

**International Institute of Municipal Clerks
Board of Directors ~ Mid-Year Meeting
November 17, 2017
Mission Inn, Riverside, California**

President Kayser called the board meeting to order at 2:45 p.m.

The following were in attendance:

President Mary Kayser, MMC

President Elect Stephanie Carouthers Kelly, MMC

Vice President Lana McPherson, MMC

Immediate Past President Vincent Buttiglieri, MMC

Region I Directors: Carol L. Anderson, MMC; Joseph F. Powers, MMC

Region II Director: Douglass A. Barber, CMC; Heidi R. Brunt, MMC

Region III Directors: Pamela Smith, MMC; Lisa B. Vierling, MMC

Region IV Director: Janice Almy, MMC; Diane K. Whitbey, MMC

Region V Directors: Robbie Hume, CMC; Mary J. Johnston, MMC

Region VI Directors: Daniel Buchholtz, MMC; Pam DeMouth, CMC

Region VII Directors: Bobby G. Busch, MMC; Brian L. Ruch, MMC

Region VIII Director: Elizabeth Burke, MMC; RaNae M. Edwards, MMC

Region IX Directors: Tracy Davis, MMC

Region X Director: Bonnie Hilford, CMC; Aleta Neufeld, CMC

Region XI Director: Djimmer Petrusma MMC; Kathryn Richmond, CMC

Others present:

Leon Wright, CMC

Anne Uecker, MMC

Colleen Nicol, MMC

Dale Barstow, Municipal Code

Executive Director, Chris Shalby

Office Manager, Denice Cox

Director of Member Services, Janis Daudt

Director of Professional Development, Dr. Jane Long

Certification Manager, Ashley DiBlasi

Certification Assistant, Kellie Siggson

Finance Specialist, Janet Pantaleon

CPA, Financial Consultant, Connie Parker

Director of Member Services, Janis Daudt

Member Services Representative, Tammy Storrie

Parliamentarian, Connie M. Deford

Administrative Coordinator/Secretary, Maria Miranda

Director Smith moved to excuse Director Pierce's absence. **Motion carried.**

President Kayser administered the Oath of Office to Region I Director Joseph Powers and Region XI Director Kathryn Richmond.

Without objection, the consent agenda approval was moved to Saturday's meeting on November 18, 2017, and Item 13.d. Diversity/Inclusivity Task Force report, was moved to follow Item 11, Committee Reports, before the Education/Professional Development Committee report.

AGENDA

The meeting agenda was approved as amended.

The Board went into Executive Session at 3:00 p.m. and reconvened at 3:45 p.m.

Following announcements, the meeting adjourned at 3:46 p.m.

Maria Miranda, Secretary

**International Institute of Municipal Clerks
Board of Directors ~ Mid-Year Meeting
November 18, 2017
Mission Inn, Riverside, California**

President Kayser called the board meeting to order at 8:30 a.m.

The following were in attendance:

President Mary Kayser, MMC

President Elect Stephanie Carouthers Kelly, MMC

Vice President Lana McPherson, MMC

Immediate Past President Vincent Buttiglieri, MMC

Region I Directors: Carol L. Anderson, MMC; Joseph F. Powers, MMC

Region II Director: Douglass A. Barber, CMC; Heidi R. Brunt, MMC

Region III Directors: Pamela Smith, MMC; Lisa B. Vierling, MMC

Region IV Director: Janice Almy, MMC; Diane K. Whitbey, MMC

Region V Directors: Robbie Hume, CMC; Mary J. Johnston, MMC

Region VI Directors: Daniel Buchholtz, MMC; Pam DeMouth, CMC

Region VII Directors: Bobby G. Busch, MMC; Brian L. Ruch, MMC

Region VIII Director: Elizabeth Burke, MMC; RaNae M. Edwards, MMC

Region IX Directors: Tracy Davis, MMC; Sheri L. Pierce, MMC

Region X Director: Bonnie Hilford, CMC; Aleta Neufeld, CMC

Region XI Director: Djimmer Petrusma MMC; Kathryn Richmond, CMC

Others present:

Leon Wright, CMC

Anne Uecker, MMC

Colleen Nicol, MMC

Dale Barstow, Municipal Code

Executive Director, Chris Shalby

Office Manager, Denice Cox

Director of Member Services, Janis Daudt

Director of Professional Development, Dr. Jane Long

Certification Manager, Ashley DiBlasi

Certification Assistant, Kellie Siggson

Finance Specialist, Janet Pantaleon

CPA, Financial Consultant, Connie Parker

Director of Member Services, Janis Daudt

Member Services Representative, Tammy Storrie

Parliamentarian, Connie M. Deford

Administrative Coordinator/Secretary, Maria Miranda

CONSENT AGENDA

Minutes of the following meetings were approved as corrected:

- a. DRAFT Minutes of May 20, 2017 Board Meeting - Montreal
- b. DRAFT Minutes of May 24, 2017 Board Meeting - Montreal
- c. DRAFT Minutes of Annual Business Meeting - Montreal
- d. DRAFT Minutes of Board Meeting Teleconference – 10/25/17

FOUNDATION REPORT UPDATE

ED Shalby presented the report and Foundation President Nicol added the following:

- 2.4 million dollars have been collected since last quarterly report
- \$38,000 has been received in contributions from members
- Foundation provided \$3,000 to the Diversity Task Force to assist with costs
- Working on new look for the website
- Currently working on alternative ways people can contribute to the Foundation, individually and on a Regional level
- Foundation has 29 Restricted Endowments and will have an additional two this year
- Region IV and the Oregon Association of Municipal Recordors will be presenting the Foundation with endowment checks this year

EXECUTIVE DIRECTOR UPDATE

Hotels 2018:

- We have contracted 257 rooms for each hotel and should have no problem meeting the room block. The Hilton Hotel can accommodate IIMC if we sell out both hotels and the need arises.

Education:

- Per the Board's recommendation, we added \$25.00 to the CMC application fee, increasing it from \$100.00 to \$125.00. To date, we've not encountered any issues with the increase.
- We have been operating without a Communications Coordinator. Staff shares those duties. We did not recommend hiring for this position for 2018 primarily due to costs and the need to evaluate the entire operation.

Independent Contractors:

- Director Buchholtz moved to renew the contract for Connie Deford, Parliamentarian, for an additional 3 years. **Motion carried.**
- Director Davis asked why the matter of the Parliamentarian contract renewal comes to the Board if the decision to hire is up to the ED. ED Shalby clarified he brings it to the Board to be transparent.

Chapter 7.75.030 Policy – President Cannot Attend Annual Conference:

- ED Shalby explained why it would make sense to have a policy in place in case the IIMC President cannot attend an annual conference. After some discussion it was agreed that this policy be adopted.
- Director Edwards moved to adopt the policy as follows:

In case IIMC's current President cannot attend the Annual Conference or becomes ill during the conference and cannot fulfill his or her obligations, IIMC's Most Immediate Past President available will then be responsible for carrying out the President's duties during the conference week. This includes and is not limited to the following: Chairing the Board of Director's meeting; presiding over the Annual Conference's Opening Ceremony and the presentation of Awards; Chairing the Annual Business Meeting; and convening for the General Session speaker; etc.

Motion carried.

EDUCATION DEPARTMENT REPORT

Certification Manager DiBlasi presented the report adding the following:

IIMC Gives Back:

- IIMC Gives Back – we will be partnering with Ronald McDonald House Charities of Norfolk, Virginia, which will allow IIMC members to contribute. A charity wish list will be forthcoming.

Captus Press:

- We will be releasing one additional course through Captus Press by January 31st bringing our total online program number to eight courses by the end of 2018.

MindEdge Learning:

- The Education and Professional Development Committee reviewed the MindEdge Learning proposal on August 9, 2017, and we received their support and approval for the implementation of the MindEdge online learning course. With the implementation of MindEdge, 40% of the course fees will be returned as revenue to IIMC.

Dr. Long discussed the following:

IIMC Institutes:

- Eight annual reports have been submitted, three are in compliance.
- Awaiting Institute proposals from Indiana and Wyoming.

