Minutes of the Governing Board Meeting

Held on 29 Aug. 2015

At the Manchester Grand Hyatt

San Diego, California

Chief Commander Robert A. Baldridge, SN, convened the meeting at 0900.

USPS Chaplain Lois Nehmer-Schiff delivered the invocation, which was followed by the pledge of allegiance led by N/F/Lt Richard E. Gercak, AP, and the singing of the national anthem.

**Introduction of Past Chief Commanders**

P/C/C John T. Alter, SN, introduced the other past chief commanders who were present in order of their terms:

P/C/C Gillette E. Gordon, SN, (Diablo/25) (1992 – 1993)

P/C/C L.M. Barnes, SN, (Rocky Mount/27) (1996 –1997)

P/C/C Lance J. Jensen, SN, (Bellevue.16) (2000 – 2001)

P/C/C G. Leslie Johnson, SN, (Diablo/25) (2004 – 2005)

P/C/C Ernie Marshburn, SN, (Tar River/27) (2006 – 2007)

P/C/C Frank A. Dvorak, SN, (Bellevue/16) (2010 – 2011)

C/C Baldridge introduced P/C/C John T. Alter, SN, (Raleigh/27) 2012 – 2013.

R/C Mary Ann Jensen, SN, introduced the honored guests:

* Jeff Hoedt, chief, Boating Safety Division, United States Coast Guard
* Ed Huntsman, manager, District 8, New Orleans Recreational Boating Safety Program, USCG
* Sam DeBow, coast survey product manager, National Oceanic and Atmospheric

Administration

* Joe Gatfield, chief commander, Canadian Power & Sail Squadrons
* Ev Tucker, past national commodore, USCG Auxiliary, treasurer, National Boating Federation
* Mary Larsen, America’s Waterway Watch, USCG Auxiliary
* Keith Christopher, national events manager, Boy Scouts of America, and president, National Boating Federation
* Steve Prime, vice president, Gowrie Group
* Randy White, co-founder, SailAngle
* Christopher Conlin, division director, California State Division of Boating & Waterways

Christopher Conlin presented a proclamation from the state of California signed by Gov. Jerry Brown to C/C Baldridge.

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C/C Baldridge announced an attendance of 414.

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C/C Baldridge announced that Benjamin A. Sooy III, AP, would serve as parliamentarian for the 2015 Governing Board Meeting.

R/C Robert A. Keller, SN, chairman, Committee on Rules, explained the voting rules for this meeting.

**Approval of the Minutes**

C/C Baldridge announced that with no objections, the minutes of the 24 Jan. 2015 Annual Meeting of the Governing Board were approved as distributed.

**Report of the Executive Director**

Mary Catherine Berube, headquarters executive director, introduced Lena Padro, headquarters manager, membership services; Tammy Brown, headquarters marketing director; Tracy Canup, accounting; and Yvonne Hill, publications director.

Mrs. Berube announced that USPS received four USCG grants in 2015 totaling $543,000.

The first grant is Engaging Hispanics in Recreational Boating Education – Basic Boating Course for $50,000. Funds will be used to update America’s Boating Course in to Spanish, with an emphasis on reaching the Hispanic population.

The second grant is Engaging Hispanics in Recreational Boating Education – Online Boating Course for $130,000. Funds will be used to translate the online version of America’s Boating Course into Spanish, with the goal of meeting the needs of the Hispanic boaters, supporting boating safety outreach, and education for those with limited English speaking skills, and to conduct targeted training for Hispanics.

The third grant is Boating Skills Virtual Trainer: Simulation Training for Recreational Boaters for $188,000, which is the third phase of this grant program. New software upgrades will focus on Hispanic outreach, youth outreach, impaired boating, and personal watercraft skill training. While the curriculum and the simulation training program target all recreational boaters in the nation, training can be focused on underrepresented groups in boating such as the Hispanic population, with Spanish language options for training, as well as an option to train in French. Five additional units will be purchased, bringing the total fleet to 18. Units may be reserved at *usps.org/php/bsvt*.

The fourth grant is the Media Library, Contents, Methods, and Strategies Project for $175,000. Funds will be used to develop a media library of videos and graphics that can be used by USPS and others in boating safety and skills training.

