



Minutes for Board Meeting – November 16, 2016

Meeting Logistics:

11/16/16 1:00pm CST to 3:00pm CST

Preparation / To Dos:

- Review documents in Dropbox meeting folder

Location:

Phone: 218-936-3817

Pass code: 510426#

Board Members:

x Micah Henderson – **Chair**
x Ryan Olson – **Vice Chair**
x Ben Kopp - **Treasurer**
x Scott Andrews - **Secretary**
Todd Domeck

x Niels Damman
Michelle Hepler
x Michael Smith
x Dylan Burt
Sara Bell

x Shawn Tierney – **Executive Director**

Anti-Trust Statement:

It is the policy of the Association for Challenge Course Technology, and it is the responsibility of every Association member company, to comply in all respects with federal and State antitrust laws. No activity or discussion at any the Association meeting or other function may be engaged in for the purpose of bringing about any understanding or agreement among members to:

- raise, lower, or stabilize prices;
- regulate production;
- allocate markets;
- encourage boycotts;
- foster unfair trade practices;
- assist monopolization, or
- in any way violate federal or State antitrust laws.

Any questions regarding the meaning or applicability of this policy, as well as any concerns regarding activities or discussions at Association meetings, should be promptly brought to the attention of the Association Executive Director or the Chair of the Board of Directors.

Absent: Michelle Hepler, Todd Domeck, Sara Bell, Niels Damman (joined call late)

Quorum present? Yes

Others Present: Natalie Hill

Proceedings:

Meeting called to order at: 1:04pm CST

Agenda

- I. Review and Approve Agenda
Motion to Approve by: Ben
Seconded by: Ryan
Discussion: none
Motion Carried:
- II. Review and Approve Meeting Minutes from 10/19/16
Approved by Voice: to be posted to Dropbox and to Managing Matters to be uploaded to the ACCT Web Site
- III. Executive Director Update
- IV. Managing Matters Update



Unfinished Business

- V. PVM Task Group Review Terms of Reference (Ben) *(tabled)*
- VI. Volunteer Organization Chart (Shawn)
Chart updated and uploaded to Website
- VII. Policy Review (Niels) *(tabled, Niels not on call)*
- VIII. Review Board Task List (ongoing) (Scott)
Keep Updating the list

New Business

- IX. ICE Requirements: review alignment of Published requirements and those in the policy approved. (Mike)
Mike presented concerns about the alignment of the ICE policy and the existing program. In addition, concerns about the registration process that is currently confusing. Task ONE: Shawn to work with staff to work to coordinate changes in the customer service process. Task TWO: (Shawn) Policy to go back to the Accreditation and Certification Committee for alignment of Policy to Program.
- I. Review 2016-10-19 Inspector Certification Policy (template) (Mike)
- II. Review 2016-10-26 Inspector Certification Policy with suggested changes (Mike)
- X. Membership/YM Update (Mike)
Mike has done a review of some membership renewal issues and templates that need to be adjusted. Natalie reported that template changes have been made. Still concerns about how member are registering in the new member categories. There is and effort with Mike, Shawn and Natalie to assure revenue streams are tracked and collected.
- XI. PVM Membership Agreement (Scott)
Forward Agreement to Reb and then Program Accreditation and PVMs for review. Shawn to move this forward. Goal to have Agreement to PVM's ready to sign by Conference. Policies will be review by board and Insurance policy will be voted on the board after review by Reb.
- XII. Updated Financial Committee Terms of Reference (Ben)
Motion to Accept the revised Financial Committee Terms of Reference dated November 14, 2016: Ben
Seconded by: Niels
Discussion: None
Motion: Opposed: 0 Abstain: 0 Carried



- XIII. Review Program Accreditation Implementation Plan (Shawn)

Presented to Board for Review and comments. Policy for this process needs to come to the board. Shawn to work with the Task Force to bring a Policy to the BOD.

- XIV. Critical Link Policy (Scott)

Motion to Approve Critical Link Policy with amendments stated below and dated November 16, 2016: (Scott)

Seconded by: Niels

Discussion: concern about using the term "Committee." Change to "Work Group" coordinated by the staff.

