

CAP BOARD OF GOVERNORS MEETING, 5 MARCH 2001, MARRIOTT
CRYSTAL CITY, WASHINGTON, DC.

The following named members, in alphabetical order, were present for this meeting:

Mister Bruce P. Baughman, FEMA
Director, Operations and Planning Division Response and Recovery Directorate

Colonel Robert Bess, CAP
Member-at-Large

Brigadier General Robert D. Bishop, Jr., USAF
Deputy Director, Operations & Training, DCS Operations, HQ USAF
ATTENDED A PORTION OF THE MEETING AS THE ALTERNATE FOR
Lieutenant General Robert H. Foglesong, USAF

Brigadier General James C. Bobick, CAP
Civil Air Patrol National Commander

Colonel Richard L. Bowling, CAP
Civil Air Patrol National Vice Commander

Lieutenant General Robert It. Foglesong, USAF
Headquarters, United States Air Force Director of Operations

Brigadier General Paul Hankins, APOATS/CC
REPRESENTING
Lieutenant General Lance W. Lord, USAF
Commander Air University, Maxwell Air Force Base, Alabama

Lieutenant General Nicholas B. Kehoe
United States Air Force, Retired

Colonel Michael L. Pannone, CAP
Member-at-large

Brigadier General John M. Spiegel, USAF
Principal Deputy Assistant Secretary of the Air Force for Strategic Planning

It was noted for the record that the following two members were unable to attend:

Doctor Benjamin F. Payton, President
Tuskegee University

Mister Bruce N. Whitman, Executive Vice President, Flight Safety International

For the record, COLONEL PANNONE, CAP member-at-large, expressed concern about the absence of so many principal members of the board.

AGENDA ITEM 1. ELECTION OF BOARD OF GOVERNORS CHAIRMAN

COL BOWLING, CAP, placed the name of Lt Gen Nicholas B. Kehoe, USAF Ret, in nomination for the office of Chairman of the Board of Governors. There were no other nominations.

BY UNANIMOUS VOTE, Lt Gen Kehoe was elected Chairman of the Board of Governors.

AGENDA ITEM 2. ELECTION OF BOARD OF GOVERNORS VICE CHAIRMAN

COL BESS, CAP, placed the name of Col Richard L. Bowling, CAP, in nomination for the office of Vice Chairman of the Board of Governors. There were no other nominations.

BY UNANIMOUS VOTE, Col Bowling was elected Vice Chairman of the Board of Governors.

AGENDA ITEM 3. APPOINTMENT OF BOARD OF GOVERNORS EXECUTIVE SECRETARY

BRIG GEN BOBICK, CAP, nominated, and COL PANNONE, CAP, seconded the nomination to appoint Col Robert L. Brooks, CAP, as the Executive Secretary of the Board of Governors. There were no other nominations.

BY UNANIMOUS VOTE, Col Brooks was appointed Executive Secretary of the Board of Governors.

AGENDA ITEM 4. PROTOCOL

a. Member Recognition.

The board members agreed that they would address each other in whatever manner each member felt comfortable.

b. Dress.

After discussion, the board members agreed that a dress code for meetings was not

required. Members could dress in a manner each felt comfortable and fitting for the meeting.

c. Mode of Conduct.

BRIG GEN BOBICK, CAP, moved, and MR. BAUGHMAN seconded a motion that the Board of Governors adopt Robert's Rules of Order for the conduct of business. THE MOTION CARRIED UNANIMOUSLY

NOTE: It was pointed out that Robert's Rules allows the chairman to suspend the rules in order to permit free-flow discussion when desired.

AGENDA ITEM 5. BOARD OF GOVERNORS STRUCTURE

a. Alternates.

COL PANNONE, CAP, moved, and BRIG GEN BOBICK, CAP, seconded a motion that members will designate a specific alternate to replace them at Board of Governors meetings if they are unable to attend or fulfill their responsibilities as a board member for a short period of time. THE MOTION CARRIED UNANIMOUSLY

ACTION ITEM 1. Each board member will name an alternate (or changes thereto) in a letter to the Executive Secretary. At this meeting, Lt Gen Foglesong, USAF, named Brig Gen Robert D. Bishop, Jr., USAF, as his alternate. (ACTION: Board Members)

b. Proxies.

