Call to Order: President Maurice S. Henderson called the regular meeting of the NAP Board of Directors to order at 1:00 p.m. Pacific Standard Time on Wednesday, September 4, 2013, in Galleria I at the Hilton Portland and Executive Tower, 921 SW Sixth Avenue, Portland, Oregon 97204. The secretary was present.

Pledge of Allegiance to the Flag of the United States of America:
The pledge of allegiance was led by Thomas J. (Burke) Balch.

Inspiration:
The inspiration was given by Mary L. Randolph.

Welcome:
The president welcomed the board members and guests.

Roll Call:
Board Members Present:
President Maurice S. Henderson, PRP; Vice-President Ann Guiberson, PRP; Secretary Ann L. Rempel, PRP; Treasurer Evan A. Lemoine, PRP; Director-at-Large Jim Jones, PRP; Director-at-Large Mary L. Randolph, PRP; Director-at-Large Leigh Wintz, PRP; District Two Director Darlene T. Allen, PRP; and District Five Director Vera N. Chernocki, PRP

Nine voting members were present, and a quorum was established.

Advisers Present:
Parliamentarian Thomas J. (Burke) Balch, PRP.
NAP Executive Director Michael Chamberlain, MBA, CAE

Guests Present:
Teresa Stone, PRP, Oregon; Jeffrey Weston, Oregon; Rosalie Stroman, PRP, District of Columbia; Loretta Tillery, District of Columbia; William Starkey, PRP, New Jersey

Adoption of Agenda:
Without objection, the agenda was adopted as presented. (Attachment A)

Appointment of Tellers:
The president appointed the following to serve as tellers for the meeting: Darlene T. Allen, chairman; Evan A. Lemoine; and Leigh Wintz.
Report of Minutes Approval Committee:
Ann Guiberson, committee chairman, reported that all minutes have been approved.

Reports of Officers:
Written reports were submitted by the president, vice-president, secretary, treasurer, and the directors-at-large.

Recess:
The meeting recessed from 1:07 p.m. until 1:25 p.m.

Report of the Secretary:
In addition to the board report, the secretary submitted the history of the biennium. After amendment, the history was adopted with authority to the secretary to include events of the convention. (Attachment B).

Report of the Treasurer:
The board adopted the following motion:
That the executive director be authorized to rebalance NAP’s portfolio based on the advice of the treasurer and NAP’s investment adviser.

The board adopted the following motion:
To ratify all budget overages incurred to date and communicated to the board during regular monthly communications from NAP Headquarters and the treasurer.

Reports of Standing Committees:
Written reports were submitted by the following standing committees: Leigh Wintz for communications, David C. Mezzera for educational resources, Nancy S. Dauster for membership and registration examiners, Ann Guiberson for membership extension and retention, Eleanor (Coco) Siewert for professional development, Janice K. Strand for youth, Betty Tunstall for credentialing appeals, and Helen McFadden for ethics.

Recess:
The meeting recessed from 3:05 p.m. to 3:20 p.m.

Reports of Standing Committees (continued):
The board continued with reports of standing committees following the recess.

Reports of Special Committees:
No written reports were submitted by special committees. The president presented information on the convention and reported that sixty-five members are attending the NAP Leadership Conference.
Reports of Committees of the Board:
Written reports were submitted by Evan A. Lemoine for the budget and finance committee and Vera N. Chernecki for the policies and procedures committee.

The board adopted the following motion:
To recommend that the post-convention board adopt the budget proposal recommended by the budget-finance committee. (Attachment C).

Adjournment
The meeting adjourned at 5:00 p.m. to reconvene at 8:00 a.m. Thursday, September 5, 2013.

Thursday, September 5, 2013

Call to Order in Executive Session:
The president called the meeting to order at 8:00 a.m. on Thursday, September 5, 2013, in executive session for the purpose of being addressed by a guest and to consider other issues. All board members and advisers were present.

The president vacated the chair and the vice-president presided. After the presentation by the guest, both the president and guest departed from the meeting.

After the board considered the issue presented, the president returned to the room and resumed presiding over the meeting.

The executive session ended at 9:25 a.m.

Recess:
The board recessed from 9:25 to 9:40 a.m.

Demonstration of New Website:
Following the recess, Communications Chairman Leigh Wintz demonstrated the new website for the board.

Executive Session:
At 10:00 a.m., the meeting returned to executive session for twenty-seven minutes. The secretary was present.
Return to regular agenda:

Guests:
The president welcomed guests Jeff Weston; William Starkey, PRP; James H. Stewart, PRP; and Robert Williams, convention photographer.

Reports of Committees of the Board (continued):
Policy and Procedures Committee Report:
Without objection, the board adopted a motion to amend NAP OPP Chapter 7 by:

a. Inserting “and assistant workshop coordinator” after “workshop coordinator” in 7.1.04A and 7.1.04B.
b. Inserting “and assistant workshop coordinator” after “workshop coordinator” in 7.2.04A and 7.2.04B.

