

**NATIONAL ASSOCIATION OF
PARLIAMENTARIANS®
Minutes
Board of Directors
Regular Meeting- Session One
March 17, 2017**

Call to Order:

President Mary Randolph called the regular meeting, session one of the NAP Board of Directors to order at 7:06 p.m. CT, Friday, March 17, 2017. The meeting was held in the Cypress Room of the Westin Lombard Hotel, Yorktown Center, Lombard, Illinois.

Inspiration:

Inspiration was provided by Secretary Teresa Stone.

Welcome:

The president welcomed board members 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; and District Seven Director Kevin Connelly, PRP.

Board Member(s) Absent:

District Four Director Joyce Brown-Watkins, PRP

Guests:

Bob Williams and NAP past-president Jeanette Williams, PRP.

Quorum:

A quorum was established with eight voting members being present.

Report of Minutes Approval Committee:

Minutes Approval Committee chair, Director Wallis reported that the minutes of the regular meeting of the NAP Board of Directors, held January 10, 2017 were approved and posted to the NAP Website.

Adoption of the Meeting Agenda:

Without objection, the meeting agenda was adopted after amending the order of the President's report by moving current 5. Ontario Dissolution, to new 4., and the following items re-ordered.

Executive Session:

At 7:18 p.m. the regular meeting of the NAP Board of Directors recessed, and the Board convened in Executive Session.

At 7:57 p.m., the NAP Board of Directors dissolved the Executive Session and the regular meeting reconvened.

Regular session reconvened:

Announcements:

President Randolph announced that the Board dinner will be held at 6:00 p.m., Saturday March 18, 2017 in the President's Suite.

After discussion concerning the start time of Session two, without objection the board amended the time to reconvene at 9:00 a.m.

Adjournment:

The meeting adjourned to reconvene at 9:00 a.m., Saturday, March 18, 2017 in the Cypress Room.

**NATIONAL ASSOCIATION OF
PARLIAMENTARIANS
Minutes
NAP Board of Directors
Regular Meeting- Session Two
March 18, 2017**

Call to Order:

President Mary Randolph, PRP, reconvened the regular meeting of the NAP Board of Directors at 9:18 a.m., Saturday March 18, 2017 in the Cypress Room.

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; and District Seven Director Kevin Connelly, PRP.

Board Member(s) Absent:

District Four Director Joyce Brown-Watkins, PRP.

Quorum:

With eight voting Board members present, a quorum continued.

Advisers Present:

NAP Executive Director Cyndy Launchbaugh.

NAP Parliamentarian Roger Hanshaw, PRP.

Guests Present:

Bob Williams and NAP past-president Jeanette Williams, PRP.

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

The following oral report was provided in addition to the written report:

1. The next issue of the *National Parliamentarian* will contain the proposed NAP Bylaw amendments as a separate enclosure.
2. The president announced the theme of the 2017 Convention is, "Rising Higher Together."
3. The president reported that the draft membership survey is being finalized with 10-12 questions that will inform the NAP of the important demographics of its membership.
4. The President informed the Board that in order for the Ontario Association to be formally dissolved, a ballot vote with 2/3 in the affirmative is required. After discussion, the following motion was adopted with 5 affirmative ballots and 0 negative ballots that, *the Board approve the dissolution of the Ontario Association.*
5. The following resignations and appointments were adopted without objection:
The resignation of M. Carling from the International Committee and the appointment of Lori Lukinuk; the appointment of Lori Lukinuk as chair of Ontario, Canada; the appointment of Rosemary Seghatoleslami as the 2018 NTC Coordinator and Ann Homer as the 2018 NTC Assistant coordinator.
6. The president stated that as of this meeting, there has not been a determination of a Midwest location for the 2020 NTC. Potential sites were discussed, and the Board was instructed to make inquiries.
7. The president informed the board of the hotel tour and meetings with the hotel event staff assigned to the NAP convention and the meeting with the Convention Coordinator.
8. The Photography Committee, Bob and Jeanette Williams, addressed the Board on the process of photography at the 2017 NAP Convention, arranging for photographs, viewing and downloading the photos.