Berube reported that The Ensigncould not exist without contributions from USPS members. The staff urges members to submit articles and photos for publication by using the form on the Ensign’s Facebook page at *facebook.com/uspsensign* or on its website, *theensign.org/submit*. Questions should be emailed to *ensign@hq.usps.org*.

Berube encouraged members to visit the online Ship’s Store at *www.shopusps.org* to take advantage of the 50 percent off sales event on all 100th anniversary merchandise.

Berube announced the Calling All Future Members photo contest beginning on 1 Sept. 2015. Photos of children wearing the new USPS “Future Member” t-shirt should be submitted to *facebook.com/uspowersquadrons* for a chance to win a $100 gift certificate to the Ship’s Store. The deadline has been extended to 31 Oct. 2015.

Berube reported that at its June 2015 meeting, the Board of Directors approved signing a contract with R+M Agency to conduct a comprehensive brand assessment study.

Tammy Brown, marketing director, explained that during the past 60 days R+M Agency reviewed five member and outside agency surveys. During the next 60 days the agency will develop and distribute surveys to nonmember boaters. Data from these surveys will help determine future members and how to grow USPS.

**Report of the Committee on Nominations**

R/C Ellen Barbour, SN, chairman of the Committee on Nominations, reported that in accordance with the *USPS Bylaws*, Section 5.6.1, the Committee on Nominations recommended the election of the below listed members:

For staff commander of the Marketing Committee

Stf/C Paul Mermelstein, SN

For staff commander of the Ship’s Store Committee

Stf/C Linda R. Mangelsdorf, JN

For rear commander of Program Partner Relations

R/C Shirley Heald, AP

For staff commander of Program Partner Relations

Stf/C John D. Miller Jr., JN

For staff commander of the Safety Committee

Stf/C Lorenzo Gonzalez-Aleman, SN

For General Members of the Governing Board

Cheryl Jarrell, AP New Orleans/15

Judith Ann Pennington, P Peralta Sail/25

Margaret M. Sherrod, SN Atlanta Sail/17

John Ozols, AP Golden Corner Lakes Sail /26

The Governing Board ADOPTED the motion to accept the nomination for the noted positions and general members of the Governing Board. (2015-GB-1)

C/C Baldridge administered the oath of office to the newly elected officers.

**Report of the Committee on Rules**

R/C Keller announced that with the concurrence of the USPS Board of Directors, the Committee on Rules recommended the following revision to the *USPS Bylaws* to be effective as of the adjournment of the 2015 Fall Governing Board meeting.

Existing Bylaw

*Article 5, Section 5.2.3 under* ***Governing Board:*** *“Hold regular and special meetings at such times and places as it may designate.”*

Revised

*Article 5, Section 5.2.3 Delete in its entirety and replace with (reserved)*

Proposed amendment

*Article 5, Section 5.3.11 under* ***Board of Directors:*** *“Schedule and hold regular and special meetings of the Governing Board and/or Board of Directors at such times and places as it may designate.”*

**Rationale**

To move authority for setting the dates and locations of national meetings from the USPS Governing Board to the USPS Board of Directors at such times and places as it may designate.

The Governing Board ADOPTED the motion to amend *USPS Bylaws*, deleting Article 5, Section 5.2.3 in its entirety and replace with reserved, and to add Article 5, Section 5.3.11. (2015-GB-2)

Existing Bylaw

*Article 9, Section 9.4.1 under* ***Governing Board meetings:*** *“There shall be two regular meetings of the Governing Board each year, preferably, one held in the first quarter of the year and the second held in the third quarter. The earlier meeting shall be the annual meeting of the USPS Governing Board and shall be for the election of officers and directors, while the second meeting shall take place at least 120 days after the annual meeting. Meetings shall be held at such time and place as the Governing Board shall elect.”*

Proposed amendment

*Article 9, Section 9.4.1:“There shall be at least one regular meeting of the Governing Board each year, preferably held in the first quarter of the year. This meeting shall be designated as the Annual Meeting of the Governing Board and shall be for the election of officers and directors. Any additional meetings of the Governing Board may be scheduled as the Board of Directors shall elect, but no sooner than 120 days following the Annual Meeting.”*

**Rationale**

To provide for the elimination of holding a second Governing Board meeting in the fall each year, as maybe determined by the Board of Directors.

