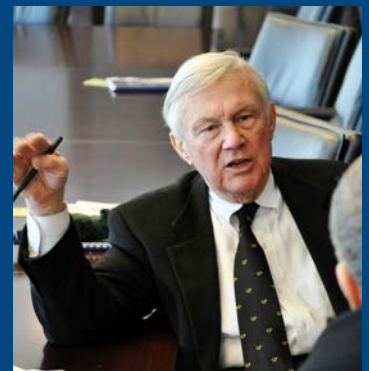




Business Leaders in Action Results for America



**BUSINESS EXECUTIVES FOR NATIONAL SECURITY
LEADERSHIP REPORT 2010**

Report Documentation Page

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Business Leaders in Action **Results for America**

**BUSINESS EXECUTIVES FOR NATIONAL SECURITY
LEADERSHIP REPORT 2010**



Chairman's Letter

To Our Members:

Last year was a challenging and dramatic year for BENS, characterized by bold new initiatives, the successful transition of the Business Force program and the smooth handoff from one CEO to another.

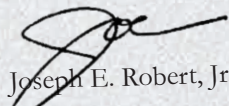
In a way, this report — the second of its kind — marks the end of an era at BENS, as Gen. Chuck Boyd stepped down as President & CEO at the close of 2009. In the following pages, we highlight many of the successes that marked Chuck's remarkable tenure here — from the innovative homeland security partnership model pioneered by BENS members to our continued dedication to helping the Pentagon spend smarter and save taxpayer dollars. With the end of Chuck's tenure we must begin anew to build on our successes and establish new ventures. Fortunately, Chuck isn't going far, as he has joined the BENS Board to continue to provide his wisdom and experience as we move into a new era.

With the New Year, we welcomed as our next President & CEO Gen. Montgomery C. Meigs, whose vast leadership and national security experience will no doubt take BENS to new heights. As we move forward with important efforts, such as helping veterans return to civilian life through the Warrior Gateway project, we know BENS will benefit immensely from the fresh perspectives and experience that Gen. Meigs brings to the job. However, we will look to you, our membership, for your engagement, expertise and insight to realize the BENS mission.

All of our efforts to improve the nation's security require significant resources — not only the time you commit to our activities, but also your generous financial contributions. I'm happy to report that BENS continues to stand on solid financial ground, but 2009 was a challenging year for fundraising and the worst for the non profit sector in many years. I'm confident that with your loyal and continued support, BENS will continue to be an important player in helping secure our great nation.

As you review this report, I hope you find satisfaction and pride in what we have accomplished in the past year and are inspired to continue your involvement in the year ahead.

My Very Best,


Joseph E. Robert, Jr.
Chairman





President's Letter

To Our Members:

At the beginning of the year, after accepting the honor of becoming BENS President & CEO, it didn't take long for me to realize how truly exceptional BENS has become. I look forward to doing my part in continuing to make BENS the best source of mission-critical business practice in national security affairs.

We will continue BENS' work in those areas where we have established a strong reputation, and seek new opportunities to engage you, our members, in the national security arena. Facing challenges in cyber security, the national debt, intelligence operations and technological innovation, our country needs leaders like you to improve the business of national security.

In reviewing this second annual BENS Leadership Report, members will understand the difference they make: helping communities across the country respond to disasters; improving how the Defense Department buys weapons and services; assisting veterans with their transition to the private sector; infusing national security agencies with best business practice; and learning about the challenges facing our troops and other national security players through travel both at home and abroad.

This report should also help you identify ways you can continue being involved. Please share this publication with your friends and colleagues who may consider joining us, letting them know about the great things we're doing and how they also might take part.

Sincerely,

Montgomery C. Meigs

President & CEO



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Major Initiatives & Impact

Helping America's Heroes

From finding a job and paying the bills to coping with life-changing injuries, new challenges confront those who have served our country in uniform when they return home. Some struggle to find work; others end up homeless. Their families often rely on welfare. The wounded have unique, lifelong needs.

