## Attachment A

## MIDYEAR MEETING MINUTES FRA NATIONAL BOARD OF DIRECTORS

Conference Room FRA National Headquarters 125 N. West Street Alexandria, Virginia 22314-2754

National President (NP) Virgil P. Courneya called the meeting to order at 0800 on Friday, April 15, 2016, citing Section 802(1), C&BL, FRA as the authority for the meeting. Following the National Chaplain's prayer and the Pledge of Allegiance to the Flag, National Executive Director Thomas J. Snee called the roll and the following were present:

NP Virgil P. Courneya, High Sierra Branch 274; NVP Donald E. Larson, Corpus Christi Branch 094; NED Thomas J. Snee, Navy Department Branch 181; RPNE/NEng Donna M. Jansky, North Shore Branch 031; RPEC Pleasala J. Collins, Annapolis Branch 024; RPSE Dave W. Davis, Mayport Branch 290; RPNC Marcia L. Cunningham, Milwaukee Branch 014; RPSC Donald R. Gibson, Lone Star Branch 011; RPSW Donald L. Kelley, Imperial Beach Branch 289; RPWC Patrick H. LeClaire, Silver Dollar Branch 192 and RPNW Julian J. Wynn, Pearl Harbor-Honolulu Branch 046.

The National President declares a quorum present in compliance with Section 802(l), C&BL, FRA.

The NP then introduced National Parliamentarian F. Donald Mucheck, Low Country Branch 269; National Chaplain Dana L. Wallace, Annapolis Branch 024 and Finance Officer Nora M. Graham.

Also present for all or part of the proceedings were the following:

JrPRPEC John J. Willis, Ocean View Branch 060; RVPEC Thomas F. Vatter, Tom Vallee Branch 093; PRPSE Bobby L. Smith, East Tennessee Branch 194; PRPSE James E. Robbins, Jr., First Coast Branch 091; PRPNEng Paul F. Loveless, Jr., Pinetree Branch 156; PRPNE William E. Starkey, Jr., South Jersey Branch 057; RVPNC Norman G. Combs, Mo-Kan Branch 161; PNP Lawrence J. Boudreaux, Hangtown Branch 275; PNP Gary C. Blackburn, Vallejo Branch 008; PRPEC Christopher J. Slawinski, Navy Department 181; Lauren Armstrong, LA FRA MAL; PRPNE/NEng James E. Brown, Staten Island Branch 226; PRPNE David Munday, III, Lakehurst Branch 124; RVPNE/NEng David W. Sharp, Black Diamond Branch 115; Richard Wallace, Annapolis Branch 024; NEDE Joseph L. Barnes, Navy Department Branch 181; PRPEC Robert Washington, Sr., Navy Department Branch 181; PRPEC Paul R. Gunther, Triangle Branch 182; DLP John Davis, Navy Department Branch 181; ADLP Stephen Tassin, Navy Department Branch 181; ADVP Brian Condon, Navy Department Branch 181; and DADM Teresa Wiener, FRA MAL.

National Parliamentarian reads Section 802(m), C&BL, FRA and informed all present of the procedures for a National Board business meeting.

NP indicated that the meeting was not being recorded and future meetings will include approval of previous meeting minutes.

Presentation was given by NEDE Joseph Barnes, President, FRA Education Foundation Board of Directors, regarding the business/financial status of the foundation. 2016 Midyear Report to the NBOD, along with meeting minutes of foundation, given to the Board.

Presentation/PowerPoint slide was given by FRA's Finance Officer Nora Graham regarding FRA's financial outlook for 2016. FRA has a Certificate of Deposit with Beal Bank (Alabama) in the amount of \$25,011.32, which is scheduled to mature on 10/25/2016. The current signature on the account is PNP Jerry Sweeney. We need to update the signature to the present Financial Officer, Nora M. Graham, and recommend closing the account at this maturity date. At break, Tom Snee, the National Executive Director, will sign a corporate resolution for Beal Bank to change the signature authority to the current financial officer, Nora Graham. It will need to be witnessed by one of the current Board of Directors.