Amendment to the Motion

*Article 9, Section 9.4.1 “Unless unusual circumstances dictate that the Board of Directors cancels one of the meetings, there shall be at least two regular meetings of the Governing Board each year, one preferably held in the first quarter of the year, and the second held in the third quarter. The earlier meeting shall be the Annual Meeting of the USPS Governing Board and shall be for the election of officers and directors, while the second meeting shall take place at least 120 days after the Annual Meeting. Meetings shall be held at such time and place as the Board of Directors shall elect.”*

The Governing Board ADOPTED the amended motion to *USPS Bylaws*, Article 9 Section 9.4.1. (2015-GB-3)

C/C Baldridge and R/C Keller presented a squadron charter to the Mississippi Gulf Coast Sail & Power Squadron/15.

R/C Keller announced that during 2015 the Committee on Rules had reviewed, approved, and certified bylaws revisions for 26 squadrons and four districts.

**Report of the National Law Officer**

R/C David Allen Jr., SN, reported that the Law Committee hosted a seminar during the 2015 Annual and Governing Board meetings. He noted that districts and squadrons have been making use of the insurance information posted on the committee’s website.

R/C Allen reported that the committee continues to work with the Educational Department, assist on grant initiatives, copyright issues, and district and squadron tax matters.

**Report of the Planning Committee**

R/C Kay Simkins, AP, reported that the Planning Committee continues to review squadron support issues such as filling bridge positions and simplifying squadron requirements.

R/C Simkins reported that the committee is considering ways to recognize life members for their monetary contributions to USPS without breaching their privacy.

R/C Simkins stated that communication issues remain a concern and that it is imperative to present clear messages with complete instructions, definitions and intent.

The committee continues to study ways to meet the needs of the organization with a reduced number of national meetings.

**Report of the Finance Committee**

R/C Ben Coons, JN, reported that the Endowment Fund Rules were written in 1999 when there was an Operating Committee. R/C Coons presented revised Endowment Fund Rules that removes the term Operating Committee and replaces it with Board of Directors. The rules also allow for 5 percent of the earnings to be used for special projects at the discretion of the Finance Committee and the Board of Directors. He moved that the Governing Board adopt the revised Endowment Fund Rules.

P/C/C Frank A. Dvorak, SN, made a motion to amend the new Endowment Fund Rules, to remove paragraph nine in its entirety from the document, which allows up to 10 percent of the principal to be used under dire circumstances.

A motion was made to amend paragraph five by inserting, “value is defined as Fund market at the time of disbursement.” The Governing Board DEFEATED the motion. (2015-GB-1)

The Governing Board ADOPTED a motion to amend the Endowment Fund Rules as presented by removing paragraph nine from the document. (2015-GB-4)

R/C Coons reported that investments under the oversight of the Finance Committee are managed by Riazzi Asset Management and totaled $2,638,598 as of 31 July 2015. These dollars are broken up into two major portfolios. The balance in the Endowment Fund was $1,816,595, and contributions through 31 July 2015 totaled $41,410. The balance in the USPS Investment Fund as of 31 July 2015 was $882,003.

R/C Coons stated that organizational sustainability and planning for a reduced stabilized membership level near current levels presents a significant challenge. He noted that even with the spending restrictions implemented during the last several years USPS is likely not sustainable as currently structured without significantly reduced expenses as well as increased revenue.

R/C Coons reported that as of 31 July 2015 USPS had $1,636,755 in open awarded grants, of which $999,430 had been collected. He noted that $859,198 of the grant expenses had been paid as of 31 July, leaving an obligation to pay out an additional $777,557. He noted that adequate funds had been set aside in a separate money market account for this purpose.

R/C Coons explained that the Finance Committee had determined that the funds necessary to finance the Fiscal 2016 Budget can reasonably be anticipated.

R/C Coons offered a motion for a $2 dues increase for single active members and a $3 increase for family units effective 1 Dec. 2015 for the 2017 dues year.

An amendment to the motion was offered to increase dues by $4 for single active members and by $6 for family units.

The Governing Board ADOPTED the amended motion approving a $4 dues increase for single active members and a $6 increase for family units effective on 1 Dec. 2015 for the 2017 dues year.(2015-GB-5)

R/C Coons stated that the 2017 dues rate for a regular active member will be $51, the dues rate for family units headed by a regular active member will be $76.50, and the dues rate for family units headed by a life or sustaining member will be $25.50.