Over the past decade, thousands of private and non-profit organizations have stepped forward to help veterans meet these challenges. While well-intentioned, most of these groups are disconnected and not independently evaluated. Many veterans either can't find the services they need or are overwhelmed by the number of options.

To bring an innovative solution to this problem, a BENS-led coalition of companies and organizations is creating an online tool to help veterans navigate the maze of public and private-sector organizations serving veterans and to successfully reenter civilian life: Warrior Gateway. The Warrior Gateway website was publicly unveiled in four states in March 2010, and will expand to all 50 states throughout the year.



Easing the Transition

Through the Warrior Gateway website, www.warriorgateway.org, veterans can quickly find information and resources to help them transition from military to civilian life:

- **Services** – From home financing to mental health counseling to educational services, the Gateway provides a comprehensive, user-friendly directory that veterans can use to find the services they need, where they need them.
- **Careers** – Warrior Gateway allows veterans to explore career fields that match their skills and interests, as well as find specific job openings.
- **Support** – Through social networking, discussion groups and file-sharing, Warrior Gateway connects veterans to one of the best resources for help in reentering civilian life: other veterans.

Warrior Gateway also allows veterans to rate and review the services they use, creating a base of knowledge that will both empower donors and help organizations improve their services for America's heroes.



Major Initiatives & Impact

Reforming the Business of Defense

Building on decades of success in helping the Defense Department spend smarter and streamline its support operations, BENS continues to offer unique private-sector insights to help improve the military's acquisition and business practices.

Reforming Defense Acquisition – Led by former Lockheed Martin chief Norm Augustine, the BENS Task Force on Defense Acquisition Law & Oversight in 2009 unveiled “Getting to Best,” a report of business-minded steps to reform the governance and oversight of the defense acquisition process. BENS briefed the report extensively in the Pentagon and on Capitol Hill — including testimony in front of a House committee panel.

Transforming Defense Management

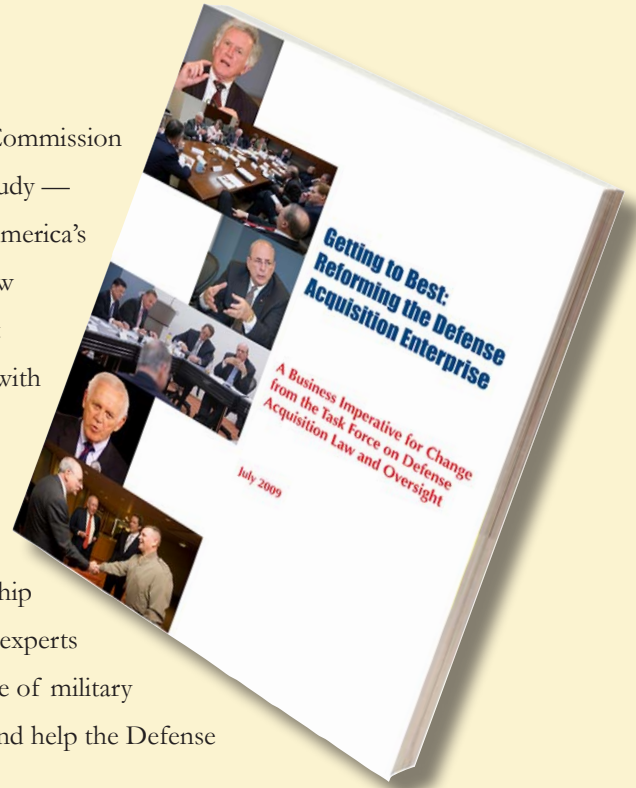
- **Management Mentoring** – BENS members continued offering private-sector management insights to the Army's Installation Management Command in 2009, including how to build a successful corporate strategy and improve the organization's processes, technology and culture. The mentoring program continues throughout 2010.
- **Sharpening Strategic Planning** – To help U.S. Southern Command improve how it sets and achieves its goals, BENS members reviewed the command's strategic planning process and provided recommendations on how to make it more effective.



