

FINAL

Approved 9/24/17



Toll-Free Access Number: 855-211-6968

ID: 2003960

9:00 A.M. Eastern / 10:00 A.M. Central

International Board Meeting Minutes
June 30, 2017

Ward called the meeting to order at 9:00 a.m. Roll was called. A quorum was present.

Roll Call

Officers:

President:	DeCoffette Ward	Present
Vice President:	Dianne Nuñez	Present
Secretary:	Holly Huffman	Present
Treasurer:	Kay Bostick	Present
Immediate Past President:	Danette Scudder	Present
Executive Director:	Claudia Powell	Present
Parliamentarian:	Dorothy Stoler	Present

Chapter Board Representatives (or proxies)

ArkLaTex:	Denise Battle	Present
Atlanta:	Mechelle Stanton	Absent
East Tennessee:	Beth Duggar	Present
Indiana:	Emily Schilling	Present
Kentucky:	Kimberly Maynard	Present
Members at Large:	Stacy Edwards	Present
Metro Chicago	Kelly Krupa	Present
Mid-Atlantic	Cheryl M. Velasco	Present
Missouri:	Judy Gustafson	Absent
Nashville:	Ashley Dickens	Present
New York:	Loretta DiCamillo	Beth Duggar, Proxy
North Central:	Brenda Sandahl	Absent
North Texas	Sue Mercer	Present
Northern Indiana:	Wanda Smith	Present
Ohio:	Kristen Thompson	Present
South Texas:	Cindy Berry	Sue Mercer, Proxy
SW Virginia/NE Tenn.	Karen Gilmer	Present
Virginia:	Doni Palmer	Present
West Virginia:	Janet Hewitt	Present

Guests: Lila Munsey, Liz Dousias, Ruby Greenhowe and Katie Blubaugh

Agenda

➤ **Minutes**

- **MOTION 1:** Huffman moved to waive the reading of and to approve the minutes from the April 27, 2017, International Board (IB) meeting as distributed. Hewitt seconded the motion. Motion carried.

➤ **Treasurer's Report**

- Bostick reviewed the treasurer's report. It was accepted as presented.
 - U.S. Bank Checking Account as of 5/31/17 = \$62,406
 - Investment Accounts as of 5/31/17 = \$344,276
 - Total Assets as of 5/31/17 = \$406,682
 - The 2017 budget has:
 - Total Year Budget
 - Revenues = \$39,960
 - Expenses = \$37,782
 - Income = \$2,178
 - Year-to-Date Actual
 - Revenue = \$30,704
 - Expenses = \$7,470
 - Income = \$23,233

➤ **Executive Director Report**

- Report was presented by Powell.
 - Membership as of June 25, 2017:
 - 516 paid (Mid-Atlantic payment in transit)
 - 15 paid late in 2016 (continuing membership through 2017)
 - 28 honorary life
 - **559 TOTAL MEMBERSHIP**
 - 117 new members to date (166 total in 2016)
 - Membership at the end of 2016 was 566 total members
 - As of June 25, 2017, 198 paid membership dues via PayPal.
- Financial
 - The executive director has sent the preliminary 990 information to the CPA and, as expected, WiNUP International will be required to file a long form 990 instead of the 990 EZ as gross receipts are over \$200,000 (one of the criteria need to file the long form). The CPA filed for an extension, extending the deadline from May 15 to November 15. There are a number of new details that must be provided with a long form.
- Fellowships
 - The executive director provided an update on the fellowships. Two fellowships were awarded. The Julia Kiene Fellowship (\$2,000) was presented to Emily Stinson, a WiNUP member who is pursuing dual master degrees at MIT. The Lyle Mamer Fellowship (\$1,000) was awarded to Angela Soriano Quevedo who is pursuing her master degree at Columbia University.

- The Louisan Mamer Fellowship and the Member Professional Development Scholarship were not awarded.

➤ **Old Business**

- **Conference Guidelines Committee** — Dousias reported that the survey is ready and will be sent out to those individuals who will be receiving the survey (e.g. past conference chairs, past presidents, etc.).
- **Member Tracking** — Hewitt reported that she continues to work on a member ID tracking system.

