

UNC NROTC ALUMNI ASSOCIATION
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Subj: MEETING MINUTES FOR BOARD OF DIRECTORS OF THE UNC NROTC
ALUMNI ASSOCIATION MEETING OF JUNE 17, 2023.

- In accordance with Article III, Section 5 of the Association Bylaws and pursuant to a resolution of the Board of Directors in a regular meeting on March 4, 2023, the Board of Directors met virtually on June 17, 2023, assembling at 9:00 AM EDT.
- The meeting was called to order at 9:00 AM EST and the following directors were in attendance:

By telephone/video conference

- Marianne S. Waldrop(87), President
- William H. Latham (85), Secretary
- Janet Eberhardt Keech(89), Treasurer
- Michael P. Argo(81)
- Donald R. Cuddington(86)
- Andy Flores (95)
- William F. Foster, Jr.(80)
- James R. Fullwood, Jr.(92)
- Douglas W. Montgomery(86)
- James M. Provo(80)
- Daniel W. Wright, Jr.(86)

Absent/Excused

- Jeff Kennedy(87)
- Frank Linkous(87)
- Robert Allen Rivers(73)

11 of 14 duly elected directors being present, pursuant to Article III, Section 8 of the Bylaws, a quorum was established for the transaction of business.

- Commanding Officer's Report on UNC NROTC Midshipman- CAPT Andy Hertel
 - So far there are 4 Scholarship and 3 College Program midshipmen slated to join the program in the Fall of 2023. There could be more before the end of

summer. The unit is making efforts to reach out to proactively to incoming freshmen to see if they have any interest in the NROTC program.

- It's a normal summer for the Unit with the Midshipmen off on cruises or OCS.
- His retirement change of command is scheduled for July 21, 2023 at Duke. His relief is CAPT Brian Tanaka, another submariner.
- He anticipates 4-5 midshipmen will be commissioned this coming year.



President's Report

Marianne S. Waldrop '87

Highlights of today's meeting:

- Establishing the Scholarship Endowment with the ASF
- Unit Awards Day
- 80th Armory Anniversary Celebration Recap
- Commissioning Guest of Honor & LTGEN Smith Update
- 17 May BOT Meeting Recap
- Distinguished Service—current directors are ineligible
- CAPT Andy Hertel Retiring



Secretary's Report Membership Report

| Regular members 2023 only | Regular members multi-year | Life Installment Members | Life Members * | Total Members * | Known Alumni & Staff eligible for membership |
|---------------------------|----------------------------|--------------------------|----------------|-----------------|--|
| 89 (26%) | 42 (11%) | 4 (~1%) | 217 (62%) | 352 | ~1537 (~22% are members) |

Year over year comparison 2019-2023 of Membership Activity

| Category | 2019 | 2020 | 2021 | 2022 | 2023 YTD | 2023 goal for budget |
|---------------------------------|------|------|------|------|----------|----------------------|
| New Life Members + | 14 | 4 | 2 | 3 | 1 | 5 |
| Regular Members renewal overdue | 58 | 67 | 67 | 87 | 28 | 20 |
| Total new/renewing | 72 | 86 | 89 | 93 | 100 | 90 |



Treasurer's Report: Balance Sheet

| | 2023 (thru 5/31) | 2022 | 2021 | 2020 | 2019 | 2018 |
|-------------------------|------------------|--------------------|---------------|---------------|---------------|---------------|
| Assets / Members Equity | \$191,868.42 | \$220,357.19 | \$270,758.73 | \$219,778.16 | \$176,191.17 | \$139,471.03 |
| Year over year change | n/a | (50,401.54) | \$50,980.57 | \$43,586.99 | \$36,720.14 | \$21,599.46 |
| % change | n/a | Down 19% | Up 23% | Up 25% | Up 26% | Up 18% |

- 31 May balance reflects transfer of \$50,000 to University to manage scholarships
- Fund Balances
 - Life Dues \$102,367.52
 - Dawson \$15,678.40
 - Connor \$22,667.42
 - Scholarship \$38,702.63



Treasurer's Report Income / Expenses

| | 2023 (thru 5/31) | 2022 | 2021 | 2020 | 2019 |
|---|---------------------|-------------|-------------|-------------|-------------|
| Income (Dues & Gifts) | \$10,297.78 | \$10,498.00 | \$21,412.55 | \$11,747.43 | \$15,691.86 |
| Investment Income (Int., Div. & Cap. Gains) | \$5,538.91 | \$11,474.46 | \$15,527.95 | \$6,374.45 | \$11,309.02 |
| Total Income | \$15,836.59 | \$21,972.46 | \$36,940.50 | \$18,121.88 | \$27,000.88 |
| Expenses | \$60,538.91 | \$8,519.60 | \$10,540.95 | \$5,268.09 | \$11,687.39 |
| Net Gain / Loss | (\$44,702.32) | \$13,452.86 | \$26,399.55 | \$12,853.79 | \$15,313.49 |

- Net Gain/Loss reflects \$50,000 distribution to University from Scholarship Fund
- Commissionee 5-year memberships funded for next five years
- Most Armory birthday celebration expenses and Dawson Library smart board reflected in numbers

- Motion to designate \$1500.00 contribution by Mr. Keenan for the NAPC fund. Seconded, and unanimously approved by the Board.



