

**NATIONAL ASSOCIATION OF PARLIAMENTARIANS®**  
**Board of Directors Regular Meeting**  
**February 13-15, 2015**

**Call to Order:** President Ann Guiberson called the regular meeting of the NAP Board of Directors to order at 7:02 p.m. (CST) on Friday, February 13, 2015, in Salon C of the Hilton Kansas City Airport, 8801 NW 112<sup>th</sup> Street, Kansas City, Missouri 64153.

**Welcome:**

The president welcomed board members and advisers.

**Board Members Present:**

President Ann Guiberson, PRP; Vice-President Mary L. Randolph, PRP; Secretary Ann Rempel, PRP; Treasurer Evan A. Lemoine, PRP; Director-at-Large Steve Glanstein, PRP; Director-at-Large James N. Jones, RP; Director-at-Large James H. Stewart, PRP; and District Five Director Denise R. Irminger, PRP.

**Board Member Absent:**

District Six Director Daniel Ivey-Soto, PRP.

**Advisers Present:**

Parliamentarian Dr. Leonard Young, PRP, and Interim Executive Director Cyndy Launchbaugh.

**Quorum:**

Eight voting members were present, and a quorum was established.

**Adoption of the Agenda:**

Without objection, the agenda was adopted as amended. (Attachment A)

**Report of Minutes Approval Committee:**

Director Stewart reported that the minutes of the board meeting held January 13, 2015, were approved by the committee.

**President's Report:**

President Guiberson reported the Dissolution of the Thomas B. Reed Unit in Maine and discussed the Headquarters-Committee Responsibility Matrix. The president discussed a paper prepared by Treasurer Lemoine for distribution to associations and units.

**Honorary Members—Resolutions:**

Without objection, the board adopted the following resolution:

Whereas, Thomas W. Wickham, Jr. has served on the parliamentary staff of the United States House of Representatives for twenty years, having been named an Assistant Parliamentarian of the House in 1995; and

Whereas, Thomas W. Wickham, Jr. was named the Deputy Parliamentarian of the House in 2005; and

Whereas, Thomas W. Wickham, Jr. was named the parliamentarian of the United States House of Representatives in 2012; and

Whereas, Upon his appointment as Parliamentarian of the House, Speaker John Boehner said: "Tom Wickham, in addition to being a master of the House's rules and traditions, has the sound judgment and steady temperament required to serve as parliamentarian. Tom has earned the respect of lawmakers and staff on both sides of the aisle, and I have every confidence in him;" and

Whereas, Over the many years of his service Thomas W. Wickham, Jr. has added great distinction to the parliamentary profession; now, therefore, be it

*Resolved*, That the NAP Board of Directors recommend to the 2015 NAP Convention that Thomas W. Wickham, Jr. be granted honorary membership in the National Association of Parliamentarians.

Without objection, the board approved adoption of the following resolution:

Whereas, Elizabeth MacDonough has served on the parliamentary staff of the United States Senate since 1999; and

Whereas, Elizabeth MacDonough became the first woman ever named the Parliamentarian of the United States Senate in 2012; and

Whereas, The significance of Elizabeth MacDonough's appointment as Senate Parliamentarian has been described in these words, "To understand the significance of the change, it's necessary to understand the world of the parliamentarians themselves. It is a universe steeped in tradition and for generations dominated by male lawyers who enjoy a front-row seat on all the intrigue of the House and Senate while trying to referee the two increasingly partisan institutions;" and

Whereas, Senators have described Elizabeth MacDonough as "proof that despite the gridlock in Washington, despite all the partisan rhetoric ... and despite gridlock in the world's greatest legislative body, there are people who continue to fight the good fight -- to make America even greater;" and

Whereas, Elizabeth MacDonough has added great distinction to the parliamentary profession; now, therefore, be it

*Resolved*, That the NAP Board of Directors hereby recommends to the 2015 NAP Convention that Elizabeth MacDonough be granted honorary membership in the National Association of Parliamentarians.

### **Financial Report:**

Treasurer Lemoine presented the statement of financial position as of January 31, 2015, and statement of activity December 2014 through January 2015.

### **Reports of Officers:**

There were no additional reports from officers.

### **Executive Director's Report**

Interim Executive Director Cyndy Launchbaugh submitted a written report and discussed highlights of the report and progress with membership renewals.

### **Motion:**

The following motion was adopted by the board:

To set the reinstatement fee to zero until April 1, 2015.

### **Strategic Topic: SCORE Report**

Without objection, the board postponed the SCORE report until after conclusion of the executive session to be held on Saturday.

### **Reports of Standing Committees:**

#### **Bylaws Committee:**

A written report from the bylaws committee was sent to board members prior to the meeting. The president reported that the committee met February 10-13, 2015.

#### **Communications Committee and NP Editor**

Written reports from the communications committee and the NP editor were sent to board members prior to the meeting.

#### **Educational Resources Committee**

A written report from the educational resources committee was sent to board members prior to the meeting.

#### **Membership and Registration Examiners Committee**

A written report from the membership and registration examiners committee was sent to board members prior to the meeting.

#### **Membership Extension and Retention Committee**

A written report from the membership extension and retention committee was sent to board members prior to the meeting.

#### **Professional Development Committee:**

A written report from the professional development committee was sent to board members prior to the meeting.

#### **Youth Committee:**

A written report from the youth committee was sent to board members prior to the meeting.