BRIG GEN BOBICK, CAP, moved, and COL BOWLING, CAP, seconded a motion that the Board of Governors will not use proxies. THE MOTION CARRIED UNANIMOUSLY

c. Electronic voting.

COL BESS, CAP, moved, and BRIG GEN SPEIGEL, USAF, seconded a motion that the use of electronic means for decision-making by the board will be an exception rather than the rule, taking into account board members' concerns for discussion and feedback on any particular matter before a final decision. THE MOTION CARRIED UNANIMOUSLY

CHAIRMAN'S COMMENTS: The principle of electronic communications, coordination, voting when necessary, and alternatives such as conference calls, will enhance the board's effectiveness for out-of-cycle actions that cannot wait until a regularly scheduled meeting.

AGENDA ITEM 6. BOARD OF GOVERNORS ADMINISTRATION

a. Agenda Preparation.

The board agreed that the Executive Secretary, in consultation with CAP-USAF, (the people who work the day-to-day business of CAP) would propose a draft agenda for approval by members of the board. The draft agenda would be sent out 30 days prior to an upcoming meeting.

b. Minutes.

The board agreed that draft minutes would be sent to the Board of Governors within 2 weeks after a meeting for review, comments, and corrections. The board would formally approve the final minutes at the next meeting.

c. and d. Meetings/Frequency of Meetings.

ACTION ITEM 2. The board tasked the Executive Secretary, in consultation with CAP-USAF, with developing a proposal aimed at two meetings per year with the option of additional meetings, if necessary, especially for the first year. The proposal should also consider rotating locations, within reason and dovetailing with other CAP events when practical, particularly over a weekend. The Executive Secretary would also propose a date for the next meeting (possibly in conjunction with the May 2001 NEC meeting). In the future, the proposed date for the next meeting will be an agenda item. (ACTION: Executive Secretary)

e. Invitees.

The board agreed that as a minimum, invitees should include the following named:

The chairman of the Air Force Auxiliary Board

The Board of Governors Executive Secretary

The CAP-USAF Commander and any staff needed to support the proposed agenda

CAP National Headquarters key staff needed to support agenda

Others as dictated by the agenda and approved by the board

f. Expenses.

(1) Travel: The board agreed that travel and per diem expenses in conjunction with board meetings would be paid as follows:

The four Air Force–designated members–by the Air Force

The four CAP members–out of appropriated money at HQ CAP

The FEMA member–by FEMA

Other two members–CAP–USAF would issue invitational travel orders

ACTION ITEM 3. CAP-USAF will readdress the possibility of travel at military rates for the CAP members of the Board of Governors. (ACTION: CAP-USAF)

ACTION ITEM 4. For CAP events where representation from the Board of Governors is desired, the CAP would issue formal invitations. (ACTION: CAP HQ) .

(2) Other.

ACTION ITEM 5. The board tasked the Executive Secretary to develop a proposal on how to defray expenses of the chairman for approval by the board. The proposal should aim toward a CAP appropriated funds budget line item for supporting additional expenses related specifically to the Chair of the governing board. (ACTION: Executive Secretary)

g. Quorum:

COL BOWLING, CAP, moved, and BRIG GEN SPEIGEL, USAF, seconded a motion that eight principal members or alternates must be present to constitute a quorum for the conduct of business.

THE MOTION CARRIED UNANIMOUSLY

MR. BAUGHMAN moved, and BRIG GEN BOBICK, CAP, seconded a motion to modify the previous motion to define a quorum as the availability of eight principal members.

THE MOTION CARRIED UNANIMOUSLY

(NOTE: Mr. Baughman withdrew this motion, with the concurrence of Gen Bobick, after the vote, in favor of the following motion.)

BRIG GEN SPEIGEL, USAF moved, and COL BOWLING, CAP, seconded a motion that eight members, six of whom must be principals—not alternates, must be present to constitute a quorum. THE MOTION CARRIED UNANIMOUSLY

AGENDA ITEM 7. LEGISLATIVE–LEGAL BRIEFING (HQ CAP/GC)

a. Relationships.

