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BOARD OF DIRECTORS MEETING

August 6, 2018

10:00 – 11:30 AM Pacific

(11:00-12:30 mountain, 12:00-1:30 central, 1:00-2:30 eastern)

Tele/Video Conference

OFFICERS Grant Axtell, President Mary Rogers, President-Elect Linda DeMore, Vice-President Misti Hodges, Secretary/Treasurer Cheryl Brown, Immediate Past President	DISTRICT DIRECTORS Mike Mrvichin, District I Denise Carey, District II Sherry Maddock, District III Jenny Yarian-ScalPELLI, District IV Stephanie Stevens, District VII Ray Cabrera, District VIII Katsuto Hisano, District X Jason Huang, District XI	COMMITTEE CHAIRS Stephanie Stevens, Awards Amber Drake, Bylaws (Parliamentarian) Terri Pasternik, Conference Linda DeMore, Membership Donna Glacken, Chapter Development Rebecca Stancil, International Relations Nancy Fink, Professional Development	COMMITTEE COORDINATORS Sharon Mike, Senior Workforce Professionals Amber Drake, Conference Program Steve Strain, FLASH STAFF Steve Bent, Executive Director
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AGENDA ITEM	LEAD	PURPOSE/ACTION	NOTES
Call to order	Grant		Grant Axtell called the meeting to order at 10:01am pacific time.
Roll Call, Establish quorum	Misti		Those not in attendance included Cheryl Brown, Rebecca Stancil, Katsuto Hisano, and Jason Huang. Quorum requirements met.
Approval of agenda	Grant		Mary Rogers moved to accept the agenda as presented and available online. Seconded by Jenny Yarian-ScalPELLI. Motion carried.
Approval of minutes	Misti	Motion to approve	Minutes from 6/21 meeting were presented by Misti Hodges. Sherry Maddock moved to accept the minutes with grammar and spelling corrections. Seconded by Linda DeMore. Motion carried.
Reports			
<ul style="list-style-type: none"> Financial 	Misti	Motion to accept	Misti Hodges presented the financial report verbally. Jenny Yarian-ScalPELLI moved to accept report as presented. Mary Rogers seconded. Motion carried.

<ul style="list-style-type: none"> Executive Director 	Steve	Information	<p>Steve began his report by thanking everyone in terms of district and committees moving ahead. He added many committees have already met and are already working on projects. Next, Steve reported that the WPDP growth continues and is the association's primary source of non-dues revenue. As such, Steve asked all board members to market the program. Students who have successfully completed the program are also helping market it by adding the electronic badge to their email signatures. Steve added that anyone that had previously completed the program will be sent the badge via email. The growth in the WPDP program means we are still tackling issues with the LMS. Work is currently being done to make the transition from the old LMS to possibly a new one. Steve concluded his report by stating we have moved to a more aggressive approach of marketing for membership.</p>
<ul style="list-style-type: none"> Districts 	District Directors	Information	<p>Grant asked the District Directors to share one thing they have communicated to their district.</p> <p><u>District 1</u> – Mike Mrvichin has been in communication with the New York Chapter but is unable to attend their conference. He added New York will be electing a new president. Mike added his district still has questions regarding chapters, the affiliation agreement and membership. Grant requested Mike put all his questions in an email to Steve as some of the info is not readily available.</p> <p><u>District 2</u> – Denise Carey communicated that there is a professional development opportunity on October 26th. She's also reached out to Washington DC, Virginia and West Virginia.</p> <p><u>District 3</u> – Sherry Maddock informed the district that she is serving as director again and she reached out to the Georgia President.</p>

