

International Institute of Municipal Clerks
MINUTES OF BOARD OF DIRECTORS MEETING
November 11-12, 2011
Mission Inn – Riverside, California

1. Call to order

President Nicol called the IIMC Board of Directors meeting to order at 3:32 p.m. on Friday, November 11, 2011

2. Roll Call

Those in attendance were:

President Colleen Nicol

President Elect Brenda Cirtin

Vice President Marc Lemoine

Immediate Past President Sharon Cassler

Region I Directors: James Mullen, Jr. and Linda Spence

Region II Directors: Vincent Buttiglieri and Diane Fitzhenry

Region III Directors: Melissa Small and Tiny Washington

Region IV Directors: Mary Kayser and Deborah Miner

Region V Directors: Debra Batliner and Tami Kelly

Region VI Directors: Julee Helt and Roxanne Schneider

Region VII Directors: Karen Goodwin and Kittie Kopitke

Region VIII Directors: Donna Geho

Region IX Directors: Margaret Hawker and Kristie Smithers

Region X Directors: Gail Pomroy

Region XI Directors: Francois Allers and Samantha Shippen

Absent: Region X Director Laurie Darcus

Also present was IIMC Executive Director Chris Shalby.

President Nicol administered the Oath of Office to Samantha Shippen, Region XI Director.

3. Agenda Approval

President Nicol requested the Agenda be amended to place the Budget and Planning Committee Report (Item 9) to be heard with item 12. Financials and 11.d was requested to be moved to Item 9.

MOTION to agree to the changes in the agenda: M/S/C: Mullen/Kelly, motion carried unanimously.

4. Consent agenda approval:

- a. DRAFT Minutes of May 5, and 6, 2011 Board Meeting – Nashville, TN – Approved as submitted.
- b. DRAFT Minutes of May 12, 2011 Board Meeting – Nashville, TN – Approved as submitted.
- c. DRAFT Minutes of Board Teleconference, September 26, 2011 – Approved as submitted.

MOTION to approve the Consent Calendar as submitted: M/S/C: Mullen/Hawker, motion carried unanimously.

5. DRAFT Minutes of Executive Committee Meeting, August 20, 2011 – Receive and file.

MOTION to receive and file the August 20, 2011 Executive Committee Minutes: M/S/C: Mullen/Miner, motion carried unanimously.

6. MCEF Report Update – Barstow/Shalby – verbal

Dale Barstow gave an update and no action was taken.

Director Goodwin, Region VII agreed to represent the Board of Directors at the MCEF Walk/Run in Portland.

7. Executive Session – Executive Director's Evaluation

The Board adjourned at 4:00 p.m. to go into Closed Session regarding the Executive Director's evaluation.

Director Kelly made a MOTION to adjourn the Executive Session at 4:37 p.m. M/S/C: Kelly/Washington, motion carried unanimously.

President Nicol recessed the Board Meeting to 8:15 a.m. on Saturday, November 12, 2011.

BOARD OF DIRECTORS CONTINUED MEETING
Saturday, November 12, 2011

CALL TO ORDER:

President Nicol called the meeting to order at 8:10 a.m.

ROLL CALL:

President Colleen Nicol

President Elect Brenda Cirtin

Vice President Marc Lemoine

Immediate Past President Sharon Cassler

Region I Directors: James Mullen, Jr. and Linda Spence

Region II Directors: Vincent Buttiglieri and Diane Fitzhenry

Region III Directors: Melissa small and Tiny Washington

Region IV Directors: Mary Kayser and Deborah Miner

Region V Directors: Debra Batliner and Tami Kelly

Region VI Directors: Julee Helt and Roxanne Schneider

Region VII Directors: Karen Goodwin and Kittie Kopitke

Region VIII Directors: Donna Geho

Region IX Directors: Margaret Hawker and Kristie Smithers

Region X Directors: Laurie Darcus and Gail Pomroy

Region XI Directors: Francois Allers and Samantha Shippen

8. Executive Director Update – Chris Shalby – ACTION REQUIRED

2015 Conference Process

MOTION to choose the 2016 Conference site at the Board meeting in Portland and the 2017 site at the mid-year Board meeting in 2012. M/S/C: Small/Kelly, motion carried unanimously.

Natural Disasters and IIMC Members

MOTION to approve the goodwill gesture of complimentary membership for one year to those members whose municipalities suffer catastrophes to the Policy Review Committee. M/S/C: Washington/Buttiglieri, motion carried unanimously.

