

Minutes of the 2022 Annual Meeting
Tampa, Florida
8 January 2022

Resurgence of the COVID-19 in the form of Omicron forced a last minute change of plans. In-person meetings were deemed to be unsafe. Furthermore, the illness of several bridge members made the implementation of a virtual meeting improbable.

Under the directions of Commander John A. Orr, III, P, ballots for each of the three expected votes were distributed to all general members on 5 January with a return deadline of 2400 on 9 January. Members without email were to be polled by telephone.

BALLOT 1, accompanied by the recommendation of the Rules Committee requested approval of the proposed changes to the Bylaws of the Tampa Power Squadron, Inc.

BALLOT 2, accompanied by the proposed 2022 Calendar of Activities for the Tampa Power Squadron, Inc., requested approval of said calendar.

BALLOT 3, accompanied by the report of the Nominating Committee, requested the approval of the candidates nominated for the 2022 Watch Year of the Tampa Power Squadron, Inc.

On 10 January, the total number of participating voters was declared a quorum.

All three balloted measures passed unanimously.

Report of the Rules Committee

The *Bylaws of Tampa Power Squadron, Inc.*, were last updated on 29 March 2012. They were adapted from the *Model Bylaws for Squadrons*, February 2012. The latest edition of *Model Bylaws for Squadrons*, September 2021, contains significant changes with which the *Bylaws of Tampa Power Squadron, Inc.*, are proposed to be updated.

Following are the changes that are proposed for the Tampa Squadron Bylaws. In each event, the current section is followed by the proposed update. Many other changes regarding minor corrections to spelling or wording that does not alter intent of the section have not been documented.

Section 1.1 The name of this organization shall be Tampa Power Squadron, Inc., **constituting a squadron and unit of United States Power Squadrons.**

Section 1.1 The name of this organization shall be Tampa Power Squadron, Inc. **After notice in accordance with these bylaws, by vote of the voting members of the squadron at any regular or special meeting, and in accordance with the requirements of the Bylaws of the United States Power Squadrons, the Squadron may adopt a d/b/a name for doing business, provided that any state requirements for registration of a d/b/a are met.**

2.1.1 To selectively associate congenial persons of good character having a common love and appreciation of yachting as a nationwide fraternity of **boatmen**;

2.1.1 To selectively associate congenial persons of good character having a common love and appreciation of yachting as a nationwide fraternity of **boaters**;

2.2.5 *USPS policy* refers to and means the bylaws of USPS; the policies adopted by either the USPS Governing Board or the Board of Directors, **and the current USPS Operations Manual, which supplements those bylaws and policies.**

2.2.5 *USPS policy* refers to and means the bylaws of USPS; the policies adopted by either the USPS Governing Board or the Board of Directors. **The current USPS Operations Manual often includes or refers to these bylaws and policies for ease of member reference. If there is a difference between the National bylaws or USPS policy and the Operations Manual, the national bylaws and policy always take precedence.**

Section 2.3 Any word denoting gender used in these bylaws shall apply equally to **either** gender as the context may require.

Section 2.3 Any word denoting gender used in these bylaws shall apply equally to **any** gender as the context may require.

Section 3.3 Active members of this squadron shall consist of persons who are able and willing **to contribute time, energy and skills** to the objectives of USPS or this squadron, meet the qualifications for active membership set by USPS Policy and who are admitted to membership as herein provided.

Section 3.3 Active members of this squadron shall consist of persons who are able and willing **to promote and advance** the objectives of USPS or this squadron, meet the qualifications for active membership set by USPS Policy and who are admitted to membership as herein provided.

Section 3.6 Apprentice members of this squadron shall be persons who have reached the age of twelve **and have passed an examination approved by the USPS Board of Directors.** Apprentice members shall have the same privileges as are available to active members except they may not serve in an elected position, chair a committee or vote.

Section 3.6 Apprentice members of this squadron shall be persons who have reached the age of twelve. Apprentice members shall have the same privileges as are available to active members except they may not serve in an elected position, chair a committee or vote.

Section 3.10 **An application for membership in this squadron must have been endorsed by one or more active members before being presented to the Executive Committee for final action. Admission to any class of membership in this squadron**

shall require a majority vote of the Executive Committee members present and voting at a duly constituted meeting of the committee.