2010 Initiatives:

Tail-to-Tooth 2011 – With BENS’ landmark 2001 Tail-to-Tooth Commission as a foundation, we will work this year on launching a follow-up study — Tail-to-Tooth 2011 — that will offer private-sector models from America’s world-class companies to help the Defense Department handle new business and management challenges. To jumpstart this important project, BENS hosted a roundtable discussion in December 2009 with members and other experts to explore how best-business practices can improve the military’s vast logistics operation.

Promoting Energy Efficiency – Following on to the May 2009 BENS Annual Washington Forum, which focused on the relationship between energy and national security, BENS members and energy experts are examining innovative ways to improve the energy independence of military bases — creating savings that can be redirected to the warfighter and help the Defense Department meet its carbon reduction goals.



Major Initiatives & Impact

Protecting the Homeland

Transition and expansion marked BENS' homeland security activities in 2009. Our vast experience connecting the private sector to disaster response efforts informed many new initiatives that recognize the need for an “all-hands” approach to managing crises — whether natural or man-made.

Transitioning Partnerships – After seven years of nationwide success — including helping respond to disasters in California, Iowa, Georgia and the Gulf States — BENS' innovative, award-winning public-private partnerships transitioned to independent, local management in 2009, while BENS continued its advisory role helping other states and communities across the country strengthen collaboration for disaster preparedness.

Expanding Public-Private Collaboration – BENS helped guide the start-up of the California Resiliency Alliance — a new state-wide umbrella organization to serve all of the Golden State's public-private partnerships. Building on the success of the BENS Bay Area and Southern California partnerships, the Alliance will advise and help connect local public-private partnerships throughout California, strengthening the state's resilience to any kind of disaster.



Shaping Homeland Security Policy – Building on its work with successful public-private collaboration, BENS continues to be the leading source on integrating the private sector into a wide array of homeland security challenges:

- **“The Foundation of National Resilience”** – In testimony before a Senate committee, former Senators Bob Graham and Jim Talent, who led the Commission on the Prevention of Weapons of Mass Destruction Proliferation and Terrorism, lauded the public-private partnership model pioneered by BENS as one of the best ways to prepare for WMD attacks and other disasters through mobilizing the citizenry —“the foundation of national resilience.”
- **Sharing Successful Models** – BENS continued to provide a private-sector perspective to disaster preparedness and response planning in 2009, including bringing representatives of UPS, FedEx, Wal-Mart and BENS member companies to the Institute of Medicine’s Forum on Medical and Public Health Preparedness for Catastrophic Events, and helping direct a National Research Council study for the Department of Homeland Security on successful public-private collaboration to enhance community resilience.
- **Streamlining Disaster Assistance** – Led by member Ramon Marks, a BENS team worked with the Federal Emergency Management Agency and the Health and Human Services Department to evaluate streamlining federal regulatory processes during crises so that the private sector can assist more quickly and effectively.
- **Preparing for the Worst** – Throughout 2009, BENS-facilitated partnerships continued to help government and businesses work together to prepare for and respond to crises, including the H1N1 flu virus and potential fuel shortages in the Southeast.
- **2010 Initiative** – Using the recommendations of BENS’ 2007 “Getting Down to Business” report as a benchmark, BENS will complete its review of progress made toward integrating the resources and capabilities of the private sector into the nation’s disaster response efforts.



Major Initiatives & Impact

Supporting National Security Agencies

A wide variety of national security agencies and military commands are increasingly looking to BENS members to improve business operations and to provide private-sector insight on a range of challenges. Among the highlights from 2009:

Combating Drug Cartels – BENS members provided entrepreneurial insight on ways U.S. Southern Command can counter drug cartels, including how to anticipate drug transport movement in order to preempt trafficking.

