Call to Order: President Ann Guiberson called the regular meeting of the NAP Board of Directors to order at 8:30 a.m. (EDT) on Wednesday, September 2, 2015, in the Fairfax Room at the Crystal Gateway Hotel, 1700 Jefferson Davis Highway, Arlington, Virginia 22202. The secretary was present.

Inspiration:
The inspiration was given by District Five Director Denise Irminger, PRP.

Welcome and Introduction of Guests:
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, PRP; Director-at-Large James H. Stewart, PRP, and District Five Director Denise Irminger, PRP.

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

Advisers Present:
Parliamentarian Dr. Leonard Young, PRP, and Executive Director Cyndy Launchbaugh.

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

Guests Present: Darlene Allen, Susan Glanstein, Carol Henselder, Karen Watson, Bob Williams, Jeanette Williams, and Tianpeng (Roc) Yuan.

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 July 14, 2015, were approved by the committee.

President’s Report:
Motion:
Without objection, the board ratified the vote taken by e-mail on July 31 to approve the contract with the Hyatt Regency Buffalo Hotel and Conference Center.

The board discussed possible meeting sites for the 2019 biennial convention.
Treasurer’s Report

Financial Report:
The treasurer reviewed the financial report sent to board members prior to the meeting and cost of living increases possible for the various membership categories.

Dues Increase
Motion:
There was less than two-thirds in the affirmative, and the motion to change dues to the following amounts failed:
- Members/Retired $82.00, Registered $110.00, Professional Registered $138.00, Youth Group $29.00, Clubs $110.00.

Executive Director’s Report:
Executive Director Launchbaugh discussed headquarters staffing, recent promotions of NAP, opportunities to increase membership, the need to deliver value to members, and rates of membership retention.

Adjournment
The meeting adjourned at 10:38 a.m. to reconvene at 8:30 a.m. (EDT) Thursday, September 3, 2015.

Thursday, September 3, 2015

Call to Order: President Ann Guiberson called the regular meeting of the NAP Board of Directors to order at 8:37 a.m. (EDT) on Thursday, September 3, 2015. The secretary was present.

Welcome and Introduction of Guests:
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 H. Stewart, PRP, and District Five Director Denise Irminger, PRP.

Board Members Absent: Director-at-Large James N. Jones, PRP; and District Six Director Daniel Ivey-Soto, PRP.

Advisers Present:
Parliamentarian Dr. Leonard Young, PRP, and Executive Director Cyndy Launchbaugh.

Quorum:
Seven voting members were present, and a quorum was established.
**Guests Present:** Carol Henselder, Karen Watson, Bob Williams, and Jeanette Williams.

**Motion:**
Without objection, the board rescinded the motion previously adopted to recommend to the convention honorary membership for the US Senate Parliamentarian.

**Committee Reports:**

**Education and Credentialing Committee**

**Motion:**
That the body of knowledge, as printed, be adopted as the official body of knowledge of NAP, and that all NAP education and credentialing programs be based on, and be consistent with the body of knowledge.

A point of order was raised that the motion was not in order because it violated the bylaws. The president ruled the point of order not well taken because, according to Bylaws Article IX, Section 2, the board and president have authority over committees. By a vote of 3 in the affirmative and 3 in the negative, the decision of the chair was sustained.

After debate and amendment, the following motion was adopted:
That the Body of Knowledge, as printed, be adopted as the official body of knowledge of NAP, and that all NAP programs be aligned with the Body of Knowledge.

**International Services Committee**

**Motion:**
The board motion adopted the following motion:
That the board recommend to the convention the adoption of a Standing Rule that English be the official language of NAP.

**Motion:**
The board adopted the following motion:
To refer the detailed International Services Committee recommendations to the Board of Directors 2015-2015.

**Communications Committee**
The committee reported on possible logos for NAP.

**Policies and Procedures Committee**
Chairman Rempel presented three NAP OPP amendments pertaining to the Train the Trainer Course, which were requested by the NAP Professional Development Committee.

**Amendment #1 - NAP OPP 5.8.01**
The board adopted the following motion:
To amend NAP OPP 5.8.01 by striking the word “recertification” and inserting the word “renewal.”

Amendment #2 – NAP OPP 5.8.07
After debate and amendment, the board adopted the following motion:
To amend NAP OPP 5.8.07 by substituting the following: The course may be offered at least once per biennium either in an in-person classroom setting or online. For the in-person classroom setting, the minimum class size shall be determined by the committee.

