

MEETING MINUTES
IIMC BOARD OF DIRECTORS TELECOM MEETING
Monday, January 11, 2010

The Telecom Meeting of the IIMC Board of Directors was called to order at 9:02 am (Pacific Time) by President Mary Lynne Stratta.

ROLL CALL:

Board Members

Present:

Executive Committee: Stratta, Cassler, Nicol and Reese
Region I: Dixon
Region II: Jacobs and Williams-Warren
Region III: Small (Burns) and S. Kelly
Region IV: Blackard and Miner
Region V: T. Kelly and Young
Region VI: Alexander and Moore
Region VII: Goodwin
Region VIII: Kalasz and Simmons
Region IX: Hawker and Kolacy
Region X: Lemoine and White
Region XI: Allers and Randle

Absent:

Region I: Mullen
Region VII: Lovett-Sperling

Others Present:

Chris Shalby, IIMC Executive Director
IIMC Staff Members: Ward and Maggard
Nancy Vincent, Chair, Program Review and Certification Committee
Kathy Dornan, Parliamentarian/Recording Secretary

President Stratta opened the meeting and thanked everyone for participating.

APPROVAL OF MINUTES OF MAY 18, 2009, ANNUAL BOARD MEETING:

President Stratta advised that these minutes were discussed at the mid-year board meeting and were sent back for further content corrections which have been made. She stated that a few grammatical errors were noted on the revised copy; that these corrections are being taken care of at headquarters, but that none of these change the content of the minutes. She asked for the Board's approval.

Motion by Blackard, second by Simmons, to accept the minutes of the Annual Board Meeting of May 18, 2009, with completion of the minor grammatical errors reported.

Motion carried unanimously.

**CLARIFICATION OF ACTION TAKEN AT MID-YEAR BOARD MEETING
REGARDING EDUCATION POINTS FOR ATTENDEES AT STATE ASSOCIATION
SEMINARS:**

President Stratta explained that following the mid year meeting, as staff was working on the synopsis of the actions taken, a question arose regarding the decision made by the Board relative to points received by members attending State Association education seminars, and whether that decision ended up being (1) point for (4) hours in "Education" or in "Experience" points. She noted there are several differences of opinions among the Board members on what was approved. She advised that the motion maker understood it was for "experience" points, however, several members feel the motion was worded for "education" points; that the minutes also reflect "education" points, and that she is bringing the issue to the Board today for clarification. She also informed the Board that Program Review and Certification Committee Chair Nancy Vincent was also participating in this telecom discussion regarding this issue, and she asked Nancy to explain the recommendation from the PR/C Committee.

PR/C Committee Chair Vincent advised the Board that the recommendation from the Committee was strictly for Education points, not experience points and that the Committee's discussion of this issue was always for education, not for experience points. She advised that the Committee understands that IIMC education is not a one size fits all endeavor; and that in this recommendation, they were trying to recognize the needs of small communities especially, knowing that many small community clerks are allowed to attend their state conference and seminars but nothing else, and by giving education points to these classes, with pre-approval of the class by IIMC required, this affords those clerks the opportunity to receive education points. She noted she was surprised to learn after the mid year meeting that this was being questioned at all; that it was her understanding at the mid-year Board meeting this was approved as education points as recommended by the PR/C Committee.

Verification Specialist Emily Maggard stated that she had been under the impression that this issue was more focused on the MMC applications, as the specific issue of Advanced Education points for approved State Associations coursework. She said the trouble with attaining Advanced Education for the MMC seems to be a huge outcry from the members. It was her understanding that PR/C was responding to the larger problems first, beginning with what was broken with the MMC. She felt there was no category changes for CMC and assumed these would remain allocated in the Experience category, and for the MMC in either category. She advised that staff's understanding was that CMC points would continue to go under Experience-Continuing Education for State Association educational sessions.

Director Burns-Small noted that she recalled the discussion on this issue, stating that in some States, like Florida, the Institutes only offer 100 hours, with the ability for the rest of the education hours required to be earned by attending State Association education seminars. She noted there has to be reasonable, cost effective ways to

earn education points, noting if education training was approved by IIMC prior to the seminars, then offering these at the State Association level created another way of obtaining these. She confirmed there needs to be a way to do this, that members and the Board have discussed this extensively and that she is surprised now that they are being considered otherwise.

