Subject to the approval of the Executive Committee, the following minutes are submitted. The Executive Committee Meeting was called to order on April 24, 2012 at the Marriott Myrtle Beach Hotel & Spa, Myrtle Beach, South Carolina at 12:00 p.m. Those present were:

VOTING EXECUTIVE COMMITTEE MEMBERS:

<table>
<thead>
<tr>
<th>Name</th>
<th>Office Held</th>
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<tbody>
<tr>
<td>Todd Walter</td>
<td>President</td>
</tr>
<tr>
<td>Frank van Graas</td>
<td>Treasurer</td>
</tr>
<tr>
<td>John Raquet</td>
<td>Satellite Division Chair</td>
</tr>
<tr>
<td>Doug Taggart</td>
<td>Eastern VP</td>
</tr>
<tr>
<td>Clyde Edgar</td>
<td>Western VP (participating via telecon)</td>
</tr>
<tr>
<td>Mikel Miller</td>
<td>Immediate Past President (participating via telecon)</td>
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</tbody>
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NON-VOTING PARTICIPANTS:

<table>
<thead>
<tr>
<th>Name</th>
<th>Position Held</th>
</tr>
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<tbody>
<tr>
<td>Jim Doherty</td>
<td>Proposed Military Division Representative</td>
</tr>
<tr>
<td>Lisa Beaty</td>
<td>Executive Director</td>
</tr>
<tr>
<td>Yung-Hee Gallinaro</td>
<td>CPA, CliftonLarsonAllen</td>
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AGENDA:

1. Review Proposed Military Division Bylaws
2. Pre-Audit Telecon (1:00 p.m.) with Yung-Hee Gallinaro, CPA, CliftonLarsonAllen
3. Proposal Assess Registration Surcharge Attendee Staying Outside Hotel Blocks
4. Pacific PNT 2013 Meeting Liability

Review Proposed Military Division Bylaws

Lisa Beaty reported that the Joint Services Data Exchange (JSDE) was proposing that the ION take ownership of the Joint Navigation Conference (JNC) and that said conference be organized through a proposed ION Military Division.

It was reported that JSDE officers had worked with Lisa Beaty to submit a set of proposed bylaws that had been approved by the JSDE board with the intent of dissolving the JSDE as an organization should the ION agree to organize the ION Military Division.

See Attached Files:  
Military Division Bylaws Draft.doc  
Military Division Bylaws Review.ppt

The proposed Military Division would follow the ION Satellite Division model. The purpose of the Division would be to further the Guidance, Navigation and Control capabilities of the DOD &
proposed mission of the Division, participation in the Division and leadership of the Division would be restricted to ION members who were also met the following criteria: 1) U.S. Citizens; 2) U.S. DOD/DHS employees or employees of a not-for-profit supporting the same; and 3) those having attended one JNC meeting in the past three years.

Proposed bylaws would also add the Military Division Chair as a member of the ION Executive Committee. Due to government ethics regulations the Chair would be recommended by a group of Government Liaisons and appointed by the ION President.

It was noted that the proposed Military Division’s finances would follow the Satellite Division’s model. The Chair would review proposed Division and conference budgets. The Division would retain 10% of total conference gross revenues to fund unique Division programs which were currently reported to include warfighter travel, speaker gifts, Division Chair travel and Division committee meetings. It was reported that future programs may extend to scholarships and educational outreach.

It was noted that the Division would operate in a manner consistent with the ION bylaws and articles of incorporation under the direction of the ION Council.

**MOTION:** The ION Executive Committee approves the formation of the ION Military Division and approves the proposed bylaws. Bylaws shall take effect immediately and shall be presented to Council during the January 2013 Council meeting for Council ratification. The ION/JSDE co-sponsorship agreement for the ION/JSDE’s co-sponsorship of the JNC conference shall be officially dissolved at the conclusion of JNC 2012. Motion made by John Raquet, seconded by Doug Taggart and passed by the committee.

**ACTION:** The Bylaws Chair shall be asked to prepare a proposed modification to the ION bylaws to add the Military Division Chair as a member of the ION Executive Committee and any other changes necessary to the National Bylaws to complete the formal organization of an ION Military Division.

**ACTION:** Todd Walter, ION President, appoints Jim Doherty as the Military Division Chair at the conclusion of the 2012 Joint Navigation Conference.

**Pre-Audit Telecon**

Yung-Hee Gallinaro, CPA, CliftonLarsonAllen, joined the meeting via telecon to review the scope of work associated with the ION’s impending annual audit to include the audit of the 2012 financial statements, preparation of the ION’s Form 990 and 5500 and provide additional guidance as to changes in regulatory and reporting standards.

**See Attached Files:** 2012 ION Audit Plan Meeting with Executive Committee.pdf
Proposal to Assess Registration Surcharge for Attendees Staying Outside Hotel Blocks

Lisa Beaty reported that it was becoming increasingly difficult for the ION to meet room block usage requirements at ION contracted facilities as attendees booked hotel rooms outside of the meeting hotel’s room block. It was explained that with an inadequate number of registrants staying in the host hotel’s block: 1) the Institute would be liable for increased minimums and fees; and 2) it would be difficult to book a hotel at all that would provide adequate meeting space.

Options to avoid this problem including booking space at a fee-for-use convention/civic center; or assessing a surcharge in registration fees to registrants not staying at the meeting hotel.

Lisa Beaty discussed the option of having a tiered rate structure for meeting attendees staying in the conference hotel verses those staying outside of the block. She proposed increasing registration rates by $200 and then providing a $200 discount for participants staying at the conference hotel. Participants would be required to provide a reservation confirmation by the early rate deadline prior to receiving the discount and the discount would only apply to those who provide their hotel reservation confirmation number prior to the early rate deadline.

**MOTION:** The ION National Office is authorized to increase the ION registration rate structure by $200 per registrant beginning in January 2013. ION will provide a $200 discount per registrant to those who: 1) make their hotel reservation in the official conference hotel prior to the early rate cut-off date, and 2) register for the conference prior to the early rate cut-off date and provide their hotel reservation confirmation number from the official conference hotel at the time of their registration. The motion was passed by the Executive Committee.

Pacific PNT 2013 Meeting Liability

**MOTION:** The Executive Committee approve up to $65,000 of reserve funds to be used to fund the start-up expenses, publicity and hotel liability associated with the new initiative of a new technical meeting, Pacific PNT 2013, to be held in May 2013 in Hawaii. The motion was passed by the Executive Committee.

The Executive Committee adjourned at 6:00 p.m.