

**International Institute of Municipal Clerks  
Board of Directors  
May 15, 2015  
Connecticut Convention Center – Hartford, Connecticut**

The board meeting was called to order at 3:08 p.m.

The following were in attendance:

President Brenda Kay Young, MMC

President Elect Monica Martinez Simmons, MMC

Vice President Vincent Buttiglieri, MMC

Immediate Past President Marc Lemoine, MMC

Region I Directors: Paul R. Bergeron, MMC; Shawn Cullinane, MMC

Region II Director: Andrew J. Pavlica, MMC; Kimberly A. Rau, MMC

Region III Directors: Kelly J. Lovette, MMC; Lynnette Ogden, MMC

Region IV Director; Pattie B. Dupuis, MMC; Mary Ann Hess, MMC

Region V Directors: Lanaii Y. Benne, MMC; Terri Kowal, MMC

Region VI Directors: Linda M. Rappe, MMC; Anne B. Uecker, MMC

Region VII Directors: Denise Chisum, MMC; Lana R. McPherson, MMC

Region VIII Director: Renee Cantin, CMC

Region IX Directors: Alice J. Attwood, MMC; Joann Lynn Tilton, MMC

Region X Director: Karla D. Graham, MMC; Debi A. Wilcox

Region XI Director: Jaap Paans, MMC

Board Members Absent:

Region VIII Director Nancy A. Vincent, MMC

Executive Director Chris Shalby

Others present:

Region XI Director-Elect Bruce Poole, MMC

Vice President-Elect Mary Kayser, MMC

Region IV Director-Elect Diane Whitbey, MMC

Region I Director- Elect Carol Anderson, CMC

Region VII Director-Elect Brian L. Ruch, MMC

IIMC Past President Sharon Cassler, MMC

IIMC Past President Colleen Nicol, MMC

MCEF President Dale Barstow

IIMC Professional Development Director, Dr. Jane Long

Parliamentarian Connie M. Deford

**Agenda**

Without objection, the agenda was approved as amended.

### **Induction of Board Member**

President Young administered the oath of office to Region XI Director Bruce Poole.

### **Consent Agenda**

On a motion by Vice President Buttiglieri, the consent agenda was adopted, which included the following minutes:

November 15, 2014 Board Meeting – Riverside, CA; approved.  
February 27, 2015 Executive Committee Meeting, for information only  
February 12, 2015 Region XI Board Management Teleconference, for information only  
April 13, 2015 Board Management Teleconference, for information only

### **MCEF Report Update**

MCEF President Dale Barstow stated that the fund has \$2 million, which includes restricted funds that have been set up by individuals, corporations, and associations. When these individual accounts reach \$5,000, the interest is used to help support IIMC. This past year IIMC received \$38,000 and \$60,000 was used for scholarships. Since 2008, the return on restricted funds has averaged 6.8% and 4.6% average return on unrestricted funds.

Mr. Barstow noted that contributions are down 60% or about \$60,000 per year. He encouraged everyone to continue giving at least the extra \$25 suggested on the dues notice.

For the scholarships, Region Directors reviewed and scored the applications. There were three regions that had no applications, and there was money available to award more scholarships.

IIMC Past President and MCEF Board member Colleen Nicol noted that there will be a leadership transition on the board this year. She commended Dale Barstow for his service on the board since 1992 and service as president for the past 14 years.

### **Executive Session**

Region XI Director Paans moved to go into executive session. Motion adopted and the executive session was called to order at 3:28 p.m.

The regular board meeting reconvened at 3:32 p.m.

### **Board Members Excused**

Executive Director Shalby noted that Region VIII Director Nancy Vincent has had two back surgeries and has had to miss the last two meetings.

After discussion, Region XI Director Paans moved to consider Nancy's absence as "one" excused absence because of the extenuating circumstances. Motion adopted.

### **Postponed items**

Without objection, agenda items 6 (Executive Director Update), 7 (Education Department Report), and 8 (Region XI Report) were postponed until Saturday's meeting.