The board adopted the following conflict of interest policy:

Conflict of Interest Policy

1. Purpose

The purpose of the conflict of interest policy is to protect the National Association of Parliamentarians (“Association”) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Association or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

2. Definitions

a. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

   • An ownership or investment interest in any entity with which the Association has a transaction or arrangement.
   • A compensation arrangement with the Association or with any entity or individual with which the Association has a transaction or arrangement, or
   • A potential ownership or investment interest in, or compensation arrangement with any entity or individual with which the Association is negotiating a transaction or arrangement.
   • Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. Procedures

a. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the
opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the Association can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Association's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflicts of Interest Policy. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

4. Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

5. Compensation
A voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation. This shall not prohibit that voting member from providing information to any committee regarding compensation if required.

6. Annual Statements

Each board member, executive director, and member of a committee with governing board-delegated powers shall annually sign a statement that affirms such person:

- Has received a copy of the conflicts of interest policy,
- Has read and understands the policy,
- Has agreed to comply with the policy, and

Understands the Association is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

7. Periodic Reviews

To ensure the Association operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews, shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- Whether partnerships, joint ventures, and arrangements with management organizations conform to the Association's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

8. Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Association may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Without objection, the board approved placing the policy as an appendix to the NAP OPP.

Reports of District Directors:

Written reports to the board were submitted by District One Director George Mervosh III, District Two Director Darlene T. Allen, District Five Director Vera N. Chernecki, and District Eight Director Jacqueline Marazzi.

Reports of District Three Director Emma A. Faulk, District Four Director Director Marcella Morrison, District Six Director Alison Wallis, and District Seven Director Weldon L. Merritt were submitted for the biennial convention book of reports.
Reports of Advisers:
Executive Director Michael Chamberlain presented an oral report on transition of duties as executive director.

NAP Educational Foundation Report:
The NAP Educational Foundation report was submitted by Sandra K. Olson, president, for the biennial convention book of reports. President Henderson gave an oral update on foundation activities planned for the convention. The president also announced that Dr. Leonard Young was elected to fill a vacancy on the board of trustees and was also elected as the foundation treasurer. During 2012, the foundation contributed to NAP $23,371, which included $1,200 (management fee), $12,500 (educational resources), $6,221 (grant for educational materials updates), $3,050 (grant for conferencing software), and $400 (youth committee bookmarks).

New Business:
Unit Dissolution:
The board approved the dissolution of Westshore Unit of Ohio by a ballot vote of 9 in the affirmative and 0 in the negative.

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<th>Tellers’ Report</th>
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<td>Total Votes Cast</td>
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<tr>
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Tellers Committee:
Darlene T. Allen, PRP
Evan A. Lemoine, PRP
Leigh Wintz, PRP

There was no objection to the destroying of the ballots by the chairman of the tellers committee.

The president clarified that the unit that dissolved on April 27, 2013, by a vote of the unit, was the California Nu Rho Pi (Registered Unit) and not the California Nu Rho Chi Unit, as referred to in the board meeting minutes of June 4, 2013. The president also clarified that on June 4, 2013, he had incorrectly referred to the Ohio Westboro Unit.

2016 NAP Training Conference Coordinators:
The board approved following appointments of the president for the 2016 NAP Training conference: Coordinator Gayla Stone, PRP; Assistant Coordinator Dollie McPartlin, PRP; Workshop Coordinator Patricia K. Simpson, PRP; and Assistant Workshop Coordinator Cynthia A. Bell.
2017 NAP Biennial Convention Coordinators:
The board approved the following appointments of the president for the 2017 NAP Biennial Convention: Coordinator Marcella Morrison, PRP, Assistant Coordinator Judy Reynolds, PRP, Workshop Coordinator Mary Remson, PRP; and Assistant Workshop Coordinator Deborah A. Underwood.

Amendment of NAP OPP:
Without objection, the board suspended the rules to consider a new Chapter 6 of NAP OPP without prior consideration by the policies and procedures committee.

After debate and amendment, by a two-thirds vote, the board adopted the following motion:
To amend the NAP OPP by inserting a new Chapter 6 “Ethics Committee” to read as follows:
Chapter 6 – Ethics Committee
6.1.01 The committee shall officially notify all parties to any ethics complaint of the committee’s final decision within five business day of the decision. This notification may be sent electronically.
6.1.02 No member of the Ethics Committee should participate in the discussion of or vote on a professional ethics complaint in which she or he has a direct personal or pecuniary interest not common to other members.
6.1.03 Instances in which a member should consider recusing themselves include the following:
   A. the member is a party to the complaint;
   B. the member is related to any party by marriage or within the third degree;
   C. the member has a personal financial interest in the matter;
   D. the member is likely to be a witness; or
   E. the member has a personal bias or prejudice concerning the subject matter or a party.

