



Minutes for Board Meeting – December 16, 2015

Board Members Present:

Micah Henderson – **Chair**
Todd Domeck – **Vice Chair**
Ryan Olson – **Treasurer**

Brian Lisson – **Secretary**
Scott Andrews
Niels Damman

Michelle Hepler
Matt Marcus
Michael Smith

Board Members Absent:

Ben Kopp, Don Stock

Proceedings:

Meeting called to order at: 1:05 CST

Agenda for Day One

I. Review and Approve Agenda

Motion #1: To approve the agenda

Moved by: Michelle Hepler

Seconded by: Matt Marcus

Motion Carried: Unanimous Abstentions: Scott Andrews

II. Approve minutes

Motion#2: To approve the minutes of the Board Meeting of November 18, 2015

Moved by Ryan Olson

Seconded by: Scott Andrews

Motion Carried: Unanimous Abstentions: Matt Marcus, Michelle Hepler

III. Old Business

a. Interim Management Committee Update

- Update on the recent activities of the Interim Management Committee were provided by Micah Henderson
- The group has been meeting almost daily over the past couple of weeks. Items on our agenda have included:
 - a) Standards and ANSI process



- b) Staff reduction decision
- c) Redistribution of tasks and follow up from staffing reduction
- d) Human Resources policies
- e) Policies from Review Committee
- f) Law suit
- g) Banking, Financial Management, and Banking transition
- h) Conference Tracking

Motion #3: To go into closed session

Moved by: Todd Domeck

Seconded by: Ryan Olson

Motion Carried: Unanimous

Motion #4: To come out of closed session

Moved by: Todd Domeck

Seconded by: Ryan Olson

Motion carried: unanimous

b. **Membership Changes Plan**

- Update provided by Brian Lisson
- Membership Committee is meeting December 17, 2015 to complete its work on benefits recommendations for the new categories.
- Once we have a final package we will hand it over to staff to set it up on the website.
- The Board may need to consider changes to the By-Laws at the time of adoption.

c. **Financial Update**

- Financial update was provided by Ryan Olson

Motion #5: To approve the revised Budget for 2015-16

Moved by: Brian Lisson

Seconded by: Todd Domeck

Motion Carried: Unanimous



- Board members would like to see a comparison between the budget approved in the summer and the revision.
 - Banking transition is complete from the previous Executive Director. Signing authority has been transferred to the Board Chair and Treasurer. Online banking has also been established.
- d. Search Task Force Update
- Michelle Hepler provided an update on the Executive Director Search
 - Job description has been posted on LinkedIn and the Association of Association Executives.
 - 19 resumes have been received to date.
 - The Task Force will accept resumes until January 15th
 - Terms of Reference were amended last meeting to include an additional member. The current members of the Task Force now include Niels Damman, Scott Andrews, Michelle Hepler, Todd Domeck, Andrew Hubert, Lee Crumbaugh, and Bob Ryan
 - Jim Wall will help review resumes and shortlist candidates.
- e. 9th Edition Standards Update
- Final files have been sent to technical writer. Technical Writing will be complete in late December
 - Rich Klajnscek and Scott Andrews will review the final copy before it is sent for layout.
 - A hard date for publication needs to be established by the Interim Management Committee.
 - The initial standard will be available in a PDF style format which can be easily viewed on tablet devices.
 - Todd will forward additional information about systems for members to order printed copies directly off of our website.
- f. ANSI Update
- Micah Henderson provided an update on our current communications with ANSI
 - ANSI has been provided with responses to all of their most recent questions.
 - We expect to hear back from them after January 5th.



- We are ready to communicate to our members and the public once ANSI communicates their decision to us.
- g. Update on Law Suit
- Micah Henderson provided an update on lawsuit
 - The ACCT was served papers on a new lawsuit on January 16, 2015. This is a Federal Lawsuit which was filed in Illinois.
 - Our legal counsel has been advised.
 - No new information on original lawsuit
- h. Update on ACCT Insurance
- Micah Henderson provided an update on current ACCT Insurance
 - We are currently reviewing a new policy to better meet our insurance needs. It is currently being reviewed by our legal counsel and insurance auditor.
 - Michelle Hepler gave an update on the Insurance Audit
 - A report has been uploaded to Drop Box for review by Board Members
 - A meeting by conference call will be set up between the auditor, Executive Committee, and Insurance Audit Task force representatives to discuss the recommendations.
- i. Program Accreditation
- Mike Smith provided an update on Program Accreditation
 - Several documents have been uploaded to Base Camp to be reviewed by Board Members. Mike reported that Task Group members have not been very active in reviewing the current documents.
 - The Task Force may need new members in order to expedite moving the process forward.
 - Mike will be stepping back from the process for personal reasons.
 - Mike can edit the current documents following receipt of additional feedback in order to prepare them for a select public review.