Improving Secret Service Retention – Bringing expertise in compensation, retirement plan management and recruiting, BENS members worked with the U.S. Secret Service to evaluate a proposed revision to its retirement system and will make recommendations to assist the agency in addressing attrition concerns among Special Agents and other staff.

Defining Joint Security – Working with U.S. Southern Command and U.S. Joint Forces Command, BENS members offered private-sector perspectives to help further define and operationalize the Joint Operating Concept of Cooperative Security and improve how military services and civilian government agencies work together in responding to security crises.



Tackling International Instability – BENS members participated in U.S. Southern Command’s Global Scout engagement in August and September, providing private-sector views on how to tackle security challenges posed by economic instability, crime, migration and extremism in Africa and Latin America.

2010 Initiative:

Informing Intelligence – BENS members are providing intelligence analysts with a deeper understanding of the financial industry and its importance to national security, as well as offering best-business practices to the Office of the Director of National Intelligence on how to effectively match resources to goals in carrying out the National Intelligence Strategy.



Major Initiatives & Impact

Confronting New Threats

BENS continues to be a unique resource for government and military leaders tasked with combating new and evolving challenges, including cyber security and terrorist financing.

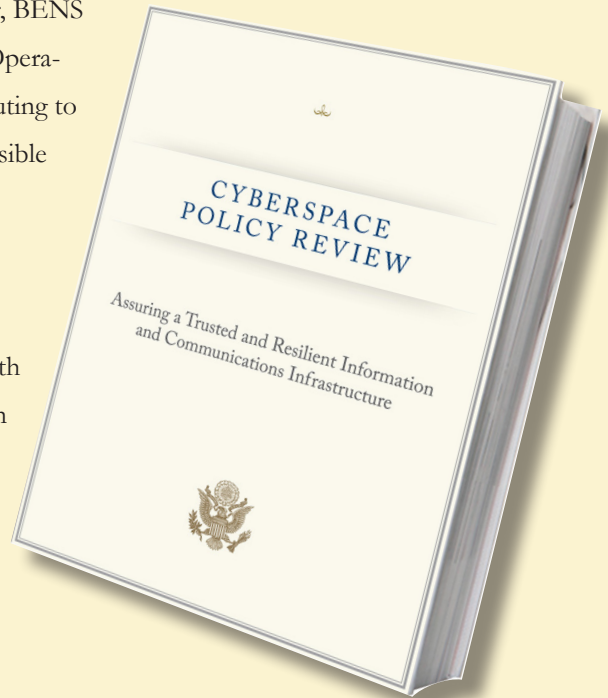
Strengthening Cyber Security – With the vast majority of America’s critical network infrastructure privately owned, BENS is in a distinct position to provide expertise and insight to leaders as they search for effective ways to cooperate with business in securing the nation’s computer systems.

- **Advising the White House** – Using lessons learned from the 2008 BENS-Booz Allen Hamilton cyber attack simulation, BENS advised the Obama administration on cyber security policy, culminating with the inclusion of the simulation’s After Action Report in the official White House Cyberspace Policy Review.
- **Informing Businesses** – BENS members continued in 2009 to advise Dr. Joel Brenner, the then-National Counterintelligence Executive, on the development of his presentation to business executives on the growing cyber threat that foreign intelligence agencies pose to U.S. companies.



Thwarting Terrorist Financing – For the fourth straight year, BENS members offered their unique perspectives at the U.S. Special Operations Command’s Global Synchronization Conference, contributing to an examination of Iran’s role in financing illicit activity and possible policy responses.

2010 Initiative – BENS members will join the Threat Finance Working Group at U.S. Special Operations Command’s Global Synchronization Conference in 2010 to participate in an in-depth assessment of transnational organized crime structures based in Afghanistan and Pakistan with a focus on the nexus of drugs, money and terrorism.



