

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®
Board of Directors Regular Meeting
December 9, 2014

Call to Order: President Ann Guiberson called the regular meeting of the NAP Board of Directors to order at 7:30 p.m. (EST) on Tuesday, December 9, 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 James N. Jones, RP; Director-at-Large James H. Stewart, PRP; District Five Director Denise Irminger, PRP; and District Six Director Daniel Ivey-Soto, PRP.

Board Members Absent:

Director-at-Large Steve Glanstein, PRP.

Advisers Present:

Parliamentarian Dr. Leonard Young, PRP; Executive Director Michael Chamberlain, MBA, CAE; and Interim Executive Director Cyndy Launchbaugh.

Quorum:

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

Guests Present: Darlene Allen, Barbara Braswell, Richard Brown, Rhonda Clark-Randle, Mary Loose DeVinney, Laura LeGrand, Bao-Feng Ma, Weldon Merritt, Wanda Sims, Vicki Speziale, Janice Strand, Rosalie Stroman, Brandon Walters, Jeanette Williams, and Peggy Young.

Adoption of the Agenda:

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

Report of Minutes Approval Committee:

Denise Irminger reported that the minutes of the board meeting held October 11, 2014, were approved by the committee.

President's Report:

President Guiberson reported the recent death of Mary E. Houston, RP, president of the Pennsylvania Association of Parliamentarians (PAP). Her funeral was held on December 6. Condolences may be sent to Gordon S. Houston, 2832 Carter Road, Trevoese, PA 19053. Vivien Hansbury has assumed the office of president of PAP.

The president reported that she had appointed Mike Chamberlain, Cyndy Launchbaugh, and herself to serve as the special committee on skills database.

Financial Report:

Treasurer Lemoine presented the November 30, 2014, financial statement and reported working with the personnel committee and the budget and finance committee. He conducted two webinars for units and associations filing the IRS Form 990N. A recording will be made available.

Executive Director's Report:

The president welcomed Cyndy Launchbaugh, Interim Executive Director, to her first board meeting.

Executive Director Chamberlain reviewed the report on site selection for the 2017 biennial convention which had been e-mailed earlier to board members. He also reported on the mailing of dues notices and progress in membership renewals. As part of the strategic plan, the website has been upgraded with more menu items. He also reported on making the NP available on the Internet and the launching of the online directory to replace the NAP referral system. The executive director thanked the board members for their support and encouragement during his time with NAP.

Motion:

The following motion was adopted by a vote of 4 in the affirmative and 1 in the negative:
That the Westin Lombard Yorktown be selected as the site for the 2017 NAP Biennial Convention for September and that the NAP President be authorized to execute the contract with the hotel for this event.

Reports of Standing Committees:

Bylaws Committee:

Secretary Rempel, board liaison to the bylaws committee, reported the amendments to NAP Standing Rules, prepared by the committee at the board's request.

Motions:

Without objection, after amendment, the board approved the following to be submitted to the NAP Convention:

To amend the NAP Standing Rules by inserting the following new heading and new Standing Rule 14, and renumbering all succeeding standing rules:

OPENING CEREMONIES

14. The opening ceremonies at NAP national meetings and events may include an inspiration, which shall be non-sectarian in nature.

Without objection, the board approved the following to be submitted to the NAP Convention:

To amend Standing Rule 4 by adding: Association presidents may request that the membership list for their associations be provided to designated members

serving as officers or committee chairmen during the association president's term of office.

Membership and Registration Examiners Committee

A written report from the membership and registration examiners 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.

Reports of Board Committees:

Budget and Finance Committee:

Treasurer Lemoine, chairman of the budget and finance committee, reported on recommendations of the budget and finance committee.