Motion: Abstain: 0 Opposed: 0 Carried

- XV. Work Place Safety Committee Creation. (Scott) tabled

Adjourn

- XVI. Motion to Adjourn

Motion to Adjourn by: Ben

Second by: Dylan

Motion: Opposed: 0 Abstain: 0 Carried

Meeting End Time: 2:50pm CST

Documents Attached:

- Executive Director Report
- Financial Statement
- Managing Matters Report
- Critical Link Policy
- Finance Committee Terms of Reference



To: ACCT Board
From: Shawn Tierney, Executive Director
Date: 11/16/16

RE: November Board Report

Summary of Activities

September Financials / 990: the September financials are in Dropbox for review. There are a few adjustments that need to be made in the chart of accounts, staff travel in particular as some of the reviewer travel for vendor accreditation was placed in staff travel instead of operations expense. The 990 tax form was sent to the Board for review two weeks ago, and if there are no further comments or adjustments that need to be made, the 990 will be filed by the end of November.

Board Elections: we currently have two nominations for the Board, both from non-PVM members. We will have an announcement about the election process in the next issue of Parallel Lines, and online voting for the non-PVM members will take place from December 12 to January 13th. We will need to get the online voting process established, information about candidates on the website, and an announcement sent out to members describing how they can vote.

Managing Matters / Membership: Natalie has been transitioning into her role as our membership manager, and I held a call with her and Jenny last week to discuss the drop in membership (some of it related to YM issues and the renewal process that Mike Smith has been looking into), and MM's plan for how they can more aggressively address the decline in our overall membership numbers and revenue.

Conference Registration & Program: the conference tracker spreadsheet, which contains the YTD numbers and revenue for registrants, workshops, exhibitors, sponsors and advertisers is in Dropbox as FYI. The next piece that we need to produce is the printed conference program, and Melissa is currently putting the content together and preparing it for design and layout.

PVM Symposium / Agreement: the PVM symposium registration went live last week, and the PVM task force is continuing to work on the exact agenda, which at a minimum will include association updates from the BOD chair, and myself, along with clarifying roles/expectations between ACCT and the PVM's, and identifying action steps from the PVM survey that Ken Jacquot is coordinating. Regarding the PVM agreement, the strongest objections were centered around insurance and having PVM's indemnify ACCT as part of the agreement. In response to that concern, the Executive Committee of the Board, Reb Gregg, Robert M. from Hibbs/Hallmark, and I held a conference call to discuss the various options

moving forward. The best option at this point appears to be dropping the indemnification clause in the agreement and NOT having PVM's add ACCT as additional insured. I am currently in the process of getting quotes from Robert to increase ACCT's policy limit and coverage to a higher amount. Robert's initial estimate of the cost to increase our E&O policy limit to \$1M is between \$6,000-\$8,000 (or more).

I anticipate revising the PVM agreement in the next few weeks, and then sending it back out to the PVM community for review/comments prior to the symposium. We will then discuss the agreement more fully at the symposium -- with the goal of creating an agreement / policies that can be fully supported.

Parallel Lines: the Fall issue is currently in production and is slated to go out the week of November 21.

Oregon Lawsuit: a hearing on the motion filed by our attorney to dismiss the lawsuit was held on October 25th. Our attorney is hopeful the judge will rule on the motion sometime in the next 30 days, and I will let the BOD know the decision once I receive it.

Program Accreditation: a DRAFT implementation plan for program accreditation has been placed in Dropbox for review. The plan has only been shared with the chair of the ACC/Cert committee at this stage -- for further review/input and feedback. We still need to have the ACC/Cert committee draft a terms of reference and populate the program accreditation panel as the next steps.

ANSI Appeal: a decision on PRCA's appeal to the ANSI Appeals Board is expected sometime in December. The Appeals Board can either hear the appeal, or they can simply reaffirm the BSR's earlier decision to approve ANSI/ACCT 03-2016 as an ANS.