			<p><u>District 4</u> – Jenny Yarian-ScalPELLI reported that all active chapters were present at the International conference. She communicated that Ohio gave up their own chapter meeting to gain agency support to attend the international conference. Ohio is now working on planning for their next conference in the spring</p> <p><u>District 7</u> - Stephanie Stevens reported that September 14th is their district conference. Communication is being done to make sure Idaho and Montana members are aware of it.</p> <p><u>District 8</u> - Ray Cabrera reported they had a budget meeting in July. He also communicated the district conference is this Saturday August 11th.</p> <p><u>District 11</u> - Grant reported that Director Jason Haung visited Montana and spent time with International Relations chair Rebecca Stancil. Jason has been in contact with 3-4 other countries regarding membership.</p>
<ul style="list-style-type: none"> • Committees 	Committee Chairs	Information	<p>Grant asked the Committee Chairs to share one goal they have made progress towards.</p> <p><u>Awards</u> – Stephanie Stevens is developing a plan to get more information out to the chapters and is working with Oregon.</p> <p><u>Bylaws</u> – Amber Drake reported she is reviewing the current bylaws and is noting areas the association may want to consider amending to align with Roberts Rules of Order.</p> <p><u>Conference</u> – Terri Pasternik reported meetings have begun to start planning for San Antonio. In addition, they have a short list of future potential conference sites. Finally, Steve, Jill and Misti are</p>

			<p>working on the financials for this year's conference.</p> <p><u>Membership</u> - Linda Demore reported she is starting monthly conference calls for new members in order to welcome them and give a brief explanation of where things are on website and other member information. The first call is on August 23rd. These monthly calls have already been scheduled for the rest of the year.</p> <p><u>Chapter Development</u> - Donna Glacken reported that she met with Steve and Grant last week. Work is being done to review and finalize the CAR (chapter affiliation report), a chapter guide and updating the website in terms of chapter information. She also stated that she will be setting up monthly meetings.</p> <p><u>Professional Development</u> – Nancy Fink reported that she had lunch with Grant and they hashed out ideas regarding online learning opportunities. She has also reached out to Amber Drake. She reported that Maryland will be piloting an online learning group with the possibility of expanding. Finally, they are looking at WPDP program and using it in Maryland for a professional development opportunity.</p> <p><u>Senior Workforce Professionals</u> – Sharon Mike reported she is having monthly contact with this group of members. An email was sent in July and another one will be going out in next week or so. Sharon also had a conference call with Steve and Grant. Finally, they are trying to secure updated contact information for all Lifetime and Senior Workforce Professional members.</p> <p><u>Conference Program</u> – Amber Drake stated information regarding the San Antonio conference has already been discussed.</p>
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			<p><u>Flash</u> – Grant reported that he spoke with Steve Strain. Steve has ideas to update the Flash, including an online version along with printed version and a daily video called the “Daily Flash Back”. Steve intends to interview workshop speakers and attendees to get their impressions. He also wants to use the Flash to market the conference to members that don’t currently attend. Discussion included that the daily videos could be hosted online and be used each morning to recap the previous day.</p> <p>The committee reports led to a discussion regarding the October board meeting in San Antonio. The dates are October 12-13th. Board members (except conference committee and officers which will come in earlier) should fly in on October 11th and home late on the 13th or the morning of 14th. Grant added that he and Steve will be in touch in the next couple of weeks to make travel arrangements. Grant added that reasonable travel expenses are paid by the association.</p> <p>Grant then informed the board that a new contract has been signed with Jill Bent and includes expanding her work beyond the conference to a meeting planner and more.</p>
Old Business			
<ul style="list-style-type: none"> • Advice of Attorney – Please note, this item was moved to the end of the agenda. 	Grant and Steve	Information	<p>Grant asked for a motion to move into executive session to discuss advice of attorney and asked District Director Ray Cabrera to recuse himself due to a conflict of interest. Mike Mrvichin so moved. Seconded by Dense Carey. Executive session began at 10:48 am. Jenny Yarian-Scalpelli made a motion to move out of executive session. Mike Mrvichin seconded. Motion carried. Executive session ended at 11:09 am</p>