**Report of the National Treasurer**

V/C Robert C. Miller, SN, reported that as of 31 July 2015 operating expenses exceeded income by $47,000. He stated that diminishing operating income would make it difficult to hold the line on the total operating budget for the 2015 fiscal year. He noted that operating income was $155,000 less than one year ago.

Operating expenses through 31 July 2015 increased by $133,000 compared to one year ago. V/C Miller noted that inflation contributed to the increase and that expenses had been cut for volunteers to the point that they are being penalized to support the rest of the organization.

V/C Miller stated that achieving a balanced budget for 2016 had been a strenuous process. He noted that each year the ability to reach a viable and achievable budget becomes more difficult.

**Report of the National Secretary**

V/C Peter W. Mitchelson, SN, reported that the Operations Manual Committee reviewed and updated the Operations Manual to conform to new branding standards.

V/C Mitchelson reported that the Ship’s Store is looking for members to assist during national meetings to reduce customer wait times.

The national secretary reported that the Heritage and Protocol Committee had approved the following anniversary burgees:

Delaware River/5 – 100 years

Patapsco River/5 – 100 years

Detroit/9 – 100 years

Great South Bay/3 – 75 years

Cape Cod Sail/14 – 75 years

The Communications Committee is developing new forms for evaluating websites and newsletters to incorporate new branding standards. The committee is looking for website and newsletter evaluators.

The Information Technology Committee continues to support ongoing website development, DepthWiz software, DB200 updates, merit mark processing, the HQ800 system, and the e-publishing initiative. The committee has upgraded and installed two servers. One server is located at USPS headquarters and will house the new USPS website. The second server is offsite and will be used for development, backup and to test processes before they are launched.

V/C Mitchelson called on P/C Randy White, AP, president and chief executive officer, *SailAngle.com*, to explain the new version of SailAngle. P/C White announced that he would introduce SailAngle 2016 at the 2016 Annual Meeting in Orlando, Florida. He said that the website will be upgraded with an easier login, improved messaging system, and drag-and-drop features.

**Report of the National Administrative Officer**

V/C Gary P. Cheney, SN, called upon R/C Priscilla Clarke, AP, to present the 2015 P/C/C William D. Selden IV Member Involvement Retention Awards. The awards are given to districts and squadrons that develop initiatives to increase membership retention. The 2015 winners were

**Squadron Awards**

3rd place – Cocoa Beach Sail/23

3rd place – Seattle Sail/16

2nd place – Cape Fear Sail/27

1st place – North Olympic Sail/16

**District Awards**

1st place – District 8

V/C Cheney reported that the Membership Committee is initiating a new program to encourage squadrons to recruit Cyber members to join their local squadron.

V/C Cheney reported that several new member benefits had been added recently. For a full list of member benefits go to *usps.org/index.php/benefits-20.*

The national administrative officer reported that in 2015 Leadership Development training classes were held in New England, Jacksonville, Florida, and Long Island New York. Classes are scheduled in District 16 in October. On 19 – 21 November, a Leadership Academy will be held in conjunction with the Board of Directors Meeting in Raleigh, North Carolina. LD101 will be taught on Friday, 20 Nov. and on Saturday, 21 Nov. participants will have the opportunity to meet with the Board to discuss national and local squadron leadership issues.

The Squadron Development Committee has been contacted about developing a squadron in Utah.

The Squadron Activities Committee reported on a new echo link website that allows licensed radio amateurs to communicate via the Internet.

**Report of the National Educational Officer**

V/C Bob Brandenstein, SN, reported on a resolution from District 20 as follows:

This District Resolves that

Whereas, that there has been a high failure rate in grading of the exams of the Instructor Development classes;

Whereas, the testing appears to emphasize the preparation of lesson plans rather than teaching ability and competence;

Whereas, District 20 SEO’s have determined that the teaching of the Instructor Development classes given the current testing process, is futile and frustrating;

Now therefore, it is resolved that USPS revise the testing process of the Instructor Development Course to remove the emphasis on creating and preparing lesson plans.

V/C Brandenstein reported that new grading procedures addressing the concerns outlined in the resolution were implemented in July 2015.