Section 3.10 Admission to membership shall be by such form as prescribed by USPS. An application for active, apprentice, or associate membership in this squadron must have been endorsed by one or more active members before being presented to the Executive Committee for final action. Admission to any class of membership in this squadron shall require a majority vote of the Executive Committee members present and voting at a duly constituted meeting of the committee.

5.1.2 All bridge officers shall have been awarded at least one advanced grade and at least one merit mark. This requirement may be waived by the district commander for good cause in accordance with USPS bylaws Section 7.9.

5.1.2 *[Reserved]*

Section 5.2 The bridge officers of this squadron shall be the commander, who shall be the ranking officer, the executive officer, the educational officer, the administrative officer, the secretary and the treasurer, which officers shall be elected by the voting members at the annual meeting each year. The offices of secretary and treasurer may be held by the same person if so authorized by the Executive Committee.

Section 5.2 The bridge officers of this squadron shall be the commander, who shall be the ranking officer, the executive officer, the educational officer, the administrative officer, the secretary and the treasurer, which officers shall be elected by the members qualified to vote and present at the annual meeting each year. The offices of secretary and treasurer may be held by the same person if so authorized by the Executive Committee.

Section 5.3 The Executive Committee may authorize election of an assistant educational officer, an assistant administrative officer, an assistant secretary, and/or an assistant treasurer. If elected, they shall serve with the rank of first lieutenant. Any such officers shall assist their principals and, in the absence or incapacity of their principals, act in the principals' stead.

Section 5.3 The Executive Committee may authorize election of an assistant educational officer, an assistant administrative officer, an assistant secretary, and/or an assistant treasurer. If authorized, these assistants shall be elected, and serve with the rank of first lieutenant. Any such officers shall assist their principals and, in the absence or incapacity of their principals, act in the principals' stead.

Section 5.4 There shall be an Executive Committee, also known as Board of Directors, consisting of the elected bridge officers, the most recent past commander willing and able to serve, and three active members from the general membership of this squadron. Members-at-large and said past commander shall be elected to this committee in accordance with the provisions of Article 11.

Section 5.4 There shall be an Executive Committee also known as a Board of Directors consisting of the elected bridge officers, the most recent past commander willing and able to serve and three members qualified to vote from the general membership of this squadron. Members-at-large shall be elected to this committee in accordance with the provisions of Article 11. Meetings of the Executive Committee, except when processing membership applications, are open to any squadron member who wishes to attend, and who, when recognized by the presiding officer, may address the committee, but may not vote.

Section 5.5 There shall be a Nominating Committee, consisting of a chairman and two other members, one of whom shall be elected by the voting members at the annual meeting each year for a term of three years.

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Section 5.6 There shall be a Rules Committee, consisting of a chairman and two other members, one of whom shall be elected by the voting members at the annual meeting each year for a term of three years.

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Section 5.7 There shall be an **Auditing Committee**, consisting of a chairman and two other members, one of whom shall be elected by the **voting members** at the annual meeting each year for a term of three years.

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Section 5.9 Certain **appointed committees** shall report to the commander or their respective department heads as required or directed.

Section 5.9 Certain **other appointed committees may be authorized by the Executive Committee and appointed by the Commander. Such committee[s]** shall report to the commander or their respective department heads as required or directed.

5.9.1 The **Membership Committee** shall be composed of **a chairman**, appointed annually by the commander. **He** shall be familiar with the policies and procedures outlined in the current edition of the USPS Membership Manual. **He** shall process all new membership applications and present to the Executive Committee an evaluation of every person applying for squadron membership.

5.9.1 The **Membership Committee** shall be composed of **three members** appointed annually by the commander. **It** shall be familiar with the policies and procedures outlined in the current edition of the USPS Membership Manual. **It** shall process all new membership applications and present to the Executive Committee an evaluation of every person applying for squadron membership. **Additionally, it shall ensure that all members are kept aware of the educational, service and social activities of this squadron and ensure that new members become quickly involved in squadron activities.**

5.9.2 The **Member Involvement Committee** shall be composed of a chairman, appointed annually by the commander. He shall ensure that all members are kept aware of the educational, service, and social activities of this squadron and shall work closely with the Membership Committee to ensure that new members become quickly involved in squadron activities.