Announcements:
The president announced the location for lunch with the Leadership Conference and also explained arrangements that have been made for the opening of the convention.

Adjournment:
Without objection, the meeting adjourned at 11:35 a.m. to meet again at the call of the chair.

Monday – September 9, 2013

Call to Order:
The president called the meeting to order at 7:30 a.m. on Monday, September 9, 2013, in the Grand Ball Room.
Roll Call:
Board Members Present:
President Maurice S. Henderson, PRP; Vice-President Ann Guiberson, PRP; Secretary Ann L. Rempel, PRP; Treasurer Evan A. Lemoine, PRP; Director-at-Large Jim Jones, PRP; Director-at-Large Mary L. Randolph, PRP; Director-at-Large Leigh Wintz, PRP; District Two Director Darlene T. Allen, PRP; and District Five Director Vera N. Chernecki, PRP

Nine voting members were present, and a quorum was established.

Advisers Present:
Parliamentarian Thomas J. (Burke) Balch, PRP.

Appointment of Special Committee on Credentialed Membership:
Without objection, the president appointed Dr. M. Eugene Bierbaum, PRP; Wanda Davis, PRP; Ann Guiberson, PRP; Jim Jones, PRP; Daniel Seabold, PRP; James Stewart, PRP; and Ann Rempel, PRP, to serve as the special committee on credentialed membership, which was ordered by the 39th NAP Biennial Convention.

Adjournment:
The meeting adjourned at 7:33 a.m.

_______________________________
Ann L. Rempel, PRP
NAP Secretary

Minutes Approval Committee:

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<tr>
<td>Ann Guiberson, PRP</td>
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<td>Darlene T. Allen, PRP</td>
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<td>Leigh Wintz, PRP</td>
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NATIONAL ASSOCIATION OF PARLIAMENTARIANS®
Board of Directors Meeting
September 4-5, 2013

Hilton Portland & Executive Tower Hotel
921 SW Sixth Avenue, Portland, OR 97204
Galleria I (Lower Level)

Meeting begins Wednesday, September 4, 2013 – 1:00 PM

Agenda

1. Pledge of Allegiance to the Flag of the United States of America
   Thomas J. “Burke” Balch

2. Inspiration
   Mary L. Randolph

3. Welcome
   Maurice S. Henderson
   Introduction of Guests

4. Roll Call
   Ann L. Rempel

5. Adoption of the Agenda

6. Appointment of Tellers
   Maurice S. Henderson
   Darlene T. Allen, Chairman
   Evan A. Lemoine
   Leigh Wintz

7. Report of Minutes Approval Committee
   Ann Guiberson

8. Reports of Officers
   8.1 President
   Maurice S. Henderson
   8.2 Vice-President
   Ann Guiberson
   8.3 Secretary*
   Ann L. Rempel
   NAP History 2011-2013
   8.4 Treasurer*
   Evan A. Lemoine
   8.5 Director-at-Large
   James N. Jones
   8.6 Director-at-Large
   Mary L. Randolph
   8.7 Director-at-Large
   Leigh Wintz

9. Reports of Standing Committees
   9.1 Bylaws (see biennial book of reports)
   Chris Dickey
   9.2 Communications
   Leigh Wintz
   9.3 Educational Resources
   David C. Mezzera
   9.4 Membership and Registration Examiners
   Nancy S. Dauster

*Includes board action item
9.5 Membership Extension and Retention
Ann Guiberson
9.6 Professional Development
Eleanor (Coco) Siewert
9.7 Youth
Janice K. Strand
9.8 Credentialing Appeals*
Betty F. Tunstall
9.9 Ethics*
Helen T. McFadden

10. Reports of Special Committees
10.1 Biennial Convention
Alice Bartelt
10.2 Leadership Conference
Deborah A. Underwood
10.3 Webinar Committee
Greg Goodwiller

11. Reports of Committees of the Board
11.1 Budget and Finance*
Evan A. Lemoine
11.2 Pricing
Darlene T. Allen
11.3 Policies & Procedures*
Vera N. Chernecki

12. Reports of District Directors
12.1 District One
George Mervosh, III
12.2 District Two
Darlene T. Allen
12.3 District Three (see biennial book of reports)
Emma A. Faulk
12.4 District Four (see biennial book of reports)
Marcella L. Morrison
12.5 District Five
Vera N. Chernecki
12.6 District Six (see biennial book of reports)
Alison Wallis
12.7 District Seven (see biennial book of reports)
Weldon L. Merritt
12.8 District Eight
Jacqueline Marazzi

13. Reports of Advisers
13.1 Executive Director
Michael Chamberlain

14. NAP Educational Foundation Report (see biennial book of reports)
Sandra K. Olson

15. Special Order – Thursday, September 5, 2013 8:00 AM: Executive Session

16. New Business
16.1 Approval of Dissolution of Westshore Unit (Ohio)
16.2 2016 NAP Training Conference and 2017 NAP Biennial Convention site selections
16.3 Approval of 2016 NAP Training Conference Coordinators
16.4 Approval of 2017 NAP Biennial Convention Coordinators

17. Announcements

18. Adjournment

*Includes board action item
NAP began the new biennium with the vision statement, To provide parliamentary leadership to the world, and the mission statement, NAP is a professional society dedicated to educating leaders throughout the world in effective meeting management through the use of parliamentary procedure.

