



## Board Conference Call Minutes 1/17/2013

### Meeting Logistics:

Thursday 1/17/2013 from 12 pm to 1:30 pm central time zone.

### Preparation / To Dos:

- Review Past Minutes
- Review PVM Symposium Agenda
- Review Updated Policies
- Review Bylaws revisions
- Review QCCP Revision

### **Board Members:**

Michelle Hepler, Charlie Williams, MB Buckner, Gary Cwidak, Scott Conant, Todd Domeck, Sarah Oosterhuis, Josh Tod, Niels Damman and James Borishade

*Absent:* Micah Henderson

*Quorum present?* Yes

*Others Present:* John Lazarus, Jamie Barrow, Kevin Smith, Elliot Pervinich, Jason Hadley,

### **Proceedings:**

*Meeting called to order at:* 12:10pm Central

- **Review and Approve Agenda**
  - a. **Board chair requested a prioritization of the agenda items.**
  - b. **Motion made by Charlie Williams to approve revised agenda for board meeting 1-17-13.**
    - **Seconded by MB Buckner**
    - **Discussion: none**
    - **Abstentions: none**
    - **Opposed: none**
    - **Motion carries unanimously**
- **Review and Approve past Minutes**
  - a. **11-06-12 minutes**
  - b. **Motion made by Sarah Oosterhuis to accept the 11-6-2012 Board minutes with spelling and format edits.**
    - **Second by Charlie Williams**
    - **Discussion: Discussion about typos and other format changes.**
    - **Abstentions: none**
    - **Opposed: none**
    - **Carries unanimously**
  - c. **12-20-12 minutes**

- **Motion made by Sarah Oosterhuis to accept the 12-20-2012 Board minutes with spelling and format edits.**
  - a) **Seconded by Scott Conant**
  - b) **Discussion: Discussion about typos and other format changes.**
  - c) **Abstentions: none**
  - d) **Opposed: none**
  - e) **Carries unanimously**

- **OLD BUSINESS**

a. **PVM Winter Symposium**

- PVM Symposium Survey results unavailable
- MB Buckner, Niels Damman and James Borishade will delegate tasks for BOD presentations and content
- Agenda to be finalized by Friday
- Board has given authority to the subcommittee to develop and finalize the agenda

b. **Update on Bylaws Revisions**

- Updated bylaws are in the board files:
  - a) BOD thanked James for compiling edits for draft copy
  - b) Discussion: Charlie Williams mentioned article IV section 2: we should add the word "elected" after the number 11 to read, *"The Board shall have eleven (11) elected Directors. The number of Directors may be increased or decreased by amendment of the Bylaws."*
    - Accepted legal review edits
    - Article III section 5(b): delete "exclusively", and "electronic proxy"
    - Article IV section 4: Remove "all nominees must submit nomination form", and "electronic proxy".
    - Article IV. Section 5 (b): change as above
    - Article IV section 7 removed
    - Article IV sections 9, 11, and 13 approved
    - Article VI section 2: delete "consensus", insert "by recorded vote according to their procedures."
    - **Motion made by Sarah Oosterhuis to accept revised bylaws, pending final legal review.**
      - o **Seconded Todd Domeck**
      - o **Opposed: none**
      - o **Abstentions: none**
      - o **Carried unanimously**

c. **Board Development and Strategic Planning Proposals**

- Discussed plans for BOD development and Strategic Plan development

d. **Update on Proposed Policy Revisions**

- Tabled Due to Time

e. **Board Emeritus Nominations**

- **Motion made by Scott Conant to accept Tim Kempf, Dick Prouty, and Randy Smith as Board Emeritus members pending final legal review of revised bylaws**
  - a) **Seconded: Charlie Williams**
  - b) **Discussion: none**
  - c) **Opposed: none**
  - d) **Abstention: MB Buckner and Josh Todd abstained**
  - e) **Motion Carries with two (2) abstentions**

f. **ACCT Standards Update**

- Update Presented by John Lazarus
- 2 ballots outstanding – ballots due 1/18
- Filling vacant consensus group seat- user group looks positive.
- Acceptance of current 8<sup>th</sup> edition standards as proposed 9<sup>th</sup> edition standards for
- **CG Work Plan**
  - a) Proposed work plan submitted by Consensus Group Chair.
  - b) The work plan has been reviewed by staff and the CG Chair
  - c) The staff may request assistance from the board of directors in carrying out some of the items on the work plan
  - d) **MB – Motion made by MB Buckner to accept the Updated ANSI work plan dated 1/17/13**
    - **Charlie Williams seconded:**
    - **Discussion: Bill, James, John and Michelle will get together and populate the dates.**
    - **Opposed: none**
    - **Abstention: none**
    - **Motion carries unanimously**
- **ANSI Public Review**
  - a) Update presented by James Borishade
  - b) The staff is going to continue operate as though the board would like for us to handle the day to day paperwork. For example, the ANSI procedural documents due March 1.
  - c) The ANSI procedural compliance form is due March 1<sup>st</sup> and should be submitted to the board by the February 4<sup>th</sup> meeting.
    - BOD will continue as Secretariat. Documents such as Procedural Compliance form will be completed and submitted by ACCT Executive Director and Director of Operations
    - Changes to Procedural process shall be approved by BOD

g. **Update on Proposed Policy Revisions**

- Tabled due to time

- **NEW BUSINESS**

a. **Conference Planning Update**

- 2012 AGM minutes will be available in print and power point media.
- Planning update will be sent to BOD Friday 1/18; please review and provide feedback to James

b. **Summer Symposium Dates and Region**

- Decided on Baltimore for region
- Decided on date range of July 29- August 9 (excluding August 4-5). This allows James and office staff ability to choose hotel options based on range of dates.
  - August 5<sup>th</sup>-9<sup>th</sup>, 2013
  - July 29<sup>th</sup> – August 1<sup>st</sup>
  - Baltimore / East Coast

c. **AGM Meeting**

- James will send out a template for committee reports to the AGM with common language, format, etc. Template to include:
  - a) Committee Name
  - b) Committee Chair and Co-Chair
  - c) Committee Charge
  - d) Committee Members
  - e) 3 Milestone
  - f) Committee Needs
  - g) What do you get out of being on the committee?
- James is putting together a detailed presentation agenda with schedule, major events, meeting logistics, speakers and topics.
- Michelle will email Outlook calendar reminders to BOD
- Discussed future/ possible AGM meeting room set-up

d. **QCCP Update**

- Draft QCCP document submitted for review
- Discussion on labels: Competent Person, Qualified Person, Qualified Professional.
- Discussion on leave it the same as in Chapter 5.
  - **Motion made by MB Buckner to accept the (draft) QCP Description.**
    - a) **Seconded by – Sarah Oosterhuis**
    - b) **Discussion – None**
    - c) **Abstentions – None**
    - d) **Opposed - None**
    - e) **Carried**

MB motion to adjourn 1:51pm  
Seconded by Todd Domeck