ID Connection Newsletter:

- Next edition will go out in December which will include this year's Institute Director's Award of Excellence winner.

Education Assistant Siggson discussed the following:

Certification/Verification

- Since the Annual Business Meeting on May 20, 2017 we have awarded 158 CMC designations and 52 MMC designations.
- Kathryn Richmond has been awarded her CMC. She is the first United Kingdom Clerk to earn her CMC designation since 2012. Also, we have awarded an MMC to Ed Benevides from Bermuda in Region XI.

RECESS

The meeting recessed at 10:20 a.m. and reconvened at 10:42 a.m.

Certification Manager DiBlasi continued with the Education report as follows:

CMC/MMC Scholarships:

- Fifteen members submitted scholarship applications in 2017 but were denied due to no certification application on file.

Region Grants:

- Only five IIMC regions took advantage of this funding option in 2017. The Department will continue to advertise this opportunity.

COMMITTEE REPORTS

Without objection, reports from the following committees that did not require action were received: Conference, International Relations, Membership/Mentoring, Records Management, and Research and Resource.

RECESS

The meeting recessed at 11:43 a.m. and reconvened at 12:58 p.m.

DIVERSITY/INCLUSIVITY TASK FORCE

Dr. Long and ED Shalby presented the report.

The Task Force held a day-long session comprised of various exercises to determine the meaning of diversity and inclusivity, group activities and group tasks, making several recommendations to the Board regarding changes to the IIMC Constitution.

Bullet #1 – Core Values Statement:

Diversity and Inclusivity

“We embrace diversity and equality by committing to creating and maintaining an environment that is inclusive of all.”

At Friday’s board development training, the board developed the following additional core values statements:

Innovation

“We commit to continuous improvement of services and policies through collaboration, creativity, and technology

Integrity

We adhere to the tenets of honesty, transparency, consistency, and respect.

Communication

We promote the connection of members worldwide with the purposeful sharing of information, knowledge, and educational opportunities.

Professionalism

We strive for excellence within our profession.

Director Buchholtz moved to accept all value statements to be added to the constitution in alphabetical order. Director Anderson's amendment to strike out "alphabetical order" and insert "order of importance" was lost. Original motion was adopted.

Following additional discussion, Director Pierce moved to reconsider the vote on accepting all value statements to be added to the constitution in alphabetical order. Motion to reconsider adopted.

Director DeMouth moved to reconsider the vote on the amendment to strike out "alphabetical order" and insert "order of importance." Motion to reconsider was adopted.

Management's recommendation to add "beginning with Diversity and Inclusivity and the remainder in alphabetical order" to the amendment was adopted. The amendment was adopted.

The motion as amended was adopted as follows: Accept all value statements to be added to the constitution in order of importance beginning with Diversity and Inclusivity and the remainder in alphabetical order.

Bullet # 2 - IIMC Region directors and Board Representation:

No state in an IIMC Region can have representation on the IIMC Board in consecutive years (unless there are no other candidates)

Immediate Past President Buttiglieri moved to approve the proposed concept, including province and country in addition to state. **Motion carried.**

Bullet #3 - IIMC Region Director Qualifications:

Remove IIMC conference attendance as a qualification – Article VIII – D in the Constitution – *Have attended at least two Annual Conferences. Attendance may include the conference at which the candidate's term would begin.*

The citation was corrected to read Article VIII – 2C.

After discussion and vote, it was agreed to bring Bullet #1-3 recommendations back to the Task Force, then work with Parliamentarian Deford for appropriate language.

Bullet #4 – Board Representation:

Appoint Board Representatives from under-represented populations as "at large" members of the Board as needed.

The board agreed that this would have a negative impact on the organization's finances, and will not be forwarded as a proposed amendment.

Recommended Change to IIMC Vice President Ballots:

The Task Force believes it is important to include photographs of candidates running for Vice President on the electronic ballot. The reason is that it might increase voting since most people recognize the face and not, perhaps, a name.