➤ **New Business**

- **IRS Form 990** — As mentioned in her Executive Director Report, Powell stated that the organization will have to file a 990 long form with the IRS since we have met criteria for that with them. The Executive Committee discussed at its meeting on June 29 and have a plan coordinated. The plan is: An email will go out to chapter chairs and treasurers asking them to complete some information based on IRS 990 long form requirements. That information will then be coordinated by Powell. Each member of the Executive Committee was assigned chapters to help them through the process.
- **Professional Development Grant** — Powell reported that the Bluegrass Grant request from the Mid-Atlantic Chapter for the conference doesn't seem to meet guidelines. Powell will get more clarity on the request.
- **Executive Director Compensation/Contingency Plan** — Discussion was held on the compensation for the executive director and the executive director contingency plan. **Motion 2:** Hewitt moved to approve the \$195/month merit increase and the 2017 \$1,000 bonus for Executive Director Powell as approved by the Executive Committee on June 29, 2017. The increase is retroactive to May 2017 and is contingent upon meeting the action items set forth by the International Board of: providing office hours by July 7 and a list of processes by July 14. If these action items, and others as assigned, are not met, the merit pay increase can be revoked on a monthly basis and the 2018 bonus can be reviewed and not awarded. Krupa seconded. Motion carried.
- **Committee Reports** — Committee reports from those present were heard by the International Board.
 - **POWER Award** — Debbie Sain, POWER Award chair, presented the nominee for the 2017 POWER Award. **Motion 3:** Dickens made a motion to approve the 2017 POWER Award nominee. Maynard seconded. Motion carried.
 - **Nominating Committee** — Sue Mercer, chair of the Nominating Committee, and Dorothy Stoler, committee member, presented the 2018 slate of officer candidates. They are:
 - **President** — Dianne Nuñez (moves up from VP role)
 - **Vice President/President Elect** — Holly Huffman, Indiana, and Cindy Kolecki, Ohio
 - **Secretary** — Debbie Sain, Nashville, and Kristen Thompson, Ohio

- **Treasurer** — Janet Hewitt, West Virginia, and Gail Buhr, Northern Indiana.
- **Motion 4:** Schilling made a motion to approve the 2018 slate of WiNUP International officers. Smith seconded. Motion carried.
- **OAK Award** — Velda Otey, chair of the OAK Award Committee, presented the 2017 OAK Award nominee. **Motion 5:** Maynard made a motion to accept the 2017 OAK Award nominee. Krupa seconded. Motion carried.
- **International Honorary Life Award** — Lila Munsey, chair of the International Honorary Life Award Committee, presented the two nominees for the International Honorary Life Award. **Motion 6:** Dickens made a motion to accept the two International Honorary Life Award nominees. Hewitt seconded. Motion carried.
- **Budget and Finance Committee** — Hewitt, committee chair, presented an update on the committee. The committee has reviewed the guidelines and has recommended changes. The Executive Committee will review and bring to the International Board. A standard process for the committee is also being developed including a mentoring program and an audit by West Virginia Chapter member Brenda Hill. Recommendations by the committee include: a draft copy of the budget should be presented at the Summer Board Meeting rather than at conference and a complete a five-year budget and tie it to the strategic plan.
- **Professional Development Committee** — Hewitt, committee co-chair, provided an update on the committee including specific ideas it plans to implement and a specific timeline of those ideas. **Motion 7:** Krupa moved to approve proceeding with the ideas presented by the committee with a thought to a beta test in 2017 of new technology (e.g. webinars). Dickens seconded. Motion approved.
- **Ways and Means Committee** — Orwan Wells and Katie Blubaugh, chairs of the committee, presented three options to the International Board for fundraising opportunities at conference and beyond. **Motion 8:** Hewitt moved that the Ways and Means Committee be approved to conduct a raffle at the 2017 conference and that the committee be authorized to spend \$200 for either a Fitbit or a Garmin fitness tracker. Dickens seconded. Motion carried.
- **International Conference Update** — Janell Fabiano, conference chair, provided an update to the International Board on the 2017 conference. Highlights: 157 registered, projected profit of \$7,000, more chapter sponsorships needed, overflow hotel opened, need silent auction items from chapters and shirts are being sold on the website to benefit Evoluer House.
- **Chapter Development and Retention** — Scudder provided an update on chapter development and retention. Activity is currently focused on the Atlanta Chapter and assisting it.
- **Past Presidents' Council/Grant** — Scudder, chair of the council, provided an update on its activities, specifically its conference luncheon. The group would like to present PopSockets to luncheon attendees as a giveaway. **Motion 9:** Dickens made a motion for the Past Presidents' Council to provide a gift at the conference Past Presidents' Luncheon of a PopSocket not to exceed \$1,500 from the