Amendment #3 – NAP OPP 5.9.04
The board adopted the following motion:
To amend NAP OPP 5.9.04 by striking the word “recertification” and inserting the word “renewal.”

2013-2015 History
The board adopted the history of the biennium with authority to the secretary to include events of the convention. (Attachment B).

Report on Investments:
The board adopted the following motion:
To implement the recommendations of the investment advisor to balance the NAP portfolio in accordance with the investment policy statement.

Strategic Topic: Building NAP Capacity
The president led a discussion on capacity building.

Adjournment:
Without objection, the meeting adjourned at 11:08 a.m. (EDT) to meet again at the call of the chair.

___________________________
Ann L. Rempel, PRP
NAP Secretary

Minutes Approval Committee:
September 4, 2015

James H. Stewart, PRP
Date approved

September 4, 2015

Denise R. Irminger, PRP
Date approved

September 4, 2015

Mary L. Randolph, PRP
Date approved
ATTACHMENT A

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®
Board of Directors Meeting
Crystal Gateway Marriott Hotel
Arlington, Virginia 22202
September 2-3-2015, 2015

Agenda

1. Call to Order
   Ann Guiberson

2. Inspiration
   Denise Irminger

3. Welcome and Introduction of Guests
   Ann Guiberson

4. Adoption of the agenda
   Ann Guiberson

5. Minutes approval committee
   James H. Stewart

6. President’s Report
   Ann Guiberson
   a. Ratify vote on Hyatt Hotel Contract

7. Treasurer’s Report
   Evan Lemoine

8. Executive Director’s Report
   Cyndy Launchbaugh

9. Rescind resolution previous adopted regarding honorary membership

10. Committee Reports
    a. Communications Committee
    b. Education and Credentialing
    c. International Services
    d. Policies and Procedures

11. 2013-2015 History
    Ann Rempel

12. Strategic Topic: Building NAP Capacity
NAP began the new biennium with the vision statement, *To provide parliamentary leadership to the world*, and the mission statement, *NAP is dedicated to educating leaders throughout the world in effective meeting management through the use of parliamentary procedure*.

The installation banquet was held at the Hilton Portland and Executive Tower in Portland, Oregon, on September 9, 2013. Connie M. Deford, PRP, installed the following officers for the 2013-2015 biennium: President Ann Guiberson, PRP; Vice-President Mary L. Randolph, PRP; Secretary Ann L. Rempel, PRP; Treasurer Evan A. Lemoine, PRP; and Directors-at-Large Steve Glanstein, PRP; James N. Jones, PRP; and James H. Stewart, PRP. Also installed were district directors for the 2013-2015 biennium: District One, William E. Starkey, PRP; District Two, Darlene T. Allen, PRP; District Three, Nancy Dauster, PRP; District Four, Joyce Brown-Watkins, PRP; District Five, Denise Irminger, PRP; District Six, Daniel Ivey-Soto, PRP; District Seven, Alice Bartelt, PRP; and District Eight, John H. Hohlbau, PRP.

The district directors elected District Five Director Denise Irminger, PRP, and District Six Director Daniel Ivey-Soto, PRP, to serve on the NAP Board of Directors during the biennium.

The president chose “Create the Future” as the theme for the biennium.

**Advisers**
The president made the following appointments not requiring board approval:

- **Parliamentarian** – Dr. Leonard Young
- **Technology** – Greg Goodwiller
- **Website** – Paul McClintock
- **Legal** – Jim Slaughter
- **Partnerships** – Maurice S. Henderson

**Standing Committees**
With board approval, the president appointed the following standing committees:

**Bylaws** – Chairman Weldon Merritt, Rochester Baker, Ella Carlson, Edward L. Frazier, and Barbara J. Rosi. (Ann Rempel served as board liaison to the committee)

**Communications** – Chairman Sheryl C. Womble, Lorenzo Cuesta, Deborah Laury, Julie Kay Pioch, and Leigh Wintz. (Jim Stewart served as board liaison to the committee)

**Educational Resources** – Chairman Dennis Clark, Nylanne Scheidegger, Janice Strand and Donna Thompson. (James N. Jones served as board liaison to the committee)

