

INTERNATIONAL INSTITUTE OF MUNICIPAL CLERKS
Board of Directors Meeting
May 21, 2016
CenturyLink Convention Center – Omaha, Nebraska
Minutes

CALL TO ORDER

President Monica Martinez Simmons called the IIMC Board of Directors meeting to order at 8:10 a.m. Saturday, May 21, 2016.

Region VIII Director RaNae Edwards was sworn in by President Simmons.

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 L. Anderson, CMC; Julie A. Coelho, CMC
Region II Directors: Andrew J. Pavlica, MMC; Kimberley A. Rau, MMC
Region III Directors: Lynnette Ogden, MMC; Lisa B. Vierling, MMC
Region IV Directors: Mary Ann Hess, MMC; Diane K. Whitbey, MMC
Region V Directors: Lanaii Y. Benne, MMC; Mary J. Johnston, MMC
Region VI Directors: Pam DeMouth, CMC; Anne B. Uecker, MMC
Region VII Directors: Denise Chisum, MMC; Brian L. Ruch, MMC
Region VIII Director: RaNae M. Edwards, MMC; Nancy A. Vincent, MMC
Region IX Directors: Alice J. Attwood, MMC; Tracy L. Davis, MMC
Region X Directors: Karla D. Graham, MMC; Debi A. Wilcox
Region XI Director: Jaap Paans, MMC; Bruce Poole, MMC

The following IIMC staff members were present:

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

Also present:

Region XI Consultant: Tom van der Hoven
Past President: Colleen Nicol, MMC
Past President: Sharon Cassler, MMC

Past President: Mary Lynne Stratta, MMC
Institute Director: Jeff Hendry
Florida Education Chair: Linda Bridges
Florida State Association President: Tracy Ackroyd, MMC
MCEF: Dale Barstow
MCEF: Marian Karr, MMC
Stephanie Moon Reynolds, MMC
Parliamentarian: Connie M. Deford, CMC

Incoming Board:

Vice President Elect: Stephanie Kelly, MMC
Region III Director: Pamela Smith, MMC
Region V Director: Robbie Hume, CMC
Region IX Director: Sherry Pierce, MMC
Region X Director: Aleta Neufeld, CMC

AGENDA APPROVAL

Director Attwood moved to approve the Agenda. **Motion adopted.**

Guests, except incoming board members and staff, except ED Shalby, were excused so that the board could go into executive session at 8:15 a.m.

The meeting reconvened at 8:40 a.m.

MCEF SCHOLARSHIP TASK FORCE

Foundation President Nicol gave an overview of the report and stated that the MCEF Foundation is now the "IIMC Foundation." Nicol also stated that MCEF provides funds in two categories: 1) Restricted funds generated from interest earned from endowments and designated as to where and how these funds are applied; and 2) Unrestricted Policy 8 funds provided to IIMC to use toward education programs such as conference speakers and facilitators, creating online courses, conference grants and region stipends and the 2016 Symposium.

Director Shalby gave an overview on the report and discussed as follows:

- 1) **Region XI Symposium** - MCEF unrestricted Policy 8 funds have been set aside to use toward Region XI Symposium education program.

COSTS: The amount established for the 2016 Symposium was \$6,000. IIMC set aside \$3,000 in 2015 and another \$3,000 in 2016 for the education component for the Symposium.

Director Shalby presented the following Management/Task Force Recommendations:

As long as IIMC's Board continues to support Region XI education programs, we recommend continuing setting aside dollars for future Symposiums. The funds set aside may range from year to year, depending on how much IIMC receives in Policy 8 funds and what other education objectives are planned.

Option #1 – Would the Board like to continue funding these types of programs for Region XI?

Option #2 – Would the Board like to eliminate funding these types of programs for Region XI?

Option #3 – Would the Board like to continue funding these types of programs for Region XI but with less annual funding?

After discussion, Director Uecker moved to accept Option #1 to continue funding these types of programs for Region XI. **Motion adopted.**

2) **IIMC Conference Grants** – The Conference Grant Program is designed to allow two IIMC members from each of IIMC's 11 regions to attend the IIMC Annual Conference each May. The Grant program's funds are from MCEF's unrestricted Policy 8 funds.

COSTS: IIMC allocates \$600/per Grant for a total of \$13,200 if 2 members/region participate.