FRA has a significant budget gap. Our revenues have been declining for the last five (5) years and expenses have been increasing. We have been drawing from our investments to cover this gap. We need to research other revenue streams and decrease expenditures.

Presentation/slideshow given by Christian P. Spencer, Partner, Audit and Assurance Services, Tate & Tryon regarding the 2015 audit (with an unmodified clean opinion), the Summary of Audit Approach, required communications letter, management letter, and financial statement highlights

Presentation/slideshow given by Honorary Member, Shipmate James H. Webb, II, Registered Representative of H. Beck Inc., unaffiliated with Capital Financial, LLC, in regards to FRA's investments (i.e., equities, economics, investing principles, and status of funds for past 3 years).

Presentation/slideshow was given by Michele Armesto, FRA Senior Associate, Relationship Manager, Mercer Consumer, regarding FRA's Group Insurance Program 2015 Review, (i.e., current program details, top market trends, 2015 marketing and review of FRA new products). Also, made mention of the Life-Line Screening program and the Affinity Wellness Program information.

89<sup>th</sup> National Convention Committee Chairman, PRPSE James E. "Robbie" Robbins, Jr. discussed a few items of interest for the upcoming national convention (i.e., water taxis, cut-off date for reservations, and the USS Adams being pier-side, etc.).

Presentation/slideshow given by Michael Brodie of Brodie Collins Consultants, Managing Partner, discussing the various ways of building revenue for the Association (i.e., pledge cards, centennial fund for 100<sup>th</sup>, professional fundraisers, planned giving, endowment money, etc.). Final report dtd March 15, 2016 handed out to the Board.

Presentation given by PRPEC Robert Washington, Sr., regarding Operation College Promise (OCP). Packets will be put together in the near future for distribution. Introduction of the FRA National Headquarters Staff given by NED Snee.

NED Snee briefs the National Board of Directors on NHQ staffing and operations (i.e.; legislative priorities ongoing, TRICARE, health records, support of Shipmates and Branch Officers, aging of staff, base presentations, newletters, night at FRA NHQs with Congressman Rick Larsen, exchanges/commissaries, etc.).

With the end of the morning presentations, National President Courneya commences with the Unfinished Business.

NBR 15-16 by 12 affirmative votes: *Resolved*, That the 88<sup>th</sup> Post-National Convention NBOD meeting minutes be approved. Motioned and seconded.

NED Snee reported on the status of the Directors' voting on the National Board Resolutions.

The Ladies of the Auxiliary National President, Helen Courneya, onboard with a presentation and donation given to the NP's project, Warriors to Soulmates. NVP Karen Snee and NT Bea Parco also present. Raised: \$816.00.

National President asked Board of Directors for any unfinished business, at this time:

NVP Larson: Proceed NED Snee: Proceed JrPNP Ippert: Proceed

RPNE/NEng Jansky: Proceed

RPEC Collins: Proceed RPSE Davis: Proceed

RPNC Cunningham: Proceed

RPSC Gibson: Proceed RPSW Kelley: Proceed RPWC LeClaire: Proceed RPNW Wynn: Proceed

FO Graham: Receiving of the Fiscal Year 2015 Audit, will be posted online; comments

on contents.

National President calls on the Chairmen of Standing and Special National Committees present for any pertinent reports:

Legislative Service – John Davis, Director, Legislative Programs: Blue Water status, status of the Uniformed Former Spousal Protection Act (USFSPA).

National President calls on the National Parliamentarian PNP F. Donald Mucheck for any matters on LA FRA and Regional Bylaws/Standing Rules:

A point was raised at the NBOD Post-Board National Convention Meeting (88<sup>th</sup>). Interim National Parliamentarian Robert Beese found something wrong (with regional bylaws/standing rules?). Had not received anything from NParl Beese. Talk to LA FRA National President.

National President Courneya now calls upon any New Business to come before the Board from the Directors:

NVP Larson: Proceed NED Snee: Proceed JrPNP Ippert: Proceed

RPNE/NEng Jansky: Proceed

RPEC Collins: Requests an approval from the NBOD for an expenditure of an

additional \$2,000 from the Welfare and Rehabilitation Reserve (for Shipmate Wilson/ECR/Br. 106) for a total grant of \$2,500. Shipmate Collins gave the particulars regarding said shipmate (health issues and

needing assistance with repairs).