President-Elect Cassler commented that she had taken extensive notes at the mid year Board meeting during this discussion; that she distinctly remembers the discussion by the Board; and that she had faxed her notes to President Stratta, which clearly indicate that the Board was agreeable to offering these as educational points, if the education session was pre-approved by IIMC.

Past President Reese questioned the member who seconded the motion and what they believed the intent of the motion was. It was noted the second came from Director Miner who has not yet arrived on today's telecom.

Vice President Nicol stated that she made the motion of approval at the mid year meeting. She noted that it had been a long day; there was a lot of business and discussion taking place; and apologized if her motion that day was not clear. She outlined the basis of the CMC program, noting that the Institutes are designed to accomplish certain things for a CMC, including providing the core curriculum, as designed by IIMC. She feels awarding points any other way is defeating the original design of the Institutes and that this would take away from Institutes. She added by allowing members to gain education points at State Conferences, this would undermine the authority of the Institutes. She questioned how the various Institute Directors would feel about this; that she would have never motioned approval of education points in this regard, and that if this was said, that she meant for it to be experience points.

Director S. Kelly noted that when the Institute is held in their state in March, this is done in conjunction with their State Association and that it would be very confusing if Clerks were not able to gain education points at this event.

President Stratta commented that she understood at the mid-year meeting that this was for education points also. She stated that she felt the Board had changed it to education with the pre-approval requirement caveat, noting that the motion recorded in the minutes also noted the pre approval requirement and that if only experience points are awarded, pre-approval is not even necessary. Therefore, if it was not intended to be education points, why would the pre-approval language even be a part of the motion?

President Elect Cassler commented that she respectfully disagrees on the aspect that allowing education points at state sponsored courses will take away from Institutes. She felt this was clearly two different things, and that IIMC is still not giving State Associations what we give to Institutes in regards to points allocations. She agreed that IIMC has to continue to rebuild its trust and respect with the Institute Directors, but still feels the triangular partnership (IIMC, Institutes, State Associations) is vital and important and that she does not see allowing education

points with pre-approval as a threat, but more as a cohesive method to offer education as an addition to the Institutes.

Director Young stated she agreed; that she does not see allowing education points in this manner as a threat at all. She commented that there was an Institute Director member on the PR/C Committee who was in agreement with this and that she also feels the vote at the mid year meeting was to allow these points as education, based on adding the pre-approval connotation, which was done.

Member Kolacy commented that she thought the pre-approval issue had to do with CMC pre-approval points. She stated that the point about Institutes providing only 100 hours and members needing points in other ways as mute as the 120 hour requirement remained intact and must be complied with. She noted that allowing education points is going to cause dissent among Region IX Institute Directors, who feel this was a threat to the Institutes' viability. She added that another concern is that certification has a prescribed set of courses and questioned if staff will have to track what courses fit into this in order to award education points and whether this is more work and more complicated for staff. She summarized stating she had no thought when voting at mid year that this had anything to do with education points, but that it was always intended for experience points. She added that there are a great deal of experience points needed for certification which are hard to get and that attending state education seminars is the mechanism to obtain these.

Director T. Kelly advised that she had reviewed her notes of the mid year meeting; that she agrees with Chair Vincent and her impression at that meeting and feels they were approved as education points. She confirmed that they must still file for course pre-approval, but in a simplified form, in order to even get the points. She advised that in this same context, she feels the minutes are correct in that the Board approved one point for every four hours for education.

Discussion was held on the issue of tracking points from State sponsored seminars, pre-approval forms and formats and the pros and cons of these courses having to be reviewed by the local Institute Directors, etc.

PR/C Committee Chair Vincent commented that through discussion and review of this recommendation, it was learned that not all institutes are providing 120 hours of education study as yet; that they have no issues working with the States to provide additional education; and that in some areas the Institute Directors were agreeable to allowing one point for every three hours of study for education by states.

Staff was questioned as to how many Institutes were not currently offering the 120 hours. Ms. Maggard indicated that there were perhaps 5 or less; and that these states had been finding other ways to handle these points and education needs.

Motion by Nicol, second by Hawker, that State Association sponsored education courses/seminars be awarded one (1) experience point for every four (4) hours of instruction with IIMC course pre-approval required.

President Stratta noted the importance of the Board Member's understanding of this and restated the motion, noting that if approved, for all education endeavors put on by State Associations, they will be awarded one "experience" point for every four hours of education provided, with IIMC pre-approval required.