Director Shalby presented the following Management/Task Force Recommendations:

We believe the Conference Grant Program is beneficial and is an incentive for first-time attendees to attend an IIMC Conference. However, it is always a bit of a struggle to get members to apply.

Option #1 – Would the Board like to eliminate this Grant program altogether, using the funds to provide more dollars toward CMC and MMC scholarships?

Option #2 – Would the Board like to reduce the Grants to one per region, saving \$6,000 and use those savings toward more CMC and MMC scholarships?

Option #3 – Keep the Conference Grant program as is.

After discussion, Director Rau moved to accept Option #3 to keep the Conference Grant program as is, adding that Region Directors can and should do a better job at marketing the Grant program. **Motion adopted.**

3) **CMC/MMC Scholarships – Restricted Funds** – This CMC/MMC Scholarship program has been designed to assist with the costs of attending an IIMC approved Institute or Academy program for those working toward IIMC's professional designations.

Director Shalby presented the following Management/Task Force Recommendations:

We recommend keeping this program; however, we are trying to find more funds to offer each scholarship recipient. We also recommend opening up the application period, allowing more members time to submit.

Option #1 – Would the Board like to increase the amount of funds provided to the applicants? If yes, then those funds would have to be derived from current programs using MCEF's Policy 8 dollars, such as Region Grants, Conference Grants, etc.

Option #2 – Would the Board like to lengthen the Open Application Period to help attract more applicants and streamline the process?

Option #3 – Would the Board like to continue with the status quo, keeping the funds and application period as is?

After discussion, Vice President Kayser moved to increase the MMC scholarship funds from \$100 to \$400, leave the CMC at \$400 and lengthen the application period. **Motion adopted.**

4) **State/National /Provincial Association Grants – Unrestricted Funds/Policy 8:** This Association Grant Program was designed to provide financial assistance to Clerk Associations planning their annual conferences or education programs. This grant is not for individual use. The funds must be applied to the educational program and cannot assist with meal functions, room rentals, etc. Speaker fees are a good example of the funds.

COSTS: \$2,000 for four associations to use at \$500 each Association; however, the full allocation of four grants is not always awarded.

Director Shalby presented the following Management/Task Force Recommendations:

We recommend eliminating the Association Grant Program since it only accounts for four Associations to receive these grants, and the savings of \$500 each/\$2,000 total would allow MCEF to use the funds toward scholarships.

After discussion, Director Ruch moved to eliminate the Association Grant Program. **Motion adopted.**

5) **IIMC Region Stipends – Policy 8 Funds** – The Region Meeting Stipend is designed to make the planning of an IIMC Region Meeting financially feasible by providing financial assistance to embellish the Region's annual education program. Each IIMC Region will decide for itself how best to use the money toward education at their meeting. The Region Stipends funds are from MCEF's unrestricted Policy 8 funds.

COSTS: IIMC allocates \$1,000/Region for a total of \$11,000 if every Region participated.

Option #1 – Eliminate the Region Stipend program altogether, using the funds to provide additional dollars for CMC and MMC scholarships?

Option #2 – Reduce the Region Stipend program to \$500 per region, saving \$5,500 and use those savings toward offering more funds to CMC and MMC scholarships?

Option #3 – Keep the Region Stipend program as is?

After discussion, Director Uecker moved to accept Option #3 to keep the Region Stipend program as is. **Motion adopted.**

Management/Task Force Other Recommendations:

- Creation of an Online Learning Scholarship
- Create scholarship and grant applications for those that have already achieved the MMC designation

Director Shalby presented the following Management/Task Force Recommendations:

We believe an Online Learning Scholarship can also act as an incentive for those Clerks who are interested in completing the CMC or MMC and also as a way to introduce and incentivize this new program.

Option #1 – Would the Board be interested in creating an online learning scholarship? If yes, would the Board prefer that the funds for these types of scholarships be provided from MCEF Policy 8 funds or from MCEF restricted funds?

Option #2 – Would the Board be interested in creating a post-MMC type of scholarship to provide those MMC members with opportunities for continuing education? If yes, would the Board prefer that the funds for these types of scholarships be provided from MCEF Policy 8 funds or from MCEF restricted funds?

Option #3 – Does the Board believe we're fine with the scholarship program we currently have and to suspend creating any new scholarship programs for the time being?