BENS on the Road: Troop Visits & Travels

From U.S. military training facilities at home to the frontlines of the wars in Iraq and Afghanistan with stops at NASA and North Korea, BENS trips in 2009 offered unique exposure to the wide variety of national security challenges facing America. Among the highlights of our 16 trips – 12 domestic, four international – experienced by more than 140 BENS members and prospective members:

International trips

- **North Korea** – Led by Gen. Charles Boyd, six BENS members visited North Korea in December to gain insight into the political and economic workings of one of the world's most reclusive countries. While in Pyongyang, members held talks with the country's second-highest ranking official as well as Cabinet-level Ministers of Foreign Affairs, Foreign Trade and Electric Power Industry. The BENS group also toured factories and numerous cultural and educational facilities. After returning to the U.S., members debriefed both the National Security Council and State Department.
- **Central & South Asia** – In October, five BENS members visited two countries essential to stabilization efforts in Afghanistan and in securing America's security interests in South and Central Asia: Pakistan and Kazakhstan. Hosted by U.S. Central Command, members met with U.S. diplomats and local government officials in both countries, learning about military and economic reform efforts in Pakistan and growing Chinese influence in Kazakhstan.



- **Iraq & Afghanistan** – Highlighted by visits with U.S. and British troops and the opening of a new Afghan girls school, a trip to Iraq and Afghanistan by a small group of BENS members in July with Chairman of the Joint Chiefs of Staff Adm. Michael Mullen included meetings with U.S. military and local leaders in Northern Iraq and a briefing from the new U.S. commander in Afghanistan, Gen. Stanley McChrystal.

Domestic trips

- **NASA** – The next generation of space exploration was on display in August, when a group of seven BENS members toured NASA's George C. Marshall Space Flight Center in Huntsville, Ala. The group viewed multiple project sites, including life support systems for planned space outposts and mock-ups of the Ares rocket project.
- **Ft. Irwin, California** – At the Army's National Training Center in March, 11 BENS members viewed new technologies for combating improvised explosive devices, explored a mock Iraqi village and observed reserve units training for urban ambushes.
- **Nellis Air Force Base, Nevada** – In February, 13 BENS members took an up-close look at B-1 bombers, F-16 fighter jets and F-22 Raptors at Red Flag, the world's premier air combat exercise, which provides realistic training for the military's top pilots.



Meet the Policymakers: Speakers and Guests

From black-tie Eisenhower Award galas to the Annual Washington Forum and numerous events in between, being a BENS member means hearing directly from the nation's top national security players and business leaders. In 2009, over 50 speaker events across the country drew more than 3,000 attendees. Among the highlights:

Eisenhower Award Honorees

- **Senators Carl Levin and John Warner** – At the Washington, D.C., May Eisenhower Award dinner, emcee Peggy Noonan honored Sens. Levin and Warner — two longtime Armed Services Committee colleagues — for decades of principled bipartisan leadership, calling them leaders of “good faith, good will and high intent.”
- **Secretary of State Hillary Clinton** – With over 400 guests in attendance, Sec. Clinton praised BENS as a “cutting-edge example” of business and government working together to enhance national security. The annual Eisenhower Award dinner in New York City in November featured former Sec. of State Henry Kissinger as keynote speaker.

20th Annual BENS Forum, May 13, Washington, D.C.

- **National Security Advisor General Jim Jones** noted the key role business has to play in developing energy efficient technologies and urged international cooperation in addressing energy challenges.



- **Former CIA Director General Michael Hayden** addressed the intersection of energy and security issues, stressing how energy demands can affect foreign policy.
- **Under Secretary of Defense for Acquisition, Technology and Logistics Ash Carter** said the Defense Department “must recognize the energy challenge” and urged the military to do more to conserve energy, while applauding its current efforts.
- **FedEx CEO and BENS member Fred Smith** argued that “after nuclear weapons and weapons of mass destruction, our dependence on foreign oil is the biggest national security issue we face.”

