

INTERNATIONAL INSTITUTE OF MUNICIPAL CLERKS
Board of Directors Meeting
May 20, 2017
Hotel Bonaventure – Montreal, Canada
Minutes

CALL TO ORDER

President Vincent Buttiglieri called the IIMC Board of Directors meeting to order at 8:10 a.m. Saturday, May 20, 2017.

Region I Director Julie Coelho was excused from the Board meeting.

Region X Director Bonnie Hilford was sworn in by President Buttiglieri.

Board Members Present:

President Vincent Buttiglieri, MMC
President Elect Mary Kayser, MMC
Vice President Stephanie Carouthers Kelly, MMC
Immediate Past President Monica Martinez Simmons, MMC
Region I Director: Carol L. Anderson, MMC
Region II Directors: Andrew J. Pavlica, MMC; Douglass A. Barber, CMC
Region III Directors: Pamela Smith, MMC; Lisa B. Vierling, MMC
Region IV Directors: Mary Ann Hess, MMC; Diane K. Whitbey, MMC
Region V Directors: Robbie Hume, CMC; 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; Elizabeth Burke, MMC
Region IX Directors: Tracy L. Davis, MMC; Sheri L. Pierce, MMC
Region X Directors: Bonnie Hilford, CMC; Aleta Neufeld, CMC
Region XI Director: Djimmer Petrusma, MMC; Bruce Poole, MMC

The following IIMC staff members were present:

Executive Director: Chris Shalby
Professional Development Director: Dr. Jane Long
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
SLCC President: Alan Blakely
Parliamentarian: Connie M. Deford, CMC

Incoming Board:

Incoming Region II Director: Heidi Brunt, CMC
Incoming Region VI Director: Dan Buchholtz, MMC
Incoming Region XI Director: Kathryn Richmond

AGENDA APPROVAL

Without objection, the agenda was approved as distributed.

CONSENT AGENDA

Director Edwards moved to approve the Consent Agenda consisting of minutes of the board meetings held November 11, 2016, November 12, 2016 and March 21, 2107. **Motion adopted.**

FOUNDATION REPORT

Foundation President Nicol gave an overview of the report.

- She thanked the Northern California Association of City Clerks for their one-time donation of \$20,000 to an existing California endowment.
- She thanked IIMC members for their financial support, with Foundation revenue of \$140,924 during 2016.

In the coming year, the Foundation will develop a new marketing plan, which includes social media/networks and e-blasts to encourage members to contribute. Watch for easier and direct on-line giving opportunities at www.iimc.com.

Director Whitbey moved to go into executive session. **Motion adopted.**

Guests, except ED Shalby and Parliamentarian Deford, were excused so that the board could go into executive session at 8:20 a.m. The regular meeting reconvened at 9:00 a.m.

COMMITTEE REPORTS

Executive Director Update

Executive Director Shalby gave an overview of the report adding the following:

- Montreal conference has 888 total attendees; this number includes delegates, guests, exhibitors and speakers.
- Both overflow hotels, the Marriott and Sheraton, are offering 10% commissions. This will help add revenue to the bottom line.
- The Board accepted our recommendations in 2011 to reduce expenses for two IIMC events beginning with the 2012 conference. The reduction in expenses in the Opening Ceremony and All Conference Event will have to be revisited.

2018 Conference, Norfolk, VA – All Conference Event:

Management recommends that the Board approve moving the All Conference Event from Tuesday to Monday to accommodate the Host Committee.

Director Uecker moved to hold the All Conference Event on Monday night. **Motion adopted.**

Diversity/Inclusivity Task Force:

The Task Force met via telecom in February to discuss the goals and objectives regarding its Board directed mission. Also discussed was the possibility for the Task Force to meet at headquarters early this summer to continue the conversation. The committee members agreed that they would be happy to pay their airfare if IIMC would provide two nights' lodging and meals.

The total amount requested for this meeting is as follows:

Hotel @ \$105/night x 23 people for two nights = \$4,830

Meals @ \$55/day x 23 people for three days = \$3,795 (Travel days before/after meeting)

Total = \$8,625

Management recommends that the Board approve funding for a Task Force meeting at headquarters in order to have total engagement of all committee members and be able to move forward.

Director Petrusma moved to approve funding for the Diversity/Inclusivity Task Force visit to headquarters. **Motion adopted.**

Hiring Property Management Firm:

The Budget committee has approved the budget proposal regarding the hiring of a property management firm to handle headquarters' property, tenant issues, and oversee the needs of the building. IIMC currently does not have a building management firm line item; this will have to be created. The following is where our expenses lie and the effect on the bottom line:

- 2017 approximate costs beginning in June through December - \$3,450

Our 2017 projected year-end is \$25,540. With the property management firm, revised 2017 projected budget year-end will be \$22,090.

ED Shalby recommends that the Board approve the funding for this hire and stated that the term of the contract will be for one year with the option to terminate the contract with 30-day notice.

Director Uecker moved to approve the funding for the hire of a property management firm. **Motion adopted.**

IIMC Foundation – Agreement and Sponsorship Split:

At the Foundation's midyear board meeting in November 2016, the Foundation board asked if IIMC could review its sponsorship split and increase it an additional 10% for an 80/20 split.

Management is proposing that IIMC increase its sponsorship percentage by 10% on a case-by-case basis, annually. IIMC would determine by the November Board midyear meeting where the conference and projected year-end budget would finish. At that time, management would recommend to the Board for their approval whether or not it would be financially viable to allocate an additional 10% from sponsorship dollars to the Foundation.

- Management recommends that the Board adopt this 10% increase from sponsorship funds on a "situational" basis, annually.
- Management recommends an increase for exhibitors, from \$1,400 to \$1,500 beginning in 2018 and take the additional \$100 and give it to the Foundation.