After discussion, Option #2 wording was amended as follows:

Would the Board be interested in creating a post-MMC type of scholarship to provide those MMC members with opportunities for continuing education? If yes, would the Board prefer that the funds for these types of scholarships be provided from IIMC Foundation funds?

Director Attwood moved to accept Option #2 as amended. **Motion adopted.**

Meeting recessed at 9:54 and reconvened at 10:09 a.m.

COMMITTEE REPORTS

Executive Director Update

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

Policy

The Policy Manual needs a review and update. It's been two years since the last update. We especially need to rewrite the Conference Chapter 7.45 on VIP and protocol due to many changes in this Chapter.

Director Vincent moved that the Board direct staff to work with the Policy Committee to make revisions where needed throughout the entire manual. **Motion adopted.**

Constitution

IIMC has come across an ambiguity regarding Officers and Region Director vacancies, specifically, the meaning of the word Term of Office. We understand that it's implied that a term is from Conference to another Conference; however, we are asking to make clearer the two areas in the Constitution regarding the Term of Office by adding wording (bold and underline). We feel this change removes the ambiguity and confusion but does not change context. If the Board approves that this is strictly an edit and not a rewrite that needs to be voted on by the members, then staff can accomplish this task.

Article V – Officers

Section 2. Term (Annual Conference to Annual Conference)

Each Officer serves a one-year term, except when filling a vacancy.

Article VI – Region Directors

Section 2. Term (Annual Conference to Annual Conference)

Region Directors are elected to staggered three-year terms so that the terms of both Region Directors do not expire the same year. No Region Director may serve two successive full terms unless no other candidate is nominated.

After discussion, Director Attwood moved to accept the amended Articles V and VI as presented.

Motion adopted.

Strategic Objectives/Outline

Director Shalby Presented the IIMC Strategic Outline and after a brief discussion Immediate Past President Young moved to accept the outline as presented and allow staff to implement another key area for diversity. **Motion adopted.**

Revised Region XI Bulk Membership Scheme

Director Shalby gave an overview of the report and presented the following Management's Recommendations:

With the Board's approval, Management recommends that the revised scheme of a flat \$2,000US per affiliate Region XI association be implemented effective June 2, 2016 and be reviewed after three years – May 2019. The current Region XI membership base is approximately 770. We also believe that each Region XI affiliation should determine the number of members it would like to include in the scheme.

After discussion, Director Uecker moved to accept Management recommendations as presented in the report. **Motion adopted.**

Florida Association Letter with Management's Comments:

Director Shalby presented the letter From the Florida Association of City Clerks dated January 15, 2016 regarding reinstating continuing education to maintain CMC and MMC credentials and the integrity of those credentials. A letter of support was also received from the Alabama Association. ED Shalby stated that Management and the Education Department initially brought forth the recommendation to eliminate recertification due to a few issues: legal, due process, staff reinforcement and membership's disapproval and reluctance to continue with recertification.

After discussion, it was agreed to maintain the current policy. President Simmons requested that Director Shalby follow up in writing with the Florida State Association and the Alabama Association to inform them of the outcome of the discussion.

The Board approved Management's recommendation to have the Education and Professional Development Committee with IIMC's Education Department review the number of points a college degree is afforded toward certification.

Education Department Report

Certification Manager DiBlasi gave an overview of the report adding the following:

- Captus Press will be adding a new course sometime in June or July 2016
- Since the 2015 Midyear Meeting we have awarded 200 CMC and 50 MMC designations.
- Since the 2015 Midyear Meeting, we have certified 28 new international CMCs and 3 new MMCs with The Netherlands making up the majority of those certifications.

Director Paans moved to have staff look into this further. **Motion adopted.**

Director Shalby presented the following Management Comments:

He offered thanks to this Department for their efforts to maintain the organization's high standards regarding Education programs and Certification. There are two areas that require Board approval:

- 1) We would like to provide the Budget Committee with a proposal to increase application fees regarding the CMC program only. This program has been status quo for more than a decade. The current application fee is \$100 with an additional \$40 for a plaque. We will request a nominal increase of \$15 to \$25 per application. The plaque fee will remain the same. We are not requesting any fee increase for the MMC program, which is currently at \$400 per application.