Concerns were expressed about financial disclosure, conflicts of interest, and confidentiality. The chairman expressed an opinion that there will always be ambiguity between members of the board, federal entities and private industry, but hopefully this will not inhibit the business of the board. At the present time, the board and its members do not fall under the Federal Advisory Committee Act.

ACTION ITEM 6. The General Counsel, in consultation with the Air Force General Counsel, will review the Federal Advisory Committee Act as it applies to the Board of Governors and this will be discussed at a future meeting. (ACTION: CAP/GC)

AGENDA ITEM 8. CAP STRUCTURE–BRIEFING (CAP-USAF/CC)

Col Dennis Parkhurst, USAF, Commander, CAP-USAF presented a slide briefing (see attachment 1).

ACTION ITEM 7. The board invited the CAP and Air Force to update the agreed statement of work to reflect changes in the new legislation. (ACTION: CAP-USAF/CAP HQ)

AGENDA ITEM 9. DISCUSSIONS

a. Constitution and Bylaws

The chairman reminded the board members that the board needs to be very careful about initiating changes to the CAP Constitution and Bylaws due to the nature of the volunteer force. If possible, the CAP leadership should be consulted first about any changes contemplated by the board.

b. Role of the National Board (NB) and National Executive Committee (NEC).

LT GEN FOGLESONG, USAF, moved, and MR. BAUGHMAN seconded a motion that the Board of Governors ratify the current structure of CAP as a duly constituted organizational element.

The motion was clarified to reflect that, except for strategic interests and major policy issues, the CAP should have the latitude to run day-to-day activities and the opportunity to bring items before the Board of Governors when desired.

THE MOTION CARRIED UNANIMOUSLY

c. Volunteer–Staff Relationships

(1) DoD/IG Issues.

Col Scott Hamilton, Assistant Executive Director, CAP, presented a slide presentation (see attachment 2).

This sub-agenda item referred to three disputed recommendations in the 27 September 2000 DOD/IG report that were considered decided contingent upon the new CAP Board of Governors consideration of said recommendations and the CAP responses. The board was unanimous in agreeing that, except where specifically delegated to the Executive Director, the National Commander is the appropriate authority to direct management actions over the volunteer force. In that the Board of Governors is the ultimate governing authority over the Civil Air Patrol and can direct either the National Commander or the Executive Director to exercise appropriate management control, any disputes arising from overall management of the CAP will be referred to the Board of Governors for resolution. In that the Executive Director is accountable directly to the Board of Governors, he/she has a responsibility to report to the board any unresolved issues that could affect the safe and effective operations of the CAP. The board concurred that the

new governing structure should satisfy the intent of the DOD/IG recommendations. ACTION ITEM 8. The Executive Secretary will prepare a response to the DOD/IG reflecting the sense of the Board of Governors. The response will be signed by the Chairman. (ACTION: Executive Secretary)

(2) Other

Col Robert Brooks, CAP, presented a slide briefing on CAP Headquarters structure (see attachment 3).

d. Civil Air Patrol as the United States Air Force Auxiliary

Briefings were presented by Brig Gen Robert Bishop, USAF, and Col Dennis Parkhurst, USAF

e. Funding and Financial Review

Slide briefings were presented by Mr. Tom Hicks, HQ CAP/FM, Brig Gen Robert Bishop, USAF and Mr. Don Rowland, HQ CAP/XP (see attachment 4).

The following specific recommendations were presented:

- 1) The Board of Governors request that the Secretary of the Air Force (SECAF) task the Air Force Auxiliary Board to close the disconnect between CAP FY02 budget request and Air Force Budget Estimate Submission (BES) position as briefed 5 Mar 01.
- 2) The CAP and CAP-USAF provide requirement-level detail to the Air Force Corporate structure.
- 3) The Air Force Auxiliary Board advise the Board of Governors on the way ahead for the FY02 CAP budget level based upon FY02 budget review by April 2001.
- 4) The Board of Governors recommend a FY02 CAP budget level to the SECAF in time for the Air Force April BES.
- 5) The Air Force work validated execution-year requirements through Operational Budget Review Committee (OBRC) corporate process.

