

International Institute of Municipal Clerks  
MINUTES OF BOARD OF DIRECTORS MEETING  
March 5, 2012, 11:00 am (all times Central)  
Meeting took place via Teleconference

1. Call to order
  - President Nicol called the IIMC Board of Directors meeting to order at 11:02 a.m.

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.  
Region II Directors: Vincent Buttiglieri  
Region III Directors: Melissa Small  
Region IV Directors: Mary Keyser and Deborah Miner  
Region V Directors: Debra Batliner and Tami Kelly  
Region VI Directors: Julee Helt  
Region VII Directors: Karen Goodwin and Kittie Kopitke  
Region VIII Directors: Donna Geho  
Region IX Directors: Margaret Hawker  
Region X Directors: Gail Pomroy  
Region XI Directors: Francois Allers and Samantha Shippen

Absent: Region I Director Linda Spence, Region II Director Diane Fitzhenry, Region III Director Tiny Washington, Region VI Director Roxanne Schneider, Region IX Director Kristi Smithers, and Region X Director Laurie Darcus

Also present were IIMC Executive Director Chris Shalby, IIMC Director of Education Dr. Mary Ann Sushinsky, and incoming Board member Stephanie Kalasz

President Nicol administered the Oath of Office to Stephanie Kalasz, Region VIII Director.

3. Constitutional Amendment Voting Requirements
  - The proposed constitutional amendment (see attachment a) was presented by Immediate Past President Cassler.
  - Discussion on the item took place.
  - Moved by Immediate Past President Cassler / Director Kalasz,  
THAT Section A be amended by deleting the 3<sup>rd</sup> sentence of Section A and replacing it with the following:  
**If approved by the IIMC Board of Directors, the proposed amendment shall be returned to the Executive Director with the IIMC Board of Directors reasons/input, within 15 days of receipt and in time to distribute to the**

**membership.**

THAT Section C be amended by deleting the 1<sup>st</sup> sentence of Section C and replacing it with the following:

**C. Upon completion of the steps outlined in Article XIII, Section B 1, amendments to the Constitution, along with a summary of discussion that took place on the amendment, shall be mailed (or transmitted by electronic methods when feasible) to the entire membership.**

- Moved by Immediate Past President Cassler / Director Kalasz,  
THAT the proposed constitutional amendment, as amended, be adopted.
- The motion for adoption of the item, as amended, was put and declared carried.
- Director Kelly was recorded in opposition to the motion.

4. Code of Conduct Policy

- The proposed policy (see attachment b) was presented by Immediate Past President Cassler.
- Discussion on the item took place.
- Moved by Immediate Past President Cassler / Director Kelly,  
THAT the proposed policy be adopted
- The motion for adoption of the item was put and declared carried unanimously.

5. Executive Committee Travel Policy

- The proposed policy (see attachment c) was presented by Immediate Past President Cassler.
- Discussion on the item took place.
- Formatting changes to the policy (add a closing paragraph character in bullet 2 of page 2; change “larger” to “large” in bullet 5 of page 2), were discussed and accepted.
- Moved by Director Buttiglieri / Director Goodwin,  
THAT the proposed policy be adopted
- The motion for adoption of the item was put and declared carried unanimously.

6. Discussion took place on updates in the various regions. IIMC staff presented updates.

7. Adjournment - The meeting was adjourned at 12:02 p.m.