R/C Keller proposed a motion to postpone the District 20 Resolution indefinitely.

The Governing Board ADOPTED the motion to postpone the District 20 Resolution on the Instructor Development Course indefinitely. (2015-GB-6).

V/C Brandenstein reported that a lot of progress had been made in 2015 including upgrading classroom courses, developing online seminars, expanding the simulator grant projects, and growing partnerships with Tall Ships America, Discover Boating, and Brunswick Boats.

**Report of the National Executive Officer**

V/C Louie Ojeda, SN, reported that the Cooperative Charting Committee revived the geodetic mark recovery program on 1 June 2015. New procedures and requirements are posted on the committee’s website. The committee held a Geodetic Walk during the San Diego Governing Board Meeting.

The Safety Committee reported that 21,000 vessel safety checks had been performed in 2015. V/C Ojeda noted that the Program Visitor Initiative is ongoing but growing slowly.

The Public Relations Committee is developing a Squadron Rejuvenation PowerPoint for distribution to squadrons, updating the Pro-Log, and distributing Keeping Up, a public relations newsletter.

V/C Ojeda reported that the National Meetings Committee was tasked with finding the best venues and locations for national meetings. He reported that the 2016 Annual Meeting will be held in Orlando, Florida, at the Rosen Centre Hotel.

The Marketing Committee is developing a marketing plan for the Educational Department, including promotional materials for online courses. The Brand Standards Manuals is available on the committee’s website at [*usps.org/images/Exec/Marketing/Branding\_Manual.pdf*](http://www.usps.org/images/Exec/Marketing/Branding_Manual.pdf). The committee developed a survey that was sent to all ABC online students who do not join USPS.

The Government and Partner Relations Committee published an official USPS policy on ethanol gasoline, which is posted at *usps.org/national/govprcom.* The committee also continues to oversee all memorandums of understanding. The committee developed a PowerPoint presentation for the 2015 NASBLA Leadership Academy that highlights how USPS state representatives can help states achieve their goals.

V/C Ojeda announced that Biscayne Bay/8, Winooski Valley Sail/19 and Anclote Key Sail/22 had dissolved.

V/C Ojeda also announced that District 31 completed all requirements to dissolve. He asked the Governing Board to move Beaver Lake Sail and Grand Lakes Sail to District 30, and Oklahoma City Sail to District 21, and the Governing Board ADOPTED the motion.

(2015-GB-7).

V/C Ojeda then made a motion to dissolve District 31, and the Governing Board ADOPTED the motion. (2015-GB-8).

V/C Ojeda reported on the following resolution from District 5:

That Section 5.3 of the *USPS Bylaws* of the United States Power Squadrons be amended by adding the following language indicated in bold.

*Section 5.3 There shall be a Board of Directors comprised of the National Bridge,* ***(and)*** *the most recent past commander willing and able to serve,* ***and three members at large who are not current or past members of the National Bridge,*** *such directors to be elected by the Governing Board at its annual meetings****. Initially members at large shall be elected as provided in subsection 5.3.1:***

Further resolved that Section 5.3.1 be added to the *Bylaws* as follows:

*Section 5.3.1 One member at large shall be elected to the Board of Directors for a term of three (3) years at the first annual meeting of the Governing Board following the adoption of this provision. A second member at large shall be elected for a term of three (3) years at the following annual meeting of the Governing Board, and the third member at large shall be elected for a term of three (3) years at the second following meeting of the Governing Board.*

Further resolved that Section 5.3.2 be added to the *Bylaws* as follows:

*Section 5.3.2 The members at large elected to the Board of Directors shall not be eligible to become members of the National Bridge nor members at large of the board of directors for a period of not less than one (1) year after the end of their respective terms on the Board of Directors. Members at large appointed to fill vacancies shall not be prohibited from being elected to serve another full three (3) year term:*

Further resolved that Section 5.3.3 be added to the *Bylaws* as follows:

*Section 5.3.3 Prospective members at large will be nominated from among recommendations to the nominating committee from districts that do not have a current member of the National Bridge from that district. The commander of each district making a recommendation shall certify that the member being recommended meets the requirements for selection and has agreed to serve if selected.*

C/C Baldridge then stated that the resolution was assigned to an ad hoc committee, and he asked P/C/C Les Johnson, SN, chairman, to report on the resolution.