### **Committee Reports**

The following committee reports were received without comment:

- a. Budget and Planning
- b. Conference
- c. Education and Professional Development
- d. Elections
- e. Legislative
- f. Membership
- g. Mentor
- j. Research and Resource

It was noted that report h from the Program Review/Certification Committee contained a recommendation that was considered by the board at its 2014 mid-year meeting.

Regarding report i from the Records Management Committee, Region I Director Bergeron asked if there was a way to keep a record of the action of the committee. Director Shalby stated that this could be created using the Resource Center on the website. On a motion by Region XI Director Paans and without objection, the matter was referred to the Policy Committee.

Without objection, the following agenda items were postponed to the Saturday meeting: Item 10 (Committee Reports requiring action), 11 (Financials), and 12 (Staff Reports).

### **Annual Conference Update**

Executive Director Shalby reported on upcoming conferences as follows:

2016, Omaha, Nebraska: There are 550 rooms at the Hilton Hotel with no attrition. A contract will be signed in the near future with the convention center, which is adjacent to the hotel. A site visit is planned for July.

2017, Montreal, Quebec, Canada: There will only be one hotel used, and the Hilton has 350 rooms. There are other hotels in the area if needed. There is no host committee for this conference, but we will be working with AMCTO. There is an association of clerks in Quebec, and they seem excited and anxious to work with us.

2018, Norfolk, Virginia: There are two hotels, the Marriott and the Sheraton, with 300 rooms in each. We will be working with a host committee.

2019, Birmingham, Alabama: The Sheraton has 550 rooms, and the City is giving IIMC \$25,000 cash and \$25,000 of in-kind services.

2020, TBD: We will be doing some site visits of cities bidding on the conference. So far we have received bids from Minneapolis, MN, and St. Louis, MO, with additional bids due by June 1.

### **Reports from Directors**

All Region Directors provided information on conferences, scholarships, and activities in their region.

### **Announcements**

President Young reminded Directors that if they wish to have an IIMC staff member or executive committee member attend a local meeting, get the request in as soon as possible.

President Young invited everyone to attend a reception in her suite Friday evening.

### **Adjournment**

The meeting adjourned at 4:43 p.m.

Connie M. Deford  
IIMC Parliamentarian

INTERNATIONAL INSTITUTE OF MUNICIPAL CLERKS  
Board of Directors Meeting  
May 16, 2015  
Connecticut Convention Center -- Hartford, CT  
Minutes

**CALL TO ORDER**

President Brenda Kay Young called the IIMC Board of Directors meeting to order at 10:10 a.m. Saturday, May 16, 2015.

Board Members Present:

President Brenda Kay Young, MMC  
President Elect Monica Martinez Simmons, MMC  
Vice President Vincent Buttiglieri, MMC  
Immediate Past President Marc Lemoine, MMC  
Region I Directors: Shawn Cullinane, MMC; Paul R. Bergeron, MMC  
Region II Directors: Andrew J. Pavlica, MMC; Kimberley A. Rau, MMC  
Region III Directors: Kelly J. Lovette, MMC; Lynnette Ogden, MMC  
Region IV Directors: Pattie S. Dupuis, MMC; Mary Ann Hess, MMC  
Region V Directors: Lanaii Y. Benne, MMC; Terri Kowal, MMC  
Region VI Directors: Linda M. Rappe, MMC; Anne B. Uecker, MMC  
Region VII Directors: Denise Chisum, MMC; Lana R. McPherson, MMC  
Region VIII Director: Renee Cantin, MMC  
Region IX Directors: Alice J. Attwood, CMC; Joann Lynn Tilton, MMC  
Region X Directors: Karla D. Graham, MMC; Debi A. Wilcox  
Region XI Director: Jaap Paans, MMC; Bruce Poole, MMC

Board Members Absent: (Excused)

Region VIII Director: Nancy A. Vincent, MMC

The following IIMC staff members were present:

Executive Director: Chris Shalby  
Office Manager: Denice Cox  
Director of Professional Development: Dr. Jane Long  
Certification Manager: Ashley DiBlasi  
Education Assistant: Kellie Carroll  
Director of Member Services: Janis Daudt  
Finance Specialist: Janet Pantaleon  
Finance Consultant: Connie Parker  
Administrative Coordinator/Recorder: Maria Miranda

Also present:

Past President: Sharon Cassler, MMC  
Region XI Consultant: Tom van der Hoven  
Institute Director: Kassie Van Remortel  
Parliamentarian: Connie M. Deford

Incoming Board:

Vice President: Mary Kayser, MMC  
Region I Director: Carol Anderson, CMC  
Region III Director: Lisa Vierling, MMC  
Region IV Director: Diane Whitbey, MMC  
Region V Director: Mary Johnston, MMC  
Region VI Director: Pam DeMouth, CMC  
Region VII Director: Brian Ruch, MMC  
Region IX Director: Tracy Davis, MMC

## COMMITTEE REPORTS

### Executive Director Update

Executive Director Shalby gave an overview of the report with the following discussion:

Past President Lemoine discussed the issue of IIMC losing money with the previous renter and inquired if a policy has been implemented to avoid this issue in the future or with current renters. Director Shalby stated measures have been taken and that the Finance Department is now producing monthly invoices to trigger a reminder for payment.

Director Shalby asked direction from the Board regarding the following:

#### **Quill Award**

Staff would appreciate the Board directing the Policy Committee to review the Quill Award criteria and deadline. The past few years, each Quill Award Selection Committee has raised points about clarity and definition in how the winners are scored, categorized and chosen. The current criteria was developed a few years ago and, all in all, it's fine; however, there are certain areas that need to be better defined.

Director McPherson moved to refer this matter to the Policy Committee for review. **Motion adopted.**

#### **Use of IIMC's Logo**

Staff would appreciate the Board directing the Public Relations/Marketing and the Policy Committee to create a policy that specifies in detail who can or cannot use IIMC's logo and in

what context. Occasionally, we receive requests for the logo from members who want to print it on shirts, business cards, etc. IIMC's logo is not copyrighted, but its use over the last 60 years gives IIMC proprietary rights as a trademark or service mark. Therefore, use and benefits of the logo need IIMC's permission.

Vice President Buttiglieri moved to refer this matter to the Public Relations/Marketing Committee and Policy Committee regarding the use of IIMC's logo. **Motion adopted.**

### **Region XI Bulk Membership Scheme**

Director Shalby gave an overview of the report.

Bringing in new members outside North America is not about monetary gain for IIMC, but about inclusivity and the opportunity for new members to engage in education and global certification programs. The small revenue that IIMC would reap from the Membership Scheme pales in comparison to enrolling approximately 1% to 3% of new Region XI members in the CMC program. In keeping with IIMC's mission of serving Municipal Clerks worldwide, Management recommends that the Board direct staff to work with the Region XI Management Board to revise the current scheme, making it favorable for all Region XI associations to become IIMC members. By doing so, IIMC will be able to establish a new protocol in costs and recruiting outcome for Region XI members. It will also level the playing field in terms of costs, since some Region XI associations are better equipped to handle higher fees than others. If the Associations approve the new scheme, and the IIMC Board agreed, the new bulk membership scheme would have a launch date of January 2016.

Past President Lemoine moved that the Bulk Membership Scheme be adopted as amended to include a 3-year review period. **Motion adopted.**

### **MCEF Policy 8 Funds**

Director Shalby gave an overview of the report and clarified that Policy 8 funds have to be used for Education only.

### **Education Department**

Certification Manager DiBlasi gave an overview of the report with the following comments:

- This year there were two General Sessions scheduled instead of three due to a 4-day conference
- The Smartphone Application had approximately 617 downloads
- Manager DiBlasi will work on getting speakers to provide written information to offer on the Resource Center of the IIMC Website
- Education Assistant Carroll gave an update on the certification review period and stated that since the Mid-Year Meeting on November 15, 2014, IIMC has awarded 158 CMC and 43 MMC designations with a review time of under 2 weeks. Carroll also stated that there are a number of Region XI members ready to be certified but waiting for their two-year membership requirement.