**Online Course Subcommittee** – Chairman Kay Crews, Rebecca Rutz

**University of Wisconsin Course** – Rollie Cox

**Webinar Subcommittee** – Chairman Kevin Wendt, Kirk Overbey
Membership and Registration Examiners – Chairman Larry Martin, Rachel Glanstein, David Mezzera, Gladys Reid, Mary Remson, and Michael Wagner-Diggs. (Steve Glanstein served as board liaison to the committee)

Professional Development – Chairman Lyle Kleman, Carol Austin, Marcella Morrison, Dr. William Puette, and Ruth Ryan. (Mary Randolph served as board liaison to the committee)

Youth – Chairman Dr. Corwyn D. Hopke, Gloria Cofer, Julie Palm, Angela J. Reynolds, and Brandon H. Walters. (Evan Lemonine served as board liaison to the committee)

**National Parliamentarian Staff**

With board approval, the president appointed:

- *National Parliamentarian* Editor Timothy Wynn, Assistant Editor Carol Henselder
- NP Review Committee Chairman Dr. John H. Rempel, Jonathan Jacobs, Sharon Reed
- Parliamentary Research Team - Editor Josh Martin, Assistant Editor Ann Homer, Consultant Ronald R. Stinson, Parliamentarian Dr. Leonard Young
- NAP e-Newsletter Editor Deborah Underwood
- Leadership Conference Coordinator Nancy Sylvester, Assistant Coordinator Emma Faulk

**Special Committees**

With board approval, the president appointed the following special committees:

- **Edit and Review** – Chairman Laura LeGrand, Shirley J. Brodbeck, Lori Finck, TennieBee M. Hall, Judy Edwards, Lynna Gene Cook
- Financial Stability – Chairman Evan A. Lemoine, Rob James, Nancy H. Watkins
- International Services – Chairman Karen Watson, Don Freese, Susan Glanstein, Daniel R. Ross, Kim See-Teo

**Ethics Committee**

The president's nominees for the ethics committee were elected by the board as follows: Chairman Jeanette N. Williams and members Thomas (Buke) Balch, K. Ann McCartney. (Lucy Anderson, elected to the committee in 2011, also served on the ethics committee during the 2013-2015 biennium.)

**Other Committees**

- Membership Extention and Retention – Chairman Sandra Olson, appointed by the president with board approval; members were the district directors
- Special committee on Education and Credentialing, originally called a task force when appointed during the previous biennium – Chairman Dr. M. Eugene Bierbaum, Wanda Davis, Ann Guiberson, James N. Jones, Ann L. Rempel, Dr. Daniel Seabold, James H. Stewart

**Committees of the Board**
With board approval, the president appointed the following committees of the board:

- **Budget and Finance** – Chairman Evan A. Lemoine, members Steve Glanstein, Ann Guiberson
- **Minutes Approval** – Chairman Jim Stewart, members Mary Randolph, Denise Irminger
- **Personnel** – Chairman Ann Guiberson, members Jim Jones, Evan Lemoine
- **Policies and Procedures** – Chairman Ann Rempel, members Daniel Ivey-Soto, Jim Jones, adviser Dr. Leonard Young, NAP Parliamentarian
- **Pricing** – Chairman Evan A. Lemoine, members Denise Irminger, Mary Randolph

### Other Appointments

The board approved the president’s appointment of Leigh Wintz, chairman, Evan A. Lemoine, Kay Crews, Gail Knapp, and Ken Tinkler as the special committee on accessibility of persons with disabilities.

The board approved the president’s appointment of Michael Wagner-Diggs, chairman, Marcella Morrison, and Gayla Stone as the special committee for credentials appeals for the professional courses held in Portland, Oregon.

The board approved the president’s appointment of Mary Randolph to the board’s budget and finance committee.

The board approved appointments by the president for the 2015 convention.

The board approved the president’s appointments for the 2018 Training Conference: Lori Finck, coordinator; Joan Corbisiero, assistant coordinator; Evan Lemoine, workshop coordinator; and Rosemary Seghatoleslami, assistant workshop coordinator.

### Resignations and Appointments of Replacements

The board accepted the resignation of Kim See-Teo, from the international services special committee.

The board accepted the resignation of Corwyn Hopke as chairman of the youth committee and approved the appointment of Brandon H. Walters as the chairman. The board also approved the appointment of Robert Schuck to the youth committee.

The board accepted the resignation of Edward L. Frazier from the bylaws committee, and approved the appointment of Helen Popovich to the committee.

