

## MINUTES ISPLS BOARD OF DIRECTORS MEETING

Marriott East, Indianapolis, Indiana

Wednesday, January 13, 2016

1. Call to Order: 7:58 am (Eastern Time) by President Bernie Guerrettaz (Silence all electronic devices)
2. Attendance/Roll Call:  
B.O.D. – Eric Banschbach, Bryan Catlin, Perry Cloyd, Executive Director (E.D.)  
Jason Coyle, Brent Friend, Dennis Grumpp, Bernie Guerrettaz, Rich Hudson, Jim Tibbett, Don West, Don Williams  
  
Absent: Sean Suttles  
  
Quorum Declared
3. Guests – Chuck Coyle Doug Herendeen, Brian Haggard, David Myers (9:29 am), Norman Hiselman (9:45 am), Vincent Barr (9:45 am), Alex Fabian (10:20 am), Jacob Hoffman (10:20 am), Don Bengel (10:30 am)
4. ISPLS Mission and Vision Statement - Don Williams read our mission and Perry Cloyd read the vision statement, which statements were also printed in the agenda.
5. Adjustments to the agenda-  
None
6. Review of December 12, 2015 BOD Meeting Minutes  
A MOTION was made by Don Williams and seconded by Eric Banschbach to accept the minutes as presented. The motion PASSED by a voice vote.
7. Official Business conducted via e-mail

A MOTION was made by Bryan Catlin and seconded by Perry Cloyd to accept the Board of Directors election results (Vincent Barr, Alexander Fabian and Norman Hiselman being elected) reported by Mark Gardner, Nomination Committee Chair, and to have the ballots destroyed. The motion PASSED.

A MOTION was made by Don West and seconded by Dennis Grumpp to have the candidate with the next highest vote total in the BOD election, David Myers, fill the opening on the Board of Directors resulting from the election of Bryan Catlin to president-elect. The motion PASSED.

There was a vote on which proposal to accept for Association Management Services for ISPLS and IPLSF and Raybourn Group International received the majority of votes.

There was general discussion of a transition period to the AMC, contract dates and a desire to have a contract renewal in place by the annual conference.

8. Ensign CPA Group Report (Todd Ensign) A written Consolidated Financial Statement with Independent Accountants' Review Report (SEE File) year ending June 30, 2015 and 2014 and a Financial Report (SEE File) Year ending June 30, 2015 were presented and reviewed by Todd Ensign. Todd asked for suggestions about future reports which included: Adding definitions to the report and possibly presenting the annual report in August. Todd did recommend that the Foundation increase public support of the foundation or change their tax classification to a support organization (which would still be a 501c3 but would not require public support). There was Board discussion about these options.
9. Wallington Annual Report (Jeff Dowden) a written report (SEE File) dated 1-13-2016 (current as of December 31, 2015) was presented and reviewed by Jeff Dowden. There was Board discussion of the stock/bond allocation. Consensus of the BOD is to continue the 50/50 split with a maximum change of 20%. Mr. Dowden also did a brief review of the Foundation Assets as the reports are quite similar.
10. President Guerrettaz recognized and thanked Banning Engineering for providing management services for 2015.

There was further discussion about transitioning to an association management contract to start March 1 or April 1.

A MOTION was made by Jim Tibbett and seconded by Perry Cloyd to have the association management contract in place by April 1 for the first 12 month period and to review the contract at the February meeting. The motion PASSED by voice vote.

11. Financial Report: (Dennis Grumpp)  
Written financial reports (Balance Sheets, Budget, Income/Expense, etc) dated December 31, 2015, were presented for board review (see file/Drop Box).

Dennis Grumpp reviewed the balance sheet with total assets of \$409,353.46. Dennis also covered the income and expense report, the investment report, the profit and loss budget versus actuals report and the 2015/2016 budget spreadsheet. See drop box for all reports.

Dennis made parting remarks as he is going off the board. He expressed thanks for the opportunity to serve as Treasurer and thanked Jason and Brent.

Bernie thanked Dennis and Jason for their service.

A MOTION to accept/receive the Financial Reports was made by Eric Banschbach and seconded by Jim Tibbett. The motion PASSED by voice vote.

12. Review/Receive the Executive Director's Report:  
Jason Coyle gave a brief verbal report. The Hoosier Surveyor has gone out. There was a brief update on convention matters.

13. 2016 Convention Report/Update:  
Jason Coyle reported there are 542 registrants, 30 booths, 18 speakers, six classes on Thursday (am and pm) and seven classes on Friday (am and pm).

There was discussion of the agenda for the business meeting.

14. Committee Reports:

- A. Communications Committee Group

1. Membership Committee/New Member reviews: Brent Friend presented 21 new members for approval.

A MOTION to accept the 21 candidates for membership was made by Brent Friend and seconded by Jim Tibbett. The motion PASSED by voice vote.

- B. IPLS Foundation:

Perry Cloyd noted that the foundation needs two new members. A MOTION to nominate Don West and Doug Herendeen to the foundation BOD was made by Perry Cloyd and seconded by Bryan Catlin. The motion PASSED by voice vote.

The foundation has received financial approval from the Indiana Utility Regulatory Commission for five free educational meetings/seminars

15. Unfinished Business - NONE

16. New Business: functioning as the REORGANIZATION MEETING

Dennis Grumpp thanked Bernie for his guidance of ISPLS over the last year during a time of transition.

President-elect Rich Hudson thanked the outgoing and incoming board members as well as Bernie Guerrettaz and Jason Coyle for their services.

A tentative calendar with proposed BOD meeting dates was presented. There was discussion about Friday meetings.

Rich Hudson presented his executive committee members and liaison to the Board of Registration as follows:

Perry Cloyd – Vice-President

Alex Fabian – Secretary

Brent Friend – Treasurer

Board of Registration liaisons – Jason Coyle and Jacob Hoffman

A MOTION to accept the slate of executive committee members and board of registration liaisons was made by Bernie Guerrettaz and seconded by Don Williams. The motion PASSED by voice vote.

17. Adjournment:  
The meeting was adjourned at 11:53 AM

Respectfully submitted,

Bryan Catlin  
ISPLS Secretary