The installation banquet was held at the Hilton St. Petersburg Bayfront Hotel in St. Petersburg, Florida, on September 26, 2011. Connie M. Deford, PRP, installed the following officers for the 2011-2013 biennium: President Maurice S. Henderson, PRP; Vice-President Ann Guiberson, PRP; Secretary Ann L. Rempel, PRP; Treasurer Evan A. Lemoine, PRP; and Directors-at-Large James N. Jones, PRP; Mary L. Randolph, PRP; and Leigh Wintz, PRP. Also installed were district directors for the 2011-2013 biennium: District One, George Mervosh III, PRP; District Two, Darlene T. Allen, PRP; District Three, Emma A. Faulk, PRP; District Four, Marcella L. Morrison, PRP; District Five, Vera N. Chernecki, PRP; District Six, Alison Wallis, PRP; District Seven, Weldon L. Merritt, PRP; and District Eight, Jacqueline Marazzi, PRP.

The district directors elected District Two Director Darlene T. Allen, PRP, and District Five Director Vera N. Chernecki, PRP, to serve on the NAP Board of Directors during the biennium.

The president chose “Starring Excellence” as the theme for the biennium.

**Appointments**
The president made the following appointments not requiring board approval:
- Parliamentarian – Thomas J. (Burke) Balch
- Website Committee – Robert Dolan, webmaster; Kevin Wendt, assistant webmaster; Greg Goodwiller, consultant
- Leadership Conference – Gayla Stone, coordinator; and Deborah Underwood, assistant coordinator
- Legal Liaison – Michael Malamut
- Webinar committee: Chairman Greg Goodwiller and members Johnnie Brown-Swift, Connie Deford, Robert Dolan, Larry Martin, Paul McClintock, Kirk Overbey, Nate Thompson, Kevin Wendt, Timothy Wynn.

**Committees**
The president’s nominees for the special committee to resolve appeals regarding credentialing were elected by the board as follows: Chairman Betty Tunstall and members Virginia Berberick and Joy Myers.

The president's nominees for the ethics committee were elected by the board as follows: Chairman Helen McFadden and members Lucy Hicks Anderson, Jim Slaughter, and Jeanette N. Williams.

With board approval, the president appointed the following standing committees:
- Bylaws – Chairman Chris Dickey, Robert Blair, Nancy Watkins, Jim Williams
- Bylaws Legal Subcommittee – Richard Hayes, Daniel Ivey-Soto
- Communications – Chairman Leigh Wintz, Don Freese, Patricia C. Summers, Loretta Tillery
Communications Subcommittee – Monique Callahan-Jackson, Harry Rosenthal

Educational Resources – Chairman David Mezzera, Kay Crews, Carol Henselder, John Hohlbauch, Frances Jackson, Linda Juteau, Gail Knapp

Educational Resources Editorial Subcommittee – Chairman Moira Grahame, Virginia “Ginny” Altman, Denise R. Irminger, Robert Rosell

Membership and Registration Examiners – Chairman Nancy Dauster, Rochester Baker, Alverta Harty, Corwyn Hopke, Sharon Reed, John Rempel, Patricia Reymann

Membership Subcommittee on Independent Learning – Rollie Cox

Professional Development – Chairman Dorothy Demarest, Roger Hanshaw, Eleanor “Coco” Siewert, John Wight

Professional Development Subcommittee – Thomas (Burke) Balch, Helene P. Goldsmith, Kirk Overbey

Youth – Chairman Janice Strand, Joyce Brown-Watkins, Patricia McDougle, Cody McPherson, Brandon H. Walters

**National Parliamentarian Staff**

With board approval, the president made the following appointments for the *National Parliamentarian*:

Editor K. Ann McCartney, Assistant Editor Gloria Cofer

*NP Review Committee* – Chairman Ella Carlson, Josh Martin, Judith Reynolds

Parliamentary Research – Editor Lyle Kleman, Assistant Editor Rosalie Stroman, Consultant Jeanette Williams, Parliamentarian Thomas J. “Burke” Balch

**Other Committees**

The district directors served as members of the Membership Extension and Retention Committee, which was chaired by Ann Guiberson, vice-president.

The joint committee with AIP and the Robert’s Rules Association for the model non-profit act was discharged by the board.

