

INTERNATIONAL INSTITUTE OF MUNICIPAL CLERKS
Board of Directors Meeting
May 15, 2020
Via Zoom Meeting
Minutes

CALL TO ORDER

President Lana McPherson called the IIMC Board of Directors meeting to order at 8:29 a.m. PDT Friday, May 15, 2020. Roll Call taken by Executive Director, Chris Shalby.

Board Members Present:

President Lana McPherson, MMC
President Elect Mary Johnston, MMC
Vice President Sheri Pierce, MMC
Immediate Past President Stephanie Carouthers Kelly, MMC
Region I Directors: Sandra Pinsonault, MMC; Anne Quirk, MMC
Region II Directors: Teresa Hudson, MMC; Diane Pflugfelder, MMC
Region III Director: Camilla Pitman, MMC
Region IV Directors: Janice Almy, MMC; Leticia Vacek, MMC
Region V Directors: Janice Bates, MMC; Leon Wright, MMC
Region VI Directors: Audra Etzel, MMC; Marie Moe, MMC
Region VII Directors: Helen Ingold, CMC; Kerry Rozman, MMC
Region VIII Directors: RaNae M. Edwards, MMC; Lisa Garcia, MMC
Region IX Directors: Dawn Abrahamson, MMC; Scott Passey, MMC
Region X Director: Angila Bains, CMC
Region XI Director: Kathryn Richmond, CMC

Board members absent:

Region III Director: Sonja Tolbert, CMC (Excused)
Region X Directors: Bonnie Hilford, CMC (Excused)
Region XI Director: Djimmer Petrusma, MMC (Retired)

Also Present:

IIMC Foundation President, Mary Lynne Stratta, MMC
IIMC Foundation Secretary, Colleen Nicol, MMC

The following IIMC staff members were present:

Executive Director: Chris Shalby
Office Manager: Denice Cox
Director of Member Services: Janis Daudt
Member Services Representative: Tammy Storrie
Assistant Director of Professional Development: Ashley DiBlasi
Education Associate: Kellie Siggson
Education Assistant: Iris Hill

Staff Members continued:

Communications Coordinator: Karen Lee
Finance Consultant: Connie Parker
Parliamentarian: Connie Deford
Finance Specialist: Janet Pantaleon

President McPherson read a letter from Djimmer Petrusma advising that he had retired; and therefore, he would no longer be serving as a Region XI Director.

Zoom Meeting Protocol Reviewed

Zoom rules review conducted by Connie Deford, IIMC Parliamentarian. There were no objections, and the rules were adopted.

AGENDA & MINUTES

The following items were approved by unanimous consent.

1. May 15, 2020 Agenda
2. Minutes of November 15, 2019, Board Meeting – Greenville, SC
3. Minutes of November 16, 2019 Board Meeting – Greenville, SC

Minutes of Executive Session November 16, 2019 – Greenville, SC will be considered at a later time

Foundation Report Update

The IIMC Foundation report was presented by President Mary Lynne Stratta adding the following:

- The Foundation corpus as of December 31, 2019 is \$2,884,760. Unrestricted Funds \$2,155,985. Restricted Funds \$728,775.
- The Foundation is struggling first quarter of 2020 due to COVID-19
- Municipal Code matching dollar for dollar up to \$10,000 thru July 4, 2020 for all donations.
- American Legal matching dollar for dollar up to \$10,000 thru July 4, 2020 for all Hawaii Raffle ticket sales.
- Funded all 120 Online Learning Scholarships for 2019.
- Foundation, approved 9 more CMC/MMC scholarships for 2020
- Unanimously voted to carry over the 2020 scholarships to 2021

Implementing new program called Round UP so that when a purchase is made through the app store, you can “Round UP” to the next dollar. **Executive Director Update**

ED Shalby gave an overview of the report adding the following:

- Gave Staff COVID19 Update. Staff has been working remotely from home since March 18, 2020, and most likely will continue through July. Staff is telecommuting, but this will not be the norm moving forward. Staff is, however, implementing the Emergency Communication Crisis Plan.
- Hired Karen Lee as our Communications Coordinator
- Announced that Dr. Jane Long, Director of Professional Development contract has concluded as of May 31, 2020.
- Announced 150 members will be rolling over their conference registrations to 2021.

Director Dawn Abrahamson moved to direct the Executive Director, to work with the Executive Committee to begin a recruitment process for the Director of Education position and report back to the Board in November 2020. **Motion Adopted.**

ED Shalby recommended the approval of the adoption of the 2020-2023 Strategic Plan as presented. He further explained that staff has begun working on the strategic plan as outlined.

Past President Kelly moved to adopt the 2020-2023 Strategic Plan as presented. **Motion Adopted.**

ED Shalby recommended to disband the Legislative Committee. During the February EC meeting at HQ, it was determined that the committee may have run its course at this time. ED Shalby cited Legislative Committee Chair Randi Johl, MMC, agreeing to disband the committee due to lack of engagement and immediacy of conveying information to IIMC members.

Director Abrahamson moved to disband the Legislative Committee. **Motion Adopted.**

ED Shalby recommended either a new policy or amendment to the constitution to create new verbiage to allow board members to inform IIMC Headquarters and the board upon retiring or moving from one municipality to another. In the case of the latter, IIMC would require a new letter from the new municipality regarding that director's position on the Board.

Director Kelly moved to refer this item to the Policy Committee for review and recommendation.

Motion Adopted.