MCEF

Executive Director Shalby suggested the Board consider doing away with the MCEF line item of \$21,000/MCEF purchase agreement/Contract in the budget and to bring that issue back in May for discussion in Portland with more information on how the process might work. It was noted this issue will be discussed more thoroughly at the MCEF Board Meeting.

2012 IIMC Annual Conference Grants

MOTION to increase the Conference Grants from one to two for a total of 22 using MCEF Policy 8 money: M/S/C: Cassler/Mullen, motion carried unanimously.

2013 Study Abroad Program – Scotland

MOTION to establish a 2013 Study Abroad fund to be used toward offsetting the cost of the program, using a portion of Policy 8 money in 2012 and 2013 toward this program. M/S/C: Kelly/Cassler, motion carried unanimously.

SOCIAL MEDIA POLICY

A. Social Media Policy

MOTION by Director Shippen to accept the policy with an amendment to include adding 8.d which would include a statement indicating individuals would be contacted privately by the administrator as to why content was removed. M/S/C: Shippen/Allers, motion carried unanimously.

B. Membership Recruitment Campaign

MOTION by Director Small to receive and file the report and to support the allocation of the requested funds (\$26,400) to launch the proposed recruitment plan in January 2012: M/S/C: Small/Fitzhenry, motion carried unanimously.

The Board recessed at 9:55 a.m. and reconvened at 10:10 a.m.

9. Education Department Report – Jennifer Ward – ACTION REQUIRED

Joann Tilton, Professional Development Director, California, made brief remarks about the Educational Programs.

Maureen Kane, Institute Director for California, also made remarks about the Education Programs.

- Institute Directors Report

IIMC Staff recommended the Board create a Task Force comprised of 4-5 Institute Directors, the Education Dept. and Chris Shalby to review each of the requests contained in the report and see if solutions could be found regarding concerns voiced in the report.

Board took no action regarding a Task Force.

- Elimination of 2010 Mid-Year Meeting Board approval

The Education Department requested the Board consider eliminating the following language:

"Effective January 1, 2011, a member may earn MMC points while his/her CMC application is pending review at headquarters. If the review determines that the member's CMC application is deficient, any points earned in the interim will be applied to the deficient CMC application."

After discussion by the Board, there was no motion made, resulting in the existing policy remaining unchanged and to be codified into the Education Guidelines and related documents.

- Teaching at an IIMC Conference and Points:

The Education Department recommended the Board approve the addition of the following sentence to the Education Guidelines, "*IIMC members who contract with IIMC to teach a session at the Annual Conference, can earn points for teaching, but not for attendance at the same session they are instructing.*"

Director Darcus made a MOTION, seconded by Director Small, to approve the proposed language.

President Nicol made an AMENDED MOTION as follows: "*IIMC members who teach at a session can earn points for teaching, but not for attendance at the same session they are instructing*" M/S/C: Nicol/Schneider, motion carried unanimously.

- Athenian Facilitator Requirements

The Education Department recommended that the Board amend the Athenian Facilitator requirements under the section "Requirements for IIMC Members" to include a provision for those members who regularly teach at an Institute/Academy program, who may be an experienced adjunct professor, instructor, or lecturer or hold a similar position with a college or university. The amendment proposed was as follows:

- Must be an Athenian Fellow and have been mentored by an existing Athenian Leadership Society Facilitator this requirement may be substituted by a member who is an experienced adjunct instructor/adjunct professor/adjunct lecturer/visiting lecturer/faculty associate or similar position of a college or university. Such position to be verified by the appoint institution and IIMC. Substitution may include a Municipal Clerk or Deputy Clerk who has extensive experience in presenting programs at a Municipal Clerk Institute or Academy, with verification supplied by the Institute Academy sponsoring institution.

MOTION by Director Cassler to approve the recommended language with the addition of "*having participated and completed a minimum of 3 Athenian Dialogues.*" M/S/C: Cassler/Kopitke, motion carried unanimously.

A. Institute Directors Colloquium Report from Nashville

There was no motion made, report was received.