The board accepted the resignation of Laura LeGrand from chairman of the edit and review committee and approved the appointment of Lynna Gene Cook as chairman of the committee.

Rollie Cox retired from the University of Wisconsin and Kay Crews was appointed to serve as liaison to the University of Wisconsin for the NAP/UW Online Course.

The board accepted the resignation of Judy Edwards from assistant convention coordinator for 2017 and approved the president’s appointment of Barbara Rosi to that position.
M. Eugene Bierbaum, chairman, resigned from the special committee and on education and credentialing, and James Stewart was appointed chairman. The board approved the appointment of Sandra Olson, as vice-chairman, to the committee.

The following changes occurred among the district directors: William Starkey resigned and Carol A. Henselder was elected District One Director; Nancy Dauster resigned and Greg Goodwiller was elected District Three Director; Alice Bartelt resigned and Kevin Connelly was elected District Seven Director.

**Headquarters Staff**
Michael Chamberlain, MBA, CAE, served as executive director until his resignation on December 31, 2014. Cyndy Launchbaugh served as interim executive director until she assumed the position of executive director on February 16, 2015. Stefanie Luttrell continued as a staff member throughout the biennium. Sarah Nieft served as bookkeeper. Debbie Montavy, an NAP staff member for eighteen years, resigned on September 1, 2015.

**NAP Educational Foundation**
The following trustees served as officers of the NAP Educational Foundation (NAPEF): President Nancy Sylvester, Vice-President Sandra K. Olson, Secretary Dr. Leonard Young, and Treasurer Ronald R. Stinson. Gwendolyne Brown and Mary Randolph continued to serve as trustees. The following trustees served as committee chairmen: Gwendolyne Brown - auction, Sandra K. Olson – membership, Ann Guiberson – public relations, and Mary Randolph – scholarship. Ann Guiberson, ex officio, served as a member of the board of trustees.

The foundation conducted its first Think Tank in February 2015 and published a report on the impact of multiple generations on parliamentary organizations.

The foundation contributed funds to support the work of the special committee on education and credentialing, the publication of educational materials, the learning management system for online courses, the NTC and convention youth days, and interns at the convention.

**2014 Training Conference**
The NAP Training Conference was held from noon on August 8 to noon on August 10, 2014, in the Renaissance Hotel and Cox Convention Center in downtown Oklahoma City, Oklahoma. There were 210 registrations. W. Craig Henry served as the coordinator, Patricia Hudson as assistant coordinator, Colette C. Trohan as workshop coordinator, and E. Marie Wilson as assistant workshop coordinator.

Thirty-eight members attended the 2014 Leadership Conference, led by Coordinator Nancy Sylvester and Assistant Coordinator Emma Faulk, and a youth day was hosted by the NAP Youth Committee.

**Committee Achievements**
The communications committee continued the ongoing communications with social media platforms, reviewed the NAP website, and submitted articles to Newsflash and the National Parliamentarian.

Eight issues of the National Parliamentarian and twenty-two issues of the Newsflash were published during the biennium.
During the biennium, the educational resources committee revised older educational materials published by NAP to reflect changes in RONR (11th ed.) and created new products, including motion script cards, Master the Meeting, scripts for the ranking motions, and Spotlight on Disciplinary Procedures. The committee held nine webinars on various parliamentary procedure topics.

The membership extension and retention committee created peer awards and implemented a retention campaign, “Why I Belong.” The committee achieved a high retention rate in 2014.

The membership and registration examiners committee processed 707 member applications and 177 registration examinations during the biennium, resulting in 688 new NAP members and 46 new Registered Parliamentarians. The committee developed a new membership exam based on Robert’s Rules of Order Newly Revised in Brief, published a new study guide, and updated the online membership exam. The registration exam was reorganized so that members would be able to take the exam in separate parts with a period of nine months required to complete the entire exam. A new study guide for the RP exam was also produced.

The professional development committee revised the professional qualifying course and the professional renewal course. The committee rewrote the professional course manual to create Professional Practices in Parliamentary Procedure. The committee enabled PRPs to renew the credential by successfully completing individual modules both in the classroom and online. Through the use of webinars, more PRPs were trained as instructors for the two professional courses. During the biennium, twenty-nine members successfully completed the NAP Professional Qualifying Course, and fifty-five members successfully completed the NAP Professional Renewal Course.

