

**NATIONAL ASSOCIATION OF
PARLIAMENTARIANS®**

Minutes

Board of Directors

Regular Meeting

August 24-25, 2016

Session One- August 24, 2016

Call to Order:

President Mary Randolph, PRP, called the regular meeting of the NAP Board of Directors to order at 3:05 p.m. (MDT), Wednesday, August 24, 2016. The meeting was held in the Spruce Room of the Omni-Interlocken Hotel, Broomfield, Colorado. The secretary was present.

Inspiration:

The inspiration was provided by Director Darlene Allen, PRP.

Welcome:

The president welcomed board members and advisers.

Board Members Present:

President Mary Randolph, PRP; VP Jim Jones, PRP; Secretary Teresa Stone, PRP; Treasurer Wanda Sims, PRP; Director-at-Large Darlene Allen, PRP; Director-at-Large Alison Wallis, PRP; Director-at-Large Ann Rempel, PRP; District Four Director Joyce Brown-Watkins, PRP (arrived 4:37pm); and District Seven Director Kevin Connelly, PRP.

Board Member(s) Absent:

None.

Quorum:

As eight voting members being present when the meeting was called to order, a quorum was established.

Advisers Present:

NAP Executive Director Cyndy Launchbaugh.
NAP Parliamentarian Roger Hanshaw, PRP.

Guests Present:

Carrie Dickson, PRP (arrived 4:47 p.m.)

Report of Minutes Approval Committee:

Minutes Approval Committee Chair Wallis reported that the minutes of the regular meeting of the NAP Board of Directors, held July 12, 2016 were approved and posted to the NAP Website.

Adoption of the Meeting Agenda:

Without objection, the meeting agenda was adopted as distributed.

Officer Reports:**President Randolph's Report:**

President Randolph stated her written Annual Report was submitted and on file and the following oral report was provided:

1. The president reported that the Form 990 2016 has been filed.
2. The president reviewed the 9/2016-9/2017 Draft Board meeting schedule. After input from the Board, an amended draft schedule will be distributed.
3. The president requested and received from each Board member a signed annual agreement to abide by the NAP Conflict of Interest Policy.
4. The President reviewed the seating arrangement, agenda and role of the Board members for the Membership Meeting and the breakout session.

Vice-President's Report:

There was no addition to submitted written Annual Report (filed).

Secretary's Report:

There was no addition to submitted written Annual Report (filed).

Treasurer's Report:

There was no addition to submitted written Annual Report (filed).

The Treasurer 's financial report will be presented during Session Two of this meeting on August 25, 2016.

Board Director Reports:

Directors Allen, Rempel, Wallis, Connelly and Brown-Watkins

Had no additions to submitted written Annual Reports (filed).

NAP Executive Director's Report:

ED Launchbaugh submitted a written Annual Report (filed).

The ED provided verbal instructions concerning the use of the 2016 NTC Guidebook and accessing the links. The ED's full report will be provided during Session Two of this Board meeting, August 25, 2016.

Board Committee Report:

Policies and Procedures Committee Chair Stone submitted a written Annual Report (filed).

A verbal report was given concerning a proposed amendment to the NAPOPP Chapter 2. Membership, 2.3.02 Membership Examination. submitted by the Membership Examiners Committee. The Board discussed and offered further amendments to the submitted proposed amendment. Per Board request, the President will contact the chair of the Membership Examiners' Committee for input on the Board proposed amendments.

Board Special Committees Reports:**1) NAP Website Bookstore Committee:**

Chair Wallis had no addition to her submitted written Annual Report (filed).

2) NAP Website Referral System Committee:

Chair Rempel submitted a written Annual Report (filed).

After a Board discussion on the referral system, Chair Rempel will call a meeting of the committee on site. Without objection, the following motion was adopted that,

the Committee be granted the authority to make decisions about the content of the NAP Website referral system.

