

## **Resilient Navigation & Timing Foundation Board of Directors Meeting Minutes**

September 7, 2018

### **I. Convening**

The board met at the Herndon Fortnightly Library Conference Room from 10:00am to 11:30am Friday, September 7, 2018. Mr. Dana Goward, Mr. Martin Faga, Mr. Chuck Schue, and Ms Nancy Smith attended and constituted a quorum.

Mr. Martin Faga was elected as Chair of the RNT Foundation Board of Directors.

The proposed agenda for the meeting was discussed and approved.

### **II. Approval of the minutes from prior meeting.**

The minutes from the May 29<sup>th</sup> board meeting were reviewed. Approval was suspended pending addition of information regarding discussion items.

### **III. Affirmation of Actions by Email**

The board affirmed the following decisions made between board meetings:

- Approval of June expenses for Mr. Goward in the amount of \$798.79. *Mr. Goward will attach receipts for items in excess of \$75 to future expense reports.*
- Affirmation of use of business class travel per the board's policy dated 16 September 2015 for travel to speaking engagements in Tokyo and Cairo.
- The board accepted with regrets the resignation from the board of Mr. Ed Sayadian. Mr. Sayadian has been awarded a Life Membership in the Foundation, presented a Life Member plaque and has accepted a position on the RNTF's International Advisory Council. *Mr. Sayadian will be invited to an upcoming RNTF event with the goal of the board being able to thank him in person.*

**IV. Regular Business:** Detailed information on the foundation's recent activities and finances for the months of June, July and August were provided at the end of each month. The board reviewed these written reports. *Mr. Goward to annotate the checkbook regarding reimbursements associated with United Airlines purchases.*

### **V. New Business**

a) The board voted (Mr. Goward abstaining from the discussion and vote) to reimburse the Executive Director for travel expenses for July and August in the amount of \$115.86, funds permitting.

b) The board received information in advance of the meeting to support discussions of the following issues:

- **Mr. Goward registering as a lobbyist** *Mr. Goward does not meet the criteria listed in the Lobbying Disclosure Act for those required to register. The board took no position on this issue. Mr. Goward stated that, in an abundance of caution, he would register <sup>SO</sup> as to avoid any appearance that RNTF and he were not in accord with the law.*
- **Improved engagement with Congress** *The foundation will encourage members to attend congressional meetings with RNT Foundation officers. The foundation will also help members develop their own outreach efforts. The foundation will emphasize that members making their own outreaches to Congress must make it clear that they are not representing the foundation.*
- **Meetings with administration officials** *Except in special circumstances, RNTF shall not include any member who has a product or service offering in the field of PNT or who stands to gain financially in any way in meetings with administration officials. <sup>unless requested by the entity being visited.</sup>*
- **Improved communications with members** *An email update on the foundation's activities shall be sent to all members once a month.*
- **Amending the Bylaws regarding Directors and financial interests** *The Board will schedule an in-person meeting with an attorney licensed in Virginia to discuss the bylaws and vote upon amendments.*
- **Reelection of Directors** *The Board will schedule an in-person meeting with an attorney licensed in Virginia to discuss the bylaws and vote upon amendments.*

Background information and a discussion summary for each issue is attached.

c) Nominations for board membership. The board elected to table this until after meeting with an attorney regarding modification of the bylaws.

d) Other items of business.

- The board decided to sponsor a reception for members and the US National PNT Advisory Board on the 4<sup>th</sup> of December in Redondo Beach in conjunction with the PNT Advisory Board semi-annual meeting. Estimated cost \$1,800.
- The board agreed to posting corporate documents, such as the bylaws and meeting minutes, on the website.
- Mr. Goward will make some his presentations available on the website so they may be used by members and others seeking to advance the foundation's cause.

**V. Adjournment**

The meeting was adjourned at 11:30.

Martin Faga

Martin Faga, Chair