WiNUP International General Fund. Hewitt seconded. Motion carried.

- **Guidelines Committee** — Thompson, chair of the committee, reported that the current guidelines have been updated. It was also recommended to add a revision log to the guidelines.
- **Energy Affairs** — Ruby Greenhowe, committee chair, asked that International Board Representatives send story ideas to her.
- **Historian** — Trina Riffle, historian, reported that she has some historical information at her house. She also reported that Executive Director Powell has historical information at her house as well. She asked the International Board to consider the process for storing historical documents.
- **Member Publications** — Sain, committee chair, asked that chapters send event information to her.
- **Publicity** — Schilling, committee chair, reported that fellowship news releases have been developed and sent to media. Schilling also reported that she and Holly Huffman would be coordinating a campaign to promote WiNUP (I am WiNUP).
- **Member Services Committee** — Dousias provided an update on the committee and its activities. A concerted effort will be on networking at the conference. The priorities for the committee are: Personal/Professional Development, Networking and Conference. The committee is also looking at developing a committee reporting structure.
- **New Member Committee** — Ward reported that the committee chair had to drop off due to workload. Julie Gordon, Nashville Chapter, will assume the role.

➤ **Other Business**

- **Awards Feedback** — Discussion was held regarding feedback as it concerns the awards process. It was recommended that guidelines be updated regarding awards, update the process (specifically completing the application) and providing input to the applicants.
- **International Committee Recruitment** — Ward announce the implementation of the following regarding WiNUP International committee recruitment: a sign-up sheet at conference, listing the estimated time commitment for committee duties and changing the guidelines to allow newer members to participate on committees.
- **Chapter Updates** — Ward asked that each International Board Representative present provide an update on her chapter. See attached document.

➤ **Adjourn**

- **MOTION 10:** Nuñez moved that the meeting be adjourned. Dickens seconded the motion. The meeting was adjourned at 2 p.m.

Respectfully submitted,

Holly Huffman
International Secretary

NOTE: List of motions and action items follow.

MOTIONS FROM THIS MEETING

MOTION 1: Huffman moved to waive the reading of and to approve the minutes from the April 27, 2017, International Board (IB) meeting as distributed. Hewitt seconded the motion. Motion carried.

MOTION 2: Hewitt moved to approve the \$195/month merit increase and the 2017 \$1,000 bonus for Executive Director Powell as approved by the Executive Committee on June 29, 2017. The increase is retroactive to May 2017 and is contingent upon meeting the action items set forth by the International Board of: providing office hours by July 7 and a list of processes by July 14. If these action items, and others as assigned, are not met, the merit pay increase can be revoked on a monthly basis and the 2018 bonus can be reviewed and not awarded. Krupa seconded. Motion carried.

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MOTION 5: Maynard made a motion to accept the 2017 OAK Award nominee. Krupa seconded. Motion carried.

MOTION 6: Dickens made a motion to accept the two International Honorary Life Award nominees. Hewitt seconded. Motion carried.

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MOTION 9: Dickens made a motion for the Past Presidents' Council to provide a gift at the conference Past Presidents' Luncheon of a PopSocket not to exceed \$1,500 from the WiNUP International General Fund. Hewitt seconded. Motion carried.

MOTION 10: Nuñez moved that the meeting be adjourned. Dickens seconded the motion. The meeting was adjourned at 2 p.m

ACTION ITEMS FROM THIS MEETING

There were no action items from this meeting.