P/C/C Les Johnson, SN, explained that the committee had studied a previous resolution that called for adding outside directors to the Board of Directors. He said that it was determined that USPS did not have the funds to add outside directors as suggested in the resolution. He noted that the Board of Directors had always agreed that it would be beneficial to add outside directors, but that funds were not available to cover the related expenses. He reported that subsequently the Board is inviting individuals from partnering organizations to attend the Board of Directors Advisory Meetings held in conjunction with national meetings. Recent attendees include the chief commander of the Canadian Power & Sail Squadrons, chairman of the BoatUS Foundation, and the national events manager, Boy Scouts of America. Also, a current district commander, who is selected by the entire group of district commanders, and past chief commanders are invited to attend.

P/C/C Johnson closed by stating that the ad hoc committee believed that the Board of Directors is fulfilling prior agreements of having both directors and outside directors while not having a negative impact on the budget, and he recommended defeating the District 5 resolution.

The Governing Board DEFEATED the District 5 resolution concerning adding members at large to the Board of Directors. (2015-GB-2)

V/C Ojeda called upon R/C Gregory T. Scotten, SN, to present the winners of the Charles F. Chapman Scrapbook Award.

**Charles F. Chapman Scrapbook Award**

3rd place Grand Lake Sail/30

2nd place Sarasota/22

1st place Peace River Sail/22

**Robert A. Green Public Service Announcement Award**

Clearwater Sail/22

C/C Baldridge called upon P/C/C John T. Alter, SN, for actions of the Board of Directors.

P/C/C Alter reported actions of the Board of Directors at its 25 and 26 Aug. 2015 meetings:

1) To appoint P/D/C Lorenzo Gonzalez-Aleman, SN, as a staff commander of the Safety Committee.

2) To dissolve Anclote Key/22, Biscayne Bay/8, and Winooski Valley Sail/19.

3) To approve State Street Bank & Trust Co. as custodian of the employee retirement plan.

4) To authorize Mary Catherine Berube to sign a Service Agreement with Lafferty Media Partners.

5) To approve the 2016 Budget.

**Report of the Chief Commander**

C/C Baldridge thanked Brian Westfall, president, National Water Safety Congress, and Chris Edmonston, chairman, National Safe Boating Council, for the courtesies extended during the 2015 International Boating and Water Safety Summit, where USPS won first place in the Special Category, Education, for the Boating Skills Virtual Trainer.

The chief commander reported on the Board of Directors and the Advisory Group meeting. He noted that attendees included the Board of Directors, chairman of the general and standing committees, and past chief commanders. Also in attendance were three outside guests: C/C Joe Gatfield, JN, CPS-ECP; Chris Edmonston, president, Boat US Foundation; and Keith Christopher, national events manager, Boy Scouts of America, and president, National Boating Federation. D/C Ann Peltier, SN, represented the current district commanders.

C/C Baldridge reminded members that USPS has purpose-driven members who are making the water a better place. He stated that membership in USPS is based on civic service, education and fellowship. He stated that volunteer members are recognized once a year with a merit mark. He encouraged squadron commanders to recognize all the hard work members are doing by awarding them a merit mark in 2015.

C/C Baldridge gave the report of the National Safe Boating Council on behalf of P/R/C Joyce Shaw, AP, who was unable to attend. NSBC received $890,000 in USCG grant funding in 2015 to fund the North America Safe Boating “Wear It” campaign, the 2015 IBWSS Summit, and the Saved by the Beacon Campaign, which focuses on the importance of locater beacons.

The NSBC offers several training opportunities for instructors and professionals, including the Instructors Training Course, Close Quarters Boat Control Course, Open Water Boat Control Course, Instructors Boat Control Course, Marina Pro Training, and Boat Point of Sail Training.

C/C Baldridge reported on a seven-day Western Caribbean cruise from 21 – 28 Feb. 2016 that departs immediately after the 2016 Annual Meeting in Orlando. Members that are interested in the cruise should book through the official channels because the cruise line will contribute to USPS onboard activities. For more information go to [*http://www.usps.org/php/reservations/documents/201503020852390.AMCruise20150302.pdf*](http://www.usps.org/php/reservations/documents/201503020852390.AMCruise20150302.pdf)

USPS Chaplain Lois Nehmer-Schiff, SN, delivered the benediction.