To: ACCT Board of Directors
From: Natalie Hill (Account Coordinator) Jenny Faucher (President)
Date: November 16, 2016

Strengthening the ACCT Brand

This report is intended to provide an update on our action items, activities, improvements, and initiatives we have completed since the past Board meeting held on Wednesday October 19, 2016. This report will be provided to the board on a monthly basis.

Our team, led by Natalie Hill, has been putting a significant focus on customer service excellence to the ACCT membership by answering all e-mails, phone calls and contact forms in an efficient and timely manner.

We will always be looking for ways to save ACCT money and bring ideas to the table.

Board & Committee Support

- MM has finalized the Committee Chart that will be used as a onboarding tool for new committee members.
- MM has created and begun implementing a Membership Growth Campaign to increase the number of paying ACCT members.
- MM has reached out to the Membership Committee to introduce ourselves and to engage them in the growth campaign. We will be setting up a Committee call within the next week.
- MM has created a Membership Recognition Campaign that recognizes longstanding ACCT supporters.
- MM is working with Michael Smith to ensure our website and renewal process is seamless and easy for members.
- MM is working with Melissa to ensure that all members that have signed up for the conference have an updated membership status.

General Management

- MM has completed changes to Parallel Lines. It will be distributed on Monday, November 21, 2016.
- MM has assisted various ACCT members in adding events to the calendar.

update on matters

managingmatters
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- MM has assisted members with their conference registrations.
 - This includes providing members with their membership IDs.
- MM has fielded 120+ membership calls since October 19. Some call highlights include:
 - Membership renewal assistance.
 - Locating the Standards.
 - Print-on-Demand assistance.
 - Membership category differences.
 - Lawyers requesting past Standard copies.
 - Challenge Course information and sign ups.
- MM has responded to 90+ contact forms and emails from the ACCT website & Membership email since October 19.
- MM has sent out a bulk 'ACCT Misses You' email to over 190 lapsed members from January 1, 2016 – October 31, 2016

Next Steps

- MM will continue implementing the Membership Growth Campaign and will involve the membership committee.
- MM will continue to send out "We miss you" emails and follow up emails to expired members to regain their membership.
- MM will distribute Parallel Lines on Monday, November 21, 2016.
- MM will continue to assist with the reorganization of the ACCT Dropbox, YM Membership Database and Basecamp tools.
- MM will work on a clipboard for the early new year to increase member involvement and show member recognition.

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FINANCIAL STATEMENTS
September 2016

Association for Challenge Course Technology

Statement Of Financial Position

As of September 30, 2016

	Total
ASSETS	
Current Assets	
Bank Accounts	
5/3 IL Checking	9,947.44
5/3 MoneyMarket Savings	26,607.75
Chase Operating	95,256.72
Chase Savings	25.00
Deposits In Transit	1,172.13
Total Bank Accounts	133,009.04
Accounts Receivable	
Accounts receivable	1,166.25
Total Accounts Receivable	1,166.25
Other current assets	
Prepaid Expenses-Insurance	2,912.66
Total Other current assets	2,912.66
Total Current Assets	137,087.95
TOTAL ASSETS	137,087.95
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	34,931.39
Total Accounts Payable	34,931.39
Credit Cards	
Credit Card 7635 - Melissa	-
Credit Card 8878 - Bill	18.39
Total Credit Cards	18.39
Total Current Liabilities	18.39
Total Liabilities	34,949.78
Net Assets	
Retained Earnings	98,551.52
Increase (Decrease) in Net Assets	3,586.65
Total Net Assets	102,138.17
TOTAL LIABILITIES AND NET ASSETS	137,087.95

Terms of Reference

1. Adopt efficient and transparent management systems and reporting to make certain that funds are properly handled for the benefit of the ACCT
2. Consult with the Executive Director to propose a draft annual budget in alignment with the ACCT strategic plan
3. Monitor financial trends and prepare quarterly reports for the Board
4. Coordinate an audit for the ACCT finances a minimum of once every 5 years