**Committees of the Board**

With board approval, the president appointed the following committees of the board:

Budget and Finance – Chairman Evan A. Lemoine, members Ann Guiberson, Maurice Henderson, and adviser Dr. Leonard Young (later replaced by Michael Chamberlain)

Minutes Approval – Chairman Ann Guiberson and members Darlene Allen, Leigh Wintz

Personnel Policy Committee – Chairman Maurice Henderson, members Ann Guiberson, James N. Jones
Policies and Procedures – Chairman Vera Chernecki, members Jim Jones, Mary Randolph, and adviser Thomas (Burke) Balch

Pricing Committee – Chairman Darlene T. Allen, members Ann Guiberson, Evan A. Lemoine

Public Policy Committee – Chairman Edra Anderson Bush, members Roger Hanshaw, Daniel Ivey-Soto, James N. Jones, Helen McFadden, Alison Wallis

Headquarters Staff
Dr. Leonard Young served as executive director until April 1, 2013, and was succeeded by Michael Chamberlain, MBA, CAE. Deborah Montavy and Stefanie Luttrell continued as staff members throughout the biennium. Sarah Nieft served as bookkeeper.

NAP Educational Foundation
The following trustees served as officers of the NAP Educational Foundation: President Sandra Olson, Vice-President Nancy Sylvester, Secretary Ann Guiberson, and Treasurer pro tem Ann Guiberson. Gwendolyne Brown, Vera Chernecki, and Mary Randolph were elected as trustees. Upon the resignation of Vera Chernecki, Dr. Leonard Young was elected to fill the position and was then elected treasurer. The following trustees served as committee chairmen: Gwendolyne Brown – auction, Nancy Sylvester – membership, Ann Guiberson – public relations, and Mary Randolph – scholarship. Maurice Henderson, ex officio, served as a member of the board of trustees.

Kaylee Saylor, Wyoming, was selected as the NAP Educational Foundation Scholar to attend the NAP Training Conference, and Donald Garrett, RP; Trevor Sorensen, RP; and Abby Hood were selected as NAP Educational Foundation Scholars to attend the convention.

Incorporation in District of Columbia
Approval of the Internal Revenue Service for NAP’s DC Corporation 501(c)(3) status was granted in December 2011, and the re-incorporation of NAP in the District of Columbia was completed on March 1, 2012.

2012 Training Conference
The NAP Training Conference was held from noon on August 24 to noon on August 26, 2012, in the Hyatt Regency Scottsdale Resort and Spa at Gainey Ranch in Scottsdale, Arizona. There were 246 full registrations and 11 one-day registrations. Frank Fitzgerald served as the coordinator, Michael Peck as assistant coordinator, Bonnie Ellis as workshop coordinator, and Kay Andrews as assistant workshop coordinator.

Committee Achievements
The transition to a totally new NAP website that interfaces with the existing member database and NAP store was a major accomplishment of the communications committee. Other accomplishments included a review of existing material in the Communications Tool Kit; promotion of Parliamentary Law Month in both years; testimonials solicited for use in marketing NAP products, services, and events; assisting the executive director with the initial monthly newsletter e-mail blasts; preparing the committee’s presentation of a workshop for the convention; and monitoring the use of the NAP logo and trademarks. The committee maintained social networking for the association, and also hosted receptions for LinkedIn members present at the Training Conference and Biennial Convention.
During the biennium, the educational resources committee revised or updated forty-four items or publications to *Robert’s Rules of Order Newly Revised (RONRI)*, 11th edition. Noteworthy updated materials included all of the Spotlight and Pathways series, the Unit Lessons CD-ROM, Parliamentary Pointers and its workbook, the Basic Information leaflet, Simplified Guide to Motions, Guide to Local Government, Navigating through Nominations, six online courses, and the series of six plastic cards.

The membership and registration examiners committee processed 595 member applications and 105 registration examinations during the biennium, resulting in 581 new NAP members and 80 new Registered Parliamentarians. The committee updated all study questions to RONR, 11th edition, and also created new questions.

Eight issues of the *National Parliamentarian* were published during the biennium. The president’s newsletter, *The NAP Star*, was published in March 2012.

The professional development committee developed a webinar for the 2013 Train the Trainer Course. The committee also developed a mentoring program to assist members preparing for the professional qualifying and recertifying courses. Materials were placed on the NAP website to assist members with the presiding and serving as parliamentarian segments of the professional courses. New materials for professional development and new testing instruments were developed by the committee. The committee developed CEUs for RPs.

Thirty-eight members successfully completed the NAP Professional Qualifying Course and twenty-three members successfully completed the NAP Recertification Course during the biennium.

The youth committee continued to work with the following NAP partnerships: Business Professionals of America (BPA), Future Business Leaders of America (FBLA), Family Career and Community Leaders of America (FCCLA), Health Occupation Students of America (HOSA), Phi Beta Lambda (PBL), and SkillsUSA. Interns representing the six student organizations at the NAP convention were: Clare Schiller, BPA; Cole Simmons, FBLA; Christian Anheluk, FCCLA; Bethany Mackey, HOSA; Donald (Donnie) Iorio, PBL; and Anthony Hamblin, SkillsUSA.