Budget & Financial Oversight Committee Report

- Jim Provo, Chair
- Initial xfer of \$50,000 to UNC Trust Fund Completed
Will monitor to see if it meets our expectations.
- Bylaws amended to allow rebalancing and procedure
- Now is an appropriate time to make changes (Bull Market)
- Recommendation to use SCHWAB Market Track Portfolio Funds to meet our investment and rebalancing objectives.
- This money is 'Greener' than other money.



Budget & Financial Oversight Committee Report

- Combine the power of index investing and asset allocation with Schwab MarketTrack Portfolios®.
- These four portfolios offer a choice of asset allocations with varying levels of potential risk.
- Choose the portfolio that best matches your risk tolerance. Think 'risk' = volatility
- **All [Equity Tooltip](#)** 100% stocks Higher risk Long time frame
- **[Growth Tooltip](#)** 80 % Stocks / 20 % Fixed income (Bonds , Cash) Lower Risk Not as long
- **[Balanced Tooltip](#)** 60 % stocks / 40 % Fixed Even lower risk Not as long
- **[Conservative Tooltip](#)** ~ 100 % Fixed Lowest Risk Short Time Frame
- **Diversification** – Get an all-in-one mix of investments. Think Large Cap / Mid Cap / Small Cap / US / Intl
- **Automatic rebalancing** – We do the work for you. Quarterly or as needed.
- **No investment minimum**
- The Schwab MarketTrack Portfolios combine [Fundamental Index® Tooltip](#) and [market-cap index strategies Tooltip](#), each with a different mix of diverse investments allowing you to choose a portfolio that best matches your risk tolerance and goals.
- <https://www.schwab.com/mutual-funds/invest-in-a-portfolio-solution#beacon-deck--107481> for more detail
- I personally recommend 'Growth' allocation... but 1 step up or down is reasonable.



NAPC Report

- Hugely successful Naval Armory 80th Anniversary Celebration
 - Guest speakers included: Con. Valerie Foushee, NC Dept of Military and Veterans' Affairs Secretary Walter Gaskin, Representatives for Senators Tillis and Budd, Senior Advisor to UNC President Peter Hans Dr. Thomas Walker, UNC BOT Chair David Boliek, Dean of Arts and Sciences Dr. Jim White, and Keynote Speaker VADM Pink Floyd
 - What to do with remaining challenge coins?
-
- Board agrees that Sandy should continue to send out the challenge coins and thank you notes to substantial contributors.



NAPC Report (Cont.)

- UNC Board of Trustees met May 17 and voted without dissent to remove the Naval Armory from the demolition list in the 2019 Master Plan
- Sen. Ted Budd toured the Armory on May 25—Chancellor Guskiewicz in attendance
- NAPC to consider pivoting to more of a fund raising and recruiting effort once UNC commits to BOT decision



Governance & Bylaws Committee Report

Chairman, Andy Flores

- Board vote on proposed amendment to Article III, Section 2:
 - Section 2. Number, Tenure, and Qualifications. A Board of Directors shall govern the Corporation. The number of persons on such Board of Directors shall consist of up to fourteen members. In addition, the Commanding Officer of the NROTC Unit or the Commanding Officer's designee shall serve as a non-voting *ex officio* member of the Board of Directors. Directors shall serve for a term of two calendar years. Those persons elected to succeed Directors whose terms are expiring at the end of the year shall be elected at the annual meeting of the Corporation. Directors so elected shall serve for a term of two (2) years, beginning on January 1 of the next year after the adjournment of the annual meeting at which they are elected. No member shall serve more than three (3) consecutive full terms as a Director. Only Regular Members of the Corporation shall be qualified to serve as a Director. The Board of Directors may set any financial requirement for being a Director, ~~provided however that a member who is a serving officer may serve an additional term as an officer.~~



Governance & Bylaws Committee Report

Chairman, Andy Flores

- Board vote on proposed amendment to Article V, Section 3:
 - Section 3. Budget & Financial Oversight Committee. This committee shall include a minimum of 3 members, including the Treasurer who serves as a nonvoting *ex officio* member. The committee shall propose a budget each year to be considered at the first meeting of the Board; in addition, the committee shall exercise oversight of the Office of the Treasurer and develop strategy and policy for the investment of long-term funds. ~~The committee shall review (or obtain Board approval for external party review) every two years the overall investment strategy of long-term funds and provide prudent recommendations for Board consideration at the next Board meeting following the completion of the biennial review.~~



Governance & Bylaws Committee Report

Chairman, Andy Flores

- Board vote on proposed addition to Article V:
 - Section 12. Naval Armory Preservation Committee. This committee shall include a minimum of 3 members. Its purpose is to advocate for and pursue opportunities and activities that ensure the long-term viability of the Naval Armory and NROTC program at UNC. This includes, but is not limited to, activities to gain historical status for the Naval Armory and surrounding area, publicize Naval contributions to the UNC community, assist in planning for and facilitating awareness events/activities, advocate for support from political, UNC faculty, NROTC Unit staff, press, and other stakeholders, and engage with and inform the Board of new developments, potential solutions, and advisable options to further the committee's mission. The Board of Directors maintains final authority on the disbursement of funds to support the Naval Armory's and NROTC program's long-term viability, based on the recommendations of the Naval Armory Preservation Committee.