The meeting was adjourned at 1525.

V/C Peter W. Mitchelson, SN

National Secretary

Action Summary

Governing Board Meeting

29 August 2015

ADOPTED

1. A motion to accept the nomination for the designated officers and general members of the Governing Board. (2015-GB-1)
2. A motion to amend USPS Bylaws, deleting Article 5, Section 5.2.3 in its entirety, replacing it with reserved, and adding Article 5, Section 5.3.11. (2015-GB-2)
3. A motion to amend USPS Bylaws, Article 9 Section 9.4.1. (2015-GB-3)

4) A motion to amend the Endowment Fund Rules by removing paragraph nine. (2015-GB-4)

5) A motion approving a $4 dues increase for single active members and a $6 increase for family units effective on 1 Dec. 2015 for the 2017 dues year. (2015-GB-5)

6) A motion to postpone indefinitely the District 20 resolution on the Instructor Development Course. (2015-GB-6)

7) A motion to move Beaver Lake Sail and Grand Lakes Sail to District 30 and Oklahoma City Sail to District 21. (2015-GB-7)

8) A motion to dissolve District 31. (2015-GB-8)

DEFEATED:

1) A motion to amend Endowment Fund Rules paragraph five by inserting, “value is defined as fund market at the time of disbursement.” (2015-GB-1)

2) The District 5 Resolution concerning adding members at large to the Board of Directors. (2015-GB-2)

**Endowment (Century) Fund Rules**

The Endowment Fund was created at the 14 November 1998 meeting of the Operating Committee and that action was ratified at the Governing Board meeting of United States Power Squadrons held in January 1999. The purpose of this Fund is to receive voluntary contributions from members and other donors that will be held permanently for the use and betterment of United States Power Squadrons. These rules shall not rescind or amend United States Power Squadrons Gifts and Bequests policy as now or hereafter promulgated by the Governing Board but shall supplement such policies. These rules are intended to ensure stability of Fund principal and provide assurances that donors’ funds are held under purposes consistent with those in effect at time of donation.

The following provisions shall govern the Endowment Fund:

1. Except as provided in paragraphs 5 and 8 and by the donor, only the income from the Fund shall be expended.
2. The National Treasurer, with the approval of the Board of Directors, if required, shall have the power to accept or reject any gift to the Fund. A permanent record of any restricted gifts to the Fund shall be made showing the name of the donor and any restrictions accepted with the gift.
3. The Fund shall be invested separately and not commingled with other assets of United States Power Squadrons.
4. The Fund shall be administered by the Finance Committee of United States Power Squadrons, which shall have the power to invest and reinvest the Fund in such assets as the Committee deems appropriate.
5. Five percent of the Fund value may be distributed each year and designated as unrestricted. The funds will be distributed as directed by the Board of Directors, for special projects, grants, or as deemed appropriate by the Board. Additional Fund value may be distributed for such purposes and in such amounts as recommended by the Finance Committee or the Board of Directors and approved by the Governing Board or by a majority vote of the Board of Directors and the Chairmen of the General and Standing Committees. Value is defined as Fund market value at the beginning of United States Power Squadrons fiscal year.
6. A report of the status of the Fund and changes in Fund balances shall be made available, at least annually to the membership of United States Power Squadrons.
7. The expended income and value (“considered expended funds”) from the Fund may be used for such projects and purposes that benefit United States Power Squadrons, including its general operations. United States Power Squadrons members and Committees may apply to the Board of Directors for grants to accomplish a specific purpose. While the use of the expended funds is unrestricted, it is contemplated that uses will benefit all United States Power Squadrons members and not those of a specific squadron or district. Further it is contemplated that the Fund will be used so as not to conflict or compete with United States Power Squadrons Educational Fund.

8. Additional Value of the Fund may be expended (in excess of that provided in paragraph 5) to support Fund development, fundraising, and staff expenses related to Fund development as determined by the Board of Directors.

9. The fiscal year of the Fund shall be that of United States Power Squadrons. Generally accepted principles of Fund accounting shall apply to the Fund’s activities.

10. Except as provided herein, the Fund shall be invested and the income determined according to the Uniform Management of Institutional Funds Act of North Carolina.