

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®
Board of Directors Regular Meeting
May 13, 2014

Call to Order: President Ann Guiberson called the regular meeting of the NAP Board of Directors to order at 7:30 p.m. (EDT) on Tuesday, May 13, 2014. The meeting was held using AdobeConnect.com.

Welcome:

The president welcomed board members, advisers, and guests.

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 Irminger, PRP.

Absent: District Six Director Daniel Ivey-Soto, PRP.

Adviser Present:

Executive Director Michael Chamberlain, MBA, CAE.

Quorum:

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

Guests Present: Darlene Allen, Ferial Bishop, Avis Johnson, Larry Martin, Weldon Merritt, Barbara Miller, Sandra Olson, Wanda Sims, Rosalie Stroman, Alison Wallis, Brandon Walters, Jeanette Williams, and Sheryl Womble.

Agenda:

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

Report of Minutes Approval Committee:

The secretary reported that the minutes of the board meeting held April 8, 2014, were approved by the committee.

President's Report:

Appointment:

Without objection, the board approved the appointment of Kay Crews, PRP, to serve as liaison to the University of Wisconsin for the NAP/UW Online Course.

The president updated the board on the YouTube video project and stated that Susan Leahy agreed to amendments requested by the board of directors. Videos will be produced June 22-23, 2014.

2018 and 2019 Site Selection:

2018 NAP Training Conference – East and 2019 Biennial Convention – West

Following the board's discussion of the rotation system, there being no objection, the president stated that she will put out a call in the next Newsflash to association presidents asking for indication of interest in having a convention or training conference in their areas.

Association visits:

Director Glanstein reported on serving as the NAP representative to the Nebraska Association's recent convention, and Vice-President Randolph reported on serving as NAP representative to the Florida Association's recent convention. President Guiberson reported on her visit to the Washington State Association's meeting.

The president requested that reports of representatives be sent to the president as well as to headquarters, and she will send the reports to the board with the pre-meeting materials.

Financial Report:

Treasurer Evan A. Lemoine presented an update on the April 2014 financials.

Executive Director's Report:

Executive Director Chamberlain reported on the mailing of the NAP Membership Manual and the second quarter NP, meeting with the website builder to improve performance, work on finding a solution to the lack of group exempt status with the IRS, work with the educational resources committee, work with a consultant on the education and credentialing committee's survey, assisting districts with registrations for conferences, promoting PRC and PQC modules, conferring with Oasis Partners, and promoting activities at the NAP Training Conference.

Motion Adopted:

After debate and amendment, the following motion was adopted by a vote of 6 in the affirmative and 1 in the negative:

That NAP obtain the information necessary in order to pursue the group IRS exemption.

The president and treasurer will work with the executive director on gathering the information and report progress at the next meeting.

Reports of Committees:**Bylaws Committee:**

Ann Rempel, board liaison to the bylaws committee, reported that the committee has continued drafting amendments requested by the board, but is in need of the rationales that board members were to send to the chairman. The president stated that the following rationales prepared by board members are due to be sent to the bylaws

committee chairman: Board Composition by Jim Jones, District Changes and Secretary/Treasurer Qualifications by Jim Stewart, Vice-President Term Limits by Daniel Ivey-Soto.

The bylaws committee's latest version of the amendments requested by the board and a list of questions from the committee will be sent to all board members. The president noted that this is a high priority for the next meeting.

Membership and Registration Examiners Committee:

Steve Glanstein, board liaison to the membership and registration examiners committee, submitted to the board a written report from the committee chairman.

Professional Development Committee:

Mary Randolph, board liaison to the professional development committee, submitted a written report from the committee.

Youth Committee:

Evan Lemoine, board liaison to the youth committee, reported that the committee is working with youth partnerships and preparing for a youth day at the NAP Training Conference.

Motion Adopted:

The following motion was adopted by the board:

That the fee for youth day be \$40.

Fundraising Special Committee:

Jim Stewart, chairman of the fundraising special committee, submitted a written report. The president stated that the committee is discharged.

Motion adopted:

The following motion was adopted by the board:

That fundraising be referred to the finance committee.

