

INTERNATIONAL INSTITUTE OF MUNICIPAL CLERKS
Board of Directors Meeting
May 21, 2022
Marriott Hotel – Little Rock, Arkansas
Minutes

CALL TO ORDER

President Sheri Pierce called the IIMC Board of Directors meeting to order at 8:00 a.m. Saturday, May 21, 2022. Roll Call taken by Maria Miranda, IIMC Administrative Coordinator/Minute Taker.

Board Members Present:

President Sheri Pierce, MMC
President Pamela Smith, MMC
Vice President Mary Ann Hess, MMC
Immediate Past President Mary Johnston, MMC
Region I Directors: Susan Haag, MMC; Anne Quirk, MMC
Region II Directors: Teresa Hudson, MMC; Diane Pflugfelder, MMC
Region III Director: Camilla Pitman, MMC; Vester Lee Frazier, MMC
Region IV Directors: Phyllis McGraw, MMC; Angela Richburg, MMC
Region V Directors: Janice Bates, MMC; Angela Marshall, MMC
Region VI Directors: Marita Rhude, MMC
Region VII Directors: Janet Gray, MMC; Celyn Hurtado, CMC
Region VIII Directors: Lisa Garcia, MMC; LuAnn Holmes, MMC
Region IX Directors: Ruth Post, MMC; Scott Passey, MMC
Region X Director: Angila Bains, CMC; Stephen Huycke
Region XI Director: Johannes 'Hans' Rijs

Board members absent:

Region XI Director: Sarah Jeffries was excused

Also Present:

IIMC Foundation President, Mary Lynne Stratta, MMC
IIMC Foundation Treasurer, Vincent Buttiglieri, MMC
IIMC Foundation, Donny Barstow
IIMC Foundation, Dale Barstow
IIMC Foundation, Buster Brown, CMC
IIMC Foundation, Tracy Davis, MMC
IIMC Foundation, Colleen Nicol, MMC
IIMC Foundation, Shari Moore, MMC

Incoming Board Members Present:

Region I Director: Kathleen Montejo, MMC
Region II Director: Travis Morris, CMC

Incoming Boards Members Present continued:

Region III Director: Tory Frink, MMC

Region V Director: Carrie Mugford, CMC

Region IX Director: Jamie Newman, MMC

Region X Director: Lana Antony, CMC

The following IIMC staff members were present:

Executive Director: Chris Shalby

Director of Member Services: Janis Daudt

Director of Professional Development: Dr. Bea Rodriguez

IIMC Certification Manager: Kellie Siggson

Finance Specialist: Janet Pantaleon

Administrative Coordinator/Recorder: Maria Miranda

Also present:

Finance Consultant: Connie Parker

Parliamentarian: Connie Deford

Foundation Report Update

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

- Vincent Buttiglieri has replaced Roxanne Schneider, who has resigned as Foundation Treasurer
- Foundation met its goal of \$3 million by the year 2021
- \$241,831.34 total revenues in 2021
- Two past IIMC Presidents passed away and left contributions which has helped the foundation
- Member donations have been low

Executive Director Update

ED Shalby gave an overview of the report with the following recommendations:

1. In conjunction with the Records Management Committee, Management recommends that the IIMC Board approve the new Master Retention Schedule for Staff to implement.

Director Pflugfelder moved that the new Master Retention Schedule be approved as presented.

Motion Adopted.

2. Management asks the Board to task the Policy and Review Committee to create a policy on statements of support and solidarity regarding wars, disasters, etc.

Director McGraw moved that the Board approve the policy on statements of support and solidarity regarding wars, disaster, etc. as presented. **Motion Adopted.**

Education Department Report

Dr. Rodriguez, Director of Professional Development gave an overview of the report. Certification Manager Siggson added the following:

- Since the Mid-Year Board Meeting in October 2021, there have been an additional 162 CMCs awarded and 64 MMCs.
- There have been 56 Athenian Fellows awarded; 35 in attendance that will be recognized at this conference in Little Rock, AR

Management made the following recommendation:

To continue working on finalizing the “Beyond the MMC Program,” continue developing quarterly online education courses and delve into the Education Guidelines.

Director Post moved to authorize the Education Department to continue development of the “Beyond the MMC Program.” **Motion Adopted.**

REGION XI REPORT

ED Shalby presented the report.

COMMITTEE REPORTS

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

President Pierce suggested that more information be added to the IIMC website to promote the Public Relations/Marketing Committee and their work.

EDUCATION/PROFESSIONAL DEVELOPMENT

President Pierce presented the report. ED Shalby stated the following:

- Management appreciates the work the committee undertook during its term. Staff now has the responsibility of overseeing the “Beyond the MMC Program” and continues to work with the Committee and Institute Directors to fine-tune the logistics prior to launching in 2023. Staff will await discussion and implementation of an ethics practice regarding fraudulent activity in the CMC and MMC application process.
- Staff will revise guidelines and present to Committee for comment

Board directed staff to proceed with internal process on reviewing ethics regarding certification applications.

ELECTIONS COMMITTEE

Directors Pitman and Rhude presented the report adding that the Committee recommends the following:

In Section 2.20.050, add the words “Process of” to the title and index of this section and added Roberts Rules’ definition of a “plurality vote” to provide clarity: “A plurality vote is the largest number of votes to be given any candidate when three or more choices are possible; the candidate receiving the largest number of votes has a plurality.”

Director Pitman moved to approve the recommend added words to Section 2.20.050 to read as follows:

Process of Determining Election Results

When there are three (3) or more candidates for either Region Director or Vice President, the successful candidate will be elected by Plurality Vote. A plurality vote is the largest number of votes to be given any candidate when three or more choices are possible; the candidate receiving the largest number of votes has a plurality. **Motion Adopted.**

The Election Committee recommends also having language to address the possibility of a tie. Given there is limited time, the Committee recommends that this task be passed on to the incoming committee.

