

Defense Logistics Agency Foundation
Board of Directors Minutes (Final)
Meeting #21
November 9, 2016

The following reflects the proceedings from the twenty first (21st) meeting of the Defense Logistics Agency (DLA) Foundation Board held in-person on November 9, 2016. The meeting was called to order at 6:00 PM by the Chair of the Board, Ms. Mae De Vincentis, and adjourned at 7:55 PM.

ATTENDEES: The following Directors, constituting a quorum of the Board, participated in the meeting:

Ms. Mae De Vincentis (SES, Ret.)
VADM Keith Lippert (SC, USN, Ret.)
Ms. Brenda Longest (Ret.)
Ms. Jill Pettibone (SES, Ret.)
MG Hawthorne "Peet" Proctor (USA, Ret.)
Mr. Mike Scott (SES)

The following Directors were unable to participate:

Mr. Ted Case (SES)
Ms. Christine Gallo (SES, Ret.)
Mr. Rich Ellis (SES)
Mr. Jim McClaugherty (SES)
VADM Al Thompson (SC, USN, Ret.)

The following "Friends of the Foundation" participated:

Mr. Steve Chertock
Mr. Dan Daddario
Mr. Dan De Vincentis
Mr. David Falvey (SES, Ret.)
Mr. Kevin Kachinski
Ms. Stephanie Lopez
MG Dan Mongeon (USA, Ret.)

AGENDA ITEMS:

1. OPENING COMMENTS: Ms. De Vincentis thanked all for participating in meeting #21. She noted Ms. Gallo's absence due to a personal commitment as discussed briefly under "Governance" below. (Subsequently Ms. Gallo planned to resume her Board role in January 2017.)
2. MINUTES OF MEETING #20: The Board approved the draft version.
3. GOVERNANCE COMMITTEE: VADM (ret) Lippert mentioned that Ms. Gallo might need to take a leave of absence for a while and mentioned that in the past the Board had concluded there would not be "proxy" voting when members were absent. Ms. De Vincentis summarized the reasons the Board had made this decision about a year ago, and added that while a re-

review was certainly feasible, if it were changed it would also involve revising several aspects of the Board's formal filings with external oversight organizations such as the SEC and IRS. The Board concluded by once again agreeing with last year's reasons (none related to any refiling needs) not to pursue a proxy voting option.

ACTION ITEM 21-1: Mr. DeVincentis agreed to review the process for notifying any external oversight groups if/when any Board member must take a leave of absence for anything beyond a short-term nature.

4. FUNDRAISING COMMITTEE: MG (ret) Proctor praised Mr. Daddario's and Ms. Marian Unterman's efforts regarding the recent beer tasting fundraiser/DLA Foundation headquarters employee awareness social gathering at the Newington Brewery that the DLA Director, Lieutenant General Busch and 101 others attended. While overall the event had a slight loss of \$12, it served the longer-term purpose of increasing awareness and potential future support. There may be another such event early in 2017.

MG (ret) Proctor and Mr. Daddario noted that the 2017 golf fundraiser will be held at the Woodlawn course on Friday, September 22.

Mr. Daddario will represent the Foundation at a forthcoming DLA headquarters Combined Federal Campaign (CFC) event.

Ms. DeVincentis reiterated her great appreciation for the efforts of MG (ret) Proctor, Mr. Daddario and members of their team regarding the events noted immediately above. She and MG (ret) Proctor also thanked MG (ret) Mongeon and his company for their on-going support of Foundation efforts.

As a further effort to increase awareness and support for the Foundation, Ms. Lopez offered to help ensure there are mail list sign up and event information available to take to events to enhance information flow and sign up processes. Friends of the Foundation at NES Associates will assist with the latter process by updating the Foundation's web site. This would augment sign up info and banners that Mr. Daddario has already ensured are available at each DLA Foundation field suite.

Mr. Daddario added that there are already some new events under consideration at some field sites. Discussion then ensued about the potential to centrally fund Foundation involvement at these events. Mr. Scott later added that for those who make procurements in support of Foundation requirements, both he and Ms. DeVincentis have a Foundation credit card or they can make a payback by check for such Foundation expenses.

ACTION ITEM 21-2: Those Board members or Friends of the Board involved with these events...and with ideas for additional events warranting Foundation involvement...were encouraged to submit ideas regarding handouts/"trinkets" to Ms. DeVincentis and MG (ret) Proctor (copy to Mr. Daddario) for possible inclusion in Foundation budget deliberations.