IV. New Business

a. Correspondence from Member

- Don Stock has resigned from the Board of Directors due to personal reasons
- There was discussion about options regarding filling his seat.
- It was suggested that we appoint an attorney or accountant to fill this seat for the remainder of his term. Todd will collect names of potential Board Members to fill this seat. Board members should forward names to Todd by December 29th.

b. Sponsorship & Partner Policy

- Tabled

c. Standards Development Committee – Approval of Chair

Motion #6: To approve Rich Klajnscek Chair of the Standards Development Committee.

Moved by: Brian Lisson

Seconded by: Mike Smith

Motion Carried: Unanimous

- He will be coming off Design, Performance and Inspection Standards Writing Committee. He is working on a transition plan for that committee.

d. Aerial Park Operations Standards Task Force

Motion #7: To receive the report and draft Standard on Aerial Adventure Park Operations prepared by the Adventure Park Operations Standards Task Force.

Moved by: Brian Lisson

Seconded by: Mike Smith

Motion Carried: Unanimous



Motion #8: To approve the distribution (pending edits to typographical errors) of the draft Adventure Park Operations Standard for a 30 day public review and comment period in a manner consistent with the current practice used by the ACCT Consensus Group.

Moved by: Brian Lisson

Seconded by: Mike Smith

Motion Carried: Opposed: 1 In Favor: 8

- Discussion included the need for typos to be cleaned up prior to public comment
- Concerns were also raised about the overlap with the current Challenge Course Operations Standard and confusion that might be created by users of these standards

e. Future Conference Sites

- An update was provided by Brian Lisson
- Reno will be the conference site for 2019
- It was committed that in the future decisions for conference sites will be brought to the full Board of Directors for consideration.

f. Review Committee: Revised PVM Insurance Policy

- An update provided by Micah Henderson on the revised PVM Insurance Policy that was submitted by the Review Committee.
- This revision has been reviewed by legal counsel and our insurance broker.

Motion #9: To approve the revision to the Insurance Requirements policy dated 12/14/15 for PVM accreditation.

Moved by: Niels Damman

Seconded by: Todd Domeck

Discussion:

- Concerns were raised about the requirement for PVMs to indemnify ACCT. Concerns included the absence of the full text of the indemnification agreement and the lack of input from PVMs on this additional requirement.



Motion #9.1: To table the motion until the January meeting

Moved by: Scott Andrews

Seconded by: Mike Smith

Motion Carried: Unanimous

Motion #10: To approve the revision to the Insurance Requirements policy dated 12/14/15 for PVM accreditation with the exclusion of section B.3

Moved by: Mike Smith

Seconded by: Michelle Hepler

Motion Carried: Opposed: 1 In favor: 8

- There was additional discussion about next steps. It was requested that full text of the proposed indemnification be prepared prior to the PVM Symposium and that PVMs have a chance to review it.
 - It was suggested that mutual indemnification be considered.
- g. Board and Staff Social at Conference
- McKinney Roughts is offering to host and pay for a Board and Staff Social. A rafting trip was originally offered, but there were concerns about the timing of this. McKinney Roughts will host a BBQ instead.
 - There was support for this idea by Board members