Leadership

- Chair- Appointed by the Board of Directors
- Vice Chair and Secretary to be elected by the members of the Finance Committee

Membership

- Not to exceed 7 members
- Membership to include people with financial background

Term Limit

- Members serve at the pleasure of the Board of Directors for a term not to exceed 5 consecutive years

Accountability

- The Finance Committee is accountable to the Board of Directors
- The committee is to work with the Executive Director and Treasurer to prepare a Draft Budget annually
- Prepare audit reports for the Board of Directors when required.
- The Chair is to submit an annual report to the Board of Directors
- An annual roster of the Committee Membership and Leadership is to be provided to the Board of Directors annually, following the Annual General Meeting.

Strategic Plan

- The work of the Finance Committee supports the achievement of Core Strategy #4

Critical Link Award

Policy:

The Critical Link Award is given to a member of ACCT whose has contributed significantly over the years in the development, maintenance and growth of the organization. The awardee is chosen by the PVMs and coordinated by the Critical Link Coordinator with the support of the Critical Link Committee. The Award is presented at the ACCT conference

Purpose:

The original intent of the award was to honor an individual who has served the organization by creating and maintaining critical links to activities within ACCT and external to ACCT in promoting the mission and evolution of ACCT. Sometimes the winner is a person whose role in the association is highly visible and sometimes they work very quietly and steadily behind the scenes. This award is not a popularity contest or given just because someone met the expectations of an officer of the BOD or committee member. It was created as a thoughtful and sincere thank you to a member who has gone "above and beyond" the participation we expect of a member or Professional Vendor Member. The Critical Link Award can go to anyone, not just a PVM.

1.

Procedure:

The process for the selection of the Critical Link Award is as follows:

The Critical Link Committee is the past award winners.

The Critical Link Coordinator is a committee member selected by the committee.

Every winter each PVM company is asked to submit a name of a person they believe meets the criteria of the Critical Link Award and thoughts about the reasons why. No person can nominate themselves or ask others or their employees to nominate them. This submission is both a nomination and a vote. (One PVM = one "nominating vote".) With the current 40 PVM's there are a potential 40 nominating votes. The winner of the award is the person who receives a simple majority of the nominating votes that are submitted to the committee. A simple majority is considered "50% of the nominating votes submitted plus 1".

PVM's can and should talk to each other about who they believe deserves the Critical Link Award. Employees of a PVM have traditionally advocated for their own employer by contacting other PVM's without the knowledge or direction of their employer but just like BOD elections, only the PVM owner can submit a nominating vote. All PVM's can and should submit a nominating vote.

Votes are sent to the Professional Services Manager of ACCT who tallies the votes. A complete list of nominating votes with the total number of votes for each person is sent to the Critical Link Award Coordinator. The Coordinator of the Critical Link Award is a past winner and will facilitate the process starting with the call for nominating votes through the selection process and then present the award at the annual conference. Neither the ACCT employee nor the Coordinator can make the selection of the winner by themselves.

Next a complete list of nominating votes with the total number of votes for each person is sent to the Critical Link Award Committee.

1. If there is a simple majority of nominating votes for one person, they win the award. A simple majority is considered "50% of the nominating votes submitted plus 1". A complete list of nominating votes with the total number of votes for each person is sent to the Critical Link Award Committee. The Committee then votes to validate this selection.

2.If there is not a simple majority as defined above a complete list of nominating votes with the total number of votes for each person is sent to the Critical Link Award Committee. Those names with a single vote will be eliminated.The committee then has a dialog on the nominees and then votes. A simple majority wins.

3.In the event of a tie, the names that are tied are then moved to dialog and then vote by the committee. A simple majority wins.

4.If all nominees have only a single vote then the committee will dialog and vote to make that year's selection. A simple majority wins.

Once the winner is selected the committee will notify the Professional Services Manager who arranges for the trophy and arranges travel with the family so the family can be present at the presentation. The committee holds this information in confidence until the award is presented. The coordinator makes the presentation at the conference.

Forms:

- No forms