



Minutes Board Meeting – April 21-22, 2015

Board Members Present:

Micah Henderson – **Chair**
Todd Domeck – **Vice Chair**
Ryan Olson – **Treasurer**
Brian Lisson – **Secretary**

Scott Andrews
Niels Damman
Michelle Hepler
Ben Kopp

Matt Marcus
Don Stock
James Borishade

Absent: Mike Smith

Proceedings:

Meeting called to order at: 8:40 am EST

I. Review and Approve Agenda

Motion #1: To approve the agenda

Moved by: Todd Domeck

Seconded by: Niels Damman

Motion Carried: Unanimous

II. Read Anti-Trust Policy – Niels Damman

III. Review and Approve past Minutes

a. March 18, 2015

Motion #2: To approve the minutes of the March 18, 2015 meeting of the Board of Directors

Moved by: Todd Domeck

Seconded by: Don Stock

Motion Carried: Unanimous Abstentions: Ben Kopp, Matt Marcus

b. March 26, 2015

Motion #3: To approve the minutes of the March 26, 2015 meeting of the Board of Directors

Moved by: Todd Domeck

Seconded by: Niels Damman

Motion Carried: Unanimous Abstentions: Ryan Olson, Matt Marcus



IV. Treasurer's Report

- a. Financial Update & Quarterly Financial Statements
 - Budget to Actual presented by Executive Director
 - Questions and answers about current state of financials
 - a) Big order for standards has not re-occurred.
 - b) Executive Director is suggesting that we publish 9th edition ahead of ANSI publication.
 - c) Discussion about the current practice of billing directly between reviewers and companies being re-reviewed for travel expenses. Concerns raised about the appearance of this.
 - Discussion about budget/financial report formats and accounts
 - a) The way we show the discount on standards.
 - b) Secretariat expenses should be taken out of BOD Expenses
 - c) Re-look at classification so that items can be "cost centred"
 - d) Finance Committee can help us manage the long term approach to recording finances.
 - Credit card fees have been reviewed for future
 - Not all conference expenses have been recorded.
 - Reviewed Year End Projections

Motion #4: To go into closed session

Moved by: Todd Domeck

Seconded by: Niels Damman

Motion Carried: Unanimous

Motion #5: To come out of closed session

Moved by: Todd Domeck

Seconded by: Scott Andrews



Motion Carried: Unanimous

- Board discussed strategies for addressing projected shortfall
- Ryan Olson to report back to the Board of Directors on financial progress.
- "Official" Corporate sponsorship discussed. This could be targeted on the following industries
 - a) Reservation Systems
 - b) Rental Equipment
 - c) Insurance
 - d) Machinery/Equipment
 - e) Clothing
 - f) Snacks
 - g) Credit Card
- Some guidelines for sponsorship should include:
 - a) Minimum sponsorship \$25k per year with 2 year maximum
 - b) Need to consider costs to us including website work, legal documents, licensing items
 - c) No sponsors who are impacted by our standards
 - d) Documented effort to get other sponsors in the specific market

V. Staff Reports

- a. Executive Director Report
 - Written report submitted by James Borishade
 - Discussion about what has been resolved in Tennessee
 - New York to include ICE as a credential
 - Questions raised about credit card processing and the amount of processing related to credit card fees and benefits.



b. Operations

- Written Report received from Bill Weaver
- Discussion about renewals
- Need to remind people
- Need to talk with committee about the difficulty of meeting CEU requirements
- Discussion about Singapore ICE plans

c. Administration

- Written Report received from Kim Catchings
- Discussion about potential keynote for 2016

d. Membership

- Written Report received from Trudi Robbins
- Reviewed website summary from PR-Marketing Committee – BOD supports findings
- Social Media Policy – to be discussed in new business
- Discussion about membership levels and ensuring that members are in the correct category.
- Need to look at policy
- Micah needs support with Parallel Lines article topics. Micah would like direction from the Board about the topics and communication method. Add to monthly agenda.

e. Events

- Written Report received from Melissa Webb
- Board of Directors Agrees to schedule changes – except early closing of Exhibit Hall
- Discussion of general election at AGM.
- Discussion about locations of 2018 conference. Noted that all locations are southern destinations. Conference site needs to be closer to host city. Number of flights to get to destination from major hub should be considered.

Motion #6: To receive the staff reports

Moved by: Scott Andrews



Seconded by: Don Stock

Motion Carried: Unanimous

The Board of Directors extends their thanks to the staff for their reports.

VI. **Committee Reports**

- a. Ethics Committee Don Stock
 - No report submitted
 - Would like to know whether they got new members

- b. Finance Committee Ryan Olson
 - Report attached

- c. Insurance Michelle Hepler
 - No report submitted
 - Need to transition Insurance Advisory Group to Insurance Committee
 - Raw data from internal insurance audit of accidents/claims needs analysis

- d. Nomination Committee
 - Need to populate

- e. Other Committees for population
 - Standards Development
 - Accreditation & Certification

VII. Recess at 5:20pm

VIII. Reconvened at 8:33am EST

IX. **Old Business**

- a. Insurance Audit
 - Update provided by Todd Domeck
 - Went back to Dan Freeh to discuss expanding scope to include a captive.
 - Current bid stands. Scope does not need to be expanded at this time.
 - External audit to proceed in next fiscal year.

b. Reimbursement Policy (Niels)

Motion #7: To approve ACCT Board Reimbursement Policy

Moved by: Niels Damman

Seconded by: Todd Domeck

Motion Does Not Pass: Opposed: 8 In favor: 1



Discussion:

- need to look at total cost of package
- Need to look at implications for other Committee Meetings
- Need to consider in light of total budget.

c. Task Force Recruitment Update

- a) Matt Marcus – ACCT University – no progress
- b) Scott Andrews - Practitioner Certification – no progress
- c) Mike Smith - Program Accreditation – no progress

d. Review Committee

Motion #8: To receive the Review Committee policies including Change in Qualifying Personnel, Representation of ACCT Status, Insurance Requirements, PVM Accreditation Qualifications, PVM Accreditation Re-Review

Moved by: Ryan Olson

Seconded: Don Stock

Motion Carried: Unanimous

- The Board of Directors offers the following feedback to the Review Committee:
 - a) ACCT Status – need to explore licensing in the future
 - b) Accreditation Qualification – need to specify that “builder-days” are each person
 - c) Accreditation Review – recommend reviewing 3 year cycle
 - d) Change in Qualifying Personnel – tidy up language
 - e) Micah Henderson to forward detailed notes.
- Discussion about accreditation or licensing
 - a) Need to ask the lawyers about what we should be doing in the future. Need to understand the benefits and liabilities of licensing or accreditation.

X. **New Business**

a. Conference Report

- Board members would like to receive one consolidated report in the future. Report should include Survey summary, financials, highlights, recommended changes, participant numbers year to year as well as reflections and recommendations from the



Events Manager.

b. DRAFT Budget

- Reviewed draft budget
- James will prepare a second draft
- New draft will include projected conference budget
- Sponsorships to be included.
- Budget organization to be re-organized.

c. Performance Appraisal

Motion #9: To go into closed session

Moved by: Michelle Hepler

Seconded by: Matt Marcus

Motion Carried: Unanimous

Motion #10: To come out of closed session

Moved by: Todd Domeck

Seconded by: Niels Damman

Motion Carried: Unanimous

XI. **Adjournment**

Motion #11: To adjourn the meeting

Moved by: Todd Domeck

Seconded by: Michelle Hepler

Motion Carried: Unanimous

XII. **Next Meeting**

Telephone

May 20, 2015

1:00 pm CST