V. Adjourn

Motion #11: To adjourn the meeting

Moved by: Todd Domeck

Seconded by: Scott Andrews

Motion Carried: Unanimous

Next Meeting: January 20, 2016 1-3pm CST

Approved: January 20, 2016

ACCT 2015-2016 Budget - REVISED- December 2015 - Approved

REVENUE	Budget		Accountability	Schedule	Notes
Events					
Conference Fees	329,370				
Exhibit Hall Fees	93,525				
Advertising Income	6,000				
Event Sponsorships	30,000				
Symposia	3,750				
Total Events		462,645	Mgr of Events	Schedule A	
Operations					
Vendor Accreditation	71,000				
Inspector Certification	31,750				
Other Certification	0				
Total Operations		102,750	Director of Ops	Schedule B	
Membership					
Individual Membership	53,500				
Organizational Membership	150,000				
Awards Revenue	1,500				
Total Membership		205,000	Director of Membership	Schedule C	
Publications & Retail Sales					
Standards Sales	60,000				
Other Publications	0				
Publication Advertising	5,000				
Job Listings	1,575				
ACCT Store	1,300				
ACCT University	0				
Total Publications & Retail Sales		67,875		Schedule D	

ACCT 2015-2016 Budget - REVISED- December 2015 - Approved

Sponsorships & Fundraising					
Corporate Sponsorships	0		Executive Director		
Auction	1,300				
Total Sponsorships & Fundraising		1,300		Schedule F	
Recovery Income					
Travel (carry through)	0				
Shipping	0				
Total Recovery Income		0			
Total Income		839,570			
EXPENSES					
Events					
Conference Expenses	193,244				
Exhibit Hall Expenses	72,000				
Symposia Expenses	2,861				
Work Group Expenses	5,000				
Total Events		273,105	Mgr of Events	Schedule A	
Operations					
Vendor Accreditation Expenses	22,000				
Inspector Certification Expenses	12,057				
Panel & Work Group Expenses	4,600				
New Program Start Up Expenses	7,500				
Standards Development	27,075				
Total Operations		73,232	Director of Ops	Schedule B	
Membership					
Working Group Expenses	500				

ACCT 2015-2016 Budget - REVISED- December 2015 - Approved

Awards	1,000				
Total Membership Expenses		1,500	Membership Director	Schedule C	
Marketing					
Exhibit Fees	1,700				
Online Ads	700				
Printing	900				
Website Fees	6,800				
Exhibit Booth & Supplies	1,700				
Other	1,800				
Total Marketing		13,600		Schedule C	
Insurance Audit	7,500	7,500			
Publications & Retail Sales					
Standards Publication	1,000				
Postage & Shipping	0				
Purchases: Store	650				
Total Publications & Retail Expenses		1,650		Schedule D	
Salaries, Wages, & Related					
Salaries & Wages	233,000				Admin Reviewers & ICE Course are in Schedule B
Benefits	19,140				
Payroll Taxes	21,105				
Payroll Processing Fees	2,200				
Total Salaries		275,445	Executive Director	Schedule E	Details found in "confidential" Schedule E
Telecommunications					
Telephone	5,600				
Internet	1,200				

ACCT 2015-2016 Budget - REVISED- December 2015 - Approved

Total Telecommunications		6,800			
General Operating 1					
Web Tech Support	3,500				
Professional Development	6,500				
Staff Travel- General	16,000				
Meals & Entertainment	700				
Total General Operating 1		26,700	Executive		
General Operating 2					
Postage & Shipping	10,000		??		
Office Supplies	3,900		??		
Office Rent	11,000		??		
Outside Labor	200				
Total General Operating 2		25,100			
Bank Fees					
Credit Card Processing	27,000				
Service Charges	500				
Total Bank Fees		27,500	??		
Licenses, Taxes & Dues					
Delaware Fees	75				
Total Licenses & Dues		75	??		
Insurance					
Conference Cancellation	1,900				
Directors & Officers	1,500				
General Liability	4,500				
Errors&Omissions w/Bodily Injury	4,800				
Deductable	1,000				
Workers Comp	850				

ACCT 2015-2016 Budget - REVISED- December 2015 - Approved

Total Insurance		14,550			
Professional Services					
Accountant	6,700				
Attorney	8,000				
Delaware Representation	300				
Other Services	1,800				
Total Professional Services		16,800			
Board of Directors & Governance					
BOD & Committee Travel	1,000				
BOD & Committee Telephone	1,000				
BOD & Committee Meeting Expenses	5,000				
Strategic Plan Expenses					
Total BOD & Governance		7,000	Executive Director	Schedule F	
Recovery Expenses					
Travel (carry through)	0				
Shipping	0				
Total Recovery Income		0			
Total Expenses		770,557			
Profit/Loss		69,013			