**New Partnerships**
The board approved adding a new partnership with the National FFA Organization.

The board authorized the president to initiate communication for entering into possible mutually beneficial partnerships with several other organizations. On June 20, 2013, the partnership between NAP and the National PTA was officially announced during the 117th Annual National PTA Convention and Exhibition in Cincinnati, Ohio.

**Resignations and Appointments of Replacements**
The board accepted the resignation of Gayla Stone as leadership conference coordinator and approved the appointment of Deborah Underwood as the coordinator and Joy Myers as assistant coordinator. Later the board accepted the resignation of Joy Myers as assistant coordinator and approved the appointment of Freddie Colston as assistant coordinator.

The board accepted the resignation of Moira Grahame as chairman of the educational resources editorial subcommittee.
The board accepted the resignation of Virginia Berberick from the special committee on credentialing appeals and approved the appointment of Dollie McPartlin to the committee.

The board accepted the resignation of Dorothy Demarest, chairman of the professional development committee, and approved the appointment of Eleanor (Coco) Siewert as chairman. Lyle Kleman was appointed as a committee member.

The board accepted the resignation of Cody McPherson from the youth committee.

**Amendment of Mission Statement**
The board amended the mission statement to read: NAP is dedicated to educating leaders throughout the world in effective meeting management through the use of parliamentary procedure.

**Other Actions**
The board exercised the cancelation clause of the contract with the Crowne Plaza Hotel at Colorado Springs, Colorado, for the 2015 biennial convention, developed a plan for rotation of national events, and approved a contract with the Crystal Gateway Marriott Hotel in Arlington, Virginia, as the site for the 2015 biennial convention.

The board approved the following appointments by the president for the 2015 Biennial Convention: Convention Coordinator Rosalie H. Stroman, Assistant Convention Coordinator Loretta Tillery, Workshop Coordinator Susan Eads Role, and Assistant Workshop Coordinator Wanda Sims.

The board approved holding the 2016 NAP Training Conference in Colorado and the 2017 Biennial Convention in the greater Chicago, Illinois, area.

Budgets and fees for the 2012 Training Conference and 2013 Biennial Convention were approved by the board of directors.

NAP Operational Policies and Procedures were amended by the board and placed on the website.

Members of the board of directors served as NAP representatives to associations as requested.

Oasis Partners was selected by the board to serve as the site selection vendor for NAP’s national events.

The board approved purchasing voting keypads from Turning Technologies.

The board completed and adopted a new strategic plan on February 26, 2013.

The board approved the president’s appointment of the NAP Education and Credentialing Task Force charged with assisting in the development and implementation of all the necessary steps to accomplish the objectives outlined in the education component of the new NAP Strategic Plan. The president appointed the following members to serve on the task force: Chairman M. Eugene Bierbaum, Wanda S. Davis, Ann Guiberson, James N. Jones, Daniel E. Seabold, John D. Stackpole, and James H. Stewart. Michael Chamberlain was appointed to serve as staff liaison. John Stackpole resigned from the task force, and the board approved the president’s appointment of Ann Rempel to fill the vacancy.
Changes
Twenty-five PRPs were reclassified as Retired PRPs and seven RPs were reclassified as Retired RPs. Four PRPs were reclassified as RPs, and one Retired PRP was reclassified as an RP.

During the biennium, one new association and five new units were established. One association, nineteen units, three youth groups, and one parliamentary club were dissolved.

Loss of Past Presidents
NAP Past Presidents Kay Scheld and Louise Bereskin died during the biennium.

Biennial Convention
The 39th Biennial Convention Committee provided an educational and welcoming atmosphere for convention attendees. Alice Bartelt served as coordinator, Elaine Carlson as assistant coordinator, Mary Randolph as workshop coordinator, and Teresa Stone as assistant workshop coordinator.

On September 4 and 5, 2013, sixty-five members attended the NAP Leadership Conference led by Coordinator Deborah A. Underwood and Assistant Coordinator Freddie Colston, PRP.

Three hundred eighty-one members, guests, and delegates attended the convention. A mega-session was held regarding the education portion of the new strategic plan as it relates to training and credentialing, and a second mega-session was held regarding the public awareness and membership aspects of the strategic plan. NAP also launched its first National Youth Day on Saturday, September 7, 2013.

The convention delegates ordered the appointment of a special committee on credentialied membership, and the president appointed Dr. M. Eugene Bierbaum, PRP, chairman; Wanda Davis, PRP; Ann Guiberson, PRP; James N. Jones, PRP; Ann L. Rempel, PRP, Daniel Seabold, PRP; and James H. Stewart, PRP, to serve as the committee. The committee was charged with submitting a comprehensive report containing recommendations for restructuring the requirements and process for qualifying for and retaining membership, registered membership, and professional registered membership, which is to be sent to all members together with the Second Quarter 2015 National Parliamentarian; and with submitting proposed bylaws amendments embodying those recommendations to the bylaws committee in accordance with Article XV.1.A.2 of the bylaws.

