



Minutes of the Board of Directors Meeting of January 27-28, 2014

Present:

Michelle Hepler, Micah Henderson, Scott Conant, Brian Lisson, Gary Cwidak, Niels Damman, Todd Domeck, Charlie Williams, Matt Marcus, Ryan Olson, James Borishade, MB Buckner

Proceedings:

Meeting called to order on January 27, 2014 at: 1:00 EST

I. Review and Approve Agenda

Motion #1: to approve the agenda

Moved by: Gary Cwidak

Seconded by: MB Buckner

Motion Carried: Unanimous

II. Review and Approve past Minutes

Motion #2: Motion to accept minutes from January 9, 2014

Moved by: MB Buckner

Seconded by: Ryan Olson

Discussion: Some spelling and grammatical errors to be corrected.

Motion Carries: Abstain: Gary Cwidak

III. Treasurer's Report

a) Treasurers Report presented by Scott Conant, Treasurer

- Discussion about shortfall in revenue in 2013 budget year
- Discussion about growing expenses and a potential budget shortfall
- Discussion about unbudgeted expenses including Government Relations work in particular jurisdictions. These are difficult to predict.
- Discussion about how to manage committee expenses more effectively.
- Discussion about how to show the budgeted loss versus the actual loss in 2013 as it pertains to the use of funds from the money market.



IV. Committee Reports

- a) Canopy/Zip Line Tour Committee
 - Presented by Todd Domeck. The status of the Canopy/Zip Line Tour Committee is to remain the same in the short term. The committee would like to explore new activities which may lead to a change to their charge.

- b) Conference Committee James Borishade
 - Conference Committee report was provided by the Executive Director. Discussions included the role of Board Members at the conference
 - Ideas for keynotes for 2015 were discussed. It was suggested that we include some old members as well as some new members.
 - It was confirmed that the 2016 Conference will be held near Austin, TX.

- c) Consensus Group
 - An update on the work of the ANSI Consensus group was provided by Micah Henderson.

Motion #3: To go into closed session

Moved by: Micah Henderson

Seconded by: Todd Domeck

Motion Carried: Unanimous

Motion#4: to come out of closed session

Moved by: Todd Domeck

Seconded by: Charlie Williams

Motion Carried: Unanimous

- d) Design, Performance, and Inspection Standards Committee
 - Brian Lisson gave an update on the work of the Design, Performance, and Inspection Standards Committee.
 - Jack Moeding has resigned from the committee.
 - There was discussion about the need to have a formal process in place when volunteers resign from committees.

- e) Educational Use Committee
 - No report

- f) Employee Work Place Safety Standards Committee
 - No report

- g) Ethics Committee
 - Charlie Williams gave and update on the work of the Ethics Committee.

Motion #5: to go into closed session

Moved by: Niels Damman

Seconded by: Scott Conant



Motion Carried: Unanimous

Motion #6: To come out of closed session

Moved by Todd Domeck

Seconded by: Niels Damman

Motion Carried: Unanimous

h) Finance Committee

- Scott Conant provided an update on the work of the Finance Committee
- Dave Smith is a new member on the committee. This brings the membership up to 4 people.

i) Government Relations Committee

- No written report from committee.
- The Executive Director provided an update on recent Government Relations initiatives.
- There was discussion about the need to track costs related to specific government relations initiatives.
- There has been progress in California as a result of our engagement.
- There was discussion about next steps for white paper.
- West Virginia is discussing the possibility of regulating all challenge courses.

j) Inspector Certification Committee

- Niels Damman provided an update on the work of the Inspector Certification Examination Committee.

Motion #7: To amend the ICE policy to include that all certification requirements except Exam scores be submitted to ACCT a minimum of 30 days prior to the intended test date effective May 1, 2014.

Moved by: Niels Damman

Seconded by: Scott Conant

Opposed: 6 In favor: 3 Abstention: MB Buckner

Discussion: Board members felt that they supported a policy that required completion of all paperwork prior to sitting for the examination, but felt that the 30 period was an administrative procedure that could be set by the staff in consultation with the ICE committee.

Motion #8: To amend the ICE Policy Section B.2a to include the following "Applicants demonstrate that they meet the criteria to be an certified inspector candidate prior to taking the written exam" effective of May 1, 2014.