COL PANNONE, CAP, moved, and COL BOWLING, CAP, seconded a motion that the Board of Governors authorize a letter from the chairman to the SECAF recommending that the Auxiliary Board help close the identified disconnects by working with the CAP. THE MOTION CARRIED UNANIMOUSLY

ACTION ITEM 9: The Executive Secretary will draft a letter for the chairman's signature passing the above recommendations to the SECAF. (ACTION: Executive

Secretary)

f. FECA/FTCA

A slide briefing was presented by Col Dennis Parkhurst, USAF (see attachment 5).

g. Long-Range Plans

A slide briefing was presented by Mr. Don Rowland (see attachment 6).

h. Board of Governors Sub-Groups and Taskings

Brig Gen Bobick, CAP presented slide briefing (see attachment 7).

BRIG GEN BOBICK, CAP, moved, and COL BOWLING, CAP, seconded a motion that the Board of Governors establish an Audit Committee as a permanent committee of the Board of Governors. The purpose of the Audit Committee would be to:

- 1) Review financial results and recommend fiscal policy to the Board of Governors,
- 2) Review and recommend to the Board of Governors resolution of issues raised by external auditors (listed on slide), and
- 3) Review and recommend to the Board of Governors resolution of major issues raised in inspection reports from the National Inspector General.

It was pointed out that this action may be premature in that the role and functions of the Board of Governors have not yet been explicitly defined, even though some have been mentioned such as budget, strategic plans and policy-making, etc.

The chairman suggested that the role and functions of the board, as well as a discussion on the tasking of committees, be included as an agenda item at the next meeting of the board, facilitated by recommendations from the Executive Secretary, the National Headquarters staff, the CAP leadership, and CAP-USAF.

The motion was withdrawn with the understanding that it would be an agenda item for the next meeting.

ACTION ITEM 10. The Executive Secretary, in coordination with the CAP leadership and CAP-USAF be prepared to introduce a discussion on the specific role and functions of the Board of Governors and the use of standing committees at the next meeting. (ACTION: Executive Secretary)

AGENDA ITEM 10. NATIONAL BOARD RECOMMENDATIONS (2-3 March 2001 meeting)

a. CAP Constitution and Bylaws. (NB, Mar 01, Agenda 15)

BRIG GEN SPEIGEL, USAF, moved, and COL BOWLING, CAP, seconded a motion that the Board of Governors accept the attached recommendations and approve the changes (administrative corrections and mandatory changes to comply with the new statute) to the CAP Constitution and Bylaws as recommended by the CAP National Board (see attachment 8).

THE MOTION CARRIED UNANIMOUSLY

BRIG GEN BOBICK, CAP, moved, and COL PANNONE, CAP, seconded a motion that the Board of Governors create and submit to the Congress of the United States proposed legislation that: (1) Would give the National Board the right of ratification of Board of Governors' changes to the CAP Constitution and Bylaws, and (2) Would require a two-thirds majority of the Board of Governors to change the CAP Constitution.

COL PANNONE, CAP, moved to table, and COL BESS, CAP, seconded the motion to table the motion in favor of the Board of Governors taking both issues under advisement to study and address at a future board.

THE MOTION TO TABLE CARRIED UNANIMOUSLY

ACTION ITEM 11. The Executive Secretary will align this issue with the agenda item on the role and functions of the Board of Governors to be discussed at the next meeting. (ACTION: Executive Secretary)

b. CAP National Board Appointment (NB, Mar 01, Agendal6)

BRIG GEN BOBICK, CAP moved, and COL BOWLING, CAP seconded a motion that the National Board recommend the Board of Governors change the Constitution and Bylaws to make the Civil Air Patrol National Chief of Chaplain Service a non-voting member of the National Board and the National Executive Committee.

THE MOTION CARRIED UNANIMOUSLY

ACTION ITEM 12: The Executive Secretary will amend the Constitution and Bylaws to reflect the following:

(1) Amend Article X (National Board) by adding to paragraph 1:

"k. The National Chief of Chaplain Service as a non-voting member."

