Call to Order:
President Mary Randolph called the regular meeting of the NAP Board of Directors to order at 6:30PM CST, November 14, 2016. The meeting was held utilizing AdobeConnect.com.

Inspiration:
Director Alison Wallis provided the inspiration.

Welcome:
The president welcomed board members, guests and advisers.

Board Members Present:
President Mary Randolph, PRP; VP Jim Jones, PRP; Secretary Teresa Stone, PRP; Treasurer Wanda Sims, PRP; Director-at-Large Darlene Allen, PRP; Director-at-large Ann Rempel, PRP; Director-at-Large Alison Wallis, PRP; District Four Director Joyce Brown-Watkins, PRP; and District Seven Director Kevin Connelly, PRP.

Quorum:
With nine voting members present, a quorum was established.

Advisers Present:
NAP Executive Director Cyndy Launchbaugh.
NAP Parliamentarian Roger Hanshaw, PRP.
AdobeConnect technological support, Greg Goodwiller, PRP.

Guests:
Paul M. Bessel, Sadie Boles, Barbara Braswell, Mary Loose DeVinney, Carol Johnson, Weldon Merritt, Eli Mina, Rosemary Seghatoleslami, Jan Strand and Rosalie Stroman.

Report of Minutes Approval Committee:
Chair Wallis reported that the minutes of the regular meeting of the NAP Board of Directors, held October 11, 2016 were approved and posted to the NAP Website, and the minutes of the Executive Session held October 11, 2016 were approved and sent to the Board and to the NAP headquarters for filing.

Adoption of the Meeting Agenda:
Without objection, the agenda was adopted as amended.
Officer Reports:

A. President’s Report:
The president submitted a written report. The following items were brought forward for consideration and/or discussion:

1. Resignation and appointments:
   Without objection, the Board approved the following resignations and appointments:
   a. Resignation of Marcella Morrison as 2017 Convention Coordinator and appointment of Sadie Boles as 2017 Convention Coordinator.
   b. Resignation of Marcella Morrison as chair of the Professional Development Committee (PDC) and appointment of Darlene Allen as chair of PDC.

2. Establishment of a new sub-committee and member appointment:
   Without objection, the Board approved the following sub-committee:
   a. Membership and Registration Committee Translator Sub-Committee.
   b. Appointment of Bofang Ma, RP (Ohio) to the sub-committee.

3. The Kansas City Parliamentary Club dissolution is complete.

4. The 2017 Convention will be held according to the original schedule of Friday, September 8 – Monday, September 11, as hotel accommodations are unavailable for the proposed change of dates.

5. After receiving an invitation from the Georgia State Association of Parliamentarians to host the 2021 NAP Convention, the following motion was adopted by the Board with 8 in the positive and 0 in the negative that, the Atlanta, Georgia area be the site for the 2021 NAP Convention.

B. Vice-President’s Report:
   There was no addition to the submitted written report.

C. Secretary’s Report:
   There was no addition to the submitted written report.

D. Treasurer’s Report:
   There was one addition to the submitted written report.

Director Reports:

A. Director Allen- There was no addition to the submitted written report.

B. Director Rempel- There was no addition to the submitted written report.

C. Director Wallis- There was no verbal report.

D. District Director Representative Connelly- There was no addition to the submitted written report.

E. District Director Representative Brown-Watkins- There was no addition to the submitted written report.
Executive Director Report:
In addition to her submitted written reports, Executive Director Launchbaugh provided a verbal update on the Dues Renewal and Incentive Plan. The following motion was made and adopted without objection, that, the Board approve the incentive program as described by the ED.

Board Committee Report:
Chair Stone of the NAP Policies and Procedures Committee provided a report on a proposed amendment to the NAPOPP, Chapter 2- General Membership, 2.3 Membership Examination; 2.3.02.

On behalf of the committee, the chair moved that, the Board adopt the following substitute for the current language of NAPOPP 2.3.02:

Individuals pursuing NAP membership shall have the option to take the examination composed of 100 questions taken from the bank of 300 study questions maintained and published by the committee. Questions for the examination shall be based on the current edition of Robert's Rules of Order Newly Revised. Individuals shall also have the option to take the 40-question exam based on the current edition of Robert's Rules of Order Newly Revised in Brief. Questions shall be taken from a bank of questions maintained and published by the committee. An individual who fails to indicate the choice of exam on the membership application will be contacted by NAP Headquarters for the preference.

Without objection the substitute language was adopted as amended.

Board Special Committee Report:
Chair Connelly of the Article X Committee reported that the committee will meet immediately following the adjournment of this Board meeting.

Cluster Coordinator Reports:
A. Education Cluster Coordinator: No report submitted.
B. Membership Services Cluster Coordinator: A written report was submitted. Youth Committee: Vice-President Jones provided a verbal update on the Webinar presented by the Youth Committee.
C. Communications: No report submitted.

Convention Planning Committee:
A. Proposed 2017 Convention Budget:
After discussion on the registration fees, the following motion was made that, the proposed 2017 Convention budget be referred back to the Budget and Finance Committee and report to the Board at its December 13, 2016 meeting. The motion was adopted without objection.
B. Leadership Budget and Registration:
The registration cost for the 2017 Leadership Conference would be unchanged from 2015, however the conference length will be extended to include the evening prior to the full day. Registration will initially be open to 4 members of each NAP Association, up to 75 registrants. If the 75-registrant number is not met, open registration for the Leadership Conference will be initiated. After discussion, the following motion was made that, the Board adopt the fee of $95 for early bird registration and $115 for regular registration. The motion was adopted by unanimous consent.

New Business:
Proposed NAP Bylaws
After discussion the following motion was adopted, that, the board endorse and submit the following bylaws amendment to the 2016-17 NAP Bylaws Committee:

Amend Article VII, NAP Board of Directors, Section 2. Duties, B. Duties of the Board of Directors, by striking sub-section 1. “at its first meeting” a) “prepare and adopt an annual budget for each year of the biennium” in its entirety and inserting a new Section 3. B. 4., that reads as follows: “prepare and adopt an annual budget for the next fiscal year prior to the end of the fiscal year.” (sections to be renumbered as necessary).

Announcements:
The ED reminded the board to submit to headquarters for any reimbursement and/or for documentation of any unreimbursed expenses prior to the end of the fiscal year.

The next NAP Board meeting will be held December 13, 2016 at 6:30PM CST utilizing AdobeConnect.

Adjournment:
With no further business to come before the Board, the meeting was adjourned at 8:33PM CST.

Teresa Stone PRP
NAP Secretary
Minutes Approval Committee:

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<thead>
<tr>
<th>Name</th>
<th>Date Approved</th>
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<tbody>
<tr>
<td>Alison Wallis, PRP</td>
<td>11/18/2016</td>
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<td>Jim Jones, PRP</td>
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<td>Kevin Connelly, PRP</td>
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