11d. Program Review & Certification Committee

Policy and guidelines Regarding Approved Courses – Past and Future

The Board acknowledged the progress on the following 2011-2012 goals:

1. Review applications filed for new Institutes
2. Provide ideas and feedback for new educational programs.
3. Assist IIMC staff in providing input for the Education Ambassador Program.
4. Provide the Education Department with quarterly feedback on: 1) unmet educational needs; 2) current educational opportunities that members find valuable; 3) certification celebration models; 4) education concerns; 5) new trends in education; and 6) questions from the membership.
5. Assist IIMC staff in establishing criteria and/or examples for MMC categories relating to “unique on the job performance or achievements” and “Personal accomplishment of educational benefit to the profession or community.”

Policy and Guidelines Regarding Approved Courses – Past and Future

Institute Directors recommended:

1. Amend the Institute Guidelines, Sample Course Subjects for the CMC Program paragraphs A,B,C and Sample Courses for the MMC Program paragraphs A and B, to add *“other courses related to the municipal clerk profession as determined by the Institute Director”* to each.
2. Reinstate approval of courses offered prior to 2010.

MOTION by Director Kelly, seconded by Director Mullen to amend the Institute Guidelines as follows: *Sample Course Subjects for the CMC Program paragraphs A, B, C and Sample Courses for the MMC Program paragraphs A and B, to add “other courses directly relevant to the municipal clerk profession as determined by the Institute Director and in compliance with the education guidelines.* M/S/C: Kelly/Mullen, motion carried unanimously.

MOTION by Director Kelly, seconded by Director Shippen, that staff is directed to communicate with Institute Directors to:

- (1) Advise that all courses are reviewed for conformance with current Education Guidelines; and
- (2) Encourage Institute Directors to compile and submit a listing of course categories. This listing would be used to expand the examples contained in the Education Guidelines and will provide further clarification on any course content that falls within the Education Guidelines.

M/S/C: Kelly/Shippen, motion carried unanimously.

The Board of Directors adjourned to lunch at 11:55 a.m.

The Board of Directors reconvened at 1:00 p.m.

Alternatives to “Seat Time”

Institute Directors recommended the Board consider amending the Institute Guidelines, the IIMC Approved Institute Programs to read, *“IIMC approved institutes and Academy points are rated at 1 point per 2 in-class contact hours. Up to ten percent of in-class hours may be dedicated to other learning methodologies at the discretion of the Institute Director.”*

MOTION to direct staff to go back to Institute Directors for examples and/or suggestions on the alternatives and to report back to the Board no later than the May 2012 Portland meeting: M/S/C: Cassler/Mullen, motion carried unanimously.

On-Compliance of Approved Institutes regarding IIMC Reporting Requirements

Institute Directors recommended:

1. Amend the Institute Guidelines, Noncompliance, to add “Non-compliance” shall be defined as any one or more of the following conditions:
 - a) Failure to file annual report by December 31
 - b) Continued offering of courses and use of instructors outside parameters of the Guidelines, subsequent to notification by IIMC staff
 - c) Discontinuance of affiliation with college/university
2. Direct IIMC staff to apply the steps for noncompliance as currently written in the Institute Guidelines.

MOTION to direct IIMC staff to work with Institute Directors to explore this issue more and to report back to the Board in Portland: M/S/C: Kelly/Shippen, motion carried unanimously.

Staff and the Board concurred with Institute Director requests to meet with staff and the Program Review and Certification Committee at the annual conference and that host Institute Directors participate in the Colloquium agenda and facilitator selection. No formal action was required or taken.

10. Committee Reports – NO ACTION

- a. Conference Report and Attachments
 - 1 – Review of Proposed Education Sessions for 2012 Conference
 - 1a-2012 Education Sessions Proposals/Ratings
 - 2-Conference Assessments – in time hours
 - 2a-Staff report on Academy/Athenian Assessments
 - 3-Revised Scanning Policy
- b. Elections

As it relates to Elections and Campaigning:

MOTION by Director Smithers that it be deemed appropriate to add a "Note" to the applicable sections of the Constitution and the Policy Manual that states that the elections can and should be done by electronic means if at all possible. M/S/C: Smithers/Cassler, motion carried unanimously.

c. International Relations (HANDOUT)

MOTION by Director Shippen, seconded by Director Allers to approve the following:

- John Lynch from Surrey, UK and Donna Deuster from Racine, WI are selected as participants for 2011/2012 Exchange Program.
- The Exchange program be funded in the 2012-13 budget in the amount of \$3,000
- Continue the funding of regional scholarships for the Portland Conference
- Receive as information and forward to the Program Review and Certification Committee the Policy Statement on International Member Certification.