Discussion was held on the motion; the fact that this was a new, different motion from what was included in the draft minutes of the mid year meeting; the confusion on this issue from the mid year meeting and exactly what action was taken by the Board, whether this should be experience or education points, etc.

Director Burns-Small advised that approval of this motion would mean that a State Association can no longer provide any CMC educational points through any education they offer to their clerks.

President Stratta again repeated the motion for clarification, noting this would allow one experience point to be granted for every four hours of instruction taken, again confirming in the experience category only, for CMC.

Executive Director Shalby advised the Board that Staff Member Ward wanted to clarify for the Board at this time that for experience points to be granted, NO pre-approval is required at this time; therefore, that part of the motion is in conflict with current provisions and would be creating a new requirement.

Vice President Nicol responded that she does not want to add criteria that does not exist now and therefore, she will amend her motion.

Amendment to motion by Nicol, second by Hawker, to remove the statement requiring IIMC pre-approval.

Discussion on motion and amendment to motion took place. Director Goodwin questioned that if the motion was approved, does this mean that a State Association would not be able to award any education points for any education provided for CMC Candidates.

President Stratta indicated yes. It was then questioned if the State could provide any method for clerks to obtain education points. President Stratta advised that if this motion is approved as is, then no, not for CMC candidates; they could only ever provide experience points. However, it already is possible to provide education for MMC points.

Director Burns-Small indicated that in Florida, education points have been awarded to CMC candidates in the past and that this would be a change to that practice. It was questioned if this was widespread practice among the states. Staff specialist Maggard responded yes, that if the education being offered was an institute approved program, that it qualified for education points in the past if pre-approved.

Discussion was held on the various ways States are providing education through their institutes, separate from that through the State Associations, the ways and

possibilities for IIMC members to obtain certification points, etc. It was noted that if this motion was approved, the only way for members to receive education points in their states towards CMC certifications would be through the Institutes; there would be no other mechanism in place.

Discussion was held on the ability to earn education points for MMC's and the fact that State Associations are allowed to offer education for those MMC candidates, what the requirements were, etc. It was clarified that with this motion, State Associations could offer education for MMC points with IIMC pre-approval of the course, but never for CMC points.

Vice President Nicol again stated that by the States being able to provide CMC education points, many feel that this undermines the Institutes and increases the possibility of the State's not offering the core curriculum as adopted.

Motion by T. Kelly, second by Reese, that the Chair call the question at this time.

ROLL CALL VOTE:

Yea	(22)
Nay	(1)
Absent:	(3) Mullen, Sperling and White

MOTION CARRIED.

ROLL CALL VOTE ON MOTION, AS AMENDED:

Yea	(10)
Nay	(13)
Absent	(3) Mullen, Sperling and White

MOTION FAILED.

Director Alexander questioned that if a State Association received IIMC pre-approval of a course, what about a proposal that would allow a Clerk to earn either experience points or education points and use them where they were needed. Verification Specialist Maggard advised that if the IIMC continues to award points for State education, the applicant already has the opportunity to use them in either category; that this is already allowed under the current guidelines.

Director S. Kelly questioned as to what has been communicated to the membership on this issue since the mid-year meeting was held. Director Shalby reported that he has purposely not reported on this matter since it became an issue immediately after the meeting. He noted that in e-briefings this has been advertised as CMC experience points, not education points.

Motion by Cassler, second by Burns-Small, that State Association sponsored education courses/seminars be awarded one (1) education point for every four (4) hours of instruction presented with IIMC course pre-approval required.

Discussion was held on the motion. It was questioned what points would be assessed if course pre-approval was not obtained by the State Association. Specialist Maggard indicated it would be one Experience point for six hours of education provided as indicated in current guidelines. She noted that this amount was reconfirmed by the Board at the mid year meeting.

ROLL CALL VOTE:

Yea:	(20)
Nay:	(3)
Absent:	(3) Mullen, Sperling and White

MOTION CARRIED.

Director Shalby advised that he will provide this information to the membership as quickly as possible.