POLICY COMMITTEE

Director Huycke presented the report with the following recommendations:

1. The Policy Review Committee recommends that proposed amendments to Chapter 2 be adopted. The proposed policy amendments are reflected in Attachment No. 1 to this report.

Director Huycke moved to adopt recommendations from the Policy Review Committee regarding Chapter 2 changes. **Motion Adopted.**

2. Review the proposed revisions to Chapter 6.05 (Attachment No. 2) and provide additional direction to the Policy Review Committee; ensure legal review of the policy prior to implementation.

ED Shalby stated that Chapter 6 is currently being reviewed by the IIMC attorney and no action will be taken on the recommendations at this time; it will come back to the Board with legal review included.

RECORDS MANAGEMENT COMMITTEE

Director Passey presented the report. One of the committee recommendations was that the Board approve the new Retention Schedule for Staff to implement.

The new Retention Scheduled was approved under Agenda Item #8, Executive Director Update.

BUDGET AND PLANNING COMMITTEE

With the Board’s approval, this report was postponed until after the lunch break

FINANCIALS

With the Board's approval, this report was postponed until after the lunch break.

STAFF REPORTS

COMMUNICATIONS

ED Shalby presented the report. Director Huycke suggested that we should perhaps move our social media platform from Facebook to Linked-In for more exposure and participation. ED Shalby stated Staff will look into this request.

MEMBER SERVICES

ED Shalby presented the report adding that IIMC has 14,507 members to date.

ANNUAL CONFERENCE UPDATES (Verbal by ED Shalby)

2023 – Minneapolis, MN

- Contracts Signed
- One Host Hotel
- Currently working on conference theme

2024 – Calgary, CAN

- Host Clerks -Bonnie Hilford and Lana Antony is Board Liaison

2025 – St Louis, MO

- Contracts Signed
- Keeping same rates negotiated for 2020

2026 – Reno, NV

- One Host Hotel – Peppermill Hotel
- Will be here in Little Rock, AR to promote

Recess

The meeting recessed at 9:50 a.m. and reconvened at 10:20 a.m.

REPORTS FROM DIRECTORS AND OFFICERS

- a. Region VIII Restructure Task Force - Lisa Garcia

Director Garcia stated the proposed restructuring of Region VIII would be broken up as Region VIII East and Region VIII West. She thanked the Task Force for their work on this process and asked the Board to dissolve the Task Force.

Without objection, the Task Force will be dissolved.

OTHER BUSINESS AND ANNOUNCEMENTS - Verbal

a. Executive Director Evaluation Report Update – Sheri Pierce

President Pierce stated she has contact three (3) difference consultants to provide guidance with the process of the ED evaluation, but none of the three were interested in submitting a proposal. She will continue this quest with other consultants.

b. County Clerks/Municipal Clerks Week & Membership – Camilla Pittman

Director Pittman requested that 'County Clerks/Municipal Clerks Week' title be changed to be more inclusive.

President Elect Smith agreed with a title change since many municipalities and Regions X and XI have titles other than Clerk.

Director Passey agreed with the change of title since 'Municipal Clerk' doesn't encompass all positions/titles and suggested we find a title that encompasses all positions in the clerk world.

Director Huycke moved to have the Public Relations and Marketing Committee be requested to study and report back on the name of Professional Municipal Clerks Week to be more inclusive. **Motion adopted.**

c. Associate Members and IIMC Certification – Lisa Garcia

Director Garcia stated that Associate Members do not see the benefit of being an IIMC member if they cannot be certified.

After some discussion, ED Shalby asked if the Board was willing to review and look to expand the qualifications to allow Associate Members to certify. Perhaps a Task Force can be assigned to further explore this option.

Director Huycke suggested that perhaps surveying the membership can help find out what we can do to move forward to allow certification for Associate Members.

Director Huycke moved to have IIMC conduct a survey of its current members to better understand the status of their local government clerk's office (including but not limited to the size of the office, the roles and responsibilities of its employees, and participation in IIMC); and how IIMC can best support succession planning through its education and certification programs. **Motion Adopted.**

Staff will work with the Research Resource and Membership Committees to create a survey.

d. Revisiting Quill Nomination Policy and Retired Nominees – Ruth Post

Director Post stated the retiree eligibility has no end date and is asking the Board to review the qualifications.

Director Post moved that the Board direct the Policy Committee to review the qualifications for the Quill Award. **Motion Adopted.**

- e. Additional Virtual Board Meetings (twice annually) – Stephen Huycke

Director Huycke suggested that, in addition to the two Board meetings held per year, that two virtual meetings be added in between the Annual Board Meeting and the Midyear Meeting.

Parliamentarian Deford stated that in order to hold additional meetings, these would have to be included in the Constitution; however, there is a provision for special meetings of the board.

Director Huycke moved to hold two special meetings between the Annual Board Meeting and the Midyear Meeting and between the Midyear Meeting and the next Annual Board Meeting.

Motion Adopted.

Recess

The meeting recessed for lunch at 12:00 p.m. and reconvened at 1:10 p.m.

BUDGET AND PLANNING

ED Shalby presented the report.

FINANCIALS

- a. 2021 DRAFT Year-End Budget with notes – ED Shalby
- b. 2021 Audit Report – Pantaleon/Parker
- c. 2022 First Quarter Financials – Shalby/Pantaleon/Parker

Director Huycke moved to accept the audit report as presented. **Motion Adopted.**

REGION DIRECTOR REPORTS

Region Directors provided an update on recent and upcoming activities.

ADJOURNMENT

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

The Board meeting adjourned at 3:10 p.m.

Maria Miranda, Recorder