Kim Herman** (Dominican Republic 1967-1969) - West
- **Rogelio Quintanar** (Uzbekistan 2000-2001) - Southern Tier

Two-year term: 2020-2022

- **Hannah Wishart** (Georgia 2014-2016) - Affiliate Group Network Coordinator

Board-Elected Directors Nominations and Elections

MOTION 1: The Governance Committee nominates the following as Board-Elected Directors for the three-year term 2020-2023 to begin immediately upon their election and continue until their successors are seated.

- **Mary Broude** (Korea 1968-1970)
- **Chip Levengood** (Costa Rica 1964-1966)
- **Robert Nolan** (Zimbabwe 1997-1999)

Passed unanimously

MOTION 2: The Governance Committee nominates the following as Board-Elected Directors to fill vacancies for the remainder of the two-year term 2020-2022 to begin immediately upon their election and continue until their successors are seated.

- **Jeffrey Janis** (Ukraine 2004-2006)
- **Albert “Beto” Whitaker** (Paraguay 1979-1981)

Passed unanimously

Recognition of Directors whose terms have been completed

MOTION 3: The NPCA Board of Directors resolves that we acknowledge and express our appreciation for the commitment and service of the following Directors whose terms are now completed. We further recommend that they be offered Board Emeritus status.

- **Keith Beck** – Member-Elected, West (2017-2020)
- **Bridget Davis** – Board-Elected (2017-2020)
- **Tom Potter** – Member-Elected, Southern Tier (2017-2020)

Passed unanimously

Recognition of Directors who resigned prior to completion of their terms:

MOTION 4: The NPCA Board of Directors resolves that we acknowledge and express our appreciation for the commitment and service of the following Directors who resigned before completion of their terms.

- **Dan Baker** - Board-Elected; resigned March 2020 to take a staff position
- **Juliana Essen** - Board-Elected; resigned March 2020
- **Elizabeth Barrett** - Member-elected, Europe/North and East Africa, resigned effective September 28, 2020

Passed unanimously

Officer Nominations and Elections

MOTION 5: The Governance Committee nominates the following as officers of the Board of Directors for a one-year term (2020–2021) to begin immediately upon their election and continue until their successors are seated:

- **Board Chair:** Maricarmen Smith-Martinez (Affiliate Group Coordinator 2014 - 2018; Board-Elected Director since 2018)
- **Vice Chair:** Corey Griffin (Board-Elected Director since June 2015)
- **Secretary:** Mary Owen-Thomas (Member-Elected Director - Upper Midwest since September 2016)
- **Treasurer:** Gretchen Upholt (Board-Elected Director since June 2019)

Passed unanimously

President's Report - Glenn Blumhorst

NPCA's principal priorities since the June 8 board meeting included the following:

- Advancing legislation related to the evacuated RPCVs and Peace Corps
- Advancing legislation related to the Peace Corps Commemorative
- Planning and executing eight town halls and the ideas summit
- Recruiting, hiring, and onboarding multiple new staff and consultants
- Reviewing and responding to 2019 audit and Form 990 work
- Reformulating 2020 operating budget and annual operating plan

Treasurer's Report - Gretchen Upholt

NPCA's financial health is good and trends in a positive direction. However, we are facing some challenges in the structure of our finance department, particularly in the lack of direct connection between our revenue and accounting systems and turnover (and current gap) in staff. We also needed to reforecast the 2020 budget. Lags in getting financial data make it difficult to make decisions and to assess our financial health.

Fundraising Committee Report - Robert Nolan

We are still interviewing for a director of development. Valerie Kurka has been helping fill the gap. A management system to track donors is also a critical part of our fundraising efforts. It's been a stellar year for fundraising, but board members should continue to leverage their connections.

Governance Committee Report - Part 2 - Chip Levengood

Pending items in progress include looking at how to streamline staff support for committees through the creation of a Programs Committee, which would oversee programs and, if necessary, set policy. Elizabeth Barrett resigned as of this meeting, which means that the board will be down a member. We have now subscribed to the BoardEffect platform to manage the board and committees and store governance documents and meeting materials. Anne Baker will be sending all board and staff members annual disclosure statements required for signature.

Advocacy Advisory Committee Report - Jed Meline

MOTION 6: Given the unique time in our country and extraordinary actions among RPCVs and Americans writ large in support of racial justice, the Board agrees that NPCA make an exception to the Advocacy Policy and NPCA actively support the two pieces of legislation proposed by management, the [John Lewis Voting Rights Advancement Act](#) and the [George Floyd Justice in Policing Act](#).

Passed unanimously

Community Fund Advisory Committee Report - Bridget Davis

This was an exciting year for the committee. Bethany Leech did a great job working with the committee to set procedures and criteria for funding projects of evacuated volunteers, which gave the committee some structure.. Many projects support empowering women. Once volunteers return abroad, the committee will have more project requests. Bridget Davis is leaving the board and committee, but hopes to continue helping in the future.

New Business - Maricarmen Smith-Martinez

A Diversity, Equity and Inclusion (DEI) framework is being developed that will help our efforts to align with NPCA's strategic goals.

Executive Session - Maricarmen Smith-Martinez**Adjournment** - Maricarmen Smith-Martinez

Meeting adjourned at 3:34 p.m. Eastern.

Respectfully submitted,
Mary Owen-Thomas, Secretary