5.9.2 **[Reserved]**

5.9.3 The **Local Boards of the Educational Department** may be **composed of a chairman**, appointed **annually** by the commander after consultation with the educational officer. If appointed, **he** shall perform such duties as are outlined by USPS policy and as may be directed by the educational officer, and shall make such reports as may be requested by the commander or by the educational officer.

5.9.3 The **Local Boards of the Educational Department** may be appointed by the commander after consultation with the educational officer. If appointed, **they** shall perform such duties as are outlined by USPS policy and as may be directed by the educational officer, and shall make such reports as may be requested by the commander or by the educational officer.

5.9.4 The **Educational Committee** shall be composed of the educational officer, the assistant educational officer (if any), the **chairman** of the Local Boards and the class chairmen. It shall make recommendations to the commander concerning squadron educational programs and perform such other duties as are incidental to the squadron's educational programs.

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5.9.5 The **Merit Mark Committee** shall be composed of **a chairman**, appointed annually by the commander. **He**

shall compile and correlate data to assist the commander with merit mark recommendations.

5.9.5 The **Merit Mark Committee** shall be composed of **three members** appointed annually by the commander. **It** shall compile and correlate data to assist the commander with merit mark recommendations.

5.9.6 *[Reserved]*

5.9.6 **The Housing Committee shall be composed of three members appointed annually by the commander. It shall assist the commander in obtaining rooms and facilities for meetings, educational programs, and other squadron activities.**

5.9.7 *[Reserved]*

5.9.7 **The Personnel Committee shall be composed of three members appointed annually by the commander. It shall maintain an inventory of the skills of each member so that these skills may be called upon for staff positions, committee chairmen, committee members, etc.**

6.5.6 Report to **the national secretary** the names and addresses of persons admitted to membership in this squadron, any changes in membership or addresses of members, and the election of officers.

6.5.6 Report to **USPS Headquarters** the names and addresses of persons admitted to membership in this squadron, **any transfers to this squadron**, any changes in membership or addresses of members, and the election of officers. **Report to the National Secretary any transfers from this squadron to unattached member status.**

6.8.2 No member of this committee may also serve on the bridge. In the event a vacancy or vacancies occur for Nominating Committee in the slate of nominees presented by this committee, and no member is elected into said vacancy at the annual meeting, a member whose term on the committee is expiring shall be eligible to be placed on the Nominating Committee by the Executive Committee after the elections at the annual meeting have been closed and the annual meeting has been adjourned, subject to provisions in Section 3.5.2 herein.

6.8.2 *[Reserved]*

Section 9.1 Regular squadron business meetings shall be held **on the first Thursday of each odd-numbered month, at a meeting place determined by the commander who may delegate the task of procuring a site, to the executive officer or administrative officer, subject to the provisions in Section 9.2 herein.** The Executive Committee may designate other times and places for such regular business meetings upon proper notice. The Executive Committee shall meet as required by 6.7.1 herein.

Section 9.1 Regular squadron business meetings shall be held **at the times, dates and locations as scheduled by the squadron membership. A calendar of meetings should be proposed by the Executive Committee and approved by the membership at the annual meeting. Revisions to the calendar may be approved by the members at any regular or special meeting. The Executive Committee may change the location of any meeting, provided that at least 7 days notice is given to the members.** The Executive Committee may designate other times and places for such regular business meetings upon proper notice.

Section 9.5 At the discretion of the commander or the Executive Committee, special membership meetings may be called at any reasonable time, and shall be called by the secretary upon written request of at least 10 percent, but not less than six, voting members. Special meetings of the Executive Committee may be called by the commander or upon written request by five or more members of the Executive Committee.

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9.6.2 Meetings of the Executive Committee may, when necessary, be conducted by electronic means, as defined by the currently available technology, provided that all other applicable sections of Article 9 are adhered to. Such meetings must be announced to all involved members and provision shall be provided for any member who wishes to monitor the proceedings and comment to the meeting any questions or concerns as if they were meeting in person. **Electronic meetings shall not exceed 25 percent of the Executive Committee meetings in any calendar year and shall**

not be used for general membership meetings.