#### **Ethics Committee:**

A written report from the ethics committee was sent to board members prior to the meeting.

**Reports of Special Committees:**

**Convention Committee:**

A written report from the convention committee was sent to board members prior to the meeting.

**Special Committee on Education and Credentialing:**

A written report from the special committee on education and credentialing was sent to board members prior to the meeting.

**Adjournment:**

The meeting adjourned at 9:45 p.m. (CST) to meet again at 8 a.m. on Saturday, February 14, 2015.

**Saturday, February 14, 2015**

**Call to Order:**

President Ann Guiberson called the meeting to order at 7:58 a.m. (CST) on Saturday, February 14, 2015.

**Board Members Present:**

President Ann Guiberson, PRP; Vice-President Mary L. Randolph, PRP; Secretary Ann Rempel, PRP; Treasurer Evan A. Lemoine, PRP; Director-at-Large Steve Glanstein, PRP; Director-at-Large James N. Jones, RP; Director-at-Large James H. Stewart, PRP; and District Five Director Denise R. Irminger, PRP.

**Board Member Absent:**

District Six Director Daniel Ivey-Soto, PRP.

**Adviser Present:**

Parliamentarian Dr. Leonard Young, PRP.

**Quorum:**

Eight voting members were present, and a quorum was established.

**8:00 a.m. Special Order:**

The board discussed questions to be asked of candidates for the executive director position.

**International Services:**

A written report from the special committee on international services was sent to board members prior to the meeting.

**NAP Educational Foundation:**

A written report from the NAP Educational Foundation was sent to board members prior to the meeting.

**Executive Session:**

The board went into executive session at 8:56 a.m. and remained in executive session until 4:16 p.m.

**Adjournment:**

The meeting adjourned at 4:17 p.m. (CST) to meet again at 8:00 a.m. on Sunday, February 15, 2015.

## **Sunday, February 15, 2015**

**Call to Order:**

President Ann Guiberson called the meeting to order at 8:11 a.m. (CST) on Sunday, February 15, 2015.

**Board Members Present:**

President Ann Guiberson, PRP; Vice-President Mary L. Randolph, PRP; Secretary Ann Rempel, PRP; Treasurer Evan A. Lemoine, PRP; Director-at-Large Steve Glanstein, PRP; Director-at-Large James N. Jones, RP; Director-at-Large James H. Stewart, PRP; and District Five Director Denise R. Irminger, PRP.

**Board Member Absent:**

District Six Director Daniel Ivey-Soto, PRP.

**Adviser Present:**

Executive Director Cyndy Launchbaugh.

**Quorum:**

Eight voting members were present, and a quorum was established.

**Reports of Board Committees:****Policies and Procedures Committee:**

Secretary Rempel, chairman of the policies and procedures committee, reported correcting Appendix A and some cross-references in NAP Operational Policies and Procedures. The corrected document has been sent to the board members and NAP Headquarters.

**Budget and Finance Committee:**

Treasurer Lemoine, chairman of the budget and finance committee, reported on some work to be completed in the future.

**Pricing Committee:**

Treasurer Lemoine, chairman of the pricing committee, announced that the committee will meet at adjournment of the board meeting.

**Personnel Committee:**

President Guiberson announced that the personnel committee will review the personnel manual in the near future.

**Strategic Topic: SCORE Report**

President Guiberson led a discussion of the SCORE Report prepared by SCORE-Kansas City.

**Announcement:**

The next regular meeting of the board will be held on AdobeConnect.com on Tuesday, March 10, 2015, at 7:30 p.m. (EST).

**Adjournment:**

The meeting adjourned at 9:52 a.m. (CST)

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Ann L. Rempel, PRP  
NAP Secretary

**Minutes Approval Committee:**

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James H. Stewart, PRP February 17, 2015  
Date approved

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Denise R. Irminger, PRP February 17, 2015  
Date approved

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Mary L. Randolph, PRP February 17, 2015  
Date approved

**ATTACHMENT A**

**NATIONAL ASSOCIATION OF PARLIAMENTARIANS®  
Board of Directors Meeting  
February 13-15, 2015**

1. Welcome Ann Guiberson
2. Adoption of the Agenda
3. Report of Minutes Approval Committee Jim Stewart
4. President's Report Ann Guiberson
  - a. Dissolution of the Thomas B. Reed Unit, Maine
  - b. HQ-Committee Responsibility Matrix
  - c. Tax Information
  - d. Honorary Membership
5. Financial Report Evan Lemoine  
    Financial Update
6. Reports of Officers
7. Executive Director's Report Cyndy Launchbaugh
8. Special Orders for 8 a.m. February 14-Candidate Interviews
9. Strategic Topic: SCORE Report
10. Reports of Standing Committees
  - a. Bylaws Committee (Written Report)
  - b. Communications Committee and NP Editor (Written Reports)
  - c. Educational Resources Committee (Written Report)
  - d. Membership and Registration Examiners (Written Report)
  - e. Membership Extension and Retention Committee (Written Report)
  - f. Professional Development Committee (Written Report)
  - g. Youth Committee (Written Report)
  - h. Ethics Committee (Written Report)
11. Reports of Special Committees
  - a. Convention Committee (Written Report)
  - b. Special Committee on Education and Credentialing (Written Report)
  - c. Special Committee on International Services (Written Report)
  - d. NAP Educational Foundation (Written Report)
12. Reports of Board Committees
13. New Business
14. Adjournment