Cluster Coordinator Reports:**Communications Cluster Coordinator:**

Coordinator Pioch, submitted a written Annual Report (filed).

Announcements:

The President announced that the Board will reconvene in the Spruce Room at 9:00 a.m., August 25, 2016.

Adjournment:

With a Call for the Orders of Day, the meeting was recessed at 5:15 p.m. (MDT)

**NATIONAL ASSOCIATION OF
PARLIAMENTARIANS®
Board of Directors
Regular Meeting
August 24-25, 2016
Session Two- August 25, 2016
Continued Minutes**

Call to Order:

President Mary Randolph, PRP, reconvened the regular meeting of the NAP Board of Directors at 9:01 a.m. Thursday, August 25, 2016 in the Spruce Room of the Omni-Interlocken Hotel, Broomfield, Colorado. The secretary was present.

Welcome:

The president welcomed board members, advisers and guests.

Board Members Present:

President Mary Randolph, PRP; VP Jim Jones, PRP; Secretary Teresa Stone, PRP; Treasurer Wanda Sims, PRP; Director-at-Large Darlene Allen, PRP; Director-at-Large Alison Wallis, PRP; Director-at-Large Ann Rempel, PRP; District Four Director Joyce Brown-Watkins, PRP; and District Seven Director Kevin Connelly, PRP.

Board Member(s) Absent:

None.

Quorum:

As nine voting members present, a quorum continued.

Advisers Present:

NAP Executive Director Cyndy Launchbaugh.
NAP Parliamentarian Roger Hanshaw, PRP.

Guests Present:

Carrie Dickson, PRP, District 8 Director.
Marcella Morrison, PRP, Chair Professional Development Committee
(Until 9:34 a.m.)
Courtney Emery, NAP Membership and Marketing Coordinator
(Until 9:34 a.m.)
Cindy Petrie, NAP Financial Administration Assistant
(Until 9:34 a.m.)

Presidents Update:

President Randolph stated that after the recess of Session One, she emailed the chair of the Membership Examiners Committee concerning the Board proposed amendments to the NAPOPP. As of the convening of this Session, there has been no response.

Executive Director Report:

ED Launchbaugh reported on the following:

1. The updated status of NAP Membership.
2. The updated status of 2016 NTC registrations and room totals.
3. The updated donation total to the Henry M. Robert III Fund.
4. The roll-out of the newly updated NAP brochure.

Treasurer's Financial Report:

Treasurer Sims presented a Power Point presentation on the financial status of NAP, with projections to year 2021, that included membership numbers by category, regular and credentialed members; dues buying power; cost per member to send the NP by U.S. Mail; the negative variance in dues paid and cost of services.

Treasurer Sims also presented a Power Point presentation on a potential non-dues source of income involving NAP selling of personally engraved bricks or tiles for a brick garden or wall at the NAP Headquarters.

Executive Session:

By voice vote, the Board adopted the following motion that,

The Board enter into executive session.

The Board went into executive session at 1:25 p.m. and rose from the executive session at 3:10 p.m.

Regular Session, reconvened:

The NAP Board reconvened into Regular Session, at 3:10 p.m.

Guests Present:

Valoree Althoff, PRP, District 6 Director.

Carrie Dickson, PRP, District 8 Director.

New Business:

After discussion, the following motion was adopted without objection that:

We (the Board) allocate from the technology fund, \$1,500 to purchase the "Articulate Software," by August 31, 2016.

Announcements:

The next NAP Board meeting will be per AdobeConnect, on September 13, 2016 at 6:30 p.m. (CDT)

Adjournment:

Without objection, the Board meeting adjourned at 3:19 p.m. to meet at the call of the chair.

Teresa Stone PRP
NAP Secretary

Minutes Approval Committee

Chair Alison Wallis, PRP 9/06/2016
Date Approved

Jim Jones, PRP 9/06/2016
Date Approved

Kevin Connelly, PRP 9/06/2016
Date Approved