### **Recess**

The meeting recessed at 11:30 a.m. and reconvened at 11: 40 a.m.

### **Education Committee Survey and White Paper Report**

Director of Professional Development Dr. Jane Long presented *The Current State of IIMC Education and Recommendation for Future Directions – A White Paper*,

This White Paper reflects a review of the Education Department – its policies, processes, procedures and offerings. Also presented was a slide show of the Survey and Analysis that resulted from the membership-wide survey. Dr. Long explained that all recommendations presented are simply to “explore” and require no action at this time.

Director Paans requested to have a copy of the presentation available for the Region XI meeting. Dr. Long agreed to provide a copy and stated that the report will be disseminated to the entire membership.

Staff is seeking consensus from the Board to collaboratively work with the Education and Professional Development and Program Review and Certification Committees as well as the Education Resource Group to create recommendations resulting from work completed in item 1.

In the next few months, the President will be asked, with the Board’s approval, to create an International Task Force to more clearly understand the educational needs of IIMC Region XI members and to create recommendations for the most efficient and effective ways to meet those needs.

Without objection, Vice President Buttiglieri’s request that Region X be added as well as Region XI was approved.

Director Paans moved to direct the IIMC Education Department to immediately start working on exploring Phase III of the online Institute parallel with working on Phase I, asking for proposals at least at the May 2016 Board meeting in Omaha. . **Motion adopted.**

### **Development within IIMC Region XI in 2015**

Region XI Development Consultant Tom van der Hoven gave an overview of the report.

### **Budget and Planning**

Committee Chair Sharon Cassler gave an overview of the report and thanked the EC, Board and IIMC Staff for being dedicated to the financial stability of IIMC.

### **Recess**

The meeting recessed at 1:00 p.m. and reconvened at 2:05 p.m.

### **International Relations**

Director Paans gave an overview of the report, noting that within the next couple of months, a survey will be developed regarding long term needs and specific immediate and long term steps to undertake to meet these needs.

**Suggested Policy Considerations for the Study Abroad Program:**

Director Shalby expressed concern regarding participants wanting to include family members on the trip and liability issues and included that this is just one more reason to explore the feasibility of the program.

**Policy Review**

Director Cullinane gave an overview of the report with the following discussions and recommendations:

**Items of Business Introduced at Annual Business Meeting – Chapter 2.110**

Parliamentarian Connie Deford was consulted in the drafting of the policy to guide handling of items of business introduced by members at the Annual Business Meeting. A distinction was made between items that can be handled by providing information at the time and items involving changing policies or procedures which will be referred to the Board of Directors for consideration/investigation and report. All items of business referred to the Board of Directors require a report back to the membership within 120 days on the results of the Board's consideration.

Past President Lemoine moved to approve Chapter 2.110 as submitted in the report. **Motion adopted.**

**Study Abroad Program – Chapter 2.300**

President Young requested that the Policy Review Committee work with the International Relations Committee (IRC) to formalize procedures for the Study Abroad Program with respect to how cities are chosen, how the program on site coordinator is chosen, and allocation of dollars to the program. Attachment 2 is the IRC recommendations to the PRC. Subsequently, the Executive Director identified additional components advisable to be included in the written policy. President Young was consulted and concurred in the expanded scope of work. Attachment 3 is the more comprehensive policy developed by the PRC.

Director Kowal moved to postpone consideration of the new Policy until the Mid-Year meeting in November 2015, pending Executive Director Shalby's report. **Motion adopted.**

**Decertification – Chapter 5.25**

The PRC and staff recommend repeal of Chapter 5.25 (Attachment 4) that provides for decertification of members under certain circumstances. In practice, upon inquiry of those members holding a CMC or MMC designation and no longer eligible to hold such designation, those inquiring are advised that IIMC no longer recognizes the designation. A formal process to decertify is not practical and may not be legally defensible. Chapter 5.25 is never invoked and, therefore, is recommended to be repealed.