BENS Regional Highlights

- **General David Petraeus** briefed over 160 BENS members in San Francisco in July on new challenges facing troops in Iraq and how lessons learned there would be applied to the war in Afghanistan.
- **Missouri Congressman Ike Skelton**, in receiving BENS-Kansas City’s 2nd Annual Stanley A. Weiss National Security Award in April, encouraged BENS members to use their executive knowledge “for the good of the country.”
- **Former U.S. Comptroller General David Walker** warned 45 BENS members in Kansas City in August that growing deficits and national debt will strain “the resources that will be available for defense and other key national security related initiatives in the future.”



Our Members: Our Greatest Strength—and Growing

For more than a quarter century, BENS has looked to its members to shape our agenda, guide our projects and seek new opportunities where business expertise can help build a more secure America. BENS requires talented, driven members with a passion to give back to their country.

In 2009, 92 new members joined BENS' ranks from every part of the country. We currently have 354 full members*, including three directors elected to our board last year.

New Board Members

- **Rick Goings**, Chairman and CEO, Tupperware Brands Corporation, Orlando, Fla.
- **Earl Stafford**, CEO, The Wentworth Group, LLC, Reston, Va.
- **Gen. Charles Boyd**, U.S. Air Force (Ret.), Washington, D.C.

Going forward, BENS will continue to harness and capitalize on our greatest strength — the collective expertise, energy and patriotism of our members — by increasing member involvement in all aspects of the organization, from project management and engagement to helping recruit the next generation of BENS members.

**An additional 409 individuals contribute at levels less than the current \$2,500 membership level.*



Financial Stewardship: Managing Our Resources Wisely

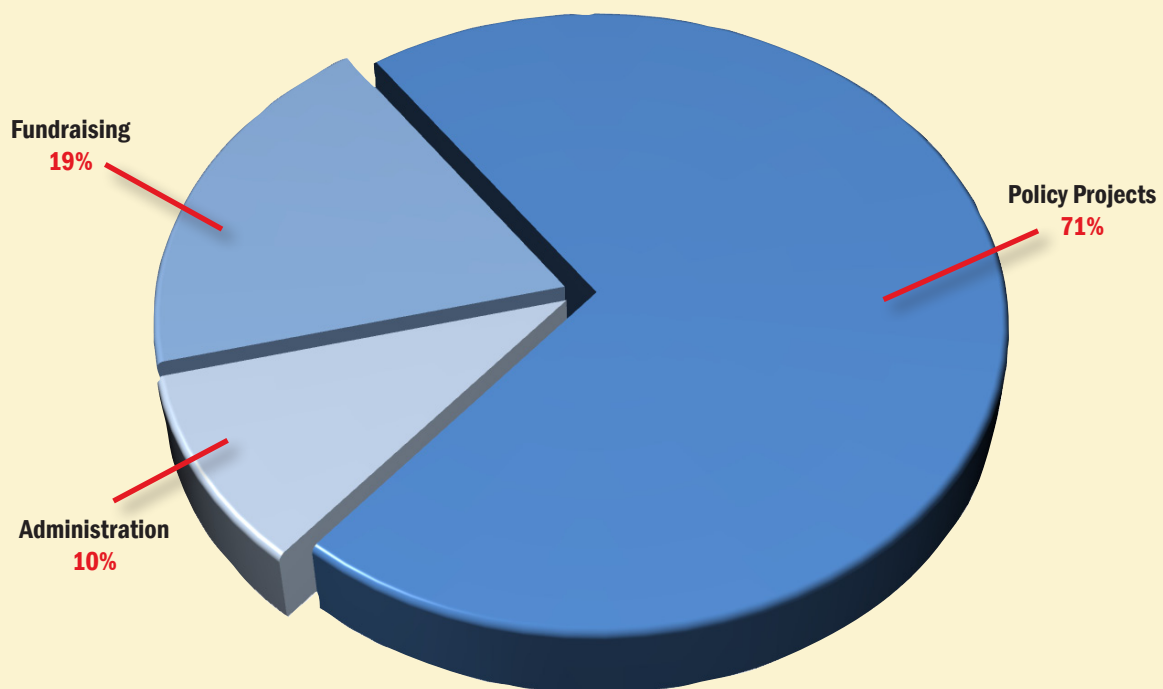
Despite a struggling national and global economy, BENS finished 2009 in a financially sound condition thanks to the 354 members and other supporters — including 92 new members — who contributed generously to our organization. Without the dedicated support of its members, BENS’ work and continued leadership within the national security community would be impossible.