The following officers were elected for the 2013-2015 biennium: President Ann Guiberson, PRP; Vice-President Mary L. Randolph, PRP; Secretary Ann Rempel, PRP; Treasurer Evan A. Lemoine, PRP; and Directors-at-Large Steve Glanstein, PRP; James N. Jones, PRP; and James H. Stewart, PRP. The District Directors elected Daniel Ivey-Soto, PRP, and Denise Irminger, PRP, as their representatives on the 2013-2015 NAP Board of Directors.
# National Association of Parliamentarians®
## Budget Proposal
### December 2013 through November 2015

<table>
<thead>
<tr>
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<td>18,651</td>
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<td><strong>3300 · EVENTS AND COURSES</strong></td>
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<td>70,000</td>
<td>10,000</td>
<td>80,634</td>
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<td>110,000</td>
<td>105,000</td>
<td>5,000</td>
<td>-</td>
<td>105,000</td>
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<td><strong>3330 · UW-ISC INCOME</strong></td>
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<td>(500)</td>
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<td>750</td>
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<td>3,000</td>
<td>3,000</td>
<td>-</td>
<td>800</td>
<td>2,200</td>
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<td>(2,000)</td>
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<td>1,000</td>
<td>-</td>
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<td>8,500</td>
<td>(500)</td>
<td>7,500</td>
<td>1,000</td>
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<td><strong>TOTAL</strong></td>
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<td>275,500</td>
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<td>13,500</td>
<td>148,503</td>
<td>113,497</td>
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<td><strong>3400 · OTHER INCOME</strong></td>
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<tr>
<td><strong>3410 · INVESTMENT INCOME</strong></td>
<td>4,200</td>
<td>4,200</td>
<td>8,400</td>
<td>8,000</td>
<td>400</td>
<td>8,071</td>
<td>(71)</td>
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<td><strong>3415 · GRANTS &amp; CONTRIBUTIONS</strong></td>
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<td>30,000</td>
<td>60,000</td>
<td>50,000</td>
<td>10,000</td>
<td>56,958</td>
<td>(6,958)</td>
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<td><strong>3420 · MISCELLANEOUS INCOME</strong></td>
<td>4,000</td>
<td>4,000</td>
<td>8,000</td>
<td>8,000</td>
<td>-</td>
<td>12,413</td>
<td>(4,413)</td>
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<td><strong>TOTAL</strong></td>
<td>38,200</td>
<td>38,200</td>
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<td>10,400</td>
<td>77,442</td>
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<td><strong>Total Income</strong></td>
<td>548,950</td>
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<td>903,107</td>
<td>235,893</td>
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# National Association of Parliamentarians®
## Budget Proposal
### December 2013 through November 2015

### Expense

<table>
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<tr>
<th>FY13-14</th>
<th>FY14-15</th>
<th>TOTAL</th>
<th>Adopted, Restated</th>
<th>B-to-B</th>
<th>ACTUAL</th>
<th>B-to-A</th>
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<td><strong>4000 - BOARD AND LEADERSHIP</strong></td>
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<tr>
<td>4005 - PRESIDENT</td>
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<tr>
<td>5,000</td>
<td>5,000</td>
<td>10,000</td>
<td>16,000</td>
<td>(6,000)</td>
<td>5,774</td>
<td>10,226</td>
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<td>100</td>
<td>100</td>
<td>200</td>
<td>600</td>
<td>(400)</td>
<td>-</td>
<td>600</td>
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<tr>
<td>4020 - Board Members</td>
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<tr>
<td>150</td>
<td>150</td>
<td>300</td>
<td>100</td>
<td>200</td>
<td>92</td>
<td>8</td>
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<td>4045 - BOARD OF DIRECTORS</td>
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<tr>
<td>16,000</td>
<td>16,000</td>
<td>32,000</td>
<td>21,710</td>
<td>10,290</td>
<td>30,574</td>
<td>(8,864)</td>
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<td>4050 - OFFICER/REP TRAVEL</td>
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<tr>
<td>15,000</td>
<td>15,000</td>
<td>30,000</td>
<td>26,000</td>
<td>4,000</td>
<td>14,036</td>
<td>11,964</td>
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<tr>
<td>36,250</td>
<td>36,250</td>
<td>72,500</td>
<td>65,310</td>
<td>7,190</td>
<td>50,476</td>
<td>14,834</td>
</tr>
</tbody>
</table>