ED Shalby informed the Board that the amendment to Article VIII – Qualifications, Nominations and Elections – Section 2 F - that was up for vote at the 2020 Annual Business Meeting will be moved to the 2021 Conference. The Policy Committee has also proposed an amendment that if the Board approves will also require an update to the constitution.

Education Department Report

Associate Director of Professional Development Ashley DiBlasi gave an overview of the report adding the following:

- Entire Program from 2020 will be carried over to 2021
- Update to the Smart Phone App has been made to turn it into an Online Portal to make use of the app for 2020
- Education/Professional Development Committee has reviewed the Education Guidelines and Institute Guidelines to make sure they are still relevant to today's education and professional development. The goal is to streamline the documents into one set. Project has been stalled due to Stay at Home Orders.

Working with new New York Institute; however, signing has been delayed due to COVID19. DiBlasi reviewed the New York Institute Proposal and asked that the Board approve the New York Institute Application pending approval since the required signatures have been delayed due to shut down of government and school offices.

Director Abrahamson moved to approve the Institute proposal contingent upon receipt of the executed agreement required in the institute guidelines. **Motion Adopted**

DiBlasi presented a proposal to temporarily approve online Athenian Dialogues as a temporary fix for the remainder of 2020 to afford members to continue their education points during this time when they are not able to travel.

Director Wright moved to approve the temporary policy to have the Athenian Dialogues to be moved to an online platform. **Motion Adopted**

- Education Department has created 13 new online opportunities since April 1, 2020. Over 4,000 registrants to date.
- Captus Press has generated \$12,000 since January 1, 2020.
- Currently working with Institute Directors to offer a virtual Institute. A virtual Institute would be held in June/July with 2-hour weekly seminars utilizing Zoom from 8-10 Institute Directors.

It was requested that board members be advised in advance of any information to members when new plans are being considered.

Item 7a. – Education Task Force Report

Without objection, the discussion of the Education Task Force Report was postponed to the November 2020 Midyear meeting.

REGION XI REPORT

ED Shalby presented the report and added that the September 2021 Symposium will be held in Amsterdam. Although there has been some delay due to the COVID-19, the program is currently on schedule barring any further directives from the Netherlands regarding travel.

COMMITTEE REPORTS

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

POLICY COMMITTEE

ED Shalby reviewed Policy committee's two recommendations. First recommendation, regarding the Executive Director and the Board's process regarding the renewal of an employment agreement. Stated in the committee report that it is the President, Budget Chair and a third year Board Member who shall initiate the conversation that shall conclude no later than June 1 of a renewal year. Second recommendation, regarding Honorary Membership. Committee recommends that they would like to keep honorary membership strictly to members. If approved, it will require an amendment to the constitution.

Director Abrahamson moved to approve the motion to accept the Policy Committee's recommendations regarding the renewal of an employment agreement. **Motion Adopted.**

Director Vacek moved to accept the Committee's recommendation to approve the policy to only reflect Municipal Clerks for honorary membership. **Motion Adopted.**

BUDGET AND PLANNING COMMITTEE

Board Liaison Sheri Pierce provided the Budget and Planning report. The committee recommends that we forgo the 2019 annual audit in lieu of a review/compilation for this year only. This would save IIMC \$7,000.00 this year. Only for this one year.

FINANCIALS

Director Abrahamson moved to approve recommendation #2, to accept the 2019 Year End Budget. **Motion Adopted**

Director Hudson moved to adopt the 2020 Budget as presented. **Motion Adopted**

Director Almy moved to approve the committee recommendation to forgo the annual audit for a review or compilation of financial statements **Motion Adopted**

The 2020 First Quarter Financials were provided for information.

STAFF REPORTS

COMMUNICATIONS

The report was received as presented by ED Shalby and Karen Lee.

MEMBER SERVICES

The report was received as presented by Member Services Director Daudt.

ANNUAL CONFERENCE UPDATES (Verbal by ED Shalby)

2021 – Grand Rapids, MI

- Will be 5-day conference
- Trying to determine date for Site Visit, possibly September
- Will incorporate the 2020 Award winners into the 2021 Opening Ceremony
- It will be IIMC's 75th Annual Conference

2022 – Little Rock, AR

- Contracts are signed
- Working with Host Committee as needed

2023 – Minneapolis, MN

- Contracts Signed
- MN Clerk's Association will be involved in the conference, President Linda Rappe.
- Host Clerk Casey Carl

2024 – Calgary, CAN

- Contracts have not been signed as of this meeting. However, they will be by May 31, 2020.
- Many fees are tied into rooms sold.
- Difficult to negotiate fees
- Nothing in writing from Alberta Association regarding support
- No Host Clerk

2025 – St Louis, MO

- Contracts Signed
- Keeping same rates negotiated for 2020
- 2020 Conference Fees in process of being refunded

ED Shalby responded to questions regarding 5-day conferences. An additional day has been added with the understanding that it could be removed in future years if the Board decides to go back to a 4-day conference. Director Vacek also inquired regarding a virtual site visit for Grand Rapids. ED Shalby explained a virtual site visit is possible as Event Planner Sharon Ozimek is close enough to drive and could represent IIMC if need be.

DIRECTORS REPORTS

All Directors verbally presented reports from their regions.

OTHER BUSINESS

ED Shalby reminded everyone that the Incoming Board Virtual Meeting will be held on Wednesday, May 20, 2020

ADJOURNMENT

President McPherson thanked the Board and Staff before adjourning the meeting.

The Board meeting adjourned at 11:43 a.m. PDT

Janet Pantaleon, Recorder