Director Smith moved to approve these two recommendations. **Motion adopted.**

Education Department Report

Certification Manager DiBlasi gave an overview of the report. Dr. Long added the following:

- She has been invited to attend the American Transportation/Public Association meeting in Chicago on July 24.
- Will be looking into online courses working with Mind-Edge. They offer more innovative learning opportunities and will also give back to IIMC. More information will be presented to the Board at the midyear meeting.
- Still waiting on Institute Annual Reports, four from Canada and one from Bulgaria.
- First New York Institute will be held July 2017.

The Education Department asked the Board to approve the following Life Long Learning Policy Statement and add to the Education Guidelines:

IIMC strongly believes in life-long learning and focuses on providing continuing professional development for the Municipal Clerk Profession. Our education programs are focused toward attainment of certification, resulting in Certified Municipal and Master Municipal Clerk designations. Once attained, certified professionals continue their development by participating in programs offered at the local, state, provincial, and national levels, enabling them to meet the duties of their public office and remain effective in their communities.

Director Edwards moved to approve the Life Long Learning Policy Statement. **Motion adopted.**

Region XI Report

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

- The key focus for the immediate future will be to ensure a successful Symposium
- IIMC needs to promote how Region XI members can benefit from joining IIMC

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

Conference Committee

Director Vierling gave an overview of the report.

Education & Professional Development

Director Davis gave an overview of the report.

Elections Committee

Director Hess gave an overview of the report.

Legislative Committee

Director Pierce gave an overview of the report.

Membership Committee

Director Edwards gave an overview of the report.

Mentoring Committee

Director Whitbey gave an overview of the report.

Public Relations & Marketing

Director Pavlica gave an overview of the report.

Records Management Committee

Director Johnston gave an overview of the report adding the following:

- This committee was unable to make progress in regards to the RIM bulletin goal, but is hopeful that the incoming committee will make progress.

Research and Resource Committee

Directors DeMouth and Hume gave an overview of the report.

President Buttiglieri thanked the committees for their work, and all reports were received as presented.

RECESS

Without objection, the meeting recessed at 12:07 p.m. for lunch and reconvened at 1:20 p.m.

International Relations

Director Smith gave an overview of the report and stated the committee will continue work on the following goals:

- Goal #4: Develop communications vehicles for Region X and XI members to determine short and long term needs in these regions
- Goal #6: Market Regions X and XI to members in Region I to IX

ED Shalby recommended that the committee revisit Items 4 and 6. He also requested to be included in future discussions regarding these items.

Vice President Kelly moved to refer items 4 and 6 back to the committee and include ED Shalby in future discussions. **Motion adopted.**

By unanimous vote, the committee's recommendation regarding Items 1, 2, 3 and 5 were postponed indefinitely.

Policy

Director Chisum gave an overview of the report. After discussion, the following motions were made:

Director Uecker moved to approve management's recommendations on Section 2.20.060 – Campaigning Guidelines, as presented in the report. **Motion adopted.**

Director Whitbey moved to accept both recommendations from management as presented in the report regarding appointment process, term and payment for the Parliamentarian and International Relations Consultant. **Motion adopted.**

Director Hess moved to accept management's recommendation as presented in the report regarding Section 2.500.030 - Independent Consultants/Contractors. **Motion adopted.**

President Elect Kayser moved to refer entire section on the selection of Budget and Planning Committee and Budget Chair to ED Shalby for rewording. **Motion adopted.**

RECESS

The meeting recessed at 2:40 p.m. and reconvened at 2:45 p.m.

Vice President Kelly moved that when a candidate's application has been vetted and meets the nomination criteria, the candidate may begin campaigning as of July 1. **Motion adopted.**

Vice President Kelly moved to delete Section 5.60.50 since the ERG has been disbanded and replaced by a voluntary ERG Council. **Motion adopted.**

Director Uecker moved to allow the committee to make necessary non-substantial changes in the Policy Manual. **Motion adopted.**

Budget and Planning

This report will be presented during the Annual Business Meeting held on Wednesday, May 24 by Chair Allan Susen.

Financials

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

Director Uecker moved to accept the audit report as presented. **Motion adopted.**

Finance Specialist Pantaleon presented the quarterly financial report for the period ending March 31, 2017.

STAFF REPORTS:

Communications

The report was received as presented by ED Shalby.

Member Services

Member Services Director Daudt gave an overview of the report and added the following:

- As of the end of April, the total number of members is at 14,539
- The Inactive 2 Active membership campaign began with encouraging results

President Buttiglieri thanked staff for their hard work, and staff reports were received as presented.

Diversity/Inclusivity Task Force Update

ED Shalby presented the report adding that an update will be presented to the Board at the midyear meeting outlining the outcome of the discussion scheduled for this summer at headquarters.

The report was received as presented.

Annual Conference Updates (Verbal by ED Shalby)

2017 – Montreal, Canada

- No Host Committee
- Will be a good conference with more attendees than projected

2018 – Norfolk, VA

- There will be one Host Hotel: Marriott and additional housing at the Sheraton
- Hotels will have looping transportation
- Site visit is scheduled for August

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

- Karen Goodwin, MMC is the Host Clerk
- Host Hotel is the Hyatt
- All events will be held at the hotel

2021 – Grand Rapids, MI

- Host hotel is the Amway
- Convention Center is linked to the hotel

ED Shalby stated that RFPs for 2022 are currently being submitted.

Directors Reports

All Directors verbally presented reports from their regions.

Other Business

President Buttiglieri thanked the Board, especially the outgoing Board members, for all their work and contributions to the organization.

Adjournment

The Board meeting adjourned at 5:05 p.m.

Maria Miranda, Recorder