After discussion, Director Uecker moved to increase the CMC application fee to \$125. **Motion adopted.**

- 2) In light of the Wyoming letter, we recommend to the Board to allow the Department to work with the Education and Professional Development committee to research and recommend alternative Institute sponsorship opportunities, including community colleges. Although we believe that our Institutes are still viable, we need to anticipate the future and that universities are becoming more and more concerned with revenue and the possibility that these adult-

learning programs may be eliminated. We are not recommending switching from universities, but to seek alternative methods for our members to continue with their education. We have several states that do not have a traditional Institute; therefore, leaving members in those states without an opportunity to seek certification.

After discussion, Director Hess moved to allow the department to work with the Professional Development Committee to research and recommend alternative institute sponsorship opportunities, including community colleges, and present recommendations at the 2016 Midyear Meeting. **Motion adopted.**

Meeting recessed at 12:10 and reconvened at 1:12 p.m.

IIMC Region XI

Consultant van der Hoven presented the report and stated the following:

- Due to unfortunate events in Brussels this year, the Symposium had to be postponed until a later date, perhaps in early 2017
- Will work with associations in Region XI to recruit members for the bulk membership program

President Simmons thanked Consultant van der Hoven for his hard work, and the report was received as presented.

Conference Committee

Director Ogden gave an overview of the report.

President Simmons thanked the committee for their work, and the report was received as presented.

Elections Committee

Director Hess gave an overview of the report.

President Simmons thanked the committee for their hard work, this year and the report was received as presented.

Legislative Committee

Director Uecker gave an overview of the report.

Director Shalby thanked the committee for their work and for the submittal of articles that were published in the *News Digest* this past year.

President Simmons thanked the committee, and the report was received as presented.

Membership Committee

Director Pavlica gave an overview of the report.

Director Shalby thanked the committee for their help in all things regarding membership and for the IIMC Champions articles that were featured earlier this year in the *News Digest*.

President Simmons thanked the committee for their work, and the report was received as presented.

Mentor Committee

Director Whitbey gave an overview of the report.

President Simmons thanked the committee for their work, and accepted the report as presented.

Records Management Committee

Director Ruch gave an overview of the report.

President Simmons thanked the committee for their work, and the report was received as presented.

Research and Resource Committee

Director Vincent gave an overview of the report.

President Simmons thanked the committee for their work, and the report was received as presented.

Constitution Task Force

Director Shalby gave an overview of the report and presented the following Management's Update:

On March 2, 2016 the Board of Directors, via teleconference, approved the CTF report and moved to proceed with distributing the Amendments to the membership. On March 31, 2016, the Amendment was posted on IIMC's website and published in the April and May News Digests. It will be voted on during this week's Annual Business Meeting.

President Simmons thanked the Task Force for their work, and the report was received as presented.

Budget and Planning

Vice President Kayser gave an overview of the report and stated the committee recommends the adoption of the proposed financials and the Auditor's report as submitted.

President Simmons thanked the committee, and the report was received as presented.

Education and Professional Development

Director Johnston gave an overview of the report and discussed the following recommendations:

(a) Proposed Learning Assessment Policy

Approve the amendments to the Institute Guidelines and Education Guidelines and approve the In-Class Learning Assessment Tool for use by institutes and instructors.

(b) Proposed Online Learning Guidelines

Support the proposed Online Learning Guidelines.

Director Shalby Presented Management's Comments:

The department thanks this committee for the efforts and feedback on all of the above in addition to items discussed prior to the mid-year meeting. Please note that the Board has approved the Assessment Policy and no further action is required at this time.

The Proposed Online Learning Guidelines will require further research and discussion before presentation to the Board for consideration. Therefore, we are requesting additional time to complete this research and discussion with the Institute Directors and new Education and Professional Development Committee. This proposed policy will be ready for presentation to the Board at the mid-year meeting in November 2016.

After discussion, Director Anderson moved to allow additional time to complete this research and present at the mid-year meeting in November 2016. **Motion adopted.**

International Relations

Director Paans gave an overview of the report.

Director Shalby thanked the committee for their efforts in providing their input and perspective on the Region XI Symposium and added the following comments:

- The IRC has a permanent booth in the exhibit hall to promote all things in Regions X and XI
- The Board approved the 2017 Study Abroad program for Montreal
- The City of Montreal's Tourisme Bureau will be exhibiting in Omaha to promote the city for next year's conference.