| 4100 - COMMITTEES AND DISTRICTS | | | | | | |
| 4105 · Committee Desk Expenses | | | | | | |
| 250 | 250 | 500 | 450 | 50 | 2,415 | (1,965) |
| 4145 · Committee Meetings | | | | | | |
| 16,500 | 16,500 | 33,000 | 58,950 | (25,950) | 28,977 | 29,973 |
| 4150 · Event Facility Selection | | | | | | |
| 500 | 500 | 1,000 | 1,500 | (500) | 100 | 1,400 |
| 4215 · EDITOR - NP | | | | | | |
| 300 | 300 | 600 | 600 | - | 343 | 257 |
| 4160 · District Director Travel | | | | | | |
| 6,000 | 6,000 | 12,000 | 16,000 | (4,000) | 8,292 | 7,708 |
| | | | | | | |
| 23,550 | 23,550 | 47,100 | 77,500 | (30,400) | 40,127 | 37,373 |

| 4200 - PUBLICATIONS & SALES | | | | | | |
| 4220 · COST OF MATERIALS SOLD | | | | | | |
| 42,200 | 48,200 | 90,400 | 80,000 | 10,400 | 110,819 | (30,819) |
| 4225 · COST NON-INVENTORY ITEMS | | | | | | |
| - | - | - | 1,700 | (1,700) | 900 | 800 |
| 4230 · INVENTORY ADJUSTMENT | | | | | | |
| - | - | - | 1,300 | (1,300) | 8,607 | (7,307) |
| 4235 · SALES POST/HAND'L COST | | | | | | |
| 18,000 | 18,000 | 36,000 | 37,000 | (1,000) | 31,503 | 5,497 |
| | | | | | | |
| 60,200 | 66,200 | 126,400 | 120,000 | 6,400 | 151,829 | (31,829) |

| 4300 - EVENTS, COURSES & EXAMS | | | | | | |
| 4305 · REGISTRATION EXAM COST | | | | | | |
| 1,500 | 1,500 | 3,000 | 3,500 | (500) | 421 | 3,079 |
| 4310 · PQ COURSE COST | | | | | | |
| 3,500 | 3,500 | 7,000 | 8,500 | (1,500) | 6,015 | 2,485 |
| 4315 · NTC COST | | | | | | |
| 60,000 | - | 60,000 | 60,000 | - | 65,571 | (5,571) |
| 4320 · LEADERSHIP CONF COST | | | | | | |
| 3,750 | 3,750 | 7,500 | 8,000 | (500) | 4,023 | 3,977 |
| 4325 · CONVENTION COST | | | | | | |
| - | 90,000 | 90,000 | 90,000 | - | - | 90,000 |
| 4330 · UW-ISC COST | | | | | | |
| 250 | 250 | 500 | 500 | - | 21 | 479 |
| 4335 · TRAIN THE TRAINER COST | | | | | | |
| 1,200 | 1,200 | 2,400 | 3,000 | (600) | - | 3,000 |
| 4340 · WEB BASED TRAINING COST | | | | | | |
| 5,000 | 5,000 | 10,000 | 8,000 | 2,000 | - | 8,000 |
| 4345 · PRC COURSE COST | | | | | | |
| 3,500 | 3,500 | 7,000 | 6,500 | 500 | 5,894 | 606 |
| | | | | | | |
| 78,700 | 108,700 | 187,400 | 188,000 | (600) | 81,945 | 106,055 |
# National Association of Parliamentarians®
## Budget Proposal
### December 2013 through November 2015

<table>
<thead>
<tr>
<th>Description</th>
<th>FY13-14</th>
<th>FY14-15</th>
<th>TOTAL</th>
<th>Adopted, Restated</th>
<th>B-to-B</th>
<th>ACTUAL</th>
<th>B-to-A</th>
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<td><strong>4400 - MEMBERSHIP SERVICES</strong></td>
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<td>-</td>
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<td>20,000</td>
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<tr>
<td>4525 - YOUTH SPONSORSHIP</td>
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<tr>
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<td>-</td>
<td>3,705</td>
<td>295</td>
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<tr>
<td>4535 - YOUTH INTERN EXPENSE</td>
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<td>-</td>
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</tr>
<tr>
<td>4540 - YOUTH RECOGNITION COST</td>
<td>750</td>
<td>750</td>
<td>1,500</td>
<td>1,500</td>
<td>-</td>
<td>675</td>
<td>825</td>
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<tr>
<td>4550 - MISCELLANEOUS EXPENSE</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>990</td>
<td>(990)</td>
<td>789</td>
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<tr>
<td><strong>Total Expenses</strong></td>
<td>318,500</td>
<td>310,500</td>
<td>629,000</td>
<td>601,900</td>
<td>27,100</td>
<td>476,025</td>
<td>125,875</td>
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<tr>
<th>Description</th>
<th>FY13-14</th>
<th>FY14-15</th>
<th>TOTAL</th>
<th>Adopted, Restated</th>
<th>B-to-B</th>
<th>ACTUAL</th>
<th>B-to-A</th>
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<th>ACTUAL</th>
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