CLARIFICATION OF CONSISTENT APPLICATION OF POINT STRUCTURE FOR STATE/REGIONAL SPONSORED TRAINING WITH OR WITHOUT INSTITUTE DIRECTOR ENDORSEMENT:

President Stratta advised the Board that some members are still under the impression that they can get an Institute Director to sign off on a State Association sponsored educational program and that by doing this, it qualifies them for double points towards certification. She said this was agreed upon by the Board at the mid year meeting. She requested that the Board clarify with everyone – members and ID's – that this practice was incorrect and not allowed, and that even if this occurred in the past, that this practice is over and prohibited. She advised that the only possibility of earning extra points or 1 point for 2 hours is if the education course is handled by and through the Institute. Discussion was held. The Board was in total agreement on the clarification as presented by President Stratta; that no "extra" or "double" points may be obtained with an ID signoff for a State Association provided program.

President Stratta thanked PR/C Chair Nancy Vincent again for her service and time spent today on the telecom. She advised that she will be proposing criteria received from staff in regards to programs in which a State Association partners with other entities for joint training ventures to the PR/C Committee and looks forward to their quick review and recommendation. Chair Vincent thanked the Board for their consideration and vote today and signed-off from the telecom meeting.

POSSIBLE ANNUAL CONFERENCE OUTSIDE OF NORTH AMERICA IN 2015:

Director Shalby advised that the 2010 Annual Conference was approved in 2005 - based on an unclear Board policy - for Australia. He stated this had to be canceled due to the country's economy issue, IIMC financial issues, etc. He noted that at the mid-year meeting, he spoke with Nick and Francois about a possible Annual

Conference being held in the UK. Director Shalby advised that if IIMC goes outside of North America for a conference, that they cannot go through the same proposal process as within the U.S. or Canada, advising that there are many differences in what the RFP needs to contain. He spoke on why the Rotterdam conference was successful, noting the better economy at the time, the number of IIMC members from the Netherlands and their help, etc. He stated that a conference outside of North America would be nice, but that it has to be the right thing to do for the organization after considering a number of variables. He felt that he, Nick and Francois agreed that a joint conference with the SLCC would be a great opportunity and by working with them and continuing to build their relationship with IIMC, that the year 2015 might be a good year to go abroad. Director Shalby indicated he was seeking the Board's permission to postpone sending out the RFP package for 2015 so that he may continue to research and see if 2015 annual conference outside North America is feasible. He advised that he would like to delay sending the RFP (normally done in March/April) until a full discussion can take place by the Board in Reno regarding a conference outside of North America, but more specifically, in the UK, and that he would have more information to present at that time.

Director Randle noted that he has sent this idea to his executive committee; that they will be discussing further; however, he suspects they will be very keen to support this. He added that he has talked to Chris about this; that they have talked with a booking agent; and they are seriously looking at booking possibilities and gathering as much information as possible to present to the Board in Reno.

President Stratta indicated that she does not see any problems with the Board agreeing to postpone sending the 2015 RFP until further discussion is held. President-Elect Cassler concurred. Upon survey there were no objections from the Board.

EXECUTIVE SESSION:

Motion by S. Kelly, second by Williams-Warren, that the Board enter into executive session at 9:55 a.m. (Pacific Time) for the purpose of receiving an update on a legal matter.

Motion carried unanimously.

Motion by S. Kelly, second by Alexander, to adjourn the executive session and return to the regular meeting at 10:18 a.m. (Pacific Time).

Motion carried unanimously.

Both Directors Allers and Randle left the telecom meeting at this time – 10:18 a.m. (Pacific Time).

CONSIDERATION OF POLICIES RECOMMENDED BY THE POLICY REVIEW COMMITTEE:

A. Honorary Membership:

President Stratta noted that this issue was basically discussed in executive session and that she would be asking the Policy Review Committee for their recommendation as to written criteria if and when considering the withdrawal of an honorary membership.

B. Financial Assistance for Region XI Directors:

President Stratta advised that Director Allers had brought forth a proposal for IIMC to help with costs for the Region XI Directors to attend the annual conference. She stated that this had been referred to the Policy Review Committee, who has come back with a recommendation that IIMC could consider paying up to \$2,000 for reimbursement for each Region XI director, upon submission of receipts, if their own Association would not cover these costs for them in order to participate on the IIMC Board of Directors. Because this money was currently not included in the budget, the recommendation was also sent to Budget and Planning for their comments. President Stratta advised that comments from Budget and Planning Committee members varied. She advised that two members are in favor of paying up to the \$2,000 as suggested; three members are in favor of paying up to \$1,500 and one member agrees to pay \$1,000 maximum. One member said there should be no support at all; that there are other board members who pay these costs out of their own monies and that State Associations do not help with Directors' travel costs in most cases.