2009: Looking Back – Based on preliminary unaudited results, BENS generated revenue of about \$7.1 million and incurred expenses of about \$6.9 million in 2009 and had net assets of about \$4.7 million at year-end. In 2008, revenue was \$8.3 million and expenses were \$7.7 million with net assets of \$4.5 million. BENS’ audited expense allocations for 2008 is depicted in the chart below and emphasizes our strong focus on program activity.

Four-Star Stewardship – Charity Navigator, a leading independent evaluator of non-profit organizations, has again awarded BENS its highest rating. Our “exceptional” ranking — for “outperform[ing] the majority of non-profits in America with respect to fiscal responsibility” and “successfully managing [our] finances...in an efficient and effective manner” — can be viewed at www.charitynavigator.org.

2010: Looking Ahead – With the national and global economy continuing to struggle, BENS must protect members’ investments and ensure we have sufficient resources to respond to the growing number of requests from our government partners. BENS is therefore operating in 2010 under a very conservative budget. We will continue to practice strict fiscal responsibility and maximize efficiency. We will closely watch our performance and periodically reassess our assumptions. And, as always, we will look to our members to expand our reach and resources by recruiting new members across the country.

BENS Functional Expenses



About BENS

Business Executives for National Security, a nationwide, non-partisan organization, is the primary channel through which senior business executives can help enhance the nation's security. BENS members use their business experience to drive our agenda, deliver our message to decision makers and help ensure that the changes we propose are put into practice. BENS has only one special interest: to help make America safe and secure.

BENS members have used their business experience to find practical solutions to pressing national security challenges since 1982, when the organization was founded by business executive and entrepreneur Stanley A. Weiss. Government needs a non-partisan, business-minded, non-profit organization that can cut through ideological debates on national security issues. Members come from a broad range of business sectors and political views, yet unite in their commitment to a strong, effective, affordable defense and developing ways to improve the military and other national security agencies. Among BENS' many accomplishments:

BENS played a major role in developing the process for closing obsolete military bases, freeing up billions of dollars in savings and allowing local communities to put unneeded military facilities to more productive use.

BENS brought together leaders from the financial industry and the federal government to apply the latest techniques and technologies to U.S. efforts to track down and cut off financial activities that fund terrorism.

BENS champions the Cooperative Threat Reduction program that funds the disposal of Russian nuclear weapons — which otherwise might fall into the hands of terrorists.

BENS helped the intelligence community harness the best practices of the private sector to recruit and train a high-quality workforce, strengthen analytic methods and deliver timely, accurate intelligence to troops in the field and to decision-makers in Washington.

BENS was an early advocate of the Pentagon developing a strategic business plan and establishing a chief management officer, which put the Defense Department on course for better fiscal management outcomes in the future.

BENS helped the Defense Department privatize pay and benefits processing for military retirees and their families — streamlining government payrolls and saving taxpayers millions of dollars every year.

BENS is a pioneer in homeland security, creating a public-private partnership program that brings states and business together to help communities prepare for and respond to natural disasters and terrorist attacks.