- During the meeting Andy revised the proposed Amendment pertaining to the Naval Armory Preservation Committee to address concerns raised by various Board Members:

Section 12. Naval Armory Preservation Committee. This committee shall include a minimum of 3 members. Its purpose is to advocate for and pursue opportunities and activities that ensure the long-term viability of the Naval Armory at UNC. Additionally, as conditions change over time, this committee shall assess viable alternatives and seek directional guidance from the Board of Directors. The committee's work will include, but is not limited to, activities to gain historical status for the Naval Armory and surrounding area, publicize Naval contributions to the UNC community, assist in planning for and facilitating awareness events/activities, and advocate for support from university and external stakeholders. In addition, the committee shall engage with and inform the Board of Directors at each Board meeting of new developments, potential solutions, and advisable options to further the committee's mission. The Board of Directors shall maintain final authority on the disbursement of funds to support the Naval Armory's long-term viability based on the recommendations of this committee.

- The proposed Bylaw Amendments will be voted on by the Board by Email after the 5 day notice period required for such amendments has passed. [Motion to approve revised Bylaws approved unanimously by Board via email vote on June 30, 2023].



Awards Committee Report

- Frank Linkous, Chair
- Connor Award
 - Hamilton watch presented to MIDN 1/C William Kendrick-Holmes at Awards Ceremony 13 April
- Distinguished Alumnus/Service Awards
 - Awaiting any additional nominees; nomination for Dave Jackson already submitted
 - Will close out nomination window 15 Sep to allow award to be ordered for Nov annual meeting
 - Will coordinate final call for nominees with Member Communications committee (Doug)



Scholarship Committee Report

1. Endowment agreement was signed and funded; membership notified
2. Action Items due at or before the next BOD's quarterly meeting:
 - a. Select and nominate Class of 2025 scholarship recipients
 - b. Submit update to the by-laws regarding the Scholarship Committee
 - c. Submit recommendations to the PNS regarding the endowment

- Events Committee Report- Dan Wright
 - Dan gave a very detailed report on his investigations as to options for the Fall Reunion. The common theme was that of sticker shock—rooms that were \$150 last year are going now for \$300. After much discussion of the pros/cons of the available dates, hotels and facilities, the following decisions were made by Board:
 - Chosen date: November 10-11, 2023 (Veterans Day weekend/Homecoming) Carolina v. Duke Football weekend.
 - Block of rooms (15) will be reserved at the Aloft Hotel @ \$300 per night (right off Hi 54 at the bottom of the Hill (uphill walking distance to campus)
 - Meeting space is available for \$150
 - Cash Bar operated by hotel
 - UNC GAA will maintain registrations
 - Opportunity to participate in GAA Tailgate (in addition to the Armory BBQ) for additional \$.
- Motion made to commit to November 10-11, 2023 dates for the Annual Reunion, Seconded, and unanimously approved.



Member Communications Committee Report

- Chair, Doug Montgomery
- Web site updates and housekeeping continue
 - Updated Dawson Library web pages plus AA's document archives
 - Pending updates – Deceased alumni using Sandy Henkel's research
 - Please contact Doug M to update and correct your committee's page(s)
- Reviving AA's FB & LI platforms to engage members with rapid news
 - Researching Twitter account access
- Using AA's current logo rather than legacy graphic



Dawson Program Committee Report

CHAIRMAN Jim Fullwood

- Vibe 55' smartboard, stand, and web camera delivered
- Unit thank you published in May newsletter/sent to Mr. Paul Dawson
- Library reorganization underway
- Website updates underway
- AY24 planning to begin in Fall Semester



Old Business

- Nominating Committee report
 - Preparations for upcoming elections
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- Marianne requests that the first term Board Members consider volunteering for the Secretary and Treasurer roles.
 - Doug will work on a special news bulletin to encompass the reunion and the Board election.



New Business

- Association of NROTC Colleges and Universities, Jeff Kennedy & Dean White; recruiting and retention for Unit survival
 - Armory fundraising initiative started by USAF ROTC.....bricks. Thoughts? Need a lead to investigate.
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- Motion to set October 28, 2023 at 9 AM as the next virtual meeting of the Board, made, seconded and unanimously approved. Meeting adjourned at 11:48 AM.
Respectfully submitted,

William H. Latham
Secretary,
UNC NROTC Alumni Association