NBR 16-16 by 12 affirmative votes: *Resolved*, That the National Board of Directors authorize the additional expenditure of \$2,000 from the Welfare and Rehabilitation Reserve for a total grant of \$2,500 to Shipmate Wilson/ECR/Br. 106, in accordance with the provisions of Article 9, Section 909(d), C&BL, FRA. Motioned and seconded.

RPSE Davis: Proceed

RPNC Cunningham: Proceed

RPSC Gibson: Proceed RPSW Kelley: Proceed RPWC LeClaire: Proceed RPNW Wynn: Proceed

FO Graham: Mentioned the Budget & Finance Committee Mid-Year Meeting, July 13-15, 2016. Also, of the request to have Tate & Tryon work on our next year's audit.

## NBR 17-16 by 12 affirmative votes: *Resolved*, That FRA rehire Tate & Tryon as our auditors for 2017. Motioned and seconded.

National President called for any petitions for chartering new branches, mergers of branches, suspension, surrender or revocation of the charters of branches:

1. Northeast/New England Region: RPNE/NEng Jansky requests that the NBOD's approve of the surrender of Granite State Branch 338's charter, due to inactivity of the branch and age of attending members.

NBR 18-16 by 12 affirmative votes: *Resolved*, That Granite State Branch 338 be allowed to voluntarily surrender their branch charter, in accordance with Article 12, Section 1211 and 1206. Motioned and seconded.

RPNE/NEng Jansky also asks of the NBOD's approval of the surrender of South Shore's Branch 066 (S. Weymouth, MA) charter, due to aging of its attending members and inability to conduct branch meetings.

NBR 19-16 by 12 affirmative votes: *Resolved*, That South Shore's Branch 066 (S. Weymouth, MA) be allowed to voluntarily surrender their branch charter, in accordance with Article 12, Section 1211 and 1206. Motioned and seconded.

2. East Coast Region: Proceed

3. Southeast Region: RPSE Davis requests that Middle Tennessee's Branch 110 (Nashville, TN) be allowed to merge with Tennessee Valley's Branch 044 (Columbia, TN), due to Branch 110's wanting to surrender the branch's charter completely.

NBR 20-16 by 12 affirmative votes: *Resolved*, That Middle Tennessee's Branch 110 (Nashville, TN) be allowed to merge with Tennessee Valley's Branch 044 (Columbia, TN), in accordance with Article 12, Section 1212 and Sections 308(b), 309(d), 1206 and 1211. Motioned and seconded.

4. North Central Region: Proceed

5. South Central Region: Proceed

6. Southwest Region: RPSW Kelley mentioned that Branch 272's charter was surrendered (NBR 31-15) and that the monies were dispensed to a non-profit (for reporting purposes). Also, that Oxnard Branch 120 (Oxnard, CA) is holding organizational meetings and requests that Branch 120's charter suspension be lifted.

NBR 21-16 by 12 affirmative votes: *Resolved*, That Oxnard Branch 120's (Oxnard, CA) charter suspension be lifted, in accordance with Article 12, Section 1204. Motioned and seconded.

7. West Coast Region: Proceed

8. Northwest Region: Proceed

National President Courneya then calls upon each Director in turn for the Good of the Order. Many thanks were given to the BOD, FRA NHQs staff, Shipmates and Guests. Regional conventions dates, places, and times were mentioned.

National President Courneya calls on Past National Presidents, Past National Officers, Regional Vice Presidents, Standing Committee Chairmen, Shipmates and Guests for comments.

National President invites comments from any other Shipmates in the meeting room who have not already been called on.

National President Courneya proceeds with the adjournment.

National Chaplain Wallace offered the closing prayer, and closes the Bible

Salute of the Colors.

The 2016 National Board of Directors Mid-year Meeting adjourned at 1532.

Teresa Wiener Director, Administration