

**National Peace Corps Association
BOARD OF DIRECTORS MEETING
San Jacinto Residence Hall, 2nd Floor Study Lounge
University of Texas, Austin, TX
June 23, 2019
Meeting Minutes**

Directors Present: Hank Ambrose (out-going), Dan Baker, Elizabeth Barrett, Glenn Blumhorst (*ex officio*), Bridget Davis, Julianna Essen (in-coming), Evelyn Ganzglass (in-coming), Chip Levensgood, Katie Long, Jed Meline, Robert Nolan, Mary Owen-Thomas, Mariko Schmitz, Maricarmen Smith-Martinez, Gretchen Upholt (in-coming), Faith Van Gilder (in-coming)

Directors Attending by Zoom: Nikole Allen, Corey Griffin, Tom Potter

Directors Absent with Apology: Keith Beck, Sandra Bunch (out-going), Patrick Fine (out-going), Rhett Power

Staff Present: Anne Baker, Kevin Blossfeld, William Burris

Guests: Emma Ambrose, Karen Keefer, Kate Schachter

Call to Order – *Maricarmen Smith-Martinez*

The Board Chair called the Meeting to order at 9:08 AM Central Time. A quorum was present.

Introductions - New and old board members, staff and guests introduced themselves and each spoke briefly about their experience at Peace Corps Connect conference, which had concluded the day prior. One board member completing his term on the board needed to depart the meeting early, so one motion from the Governance Committee report was moved up on the agenda.

MOTION 1: The NPCA Board of Directors expresses resounding thanks to Heart of Texas Peace Corps Association (HoTPCA) on hosting a great Peace Corps Connect conference.

The motion by the board passed unanimously.

MOTION 2: 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.

- **J. Henry “Hank” Ambrose** – Board-Elected (2013-2019); Board Chair (2017-2018)
- **Sandra Bunch** – Board-Elected (2013-2019)
- **Patrick Fine** – Member-Elected, West, Central and Southern Africa (2016-2019); Treasurer (2016-2019)

The motion by the Governance Committee passed unanimously.

Minutes Review – *The motion by Dan Baker to approve minutes for the March 2, 2019 board meeting and April 25, 2019 special board meeting as published in the Board Book was seconded Robert Nolan and carried unanimously.*

Interim Actions by the Executive Committee - Maricarmen Smith-Martinez

The Executive Committee took the following action in the period since the last board meeting.

EXCOM ACTION 1 – May 28, 2019

Resolved: That the Executive Committee of the NPCA Board of Directors approves the application of **Impact Corps** as an Affiliate Group of the National Peace Corps Association.

The motion by Smith-Martinez was seconded and carried.

Governance Committee Report - Chip Levensgood

2019 Member-Elected Director Elections

The Governance Committee welcomes the following Member-Elected Directors who were elected by the constituents during the March to April 2019 voting period. They are hereby seated as voting members of the Board:

Three-year term: 2019-2022

- **Katie Long** (Honduras 2005-2007) - The Americas
- **Faith Van Gilder** (Botswana 1986-1988) - West, Central and Southern Africa
- **Mary Owen-Thomas** (Philippines 2005-2006) - Upper Midwest

Two-year term: 2019-2021

- **Evelyn Ganzglass** (Somalia 1966-1968) - Mid-Atlantic and Nationwide

Board-Elected Directors Nominations and Elections

MOTION 3: The Governance Committee nominates the following as Board-Elected Directors for the three-year term 2019-2022 to begin immediately upon their election and continue until their successors are seated.

- **Daniel Baker** (Bolivia 1999-2002, Timor Leste 2002-2003, Staff 2003-2017)
- **Juliana Essen** (Thailand 1993-1995)
- **Gretchen Upholt** (Ukraine 2008-2010)

The motion by the Governance Committee passed unanimously.