The youth committee continued to work with the following NAP partnerships: Business Professionals of America (BPA), Future Business Leaders of America (FBLA), Family Career and Community Leaders of America (FCCLA), Health Occupation Students of America (HOSA), Phi Beta Lambda (PBL), and SkillsUSA. During the biennium, the committee began to establish a relationship with Future Farmers of America (FFA) by providing judges and participating in the design of FFA parliamentary contests. Interns representing the six student organizations at the NAP convention were: Eugene Otero, BPA; Vanessa Ting, FBLA; Raniel Mendoza, FCCLA; Julius Wade, HOSA; Elizabeth Alvarez, PBL; Karthik Krishnan, PBL; and Edgardo Correa, SkillsUSA.

The special committee on NAP Education and Credentialing, which was charged with assisting in the development and implementation of all the necessary steps to accomplish the objectives outlined in the education component of the new NAP Strategic Plan, held forums at the NTC and convention and surveyed NAP members to create a body of knowledge. The board of directors adopted the body of knowledge, and the committee reported its recommendations at the 2015 Convention.

Other Actions
The board approved a plan to produce eight video episodes with Susan Leahy as host and DIA Films as producer.

A new Learning Management System was implemented for the NAP online courses.

Budgets and fees for the 2014 Training Conference and 2015 Biennial Convention were approved by the board of directors.
A new letter of agreement between NAP and the NAP Educational Foundation was approved by
the board of directors.

NAP Operational Policies and Procedures were amended by the board and placed on the
website.

Members of the board of directors served as NAP representatives to associations as requested.

The board authorized the executive director in conjunction with the president to negotiate an
agreement with the Buffalo Hyatt Regency Hotel for the 2018 NTC.

In cooperation with the American Institute of Parliamentarian, the board amended the Joint
Code of Ethics for Parliamentarians and the amended document was placed on the website.

**Changes**

Eleven PRPs were reclassified as Retired PRPs and three RPs were reclassified as Retired
RPs. Two PRPs were reclassified as RPs, and no Retired PRPs were reclassified as an RP.

During the biennium, one new association and four new units were established. Eight units, and
three youth groups, were dissolved. The new association is the China Association of
Parliamentarians.

**Loss of Past President**

NAP Past President Jimmy Stickeler died during the biennium.

**Biennial Convention**

The 40th Biennial Convention Committee, held September 4-7, 2015, in the Crystal Gateway
Marriott Hotel in Arlington, Virginia, provided an educational and welcoming atmosphere for
convention attendees. Rosalie Stroman served as coordinator; Loretta Tillery as assistant
coordinator, Wanda M. Sims as workshop coordinator; and Susan Eads Role as assistant
workshop coordinator.

Thirty-three members attended the 2015 Leadership Conference, which was led by Coordinator
Nancy Sylvester and Assistant Coordinator Emma Faulk.

The 40th biennial convention in Arlington, Virginia, was attended by 457 members, guests, and
delegates. During the convention, a youth day was hosted by the NAP Youth Committee.

In a ceremony held two days prior to the convention’s opening, a wreath was placed at the
grave of General Henry Martyn Robert in Arlington National Cemetery with remarks being made
by both Henry M. Robert III, PRP, and President Guiberson.

The convention body honored Henry M. Robert III, PRP, by making him the Honorary President
of NAP, and presented him with a certificate and a 24 karat gold gavel.

The convention honored US House of Representatives Parliamentarian Thomas W. Wickham,
Jr, by adoption of a resolution naming him as an honorary member of NAP.

The convention amended the bylaws to establish the Commission on Credentialing and a new
standing committee, the International Services Committee.
The following officers were elected for the 2013-2015 biennium: President Mary L. Randolph, PRP; Vice-President James N. Jones, PRP; Secretary Teresa Stone, PRP; Treasurer Wanda Sims, PRP; and Directors-at-Large Darlene Allen, PRP; Ann Rempel, PRP; and Alison Wallis, PRP. The following district directors were elected by the convention delegates to serve as the district representatives on the 2015-2017 NAP Board of Directors: Joyce Brown-Watkins, PRP, District Four, and Kevin Connelly, PRP, District Seven. Henry M. Robert III, PRP, installed the president in her office, and Dr. M. Eugene Bierbaum, PRP, conducted the installation of the other board members and district directors.