Balance Carried Forward from 2015

73,226 Added \$4,226.06 in interest charged

End of Year

-4,213

Committee Name: Aerial Park Operations Task Force

Committee Chair: Sarah Oosterhuis

Committee Liaison

Committee Charge: Develop a Draft Operations Standard for Aerial Adventure Parks

Action Since Last Report

The Task Force has been meeting approximately every other month by phone, utilizing google Docs for group editing and has recently met for two days in NC to complete the draft "Aerial Park Operations Standards" Presented here to you for your review and approval.

RELEVANT HISTORY:

This draft standard is based significantly on EN 15567-2 Sports and Recreational Facilities - Ropes Courses - Part 2: Operational Requirements.

All Attempts Have been made to harmonize this document with:

- North American Terms and Language
- ACCT 9th Edition Standard
- ASTM F770 Standard Practice for Ownership, Operation, Maintenance and Inspections of Amusement Rides and Devices.
- ASTM F2959 Standard Practice for Special Requirements for Aerial Adventure Courses
- 29CFR Part 1910 OSHA Workplace Regulations

The following persons /organizations have been serving as the Task Force since its inception. No funding has been provided by ACCT for travel expenses incurred for the two face to face meetings that have occurred.

- Bahman Azarm, Outdoor Ventures - (on Program Accreditation Task Force)
- Melissa Houle, Outdoor Ventures
- Dave Horan, Outdoor Ventures
- Keith Jacobs, Experiential Systems -(ICE Chair and active in GRC, Insurance Advisory and ASTM)
- Rich Klajnscek, Sea Fox Consulting - (DPS Chair and Active in ASTM)
- Sarah Oosterhuis, Challenges Unlimited - (Former Board Member and Certification Standards Task Force and the Certification Implementation Task Force member)
- Bob Ryan, Project Adventure - (former Board Member / Former Ethics Committee Chair/ Current Chair of CG)
- Carson Rivers, Challenge Towers - (on Accreditation Committee)

A Public Presentation was provided at ACCT Annual Conference in February 2015 to seek feedback from the industry; approximately 32 attendees were present, notes were taken and incorporated into this draft.

At this time The Task Force asks for the BOD to review our document and approve the motion presented below.

Action(s) Requested	
<p style="text-align: center;">Check One below</p> <p><input type="checkbox"/> Information Only</p> <p><input checked="" type="checkbox"/> Motion (provide draft below)</p> <p><input type="checkbox"/> Other (explain below)</p>	<p style="text-align: center;">Additional Materials (check one)</p> <p><input checked="" type="checkbox"/> Attached</p> <p><input type="checkbox"/> Previously distributed</p> <p><input type="checkbox"/> None</p>
Proposed Motion or Explanation of Other	
<i>(Sample motion: Motion to approve Sally Jane as committee chair.)</i>	
<p>Motion</p> <p>That the BOD accept the draft standard on Aerial Adventure Park Operations as submitted by the Task Force and distribute the document for a 30 day public review and comment period in a process that is consistent with current practice used by the ACCT Consensus Group to record and document feedback into a New Draft of the Standard to be presented to the BOD by May 2016 for review and approval for publishing. The draft standard be sent to the ACCT membership and other interested parties by December 18, 2015 in order to allow an appropriate amount of time for the Task Force to review feedback in order to present the draft at a session at the 2016 ACCT conference.</p>	

For Board Use Only			
The ACCT Board of Directors has reviewed your request and issue the following response:			
Board Meeting Date:	Date Reviewed:	Date Response Sent to Committee	Name of Committee Liaison

Insurance Requirements

Association for Challenge Course Technology

PO Box 47 Deerfield, IL 60015, USA

Phone: 800-991-0286 | Fax: 800-991-0287

www.acctinfo.org

Policy:

Professional Vendor Members (PVMs) must maintain appropriate minimum insurance coverage. Coverage must be continuous; that is, not on a job-by-job basis.

Purpose:

PVM companies must maintain insurance coverage which is appropriate and adequate for the size and scope of their operations, based on the geographic areas in which they operate—that is, the United States and its territories, or international.