9. The President concluded her report at 10:15 a.m., by requesting that the VP assume the chair, as she would be meeting with the Parliamentarian outside the boardroom to discuss the proposed NAP Bylaw amendments. After review, the document will be provided first to the Board members and then posted on the NAP Website.

Vice-president Jones reconvened the meeting at 10:34 a.m., continuing with agenda item 9,B, Officer Reports. With seven voting members present, a quorum remained.

Vice-President's Report:

There was no addition to submitted written report.

Secretary's Report:

There was no addition to submitted written report.

Treasurer's Report:

- a. There was no addition to submitted written report.
- b. Treasurer Sims provided a presentation on the 2016 budget, reviewing January 1, 2016 – December 31, 2016, and officially closing the fiscal year with a positive balance.
- c. The following motion, moved on behalf of the Budget and Finance Committee, was adopted, that
the Board advise Edward Jones to move the Vanguard and Fidelity accounts and cash account into the Exchange Traded Funds.

The Chair without objection reordered the agenda to address the following:

a. Draft 2018-2019 budget:

Treasurer Sims provided a PowerPoint presentation on the draft 2018-2019 budget. The following motion, moved on behalf of the Budget and Finance Committee, was adopted, that
the Board approve forwarding of the draft budget to the 2018-2019 Board of Directors.

b. Consumer Price Index-Urban (CPI-U) Dues increase:

Treasurer Sims provided a PowerPoint presentation on the proposed CPI-U dues increase. After discussion, the following motion, moved on behalf of the Budget and Finance Committee, was adopted, that
the Board authorize an increase in dues across the board (NAP membership), not to exceed 13% rounded down to the nearest dollar, effective January 1, 2018.

Board Director Reports:

Directors Allen, Rempel, Wallis and Connelly had no additions to their submitted written reports.

NAP Executive Director's Report:

ED Cyndy Launchbaugh had no addition to her submitted written report.

Board Committee Report:

Chair Stone provided the committee report and the following motion was adopted without objection that,

the NAPOPP Manual, Chapter 3, Financial Administration, 3.201A.

Budget Preparation be amended as follows:

The budget and finance committee shall develop an annual budget including anticipated revenue from dues payments, sales of educational materials, national events and courses, and other program and revenue sources. The proposed budget shall include account names and numbers.

In accordance with the NAP Bylaws, the treasurer will present the proposed budget to the Board of Directors for adoption. The board shall adopt a budget prior to beginning the fiscal year for which it is to take effect. In the year of the convention, the budget and finance committee shall submit a budget proposal for the incoming treasurer to submit to the post-convention board of directors.

Board Special Committees Reports:

1) NAP Website Bookstore Committee:

Chair Connelly had no additions to submitted written report

2) NAP Website Referral System Committee:

Chair Rempel provided an additional update to her submitted written report.

Cluster Coordinator Reports:

1) Membership Services Cluster Coordinator:

No addition to submitted written report

Youth Committee: Jan Strand, Chair:

Written report submitted. VP Jones added additional information.

2) Education Cluster Coordinator:

No report.

3) Communications Cluster Coordinator:

No report.

Announcements:

The Chair announced that the next Board meeting is scheduled for Tuesday, April 11, 2017, per AdobeConnect. If there is no new business item(s) by the end of this month the Board will be notified that the meeting is cancelled.

Adjournment:

With no further business to come before the Board, the meeting was adjourned at 5:38 p.m.

Teresa Stone PRP
NAP Secretary

Chair Alison Wallis, PRP 3/31/2017
Date Approved

Jim Jones, PRP 3/31/2017
Date Approved

Kevin Connelly, PRP 3/31/2017
Date Approved