Moved by: Todd Domeck

Seconded by: Micah Henderson

Motion Carried: Unanimous

Motion #9: To amend the ICE certification policy to require all In-House Inspector Candidates to have a Level 1 Practitioner Certification or equivalent and that all Professional Inspector



Candidates have a Level 2 Practitioner Certificate or equivalent effective May 1, 2014 or upon re-certification.

Moved by: Niels Damman
Seconded by: Todd Domeck

Discussion: There was discussion about approving a comprehensive criteria rather than individual items. The Board would welcome the opportunity to review and approve comprehensive criteria which address the underlying concerns.

Opposed: 8 In favor: 2

- The Executive Director reported that 45 people were registered for the Examination at the conference.
- k) Insurance Advisory Group
 - No written report
 - There is a meeting of the Insurance Advisory Committee schedule for the morning of February 2, 2014.

Motion #10: To go into closed Session
Moved by: Todd Domeck
Seconded by: Scott Conant
Motion Carried: Unanimous

Motion #11: To come out of closed session
Moved by: Todd Domeck
Seconded by: Micah Henderson
Motion Carried: Unanimous

- l) International Relations Committee
 - Gary Cwidak provided an update on the work of the International Committee
 - Quotes for translation of the standards will be received by March 2014.
- m) Membership Committee
 - No report
- n) Operations/Certification Standards Committee
 - An update on the work of the committee was given by Ryan Olson.
 - Committee is currently involved in the ANSI comment response process.
 -
- o) PR & Marketing Committee
 - No report
- p) Practitioner Certification Test Committee Ryan Olson
 - Ryan Olson provided an update on the Practitioner Certification Test Committee



- Some members of the Board of Directors will attend the committee meeting to be held at the conference.

Motion #12: To approve Niels Damman as the Interim Chair of the PCTC.

Moved by: Scott Conant

Seconded by: Charlie Williams

Motion Carried: 8 in favour Abstention: Niels Damman

q) Research Committee

- Research committee update was provided by Matt Marcus
- Thanks to Research Committee for assistance with Inspector Certification Examination test review.
- There was discussion about asking the Research Committee to look at market and industry research.

r) Review Committee

- MB Buckner provided an update about the work of the Review Committee.

Motion #13: To go into closed session

Moved by: Niels Damman

Seconded by: Ryan Olson

Motion Carried: Unanimous

Motion #14: To come out of closed session

Moved by: Todd Domeck

Seconded by: Niels Damman

Motion Carried: Unanimous

Motion #15: To accept the Review Committee recommendation regarding The Summit's PVM application status.

Moved by: MB Buckner

Seconded by: Micah Henderson

Opposed: 1 In favor: 7 Abstentions: Ryan Olson

Meeting was in recess at 5:00 PM EST

Meeting reconvened on January 28, 2014 8:35 am EST

V. Staff Reports

a) Staff report was given by the Executive Director

- Exhibit booths are sold out
- 1900 Rooms in room block 106%



- Cash bars- Discussion about free beer in Exhibit Hall. Need to look for future revenue sources for this as costs continue to increase.
- Discussion about sharing attendee list with Exhibitors ahead of conference.
- Membership Numbers 2562- total active members
- Discussion about whether to use an external company for Exhibit Hall Management now that we have a full time staff person. We are currently in a multi-year contract.
- Discussion about content and format of the new Inspector Certification website. We are hosting this separately from the main association website so that we have easier control over changes to content and layout.
- The Executive Director reported that former Board Member Mike Stillman has been ill. We will send a card on behalf of the Board and Association.

VI. **Old Business**

a) Strategic Plan Implementation Task Force Update

- Brian Lisson provided an update on the status of the Strategic Plan Implementation Task Force.
- Task Force Members include: Gary Cwidak, Micah Henderson, Ken Jacquot, Brian Lisson, and David Rogers.

b) Policy Updates and Revisions

Motion # 16: To accept the Publications policy as dated January 28, 2014 pending legal review

Moved by: Niels Damman

Seconded by: Charlie Williams

In favor: 8 Abstention: Brian Lisson

Motion # 17: To accept the Logo policy as revised January 28, 2014

Moved by: Niels Damman

Seconded by: Charlie Williams

Motion Carried: Unanimously

Motion #18: To Accept ACCT Anti-Trust policy dated January 28, 2014 pending changes to grammatical errors, formatting, and legal review.



Moved by: Niels Damman

Seconded by: Micah Henderson

Motion Carried: Unanimous

Discussion: We will need association lawyers to review this policy in order to receive some direction about implementation policies and procedures.