President Simmons thanked the committee, and the report was received as presented.

Policy

Vice President Kayser gave an overview of the report stating the following recommendations for Quill Award scoring process:

The sense of the committee was that a balance needed to be established so that a Quill Award recipient would be chosen based on a 'well rounded' history of experience and service, not just on the extraordinary accomplishments in one or two particular categories. A subcommittee, headed by Vice Chair Stratta, reviewed the current scoring form and created new minimum and maximum scoring requirements in certain Quill Award categories. Their recommendation was reviewed and accepted by the entire Policy Committee, which whole heartedly recommends that the Board of Directors adopts the form as well.

Vice President Kayser also stated that there are no changes required to the Quill Award Policy. The changes are simply to the scoring form.

Director Shalby presented the following Management's Recommendation:

We've had minor issues with the original Quill Scoring Sheet being unclear in certain areas. We believe the revisions will provide future Quill selection committees a more concise and balanced scoring form with no ambiguity.

After discussion, Director Attwood moved to accept the recommendations to accept the revision to the scoring form and the logo policy. **Motion adopted.**

Program Review & Certification

Director Davis gave an overview of the report stating that the Proposed Online Learning policies require further discussion.

President Simmons thanked the committee, and the report was received as presented.

Public Relations & Marketing

Director Benne gave an overview of the report.

President Simmons thanked the committee, and the report was received as presented.

Meeting recessed at 2:10 and reconvened at 2:25 p.m.

Financials

IIMC Finance Specialist Pantaleon and CPA Parker provided an overview of the report.

President Simmons thanked Pantaleon and Parker for their diligent work, and the report was received as presented.

The audit report was accepted as presented.

STAFF REPORTS:

Education Resource Group

Director Shalby gave an overview of the report with the following Management's Comments:

At the 2015 mid-year meeting, the Board agreed to keep the ERG intact through 2016 and reassess its viability at this year's mid-year Board meeting. We discussed that now that IIMC has a Director of Professional Development, it might be best to create a voluntary advisory group of five Institute Directors to assist when needed. If the Board agrees, we will proceed in that direction.

After discussion, Director Attwood moved to create a voluntary advisory group of five Institute Directors. **Motion adopted.**

Member Services

Member Services Director Daudt gave an overview of the report and stated that the membership lists have been received from SLCC and the VvG. IIMC is pleased to be working side by side with these organizations.

President Simmons thanked Staff for their hard work, and the report was received as presented.

Annual Conference Updates (Verbal by Director Shalby)

2016 – Omaha, NE

- Great Host Committee
- High volume of attendees

2017 – Montreal, CANADA

- We will not have a traditional Host Committee
- Host Hotel will be the Bonaventure
- Shalby, Buttiglieri, Ozimek and DiBlasi will be going on the site visit in July

2018 – Norfolk, VA

- Just completed Conference theme
- IIMC is currently working on the Logo
- There will be two Host Hotels: Marriott and Sheraton
- Hotels will have looping transportation

2019 – Birmingham, AL

- Lee Frazier is the Host Clerk
- Host hotel is the Sheraton
- Convention Center is linked to Host Hotel
- Will be working on the Conference logo
- Will have support from the CVB and Committee

2020 – St. Louis, MO

- Conference logo has been approved
- Will have a great Host Committee
- Karen Goodwin, MMC is the Host Clerk
- Host hotel is the Hyatt

Director Shalby also stated that for the past few years all conference locations have been chosen anonymously and this has worked quite well. He also stated that RFPs for 2021 have been received from: Grand Rapids, Michigan; Little Rock, Arkansas; Frisco, Texas; Spokane, Washington; Reno, Nevada; Denver, Colorado; and Ontario, California.

Directors Reports

All Directors verbally presented reports from their regions. The following comments were made:

- Directors Ogden and Vierling recommended Speaker Denise Ryan for future conferences
- Director Paans will be stepping down as Region XI Director within a few weeks
- Vice President Kayser thanked all the Directors that are stepping down for all their hard work and dedication to IIMC and congratulated newly elected Vice President Kelly and President Buttiglieri.

Other Business

President Simmons thanked the Board for all their work and contributions to the organization.

Adjournment

The Board meeting adjourned at 4:33 p.m.

Maria Miranda, Recorder