

MINUTES
Board of Directors
National Propane Gas Association
June 8, 2021

Hybrid: at Hyatt Regency Capitol Hill and Virtual via Zoom

Call to Order. Chair Denis Gagne called the meeting of the NPGA Board of Directors to order at 11:04am EDT. He recognized the recent passing of former Georgia State Director Steven Holloway and asked for a moment of silence in memoriam. Individual/Employee Section Director David Lowe then gave an invocation.

Chair Gagne stated that the registration list for both the webinar and the in-person Board members would replace a roll call (Attachment A); 75 members were in attendance and, therefore, a quorum was present. Chair Gagne then highlighted and referred Board members to the Association's antitrust policy. Each NPGA Board officer was present and introduced themselves to the Board, along with NPGA President & CEO, Steve Kaminski.

Chair Gagne then recognized the Board meeting's corporate sponsor, Ray Murray, Inc. Next, the corporate sponsors of the NPGA PropanePAC Administrative Fund were recognized.

Approval of Minutes. The minutes of the last Board meeting held February 2, 2021 were distributed electronically to all Board members in advance of the meeting. Due to the hybrid format of the meeting, the minutes were

APPROVED BY UNANIMOUS CONSENT BEFORE THE MEETING.

Chair's Report. Chair Gagne reflected on his tenure as Board Chair. He thanked staff, fellow Board officers, and directors for their guidance, support, and encouragement in helping get the Association through the hardships brought on by COVID-19. He also expressed his pleasure and confidence in the Association's direction and vision to address the industry's challenges. He ended by highlighting the strong working relationship between the "Pillars of the Industry" – NPGA, PERC and affiliated associations.

Chair Gagne then recognized four individuals for their contributions to the industry with a Chair's Citation: Bruce Swiecicki (NPGA); Leslie Anderson (PGANE); Joy Alafia (WPGA); and Rob Freeman (Freeman Gas).

He then awarded Judy Taranovich (Proctor Gas), Vermont State Director, with the 2020 State Director of the Year award.

Chair-Elect Robert Barry then made a point of personal privilege to present Chair Gagne and his spouse with a plaque and gifts to recognize his leadership as Board Chair.

Executive Committee Report. Chair-Elect Barry referred Board members to Tab B in the Board materials for a complete written report of the Executive Committee. His remarks presented a summary of the written report.

PERC Selection Committee Report. Vice Chair Bimson Maggi referred the Board to Tab C in the Board materials. She highlighted that the PERC Selection Committee recommended the following individuals serve as Marketer Councilors on the Board of the Propane Education and

Research Council: Casey Crampton (Dead River); Brilynn Johnson (AmeriGas Propane LP); and Stuart Weidie (Blossman Gas Inc.).

Treasurer's Report and Audit Report. Treasurer Stewart provided the Board with a summary of the financial status of the Association. He noted favorable investment returns in the Association's portfolio due to the robust performance of the stock market, and significant reductions in expenses related to COVID-19, including the elimination of most travel and entertainment expenses, the migration to virtual meetings, and a payroll savings due to a staff restructuring.

Due to the hybrid format of the meeting, the Treasurers Report was submitted to the Board in advance of the meeting. The report was

APPROVED BY UNANIMOUS CONSENT BEFORE THE MEETING.

Chair Gagne also informed the Board that the Audit Committee Report was submitted to the Board in advance of the meeting. The report was:

APPROVED BY UNANIMOUS CONSENT BEFORE THE MEETING.

President's Report. President Kaminski thanked Chair Gagne for his leadership of the Association and for helping him personally adapt to his role as President & CEO since joining the Association.

President Kaminski provided a broad summary of the activities of staff since the Board's last meeting in February. It included an update on affiliated association efforts to fight "electrification of everything" policies and messaging in state legislatures, regulatory agencies, and code making bodies; a summary of ban-the-ban efforts throughout the country and which states have implemented such laws/policies; the status of a joint working group with PERC on creating a unified, industry-wide messaging campaign for propane to combat electrification; the urgency to promote (and provide) renewable propane as a policy alternative; and the defensive legislative strategy being deployed to address current Congressional ambitions: *Clean Energy for America Act / Green Act / LIFT America Act*.

President Kaminski made the point that despite challenges, gallon growth throughout the industry is occurring and expressed his optimism that growth will continue.

Dues Presentation. Vice Chair Bimson Maggi presented to the Board a New Dues Structure and 2022 Dues Increase proposal, which was approved by the Executive Committee in May. She highlighted the proposal's main features, which include the creation of a new membership category (dispensers), the establishment of "premium" issue-specific membership add-ons, and modifications to existing dues rates for marketers and supplier members.