- a) The following policies were tabled.
 - i. External Communication
 - ii. Recusal Policy
 - iii. ACCT Legal Policy

- c) The Review Committee Policies

Motion #19: To receive the DRAFT policies from the Review Committee.

Moved by: Brian Lisson

Seconded by: Micah Henderson

Motion Carried: Unanimous

Motion #20: To seek legal review and direction of the Review Committee Policies and Procedures

Moved by: Micah Henderson

Seconded by: MB Buckner

Motion Carried: Unanimous

Discussion: This review can wait until next fiscal year if the budget will not support it this year.

- d) Executive Committee Procedures
 - Discussed proposed procedure for EC elections
 -
- e) External Communication Policy

Motion # 21: To adopt the External Communication policy revised January 28, 2014 (Reb edits)

Moved by: Niels Damman



Seconded by: Todd Domeck

Motion Carried: Unanimous

VII. **New Business**

a) 2014 Organizational Priorities

- Discussion about organization priorities. Board of Directors will approve strategic directions for upcoming year at Spring face to face meeting so that priorities can be implemented on a fiscal year basis.

b) ACCT Board of Director's Action Items

- Reviewed and updated Action Items for individual board members.

c) Ethics Policies related to staff disclosures

Motion #22: To close session

Moved by: Gary Cwidak

Seconded by: Matt Marcus

Motion Carried: Unanimously

Motion #23: To come out of closed session

Moved by: Niels Damman

Seconded by: Todd Domeck

Motion Carried: Unanimous

d) Standards Harmonization

- ASTM International – Committee is undergoing change in leadership. There was discussion about ACCT's continued role in this standards writing committee.

e) Review Committee Motion

Motion#24: To go into closed session

Moved by Brian Lisson

Seconded by: Micah Henderson

Motion Carried: Unanimous



Motion #25: To come out of closed session

Moved by: Micah Henderson

Seconded by: Charlie Williams

Motion Carried: Unanimous

Motion #26: To accept the Review Committee's recommendation that Pivotal Learning be approved as a Professional Vendor Member for Training.

Moved by: MB Buckner

Seconded by: Charlie Williams

Motion Carried: Unanimous

f) Review Committee Questions for the Board

a. Discussion about accrediting vendors using DBAs versus separate legal entities. It was agreed that Professional Vendor Member status is given to a single legal entity. Accreditation only extends to that legal entity.

b. Annual Reports

i. The Review Committee will be changing the Annual Report data gathering platform in 2014. The Review Committee would like to eliminate some questions including those that ask about accident/incidents.

ii. There was discussion about role of Annual Report, including the need to gather market research. The report could be a potential platform for this. Aggregate information could be shared back to the PVMs.

iii. Given that the strategic planning process will point us in some new directions it was agreed that we should not drop any questions off the Annual Report at this time, as we might want that data later.

c. Tabled Policies

Motion #27: To adopt the Use of Legal Counsel Policy pending formatting and legal review

Moved by: Micah Henderson

Seconded by: Gary Cwidak

Motion Carried: Unanimous (MB Buckner absent for vote)

Motion #28: to approve the legal edits for Recusal Policy dated January 28, 2014

Moved by: Micah Henderson

Seconded by: Charlie Williams

Motion Carried: Unanimous



- g) Preparation for the Annual General Meeting
 - d. Niels will run slide show for Committee Reports
 - e. James will stand in for Scott if he is unable to return
 - f. Minutes from 2013 and agenda are already printed
 - g. Micah will get ballots for election

- h) Review Conflict of Interest Policy for staff
 - Discussion about Conflict of Interest Policies for staff.
 - Michelle will to speak to Reb Gregg about our current policy.

- i) Executive Committee positions for 2014.
 - Current Board Members discussed whether they were intending to run for the Executive Committee positions on the next Board of Directors.

- j) Board Members extended their thanks to Michelle Hepler for her years of service on the Board of Directors.

Motion #29: To Adjourn Meeting

Moved by: Matt Marcus

Seconded by: Charlie Williams

Motion Carried: Unanimous

Action Items

- Need to revise ICE policy and Administrative Procedures/Roles & Responsibilities.
- Follow up with ICE about creating a comprehensive criteria for vetting candidates.
- Redo logo use policy to deal with certification cards and inspection reports.
- Policy about charging the ACCT account