9.6.2 Meetings of the Executive Committee **and general or special meetings of the squadron or the annual meeting of the squadron** may, when necessary, be conducted by electronic means, as defined by the currently available technology, provided that all other applicable sections of Article 9 are adhered to. Such meetings must be announced to all involved members and provision shall be provided for any member who wishes to monitor the proceedings and comment to the meeting any questions or concerns as if they were meeting in person.

Section 9.7 At any regular or special meeting, **the greater of** 10 per cent of the **members or a minimum of six members**, qualified to vote, as determined by the records of this squadron, shall constitute a quorum.

Section 9.7 At any regular or special meeting, 10 per cent of the **membership** qualified to vote, as determined by the records of this squadron, shall constitute a quorum.

9.9.1 Each voting member present **and in good standing** in this squadron shall have one vote on each question.

9.9.1 Each voting member **qualified and** present in this squadron shall have one vote on each question.

9.9.2 Voting shall be by voice unless a poll is demanded by a member duly qualified to vote, in which event votes shall be cast by a show of hands. Upon a motion supported by at least one-fifth of the voting members present a roll call vote shall be held. The presiding officer may require that voting be by secret ballot if circumstances warrant.

9.9.2 Voting shall be by voice unless a poll is demanded by a member duly qualified to vote, in which event votes shall be cast by a show of hands. Upon a motion supported by at least one-fifth of the voting members present a roll call vote shall be held. The presiding officer may require that voting be by secret ballot if circumstances warrant. **In the event the meeting is conducted electronically, votes shall be cast by such means as the technology allows. The squadron may adopt such procedures for any meeting as are appropriate to the effective casting and tabulating of votes.**

9.9.3 The presiding officer shall vote only to create or decide a tie.

9.9.3 The presiding officer shall vote only to create or decide a tie, **or to cast a secret ballot.**

Section 11.2 The educational officer and the assistant educational officer (if any) are members of the USPS Educational Department, and shall be nominated and elected **only after their qualifications have been approved by the national educational officer's designee.**

Section 11.2 The educational officer and the assistant educational officer (if any) are members of the USPS Educational Department, and shall be nominated and elected **in the same manner as any other squadron officer.**

Section 11.5 At any election, each voting member present **and in good standing** in this squadron shall have one vote for each office to be filled. Voting shall be in the following manner:

Section 11.5 At any election, each voting member **qualified and** present in this squadron shall have one vote for each office to be filled. Voting shall be in the following manner:

11.5.3 Election to a contested office shall be effected by secret ballot, unsigned and cast in person. Such elections shall be determined by a judge of election and not less than three tellers, all of whom shall be appointed by the commander. The secret ballots shall be delivered to the judge of election and opened and inspected by the tellers, and the final results shall be tabulated and announced to the members before the close of the meeting.

11.5.3 Election to a contested office shall be by secret ballot, unsigned and cast in person. Such elections shall be determined by a judge of election and not less than three tellers, all of whom shall be appointed by the commander. The secret ballots shall be delivered to the judge of election and opened and inspected by the tellers, and the final results shall be tabulated and announced to the members before the close of the meeting. **In the event of an electronic election, ballots shall be cast in a manner consistent with the available technology. The squadron may provide such rules for the casting and counting of votes as will ensure a fair and accurate election.**

Section 16.1 No member of this squadron shall have, as an individual, any interest in or title to the assets of USPS or of any district or squadron, and such assets shall be devoted exclusively to the purposes of USPS, the district or this squadron.

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Section 16.2 In the event of dissolution and voluntary surrender, or of revocation of this squadron's charter, all assets then belonging to this squadron shall be assigned to USPS or to another organization which qualifies for tax exemption (under Section 501(c)(3) of the Internal Revenue Code of 1986, as from time to time amended, and any rules and regulations promulgated thereunder, or such other section of the code by which USPS is exempt) as selected by the Executive Committee or other comparable body of this squadron. If no such body exists or no selection is made, the assets of this squadron shall be assigned to USPS.