Chair Gagne made a motion for the Board of Directors to approve the new dues structure and 2022 dues increase proposal as presented. Vice Chair Bimson Maggi seconded the motion, and there was no discussion. The Board of Directors:

VOTED IN THE AFFIRMATIVE 73-2-0 TO APPROVE THE MOTION.

Standing Committee Reports. Chair Gagne announced that, with the exception of the TS&S Committee report, there would be no oral standing committee reports. Board members were asked to refer to their Board materials for information on recent committee action.

Mr. Gary France was recognized for his leadership as chair of the Distinguished Service Award Committee over the past two years.

Mr. Tom Mullaney was recognized for his leadership as chair of the Member Services Committee for the past year.

Technology, Standards and Safety (TS&S) Committee. Mr. Johnny Patrick brought two TS&S proposals for Board consideration and action:

Tst-1878 “Review of NFPA 472 for Consistency with Industry Principles” to reinforce the industry’s and NFPA 58 reliance on product control rather than fire suppression systems. And to reference the Fire Safety Analysis Manual as a tool for determining code compliance. Mr. Patrick made a motion for the Board to approve TS&S Committee proposal Tst-1878, which was seconded by Chair Gagne. No further discussion occurred on the motion. The Board then:

VOTED IN THE AFFIRMATIVE 75-0-0 TO APPROVE PROPOSAL Tst-1878.

Tar-1898 “Appliances on Vehicles” which requests that the Z21/83 Standards Committee consider developing safety performance standards for gas appliances used in the commercial mobile cooking industry. This is necessary due to the unique service conditions that these appliances are subjected to, including external forces and vibration due to movement over the road. Mr. Patrick made a motion for the Board to approve TS&S Committee proposal Tst-1898, which was seconded by Chair Gagne. No further discussion occurred on the motion. The Board then:

VOTED IN THE AFFIRMATIVE 75-0-0 TO APPROVE PROPOSAL Tar-1898.

Mr. Patrick was then recognized for his leadership as chair of the TS&S Committee for the past two years.

Other Reports. Chair Gagne referred Board members to the Board material for information regarding the recent actions of the PropanePAC Steering Committee, the NPGF Scholarship Committee, the NPGA Benchmarking, Cylinder Exchange and Women in Propane Councils, and an update on the activities of the Propane Education and Research Council. No oral reports were given for any of the aforementioned groups.

Officers / CEO Open Mic. President Kaminski and the Board officers entertained questions from Board members as part of a new, open mic forum.

Old Business. Chair Gagne requested Board members to email President Kaminski if there was any old business that required action.

New Business. Chair Gagne stated that the 2021 elections for Board of Directors seats took place earlier in the year and the tabulated results were certified according to the *Rules and Procedures* of the Association. The results were presented at the Annual Meeting, and were part of the Board material under Tab S. He also noted the newly-appointed Directors joining the Board, including new committee chairs and at-large director appointments made by Chair-Elect, Bob Barry.

Election of NPGA officers. Chair Gagne referred Board members to Tab T of the Board meeting materials, which listed the nominations for Board officer positions. According to the

processes for the nomination of officers as defined by the *Rules and Procedures*, the nominations were approved and the motions to accept have been approved. Below are the Board officers for the 2021-2022 association year along with the names of those who nominated them.

1. Mr. Randy Thompson (Emeritus Director) nominated **Mr. Thomas Van Buren** to serve as NPGA Treasurer and Mr. Stuart Weidie (Emeritus Director) seconded the nomination.
2. Mr. Shannon McWhorter (California State Director) nominated **Mr. Jeffrey Stewart** to serve as NPGA Vice Chair and Mr. Nash McMahan (Maryland State Director) seconded the nomination.
3. Mr. Steve Kossuth (PS&L Committee Chair) nominated **Ms. Michelle Bimson Maggi** to serve as NPGA Chair-Elect and Ms. Brilynn Johnson seconded the nomination.
4. Chair Gagne noted that the NPGA *Constitution* provides for the automatic ascension of **Mr. Robert Barry** to the position of NPGA Board Chair.

Election of Corporate Officers. Nominations for Mr. Brian Dunlap, Ms. Sarah J. Reboli and Mr. Peter Ferrell to serve as Assistant Treasurer, Corporate Secretary and Assistant Corporate Secretary, respectively, were approved in advance by the Executive Committee.

Administration of Oath of Office. Chair Gagne administered the oath of office to the newly elected officers for the 2021 - 2022 association year.

New Board Chair's Address. New Board Chair Barry addressed the Board regarding his goals for his year as NPGA Chair.

Notification of Next Meeting. Immediate Past Chair Gagne announced that the next meeting would be held on October 22, 2021 at the Omni CNN Center in Atlanta, Georgia, following the Southeastern Expo.

Adjournment. Without objection, Immediate Past Chair Gagne made a motion to adjourn the meeting at 1:07pm EDT.