

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

**Directors Present:** Nikole Allen, Dan Baker, Keith Beck, Glenn Blumhorst (*ex officio*), Bridget Davis, Julianna Essen, Evelyn Ganzglass, Corey Griffin, Chip Levengood, Jed Meline, Robert Nolan, Mary Owen-Thomas, Tom Potter, Rhett Power, Maricarmen Smith-Martinez, Gretchen Upholt, Faith Van Gilder

**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