Section 16.2 In the event of dissolution and voluntary surrender, or of revocation of this squadron's charter, all assets then belonging to this squadron shall be assigned to USPS or to another organization which qualifies for tax exemption (under Section 501(c)(3) of the Internal Revenue Code of 1986, as from time to time amended, and any rules and regulations promulgated thereunder, or such other section of the code (by which USPS is exempt) **or of the State the squadron may be incorporated in, as selected by the Executive Committee and approved by a quorum of the membership of the squadron.** If no such body exists or no selection is made, the assets of this squadron shall be assigned to USPS. **If such assets include or have been bequests, gifts over \$10,000 or endowments, the distribution of these assets will be subject to the review of the District Law Officer and approved by the District Council.**

Section 17.1 These bylaws may be amended, subject to the approval of the USPS Committee on Rules, by a two-thirds vote of the voting members **present and voting** at any regular or special squadron meeting, provided that a quorum is present at the time the vote is taken AND (1) the proposed amendments are stated in full in the notice of the meeting at which action is to be taken thereon, or (2) an announcement of the proposed amendments was given to each member and multiple copies of the old and the proposed bylaws are made available to the members at two or more consecutive general membership meetings at least 20 days apart (the last such meeting may be the meeting at which the vote is taken).

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Rules Committee

R/C Anna Morris, SN

Lt/C Thomas C. Thompson, AP

Proposed Calendar of Tampa Squadron

The time for all Tampa Squadron meetings and social dinners is 1600 unless a different time is explicitly stated.

****SD**** denotes a special day

2022

- January
 - **1** *NEW YEAR'S DAY*
 - **7** *Ft Myers*
 - **8** **General Membership Annual Meeting (Stefano's, 8600 56th St, Temple Terrace)**
 - **8** *San Carlos Bay*
 - **12** *Marco Island*
 - **15** *Clearwater*
 - **17** *MARTIN LUTHER KING JR DAY*
 - **18** *Sanibel-Captiva*
 - **23** **74th Change of Watch - Columbia Restaurant, 2117 E 7th Ave, Ybor @ 1130 ****
 - **26** *Sarasota*
 - **29** **ExCom - Village Inn, 7011 W Hillsborough Ave**
 - **29** **Boating/Social Activity - Gasparilla Invasion**

- February
 - **2** **USPS CHARTER ANNIVERSARY (1914 @ NY Yacht Club)**
 - **3** *Anna Maria Island*
 - **4** *St. Petersburg*
 - **5** *Manatee*
 - **12** **Boating/Social Activity - tba**
 - **13** *Venice*
 - **18** *Naples*
 - **19** **Dinner Social & ExCom – Olive Garden, 1802 N Westshore Blvd, Tampa ****SD******
 - **19** *Lakeland*
 - **19-27** **USPS Annual Meeting (Ponte Verde/Sawgrass Marriott)**
 - **21** *PRESIDENTS' DAY*
 - **22** *Peace River*
 - **25** *Cape Coral*
 - **27-26** **USPS Eastern Caribbean Cruise (Holland America/ms Rotterdam)**

- March
 - **12** *DAYLIGHT SAVINGS TIME (BEGINS @ 0200)*
 - **17** *ST PATRICK'S DAY*
 - **19** **Boating/Social Activity - tba**
 - **20** *SPRING EQUINOX*
 - **26** **General Membership & ExCom - Village Inn, 7011 W Hillsborough Ave**

- April
 - **1** **D/22 Commanders & Council Meetings (Charlotte Harbor Event & Conference Center, 75 Taylor St, Punta Gorda)**