Reports of Board Committees:

Policies and Procedures Committee:

The following proposals to amend NAP OPP were sent to the board members with the call for the meeting:

NAPOPP 5.3.08

By a vote of 7 in the affirmative and 1 in the negative the board adopted the motion to amend NAPOPP 5.3.08 by substituting the following:

Successful completion shall be defined as participating in the five required modules and at least two elective modules, completing all related assignments, and performing to the standards of the modules as determined by the professional development committee. Participants shall receive an evaluation and critique within 60 days following the course.

NAPOPP 4.4.

By a vote of 8 in the affirmative and 0 in the negative the board adopted the following motion:

To amend NAPOPP 4.4 by striking the title, "Authorization for Reprinting/Revising NAP Publications Supplies" and inserting "Inventory and Sales"

NAPOPP 4.4.02

By a vote of 7 in the affirmative and 0 in the negative the board adopted the following motion:

To amend NAPOPP 4.4.02 by striking "a six-month" and inserting "an appropriate level of"

NAPOPP 8.1.05F(2)(a)

By a vote of 5 in the affirmative and 3 in the negative the board adopted the following motion:

To amend NAPOPP 8.1.05F(2)(a) by striking "and receive a 10% discount for purchases of at least \$100.00 or a 20% discount for purchases of at least \$1,000.00. This discount applies to purchases shipped to one address" and inserting "on a consignment basis at the member price."

NAPOPP 8.1.05F(2)(b)

By a vote of 6 in the affirmative and 2 in the negative the board adopted the following motion:

To amend the second sentence of NAPOPP 8.1.05F(2)(b) by striking "discount item in item (2)(a) above will be forfeited" and inserting "privilege to order items for consignment sale shall be suspended until the outstanding invoice is fully paid."

NAPOPP 8.1.05F(2)(e)

By a vote of 7 in the affirmative and 0 in the negative the board adopted the motion to amend NAPOPP 8.1.05F(2)(e) by substituting the following:

Will be invoiced for the total order plus actual shipping costs if unsold items are not returned to NAP Headquarters within 30 days following the close of the event. If payment is not received within the prescribed time limit, the privilege to order items for consignment sale shall be suspended until the outstanding invoice is fully paid.

Amend NAPOPP 8.1.05F(3) NAP

By a vote of 6 in the affirmative and 2 in the negative the board adopted the motion to strike out NAPOPP 8.1.05F(3).

New Business:

There was no new business.

Executive Session:

The board went into executive session at 9:54 p.m. (EDT) and rose from executive session at 10:06 p.m. (EDT).

Adjournment:

Without objection, the board meeting adjourned at 10:07 p.m. (EDT).

Ann L. Rempel, PRP
NAP Secretary

Minutes Approval Committee:

James H. Stewart, PRP May 18, 2014
Date approved

Denise R. Irminger, PRP May 18, 2014
Date approved

Mary L. Randolph, PRP May 18, 2014
Date approved

ATTACHMENT

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®
Board of Directors Meeting
Tuesday, May 13, 2014

1. Welcome Ann Guiberson
2. Adoption of the Agenda
3. Report of Minutes Approval Committee Jim Stewart
4. President's Report Ann Guiberson
 - A. Appointment: Kay Crews, to University of Wisconsin Distance Learning
 - B. YouTube Video Update
 - C. 2018 and 2019 Site Selection:
 1. 2018 NAP Training Conference – East
 2. 2019 Biennial Convention – West
5. Financial Report Evan Lemoine
 Financial Update
6. Executive Director Report Mike Chamberlain
7. Reports of Committees Ann Rempel
 - a. Bylaws Steve Glanstein
 - b. Membership and Registration Examiners Evan Lemoine
 - c. Youth Jim Stewart
 - d. Fundraising Special Committee
8. Reports of Board Committees Ann Rempel
 - a. Policies and Procedures
 - 1) NAPOPP Amendment to 5.3.08
 - 2) NAPOPP Housekeeping Amendments
9. New Business
10. Executive Session
11. Adjournment at 9:00 p.m.