

INTERNATIONAL INSTITUTE OF MUNICIPAL CLERKS  
Board of Directors Teleconference Meeting  
March 2, 2016  
Minutes

**CALL TO ORDER**

President Monica Martinez Simmons, MMC called the IIMC Board of Directors teleconference meeting to order at 9:04 a.m. Roll call was taken by Maria Miranda.

**Board Members Present:**

President Monica Martinez Simmons, MMC  
President Elect Vincent Buttiglieri, MMC  
Vice President Mary Kayser, MMC  
Immediate Past President Brenda Kay Young, MMC  
Region I Directors: Carol Anderson, CMC; Julie Coelho, CMC  
Region III Directors: Lynnette Ogden, MMC; Lisa Vierling, MMC  
Region IV Directors: Mary Ann Hess, MMC; Diane Whitbey, MMC  
Region V Directors: Lanaii Benne, MMC; Mary Johnston, MMC  
Region VI Directors: Pam DeMouth, CMC; Anne Uecker, MMC  
Region VII Director: Brian Ruch, MMC  
Region VIII Director: Nancy Vincent, MMC  
Region IX Directors: Alice Attwood, MMC; Tracy Davis, MMC  
Region X Directors: Karla Graham, MMC; Debi Wilcox  
Region XI Director: Bruce Poole, MMC

**Board Members Absent:**

Region II Directors: Andrew Pavlica, MMC; Kimberly Rau, MMC  
Region VII Director: Denise Chisum, MMC  
Region VIII Director: RaNae Edwards, MMC  
Region XI Director: Jaap Paans, MMC

**The following IIMC staff members were present:**

Executive Director: Chris Shalby  
Director of Professional Development: Dr. Jane Long  
Certification Manager: Ashley DiBlasi  
Administrative Coordinator/Recorder: Maria Miranda

**Item 1 – Program Review/Certification & Education and Professional Development Committees**

Director Shalby presented the report. The IIMC Education Department is recommending that effective immediately, the Program Review and Certification committee be combined with the Education and Professional Development committee, maintaining a typical committee structure with one chairperson and one vice chair.

After a brief discussion, Director Attwood moved to accept combining the two committees. **Motion adopted.**

## **Item 2 – Education Department Assessments**

Dr. Long presented the report noting that the proposed policy has been reviewed by the Education Resource Group, as well as the Program Review and Certification, and Education and Professional Development Committees.

The IIMC Education Department is proposing that in-class assessments now be permitted in addition to more traditional assessments that take place after a class or program. IIMC has designed a customized template for an in-class assessment which will be made available to Institute Directors and State/National/Provincial Associations.

After a brief discussion, Director Benne moved to accept the proposed assessment policy as stated in the report. **Motion adopted.**

## **Item 3 – 2017 Study Abroad Program**

Director Shalby presented the report stating that during the last teleconference held in February, the International Relations Committee recommended that IIMC hold its 2017 Study Abroad Program in Montreal, Canada, prior to the IIMC Annual Conference. If the Board approves Montreal, the International Relations Committee will begin to promote it during the 2016 Conference in Omaha during the exhibit program.

After a brief discussion Director Uecker moved to approve the Study Abroad Program be held in Montreal in 2017. **Motion adopted.**

## **Item 4 – Constitution Task Force**

Director Shalby gave an overview of the report and stated that on Thursday, February 18, 2016, the Constitution Task Force reconvened on a teleconference to discuss two original issues that were presented at the 2015 Annual Business Meeting in Hartford, CT:

- 1) The election process for the incoming Vice President regarding the history of elections and the consideration of using a Region rotation for Vice President (Article VIII, Section 1. Qualifications of Candidates or Vice President); and
- 2) Proposed Constitutional Amendments being distributed to the entire membership prior to discussion at the Annual Business Meeting (Article XIV, Amendment).

Issue # 1: The Task Force voted that the current process of electing the incoming Vice President was fine as presented in the current Constitution and that they did not have any recommendations for a new process.

After a brief discussion Director Poole moved to accept the process regarding the incoming Vice President as stated in Article VIII. **Motion adopted.**

Issue #2: The Task Force proposed the following:

### **Section 1. Proposed Amendments**

Proposed amendments to the Constitution shall be made in writing, setting forth the particular change or changes proposed and shall be filed with the Executive Director.

### **Section 2. Membership Notice and Consideration**

When filed in accordance with Section 1, the proposed amendment shall be submitted to the membership when filed under the following procedures:

- A. It is determined that if the proposed amendment is adopted, it will not have a negative impact on the organization or its finances.
- B. A copy of the proposed amendment, authors' names, intent and explanation are filed by February 1 in time to be published in the *March News Digest*.
- C. The proposed amendment's merit is discussed and evaluated with the attendees at the Annual Business Meeting.

### **Section 3. Membership Vote**

If the proposed amendment is approved by majority vote at the Annual Business Meeting, the proposed amendment will be distributed for a vote by the entire membership. Members will have sixty (60) days following the Annual Business Meeting to vote on the proposed amendment.

The constitutional amendment shall be adopted if two thirds of the votes cast are in favor of the proposal. The effective date of the amendment will be the 61<sup>st</sup> day following the Annual Business Meeting, unless otherwise specified.

President-Elect Buttiglieri suggested adding the following verbiage to Article XIV, Section 2 – A: “as determined by the Board of Directors.”

After a brief discussion Director Buttiglieri moved to accept the proposed language with the added sentence. **Motion adopted.**

### **Item 5 – Board Development**

President Simmons discussed meeting with Dr. Kathy Duncan during the Executive Committee meeting held at HQ, to layout the discussion of “Diversity” including ideas and concepts regarding this important issue. During Board Development in Omaha, Dr. Duncan will team up with Dr. Patricia Taylor to discuss what diversity means to IIMC and how the organization can be more inclusive to be able to move the organization forward.

President Simmons also addressed the issue of who should be in attendance at the Board Development in Omaha. Normally those in attendance are the current Board, Incoming Board and Past Presidents.

President Simmons asked if the Board would consider keeping it a closed session to include only the current and incoming Board members.

At the suggestion of President Simmons, Director Shalby will be sending out an inquiry, via email, to get everyone's thoughts on whether or not Past Presidents should be included in the Board Development in Omaha. After a brief discussion, all participants agreed to Director Shalby taking a vote by email.

President Simmons thanked everyone for their participation.

**Adjournment**

The meeting adjourned at 10:00 a.m. PST

Maria Miranda  
Recorder