M/S/C: Shippen/Allers, motion carried unanimously.

d. Membership

e. Mentoring Committee

f. Records Management

g. Research and Resource Committee

MOTION to receive and file the reports in Items 10.a, 10.b and 10.d through 10.g as referenced above:
M/S/C: Fitzhenry/Washington, motion carried unanimously.

11. Committee Reports – ACTION REQUIRED

- a. Budget and Planning – **Moved to Item 12.**
- b. Education/Professional Development

MOTION to receive and file report: M/S/C: Fitzhenry/Washington, motion carried unanimously.

c. Policy Review Committee Report

Appendix A – Goals and Roster - No action necessary.

Appendix B – Associate Member & Certification Review – MOTION by Director Cassler to approve the following:

- #1 – That the IIMC Board continue its discussions on this issue; and
- #2 – That the President/IIMC Board assign this topic to a special committee or Task Force to comprehensively review the issue as it is of such importance to the future operations of the IIMC and merits such attention.

M/S/C: Cassler/Mullen, motion carried unanimously.

Appendix C – Draft Policy – First Timer Session at Annual Conference – MOTION by Director Cassler to approve the draft policy: M/S/C: Cassler/Mullen, motion carried unanimously.

Appendix D – Non-lapsing Reserve Fund – No changes or action was taken.

Appendix E – Policy Committee Article – information only.

d. Public Relations & Marketing Committee Report w/Attachment

Crisis Communication Plan DRAFT 091411 - It was noted by the Board that this draft plan will be before the Board in May, 2011.

MOTION by Director Washington to recommend formation of a Harassment Policy to the Policy Review Committee: M/S/C: Washington/Pomroy, motion carried unanimously.

e. Ad Hoc Legislative Committee Report w/Attachment – It was noted that it is anticipated that the Committee will request standing committee status at the upcoming annual Board of Director's meeting in Portland.

11a. Budget and Planning Committee Report

The Committee's recommendations are incorporated into the 2012 proposed Budget that is recommended for adoption.

12. Financials

- a. 2011 Projected Year-End Budget with notes – Pantaleon/Archer/Shalby - A presentation was given regarding the 2011 YTD Financial Review.
- b. 2012 Projected Budget with notes – Pantaleon/Archer/Shalby
- c. 2012 Financials

MOTION by Director Schneider to approve the proposed 2012 budget: M/S/C: Schneider/Cassler, motion carried unanimously.

13. Staff Reports

- a. Membership – Janis Daudt provided a report to the Board.

14. Annual Conference Updates

- a. 2012 – Portland, OR – Shalby – A verbal report was made to the Board.
- b. 2013 – Atlantic City, NJ – Shalby – A verbal report was made to the Board.
- c. 2014 – Milwaukee, WI – Shalby – A verbal report was made to the Board.
- d. 2015 – Site Selection – Shalby

Due to a conflict of interest, Mary Kayser, Region IV Director left the room at this time.

Executive Director Shalby made a presentation on the three potential sites.

MOTION by Director Shippen to move forward in the selection process with each of the cities remaining anonymous: M/S/C: Shippen/Cassler, motion carried unanimously.

Given the dates of availability from City "A" a **MOTION** was made to remove City "A" from consideration. M/S/C: Mullen/Cassler, **motion carried**, Director Kelly voting NO.

The IIMC Board was given information on the remaining potential sites, including pros and cons for each site. After Executive Director Shalby went over the information with the Board, the following motion was made:

Executive Director Shalby, at the request of the Board, recommended City "B," noting the room costs and lower overall costs for that site. MOTION by Director Darcus to support selection of City "B." M/S/C: Darcus/Cassler, motion carried unanimously.

Executive Director Shalby revealed the Cities being considered as follows:

City "A" - San Antonio, TX
City "B" - Hartford, CT
City "C" – Fort Worth, TX

The outcome of the vote resulted in **Hartford, CT** being the site for the 2015 Conference.

15. Report from Directors

a. Reports from Directors

Region VIII Director Geho reported out on the vacancy for an additional Director and it was noted the goal is to have someone onboard by the Board Meeting in Portland.

Regions XI Director Shippen, reported out on their Region XI Meeting in the U.K.

b. 50th Anniversary Book – Update on next 15 years – Director Cassler provided a verbal report.

16. Other Business and Announcements

President Nicol noted that any business not completed at this Board Meeting will be done by teleconference in the near future.

17. Adjournment – The Board of Directors adjourned their meeting at 3:25 p.m.