Past President Reese commented for informational purposes that she approached the ICMA on this issue and has been advised that they have the same policy for all board members; they do not separate by paying for some and not others, they treat all the same.

President Stratta asked for Staff's recommendation on this issue. Director Shalby noted that his recommendation was as written to the Board, stating that regardless of what the Board decides on this, if any amount is approved, he would like the flexibility during the budget process to see if we can meet that amount. For example, if the budget needs to be reduced to meet the numbers, he would like to have the flexibility to reduce the amount contributed. He mentioned that IIMC does reimburse all costs for the mid-year meeting, so the only other meeting requiring travel and funding is the annual conference. He advised that IIMC used to give monies to Region XI Directors for annual conference purposes; that this was costly and that it is his feeling that if this can be worked into the budget that would be fine; but if not, again he would like the flexibility to limit the dollar amount provided.

Past President Reese stated that the reason she is hesitant on this issue is that she is aware of many other members who pay their own way to the annual conference, non Region XI members, and that she is not sure how to approach this or on what scale.

Vice President Nicol noted that the previous policy was to provide a complimentary conference registration and expenses up to \$2,000, noting this was done by IIMC in support of its international commitment and focus; however, this was amended in 2006 due to the severe financial situation of IIMC. She agreed that IIMC needs to encourage international participation, but also believes the organization needs to do this in a fiscally responsible manner. She noted she was comfortable in supporting up to \$2,000 to help cover costs, with this being subject to inclusion in the fiscal year budget if finances allow that.

President Stratta questioned if this would be effective for this May as these monies are not in the current budget. Director Shalby stated that he has no idea at this time what the budget can afford and suggested that we go through the end of March and review where we are registration wise with Reno, and at that time make a recommendation to Budget and Planning Committee, and if they approve, then the Board could consider approval. He advised that he prefers to use money that comes from conference registrations to cover this expenditure.

Director Kalasz suggested that if this is approved that within the policy it be stated that no monies would be provided if the conference was being held in Region XI.

Director Lemoine stated he was in favor of this in order to retain the international directors to the Board, but also was concerned about the backlash that may be received from the membership. He felt it would be better not to have a specified certain statement or policy with a specific amount but possibly a policy noting IIMC would help with costs if possible, and that these costs be the difference of the average costs that other members would pay. He suggested perhaps this could be an amount up to the average cost of airfare for other Board members and then reimbursement for some extra costs. Director Jacobs indicated she agreed and noted that perhaps only the airfare should be covered and maybe up to a \$1500 maximum.

President Stratta noted that these are all good ideas and suggestions that should be considered.

Past President Reese noted that she does not feel waiving registration costs is the answer for the reason that there are other Directors who may not have these costs covered either; that they have to pay these costs themselves.

Director Williams-Warren stated that it is certain the Board does not want to lose the International Directors on the Board, and that due to higher costs for them to travel and that if IIMC does not help, we may lose their representation, that perhaps the Board may want to consider an agreement wherein we pay an amount at least up to \$1500.

President Stratta noted that costs could result in the loss of Region XI Directors and noted she liked the idea of reimbursement of airfare above the average cost to regular members, but not to exceed \$1500, subject to budget allowances.

Director Shalby again stated that he would have a better idea of funding this endeavor by the end of March, based on conference registrations, and also indicated that staff can look at the possibility of using American Express credits/points to cover this cost. He noted this as another source to cover this without using actual dollars.

President Stratta commented that utilizing the American Express point credits would be great if there are extra points available and doing this does not take away Executive Committee travel that is necessary. She noted that these credits have covered most of her travel as President this year.

President Stratta stated a proposed policy reflecting the suggestions above would be formulated for the Board to review and consider.

President Stratta requested that each of the Directors talk to the membership in their Region encouraging membership, attendance at the Reno conference and to join an IIMC Committee.

She then thanked the Board and staff members for their time and participation, noting she looks forward to future discussions.

With no further business to discuss, the IIMC Board telecom meeting was adjourned at 10:38 p.m. (Pacific Time).

Respectfully submitted,

Mary Lynne Stratta, President

Kathryn A. Dornan, Recording Secretary