National Peace Corps Association  
SPECIAL BOARD OF DIRECTORS MEETING  
Virtual Meeting via Zoom  
October 7, 2019  
Meeting Minutes


Directors Absent: Elizabeth Barrett, Katie Long, Mariko Schmitz

Call to Order – Maricarmen Smith-Martinez
The Board Chair called the meeting to order at 5 p.m. Eastern Time. A quorum was present.

Discussion - Maricarmen Smith-Martinez
The purpose of the special meeting was to discuss and vote on further action regarding a potential conflict of interest by NPCA board member Rhett Power, who disclosed that he has a personal financial interest in a proposed transaction with NPCA.

MOTION: NPCA board determined that there is a conflict of interest by board member Rhett Power (as disclosed by Mr. Powers).
Proposed by Gretchen Upholt, seconded Chip Levengood. Approved unanimously.

At this time, Rhett recused himself from the meeting, given the conflict of interest.

MOTION: Resolved that the NPCA Board of Directors agrees to allow NPCA management to engage with Rhett Power in regards to Next Step Travel, acknowledging his conflict of interest, with the following stipulations: Mr. Power recuses himself from board activities related to the budget and performance evaluation of the CEO; and any contract involving Mr. Power requires a competitive bid process.
Proposed by Jed Meline, seconded by Chip Levengood. Approved 13-0, with one abstention.

Adjournment – Maricarmen Smith-Martinez
The meeting was adjourned at 5:57 p.m. Eastern Time.

Mary Owen-Thomas, Secretary  
NPCA Board of Directors