- **2 D/22 Roundtables & Conference Meeting (Charlotte Harbor Event & Conference & Center, 75 Taylor St, Punta Gorda)**
- **15 PASSOVER**
- **15 GOOD FRIDAY**
- **17 EASTER**
- **19 TPS CHARTER ANNIVERSARY (1948)**
- **23 Boating/Social Activity - tba**
- **30 Dinner Social & ExCom - Hao Wah, 1713 S Dale Mabry Hwy**
- **May**
 - **8 MOTHER'S DAY**
 - **14 Boating/Social Activity - tba**
 - **28 General Membership & ExCom - Village Inn, 7011 W Hillsborough Ave**
 - **30 MEMORIAL DAY**
- **June**
 - **10 TPS BURGEE ANNIVERSARY (1957)**
 - **11 Boating/Social Activity - tba**
 - **14 FLAG DAY**
 - **19 FATHERS' DAY**
 - **21 SUMMER SOLSTICE**
 - **25 Dinner Social & ExCom - Red Lobster, 11601 N Dale Mabry Hwy**
- **July**
 - **4 INDEPENDENCE DAY**
 - **16 Boating/Social Activity - tba**
 - **30 General Membership & ExCom - Village Inn, 7011 W Hillsborough Ave**
- **August**
 - **13 Boating/Social Activity - tba**
 - **27 Dinner Social & ExCom - LongHorn Steakhouse, 1820 N Westshore Blvd**
- **September**
 - **5 LABOR DAY**
 - **11-13 USPS Governing Board (Raleigh/Hilton)**
 - **19 Boating/Social Activity - tba**
 - **22 AUTUMN EQUINOX**
 - **24 General Membership & ExCom - Village Inn, 7011 W Hillsborough Ave**
 - **25 ROSH HASHANAH**
- **October**
 - **4 YOM KIPPUR**
 - **8 D/22 Commanders & Council Meetings (Charlotte Harbor Event & Conference Center, 75 Taylor St, Punta Gorda)**
 - **9 D/22 Roundtables & Conference Meeting (Charlotte Harbor Event & Conference Center, 75 Taylor St, Punta Gorda)**

- 10 COLUMBUS DAY
 - 14 USPS FOUNDING (1913@ Boston YC)
 - 15 Boating/Social Activity - *tba*
 - 29 ExCom/Pizza Party - ABC Pizza House, 1242 W Hillsborough Ave
 - 31 HALLOWEEN
- November
 - 6 STANDARD TIME (RESUMES @ 0200)
 - 8 ELECTION DAY
 - 11 VETERANS' DAY
 - 12 Boating/Social Activity - *tba*
 - 19 General Membership & ExCom - Village Inn, 7011 W Hillsborough Ave ****SD****
 - 24 THANKSGIVING
- December
 - 7 PEARL HARBOR REMEMBRANCE DAY
 - 10 ExCom/Christmas Party - Stefano's, 8600 56th St, Temple Terrace ****SD****
 - 21 WINTER SOLSTICE
 - 25 CHRISTMAS

2023

- January
 - 1 NEW YEAR'S DAY
 - 7 General Membership Annual Meeting (*tba*) ****SD****
 - 22 75th Change of Watch
- February
 - 19-26 USPS Annual Meeting (Orlando/Rosen Plaza)

2024

- January
 - 1 NEW YEAR'S DAY
 - 6 General Membership Annual Meeting (*tba*) ****SD****
 - 21 76th Change of Watch

#

Report of the Nominating Committee

Pursuant to Article 11, Section 11.1 of the Bylaws of Tampa Power Squadron, the following members have been nominated and have signified a willingness to serve in 2022 if elected.

Commander	Cdr John A. Orr, III, S
Executive Officer	P/R/C Frank E. Penny, SN
Educational Officer	Stf/C Scott Morris, P
Administrative Officer	Lt/C Thomas C. Thompson, AP
Secretary	R/C Anna Morris, SN
Treasurer	R/C Anna Morris, SN
Immediate Past Commander	P/D/Lt/C Richard Alan Holcomb, SN
Ass't SEO	R/C Anna Morris, SN
Ass't Secretary	Stf/C Scott Morris, P
Ass't Treasurer	<i>Vacant</i>
Member At-Large	<i>Vacant</i>
Member At-Large	<i>Vacant</i>
Member At-Large	<i>Vacant</i>
Auditing Committee (1 yr)	P/D/Lt/C Richard Alan Holcomb, SN
Auditing Committee (2 yr)	Lt Maria Holcomb
Auditing Committee (3 yr)	Stf/C Scott Morris, P
Nominating Committee (1 yr)	P/C Roger L. Champagne, JN
Nominating Committee (2 yr)	<i>Vacant</i>
Nominating Committee (3 yr)	<i>Vacant</i>
Rules Committee (1 yr)	Lt/C Thomas C. Thompson, AP
Rules Committee (2 yr)	R/C Anna Morris, SN
Rules Committee (3 yr)	<i>Vacant</i>

P/C Roger L. Champagne, JN
Chairman, Nominating Committee