Motions:

By a vote of 6 in the affirmative and 0 in the negative, the following motion was adopted:

That the standard shipping and handling rates be the following (Appendix A, #40):

<u>Range</u>	<u>Rate</u>
\$0 – 25	\$5
\$25.01-50	\$10
\$50.01-150	\$15
\$150.01-500	\$25
\$500.01+	\$35

By a vote of 6 in the affirmative and 0 in the negative, the following motion was adopted:

That "priority" shipping and handling rates be the standard shipping rate plus \$7.

Without objection, the motions to amend NAP OPP 9.1.05F(2)(c) and (e), which were referred at the previous meeting to the budget and finance committee, were withdrawn.

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

To amend NAP OPP 9.1.05F(2)(c) by substituting "Must pay actual shipping cost for the educational material orders sent outside the United States. No shipping costs will be charged for orders shipped within the United States."

Without objection, the following motion was adopted:

To amend NAP OPP 9.1.05F(2)(e) by striking "actual shipping costs" and inserting "any applicable shipping costs."

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

That Cinda Chapman, CPA, be hired to perform a financial statement review and preparation of Form 990 for the year ended November 30, 2014.

Policies and Procedures Committee:

Secretary Rempel, chairman of the policies and procedures committee, presented the

request for an NAP OPP amendment, which was submitted to the board policies and procedures committee.

Motion:

By a vote of 5 in the affirmative and 0 in the negative, the following motion was adopted:
To amend NAPOPP 2.8 by substituting the following:

2.8 NAP Professional Directory

- 2.8.01 Participation in the NAP Professional Directory shall be limited to professional registered members.
- 2.8.02 Participation Procedures:
 - A. Those PRPs who wish to participate in the NAP Professional Directory shall complete and submit a profile through the NAP website and the NAP Professional Directory.
 - B. All PRPs who submit a listing shall agree to abide by the following statement: “I wish to be listed in the NAP Directory of Professional Registered Parliamentarians. I give permission for the information that I submit to be posted on the NAP website and or to be disseminated by fax, mail, or email from NAP Headquarters. I acknowledge that I am responsible for the completeness and accuracy of all information submitted, including appropriate category selection on the submission form and that I may only list NAP credentials in this directory.”
 - C. NAP Headquarters will review submissions to ensure that individual is a current member of NAP and holds the Professional Registered Parliamentarian credential.
 - D. The NAP Professional Directory will be reviewed annually by NAP Headquarters to remove any listing for individuals who have forfeited their NAP membership or who have not retained the PRP credential.
- 2.8.03 Referral Procedures:
 - A. The NAP Professional Directory will be available on the public section of the NAP website and available for anyone to search.
 - B. The following statement shall be listed on each website page where directory information is listed: “The National Association of Parliamentarians® (NAP) provides this listing as a service to those who request assistance in locating a Professional Registered Parliamentarian®. It should be noted that NAP does not act as an agent for the Parliamentarians listed and certifies only to their having met NAP’s requirements of knowledge and professional development to attain the designation of Professional Registered Parliamentarian® (PRP). If you are interested in obtaining the services of a parliamentarian or have any questions about how a parliamentarian can help your organization, contact anyone of those listed here. The terms of employment should be negotiated between you and the parliamentarian.”

ATTACHMENT A

**NATIONAL ASSOCIATION OF PARLIAMENTARIANS®
Board of Directors Meeting
Tuesday, September 9, 2014**

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| 1. Welcome | Ann Guiberson |
| 2. Adoption of the Agenda | |
| 3. Report of Minutes Approval Committee | Mary Randolph |
| 4. President's Report | Ann Guiberson |
| 5. Financial Report | Evan Lemoine |
| a. Financial Report | |
| 6. Executive Director Report | Mike Chamberlain |
| a. 2017 Site Selection | |
| 7. Reports of Committees | |
| a. Bylaws-Review Drafts for Standing Rules Amendments | Ann Rempel |
| 8. Reports of Board Committees | |
| a. Budget Finance | Evan Lemoine |
| b. Policy and Procedures | Ann Rempel |
| 1) NAPOPP 2.8 | |
| 9. New Business | |
| 10. Adjournment | |