(2) Amend Article XI (National Executive Committee) by adding to paragraph 3: "j. The National Chief of Chaplain Service as a non-voting member." (ACTION: Executive Secretary)

c. Status of Liaison Officers (LO) (NB, Mar 01, Agenda 18, Item 1)

BRIG GEN BOBICK, CAP, brought forth the following statement from the National Board to express the strong support of the members for the liaison officers in the field: "The National Board recommends that the Board of Governors recognize the great value

of the LO staff to Civil Air Patrol and work with the Air Force to establish a fair and viable method of employment and compensation, in a timely manner."

MR. BAUGHMAN moved, and COL BESS, CAP, seconded a motion that the Board of Governors note the receipt of this statement.
THE MOTION CARRIED UNANIMOUSLY

Also, Col Parkhurst briefed the current status of the LO/LNCO structure and the on-going efforts to resolve this issue. The board noted that this is an Air Force action and recommended the Air Force continue to proceed with a sense of urgency to resolve this matter.

d. 406 ELT (NB, Mar 01, Agenda 9)

BRIG GEN BOBICK, CAP, briefed this item which the National Board recommended forwarding to the Board of Governors for action.

The board agreed to note this item is for information only at this time, but that the full impact would come to the board at a later date, probably as a part of a budget action.

AGENDA ITEM 11. DECISIONS (Agenda Items)

The chairman stated that in the future the board would review decisions taken at the meeting under this agenda item to ensure the correct wording and intent of the board. He added that the same would be true for action items emanating from the board discussions.

AGENDA ITEM 12. ACTIONS

a. Agenda Items. See previous item.

b. Other--New Business

(1) A letter from Senator Tom Harkin for the March 5, 2001 Civil Air Patrol Board of Governors meeting was read and entered into the record (see attachment 9).

(2) A February 28, 2001 letter from Chaplain, Maj Gen, William J. Dendinger, USAF, Chief of Chaplain Service to Brig Gen Robert D. Bishop, Jr., HQ USAF/XOO was presented to the board for consideration (see attachment 10).

BRIG GEN BOBICK, CAP, endorsed the proposal but suggested deferring a meeting of the Chaplains Working Group until a new National Headquarters staff chaplain is hired. Then the new staff chaplain along with the CAP Chief of Chaplain Service could work with the Air Force to implement this program.

BRIG GEN BOBICK, CAP, moved, and COL BESS, CAP, seconded a motion that the Board of Governors endorse the establishment of a Chaplains Working Group, and once

National Headquarters has new staff chaplain on board, CAP take steps to implement this program.

THE MOTION CARRIED UNANIMOUSLY

AGENDA ITEM 13. FUTURE MODES OF OPERATION (HOW TO DO BUSINESS)

a. Congressional Relationships

The chairman stated that through Legislative Liaison he probably should visit the two or three congressmen who have shown a special interest in CAP to reinforce the positive nature of the Board of Governors.

It was noted that the CAP is currently coordinating congressional contact with the Air Force, but there is no control over volunteers individually contacting their congressmen.

b. Media and Public Relations

Col Brooks presented a slide briefing on CAP's future action in the Public Relations arena (see attachment 11).

The chairman stated there has been tremendous progress in this area but there is much more potential for taking advantage of the media to tell the story of the Air Force and its Auxiliary, and the things CAP does for the nation. lie added that the CAP has some potential to work with Air Force entities to help them and subordinate commanders on how the Air Force can use the CAP in wing operations. The chairman also suggested a press release following this meeting and noted that members of the Board of Governors could help accurately portray the positive aspects of this meeting to Air Force members and the CAP membership.

ACTION ITEM 13. CAP/PA, in coordination with Air University/PA will prepare a press release summarizing the results of the first meeting of the CAP Board of Governors.

c. Congressional Inquiries

A slide briefing was presented by Major Macko, USAF (see attachment 12).

The chairman thanked the support staff and expressed appreciation to the members of the board for attending on short notice.

THE BOARD MOVED INTO EXECUTIVE SESSION

THE BOARD RETURNED TO OPEN SESSION

ADJOURNMENT

BRIG GEN HANKINS, USAF, moved, and COL BESS, CAP, seconded a motion to adjourn.

THE MOTION CARRIED UNANIMOUSLY

The meeting adjourned at 3:45 PM, 5 March 2001.