Recognition of Director who resigned prior to completion of his term:

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

- **Edward van Luinen** (Republic of Guinea 1987-1989) - Member-elected, Mid-Atlantic and Nationwide; resigned January 2019

The motion by the Governance Committee 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 (2019–2020) 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:** Rhett Power (Board-Elected Director since December 2017)

- **Secretary:** Mary Owen-Thomas (Member-Elected Director - Upper Midwest since September 2016)
 - **Treasurer:** Chip Levensgood (Board-Elected Director since August 2017)
- The motion by the Governance Committee passed unanimously.*

President's Report - Glenn Blumhorst

Glenn reported that NPCA's principal priorities during the last quarter included the following:

- Negotiations for lease of 1500 North Capitol Street, NW, which was signed this week
- Planning and preparation for Peace Corps Connect
- Drafting of Peace Corps Reauthorization Bill with office of Rep. Garamendi
- Planning and preparation for the Peace Corps Community Combined Campaign
- Elections and nominations of board directors and 2019-20 slate of officers

Glenn noted that although members may join NPCA for free, an earlier Board resolution limits memberships to just one year. That requires annual renewals, which are often overlooked by members. The staff proposes that memberships are essentially "lifetime." The motion was amended to change "lifetime" to "not require annual renewal."

MOTION 6: The NPCA Board of Directors resolves that, effective July 1, 2019, current and future free memberships in NPCA not require annual renewal.

The motion by Glenn was seconded by Chip and approved unanimously as amended.

Finance Committee Report - Chip Levensgood

MOTION 7: The Finance Committee resolves to approve the audit as presented for the financial year ending December 31, 2018.

The motion by the Finance Committee passed with one abstention.

Fundraising Committee Report - Rhett Power

Rhett referred directors to the written report. The committee will work to develop strategy for board engagement in fundraising.

Human Resources Committee Report - Maricarmen Smith-Martinez

No written report was submitted. Management requested an amendment to a previously-approved policy.

MOTION 8: Resolved that the NPCA Board of Directors approves proposed management recommendations for policy adjustments to life insurance, health insurance, and volunteers as presented.

- NPCA will provide each full-time employee with life insurance equivalent of one year's salary, rounded to the nearest \$10,000, with a minimum of \$70,000 and a maximum of \$100,000.
- NPCA will provide each full-time employee with a variety of health insurance options, brokered through the Center for Nonprofit Advancement. NPCA will pay up to 90 percent of the premium for the plan selected by each employee in 2019.
- Individuals who wish to provide assistance to NPCA programs on a volunteer

basis may do so on an intermittent basis with a clearly defined assignment that would not normally be assumed by staff. The volunteer will be advised of the unpaid nature of the assignment, the assignment's dates, and that the placement will not lead to employment.

The motion by Glenn Blumhorst was seconded by Dan Baker and passed unanimously.

Strategic Plan Advisory Committee Report - Maricarmen Smith-Martinez

No written report was submitted.

Policy and Advocacy Committee Report - Maricarmen Smith-Martinez

No written report was submitted. The committee will work to develop policy on how to respond to affiliate group requests for advocacy support.

Affiliate Group Network Advisory Committee Report - Mariko Schmitz

Mariko referred directors to the written report.

MOTION 9: Resolved to move the authority to approve affiliate group applications from the Executive Committee to the Affiliate Group Network Advisory Committee.

The motion by Mariko Schmitz was seconded by Chip Levensgood and passed unanimously.

Peace Corps Connect and NPCA Events Committee Report - Katie Long

Katie referred directors to the written report and the earlier resolution to thank HoTPCA for their work on Peace Corps Connect 2019. The committee suggested to consider recognizing Peace Corps Volunteers and Returned Peace Corps Volunteers who have passed away with a moment of silence at each Peace Corps Connect conference.

Community Fund Committee Report - Bridget Davis

Bridget referred directors to the written report.

Awards Advisory Committee Report - Mary Owen

Mary referred directors to the written report.

Infrastructure Working Group Report - Jed Meline

Jed noted that the working group will need to update its charge.

New Business - Maricarmen Smith-Martinez

Executive Session – Maricarmen Smith-Martinez

Adjournment – *Maricarmen Smith-Martinez*

It was moved, seconded and carried that the meeting be adjourned at 12:05 pm Central Time.

*Mary Owen-Thomas, Secretary
NPCA Board of Directors*