5. FINANCE AND BUDGET COMMITTEE: Mr. Scott discussed several items:

a. He thanked MG (ret) Proctor and Mr. Daddario for the fundraising detailed info they provided that will help in doing the 2016 Foundation tax report.

b. He provided a handout reflecting the potential number of scholarships that could be granted in 2017, depending on a range of the percentages of the current \$66,000 in assets used and/or amounts per scholarship.

c. He reminded the Board of the process he had sent out for submitting the 3 year budget request for 2017-19 (with a primary focus on 2017) in time for his review and an initial assessment prior to budget deliberations at the planned January 11, 2017 Board meeting. He also noted the need for a process for Board consideration of off-budget emergent fund requests to augment the functional but more informal approach used to date.

There was some discussion of the approach to use to budget for “marketing” the Foundation and obtaining related items, as noted earlier in the Fundraising segment of the meeting. That included information on use of a “smile.amazon.com” account if using Amazon to obtain items (e.g., for marketing, or by anyone interested in the Foundation who was making personal buys) to ensure the Foundation gets a small charitable payback from Amazon through designating the Foundation when purchasing via that Amazon “smile” site.

d. He indicated he and Mr. Case had prepared the Foundation’s tax returns for 2015 and can do so for 2016. But he will consult with a tax accountant, as both he and Mr. Case feel that 2017 will be the year the Foundation’s scope will warrant a tax accountant’s review/audit. Ms. DeVincentis added in that regard any CFC contributions made in 2016 will be part of the 2017 Foundation revenue.

6. RESOURCE AND PROGRAMS COMMITTEE: Ms. Pettibone referred to the handout from Mr. Scott (noted above) and said last year all 22 scholarships had been \$1500, except the one at \$2500 funded by MG (ret) Henry. There were 16 in 2015 and 12 in 2014. Based on the current financial status it appeared there could both be more scholarships this year and a higher amount per scholarship. A decision can be reached at the January Board meeting when there is a better idea of funds available and the degree to which the Board may want to “bank” any funds for future years (beyond those already set aside to support the family of those DLA employees who died while deployed on Agency business). She also noted a need to update the policy regarding the MG (ret) Henry funded scholarship and that she would offer an approach by the time of the January Board meeting.

That said, she added that the planned Scholarship process for 2017 included an application period from February 13-March 31, evaluation of applications from April 1-May 7, and then award decisions by the end of May (with the MG (ret) Henry one also subject to a review by the Army Association of Quartermasters before announcement).

Ms. Pettibone further mentioned that the cost of the well-liked application review-related software will go up next year for support of the award process in 2018.

As a related item, Mr. Scott noted that more DLA employees are deploying “in harm’s way”. In addition, MG (ret) Proctor raised the possibility there might be additional programs requiring Foundation support, beyond those noted by Ms. DeVincentis as the Scholarship program and a much smaller financial commitment to supporting DLA’s Resiliency program.

This led to some discussion about the potential to support additional needs for families of employees injured or otherwise affected while deployed. There was follow-on review of the possibility of pursuing grants for such causes. Past research by DLA Foundation Board members and Friends had indicated elements such as disaster relief could be a major resource

impact on the Foundation and might exceed the “bandwidth” of Board Members’ and Friends’ ability to help, and might also jeopardize scholarship support. Ultimately the Board for now informally concluded that this was an issue for possible consideration in future years past 2017/2018, and that at some point there was a need to include whether grant proposal writing services might be of value.

Ms. Pettibone then addressed support of DLA’s Resiliency program. She continues to pursue a variety of possible speakers for videotaping. Ms. De Vincentis noted that the Foundation’s current commitment is to help support the broad “spirituality” element of DLA’s overall Resiliency program, but that there remain other possible areas such as post-DLA career transition issues and financial management, that would go beyond traditional retirement courses or visiting speaker/videotape approaches already available to DLA employees.

7. COMMUNICATIONS COMMITTEE: Ms. De Vincentis covered the current approach to ensuring thank you letters get to all who make contributions to Foundation events, and Mr. Scott is helping with respect to differentiating charitable portions of such contributions. She also noted efforts by Mr. Case and Ms. Lopez to enhance current mail list processes, and to work with NES Associates to develop a “list serve” approach to unify current multiple forms of Foundation-related mailing lists.

8. NEW BUSINESS: Ms. De Vincentis discussed some more formal ways to thank those who volunteer to support Foundation events, such as an annual recognition process at a Board meeting or other approaches. She indicated she would like to pursue this basic issue further at a future Board meeting.

9. OPEN DISCUSSION: Nothing beyond what had already transpired during the agenda items above.

10. NEXT MEETING: Expected to occur January 11, 2017.