Procedure:

The following insurance policies are required for PVM companies operating in the jurisdiction of the United States. Other types of insurance, with different limits, may be required for PVMs' based or operating outside of the United States.

- A. PVMs shall maintain the following types of insurance to ensure coverage in all service categories for which they are accredited (i.e. installation / inspection, training and certification). If the PVM provides programming, or other services, there may be other types of insurance required.
 1. General Liability:
 - a. Commercial General Liability Insurance with minimum limits of \$1 million US per occurrence and \$2 million US general aggregate*. The coverage should be with a carrier rated at least comparable to A-VII with AM Best. The General Liability shall be written on an occurrence basis.

**These limits are intended to represent minimums but may not be sufficient for all PVMs or scenarios. PVMs should consult their own counsel to determine appropriate limits based on size or scope of work.*
 2. Workers' Compensation:

All companies must carry applicable workers compensation coverage in accordance with the regulations in all jurisdictions in which they operate unless:

 - a. The principal or principals are exempt by jurisdictional law and
 - b. The principal or principals are the only employees and
 - c. No other employees are hired at any time during the course of the year. (See note below about contract employees).
 3. Products and Completed Operations:
 - a. This coverage should be included in your General Liability policy with the same policy limits as your General Liability coverage. This endorsement is not required for training only PVMs.
 4. Professional Liability:
 - a. This covers the professional services you provide, such as course design, inspection, consulting and training. The minimum limit shall be comparable to \$1,000,000 US funds per occurrence.
 5. Auto:

Insurance Requirements

Association for Challenge Course Technology

PO Box 47 Deerfield, IL 60015, USA

Phone: 800-991-0286 | Fax: 800-991-0287

www.acctinfo.org

- a. A Business Automobile policy should be purchased with liability limits comparable of \$1,000,000 US funds Combined Single Limit (CSL) for both liability and uninsured/underinsured motorist.
- B. PVM Notification Requirements
1. The PVM must report to ACCT any lapse in required insurance coverage within 15 calendar days after the PVM has been notified of such termination of insurance.
 2. PVMs shall name ACCT as a certificate holder (entitled to receive a certificate of insurance evidencing the coverage) on all policies directly related to accredited services. The mailing address for ACCT is PO Box 47, Deerfield, IL, 60015.
 3. PVMs shall name the ACCT as additional insured on its General Liability policy, using form CG 2026 Additional Insured- Designated Person or Organization.
- C. Additional areas of insurance that should be considered
1. Property:
 - a. This coverage should be considered for business property, real property and business personal property, both owned and leased/rented. Limits should reflect the property exposure.
 2. Inland Marine
 - a. This coverage should be considered for portable property that is exposed to loss. This is typically for owned equipment, but could include rented equipment. If specified, it can also include coverage, protecting materials purchased for a job and left at the job site. Limits should reflect the property exposure.
 3. Umbrella
 - a. Often a client will require certain limits above those offered by the General Liability policy, but a PVM should strongly consider purchasing higher limits on their own. Each company should consult with their Attorney/Financial Advisor/Insurance Agent, to help them decide appropriate limits for their needs.

Notes:

1. *Contract Employees in the United States*- Calling someone an “independent contractor” or “contract employee” does not necessarily make them one. The United States IRS publishes a list of criteria that must be met to be classified as an independent contractor. See the following links: <http://www.irs.gov/businesses/small/article/0,,id=99921,00.html>; <http://www.irs.gov/pub/irs-pdf/p1779.pdf>. Someone who did qualify as an IC, must supply you with a certificate of insurance showing that they have a Workers’ Compensation policy or equivalent coverage in place. If any employees or contractors do not have adequate coverage, you are responsible and basically uninsured for that exposure. PVMs operating outside the United States must check with their jurisdictional authorities to properly define contract employees. .
2. While all insurance coverage shows professionalism and fiscal responsibility, Workers’ Compensation coverage is required in the United States by state law and limits are set by the individual state. In addition, if an exempted principal does work on a client’s property, there is also an expectation that they are covered by some form of equivalent coverage for health care and disability. PVMs operating outside the United States must check with their jurisdictional authorities to properly ascertain Workers’ Compensation or its equivalent coverage.