<ul style="list-style-type: none"> Committee Goals 	Grant	Information	Grant reported that he and Steve are meeting with each committee chair via telephone and will be doing the same for district directors. Each Director should have a strategic initiative. They both wanted to thank the committee chairs for already making progress.
New Business			
<ul style="list-style-type: none"> WPDP – length to complete 	Steve	Discuss and Vote	Steve open the floor for discussion regarding changing the length of time to complete the WPDP program. The current allowable time is 3 years. Steve would like to see something more reasonable due to enhances in technology and the fact that LMS charges a monthly fee per student. He added a year is plenty of time to complete the program, maybe a year and a half. Historically, the length was 3 years due to it being a manual process. Also, at one time, this was a proctored exam. The current 3 years is not profitable to maintain. Discussion included the need to visit with Illinois, Oregon, and Washington as they are actively using the program. Discussion included possibly changing the allowable length to 18 months and increasing the fee for those wanting more time. As a change will impact both current and new students, Grant suggested a cost analysis and contacting the current states to be reviewed and possibly voting on during a future meeting.
<ul style="list-style-type: none"> Tax Status 	Steve and Misti	Discuss and Vote	Grant stated Steve would like some feedback on moving the association toward a 501(c)(3) tax status. The association is currently classified as a 501(c)(6) which is a chamber or business league. This status was related to our previous lobbying efforts. A 501(c)(3) status would more closely align with our current mission of education. This is something prior board(s) explored and passed previously but did not move forward with due to exploring the possibilities with the IAPES Foundation. However, Steve shared that it is the opinion of Crystal Caison, the current chair of the

			<p>Foundation, that the Foundation be dissolved, reincorporated, and refile for a new tax status. This is due to the fact that we do not have the history or records to determine any liability that may exist with the current Foundation.</p> <p>If completely refile for the Foundation is necessary, we should instead consider refile the association itself as a 501(c)(3). That would put everything under one organization and we could also file for a group exemption. This would cover chapters that do not have their own tax status. Steve did add that the group exemption is a separate application and it is a big process to get approval. Steve stated that similar associations are operating as 501(c)(3)s and that as such, we would be able to accept tax deductible donations. Discussion included that this conceivable makes sense. Grant questioned the board to see if there was anyone that had major concerns regarding exploring this possibility. Hearing none, Steve will continue to do research to move forward.</p>
<ul style="list-style-type: none"> • Transfer of funds 	Misti	Discuss and Vote	Misti Hodges moved to withdraw \$100,000 from investment account to be deposited into the checking. Jenny Yarian-Scalpelli seconded. Motion carried.
Good of the order	All		none
Adjournment	Grant	Motion	Misti Hodges moved to adjourn. Seconded by Mary Rogers. Motion carried. Adjourned at 11:15 am pacific

NEXT MEETINGS:

September 10, 2018 Video/Tele Conference, 10:00 AM pacific (if needed)

– may or may not have. No reports due.

October 12, 13, 2018 In-person (San Antonio)

November 5, 2018 Video/Tele Conference, 10:00 AM pacific

ACTION ITEMS:

ITEM	RESPONSIBLE	DUE DATE
Discuss vision and mission with members, send feedback to Steve	All district directors	9/7/18
Complete IAWP Board training	All	9/7/18
Director Reports	All district directors	9/21/18
Committee Reports	All committee chairs	9/21/18
Review standing rules and new bylaws	ALL	9/21/18

FUTURE AGENDA ITEMS:

- Update Standing Rules to align with new bylaws
- Review and implement new set of association policies
- Senior Workforce Professional dues
- Reviews of CWP requirements
- Update to vision and mission
- Update to Articles of Incorporation
- Next steps with foundation
- Review and approval of Chapter Handbook
- Review and approval of 2018 Chapter Affiliation Annual Report requirements
- Review webinar schedule
- Review holiday membership drive plans
- Approval of new LMS