Director Almy moved to adopt the recommendation. **Motion carried.**

Draft Diversity and Inclusivity Survey:

It was recommended that Item 4, bullet seven on the proposed survey, should change from "White" to "Caucasian"

President Elect Kelly moved to distribute the Diversity and Inclusivity Survey as corrected to membership. **Motion carried.**

RECESS

The meeting recessed at 2:55 p.m. and reconvened at 3:05 p.m.

EDUCATION/PROFESSIONAL DEVELOPMENT

Management agrees with the Committee's opinion about MindEdge and recommends that we move forward with launching the new online programs in January 2018.

After discussion and vote the recommendation to launch MindEdge online programs was adopted.

ELECTIONS

Report was presented by Director Vierling, and the recommendation to accept the Election Manual as a part of the Policy Manual will be considered under the Policy Committee report.

LEGISLATIVE

The report was presented by Director Ruch.

The Board accepted the Committees recommendation to have IIMC host a Legislative Session during the Annual Conference to provide updates on federal legislation as well as applicable state laws to the membership.

POLICY

The report was presented by Director Hume.

After discussion Director Edwards moved to approve amendments to 2.20.040 Election – Region Directors and 2-20-050 Election – Vice President by striking out “Ballots received after the deadline will not be opened. **Motion carried.**

The Board adopted the committee recommendation as amended with changes previously adopted with authorization to correct any other typos found in the Elections Manual.

BUDGET AND PLANNING

The report was presented by Vice President McPherson.

Recommendation:

- (1) That the IIMC Board of Directors adopt revised section 4.05.030 of the IIMC Policy Manual, as attached in Attachment A.
- (2) That the IIMC Board of Directors adopt revised section 2.35.080 of the IIMC Policy Manual, with amendment to the section “Vacancy Regarding Budget Chair” to strike out Chair and insert Member wherever the word appears, as attached in Attachment B.

After discussion, the recommendations as amended were adopted.

FINANCIALS

The report was presented by Finance Manager Parker and Finance Specialist Pantaleon.

The Board adopted the 2018 budget, as attached in Attachment C, with budgeted income of \$1,994,954, expenses of \$1,969,411 and profit of \$25,543.

STAFF REPORTS:

Communications:

The report was presented by ED Shalby.

Membership:

The report was presented by Membership Director Daudt. She added the following:

- The “Inactive 2 Active” Member Drive to market to County Clerks and Special Districts has brought in 109 to date showing a revenue of \$17,780.00.
- The Region Director Challenge has brought in 11 new members.
- As of the date of this report, IIMC Membership count is 14,542.

Region XI:

The report was presented by ED Shalby with the recommendation that the Symposium and Study Abroad be held in the United Kingdom sometime in early 2019.

Director Buchholtz moved to accept the recommendation to hold the Symposium and Study Abroad in the United Kingdom in 2019. **Motion carried.**

ANNUAL CONFERENCE UPDATES – ED Shalby

2018 Norfolk, VA

- Host hotels will be the Sheraton and Marriott, with the Hilton as a possible third if needed
- Great Host Committee

2019 Birmingham, AL

- Birmingham is a great city
- City is one hour from Atlanta
- One Host hotel
- A lot of Civil Rights history

2020 St. Louis, MO

- One Host hotel
- Karen Goodwin is the Host Clerk

2021 Grand Rapids, MI

- Host hotel is the Amway Hotel

2022 ANNUAL CONFERENCE SITE SELECTION

Handouts were distributed and ED Shalby presented the overview of the three anonymous bidding cities. Directors Hilford and Neufeld left the meeting during the discussion and returned prior to the vote.

On the first ballot, City A received 11 votes, City B received 11 votes, and City C received 2 votes.

On the second ballot, City A received 11 votes and City B received 13 votes

The 2022 Annual Conference will be held in Little Rock, Arkansas.

REPORT FROM DIRECTORS

Each Region Director and EC Member reported on activities in their region and announced upcoming meetings and events.

ADJOURNMENT

With no further business, the meeting adjourned at 5:28 p.m.

Maria Miranda, Secretary