Past President Lemoine moved to repeal Chapter 5.25 as submitted in the report. **Motion adopted.**

Institute Guidelines – Chapter 5.50

The title “Director of Education” has been replaced with “Director of Professional Development” throughout Chapter 5.50 and minor typos corrected. No other substantive changes are recommended.

Past President Lemoine moved to approve Chapter 5.50 as submitted in the report. **Motion adopted.**

Membership Contact – Chapter 6.20

Chapter 6.20, formerly titled “Mailing List” has been expanded to address dissemination of information and surveys to the membership from government or non-profit agencies (Attachment 6). The policy provides that the information must be beneficial to all members and the relevance of any survey will be determined by the Research and Resource Committee with input by the Executive Director.

Director Cullinane moved to approve Chapter 6.20 as submitted in the report. **Motion adopted.**

Conference Request for Proposal (RFP) – Chapter 7.15

Chapter 7.15 governs the RFP process for solicitation and award of IIMC annual conferences and mid-year Board meetings. The PRC reviewed the recommendation of the Conference Committee to add a sentence providing that preference shall be given to cities bidding with non-casino/hotels over cities with casino/hotel venues when all else is equal. This preserves consideration of related expenses and potential revenue which may or may not be significant.

Director Bergeron moved to approve Chapter 7.15 as submitted in the report. **Motion adopted.**

Conference Discount Program – Chapter 7.30

Chapter 7.30 has been updated to reflect current practices for discounts offered for conference registration and to clarify language. There are no new provisions beyond current practice.

Director Cullinane moved to approve Chapter 7.30 as submitted in report. **Motion adopted.**

Fundraising at Conference – Chapter 7.40

The PRC recommends that the President request the PRC to work with the Conference Committee and MCEF to discuss and forward recommendations on fundraising at the annual conference to (a) define opportunities for host committees; and (b) coordinate all fundraising efforts. Communication between parties regarding fundraising efforts at the conference is limited, if at all. Use of similar events by more than one party can create confusion for conference attendees and may create competition for limited dollars. Coordination of event types and venue may enhance the success of all efforts.

Without objection, Chapter 7.40 was referred to the Policy Committee.

Conference Grant Procedure – Chapter 7.70

Chapter 7.70 codifies the current practices for the conference registration grants administered through the Region Directors and staff (Attachment 10). No changes to current practices are recommended.

Director Cullinane moved to approve Chapter 7.70 as presented. **Motion adopted.**

**Public Relations and Marketing**

Vice President Buttiglieri gave an overview of the report and thanked the committee for their work.

**Constitution Task Force**

Director Shalby gave an overview of the report.

**Recess**

The meeting recessed at 3:10 p.m. and reconvened at 3:30 p.m.

**Financial**

Finance Consultant Parker and Finance Specialist Pantaleon presented the following:

- 2014 Year-End Budget
- 2014 Year-End notes
- 2014 Audit Summary
- 2015 March Financials

**Member Services**

Member Services Director Daudt gave an overview of the report with the following comments:

- The Small Municipalities Member Drive has brought in 173 new members to date
- Region Director Challenge brought in 20 new members
- The Board was asked to direct staff to explore a new structure regarding the Special District or County fees and return with a proposal at the mid-year Board meeting.

**Other Business**

Director Bergeron stated that Retired Clerks are looking to stay involved and talked about the possibility of having a committee of retired members who can offer mentoring to current and/or new members.

Director Tilton asked the Board if it was necessary to keep the ERG now that IIMC has Dr. Long as Director of Professional Development. Director Cullinane commented that he remembers the

Board agreeing that the ERG was an additional resource. Director Shalby stated that Management will provide an update on the ERG at the 2015 mid-year Board meeting.

**Florida Association Letter (Handout)**

Director Shalby discussed the letter. It was suggested that leadership meet with the Florida Clerks at some time during this conference.

There was discussion about the proposal to amend the current Constitution.

**Adjournment**

The Board meeting adjourned at 4:40 p.m.

Maria Miranda  
Recorder