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The Honorable Robert E. Rubin

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The Honorable William H. Webster

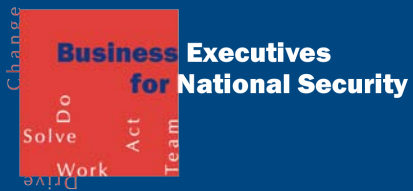
The Honorable Thomas R. Pickering

* Executive Committee Member

Photo Information

Left to right; top to bottom.

- Cover. **Carly Fiorina** and Gen. David Petraeus. BENS members aboard aircraft carrier USS Truman. **Stanley Weiss**. **Raphael Benaroya**. BENS members in Key West, Fla., for U.S. Southern Command Combating Drug Cartels engagement. **Jeff Weiss**. **Chris Melton** aboard destroyer USS Farragut. **Chuck Boyd**. **Maurice Greenberg** and **Mary Boies**. BENS members at Marine Corps Base Quantico. **Montgomery Meigs**. BENS members at U.S. Naval Special Warfare Command, Coronado, Calif. **Joe Robert**. BENS members at wreath-laying ceremony in Turkey. **Frank Sica** (left) aboard aircraft carrier USS Reagan. **Landon Rowland**. BENS members with sailors aboard aircraft carrier USS Truman. Coast Guard Commandant Adm. Thad Allen and **Earl Stafford**. **Rick Goings**. **John Morgridge**.
- Page 4. **Raphael Benaroya**. **Bob Varni** aboard submarine USS Henry Jackson. **Bill Coleman** (far left), **David Heminger** (center) and **Ross Perot Jr.** (far right) at U.S. Naval Special Warfare Command, Coronado, Calif. **Josh Weston**.
- Page 5. **Stanley Weiss**, Lynn de Rothschild and Henry Kissinger.
- Page 6. Troops returning home.
- Page 7. **Rick Goings**. Helping troops and their families. BENS members with sailors aboard aircraft carrier USS Truman. **Mark Gerencser**.
- Page 8. House Armed Services Committee defense acquisition reform panel. **Chuck Boyd**, **Joe Robert** and Vice Chairman of the Joint Chiefs of Staff Gen. James Cartwright. Rep. Rob Andrews, chairman of the House Armed Services Committee defense acquisition reform panel. Prof. Linda Brandt at BENS defense logistics meeting.
- Page 9. **Norm Augustine** testifying to the House Armed Services Committee defense acquisition reform panel.
- Page 10. Disaster recovery operations.
- Page 11. **Dennis Brown** (second from left), **Jane Stout** and **Jeff McWey** at the Center for Domestic Preparedness, Anniston, Ala. **Fred Keith**, CDP instructor and **Jeff McWey** at the Center for Domestic Preparedness, Anniston, Ala.
- Page 12. **Kurt Huff**. U.S. Secret Service. Counternarcotics operation. **Mike Mitchell**.
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- Page 15. Counterterrorist operations. Karen Wilson. **Joe Dyer**. Epidemic preparation.
- Page 16. **Chuck Boyd** (second from left), **Maurice Greenberg**, **Joe Robert** and **Mark Newman** in North Korea. U.S. JIATF-SOUTH representative (left) and **Ryan Parent** in Key West, Fla., for Combating Drug Cartels engagement. Pyongyang, North Korea. BENS members boarding helicopter during Iraq and Afghanistan trip.
- Page 17. BENS members at Ellis Air Force Base during “Red Flag” air combat training.
- Page 18. Sec. of State Hillary Clinton at the 2009 November Eisenhower Award Dinner.
- Page 19. Sen. Carl Levin at the 2009 May Eisenhower Award Dinner. National Security Advisor Jim Jones at the 2009 May BENS Washington, D.C., Forum. Rep. Ike Skelton at Kansas City award dinner. Former Sen. John Warner at the 2009 May Eisenhower Award Dinner.
- Page 20. **Bill Murdy**. **Earl Stafford**. **John Kecker**. **Mark Newman**.



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