

Minutes  
LSRPA Board of Trustees Conference Call  
January 6, 2015  
2-4:30 pm

**ROLL CALL**

Present: S. Posten, S. Boyle, M. Fisher, J. Oberer, R. Ferguson, L. Voyce, C. Barnes, S. Drew, S. Senior, K. Stetser, D. Warner

Absent: D. Toder, B. Call

**HOT TOPICS**

- Finalize proposed budget

J. Oberer circulated 2014 budget and proposed 2015 budget. Incorrect salary for Executive Director; therefore this item will be corrected and budget recirculated. Membership and seminar income held steady with modest increase for sponsorship from \$32 – 35K. Up income to \$250K, increase of \$14k membership and seminar fees. We are budgeting for \$10K for scholarships, which is a new line item. Increase of fees and seminars puts income to \$250K. Puts us projected \$6600 for net income. Even if we don't make numbers we still have a good \$34,000 balance as of the end of December. Would like us to do something more in terms of getting revenue from seminars. Sponsorship is going great.

Our numbers for membership have stayed constant. R. Ferguson reported that DEP has received 32 exam applications with more applications to open. The approximate \$92K salary for the Executive Director needs to be reflected in the 2015 Proposed Budget. J. Oberer will amend, recirculate and vote taken by email. K. Goldstein recommended the Board have a separate vote to approve budget and then afterward approval by the Membership. J. Oberer will have a final version for the Annual Meeting.

S. Posten made motion to approve the 2015 Budget as amended. Seconded by K. Stetser. No further discussion. Roll call vote taken with approval by Board. J. Oberer to finalize and submit to S. Boyle

- Finalize Nominating Committee recommendations

D. Warner reported that there were 8 applicants for 6 positions. The Committee decided on the slate of the six incumbents. Bylaws indicate that the slate of nominees be given to the Membership one month before the Annual Meeting. K. Goldstein recommended an email blast be sent to Membership after today's vote on the budget and slate of nominations. At the Annual Meeting, S. Posten calls for the motion to accept, a second from the floor, followed by a discussion, then a vote on the slate recommended by the Nominating Committee. Several people on the slate are also Board members, they must abstain from voting for themselves. Steve Posten made motion on the slate of recommended officers with J. Oberer seconding the motion. No further discussion. Roll call voted in favor, with the exception of themselves. B. Call gave vote beforehand to S. Boyle and agrees with the slate.

- Finalize Bylaws Committee recommendations

J. Hochreiter not on the call. S. Senior and A. Robins reviewed marked up Bylaws and commented on the legal questions that were raised, which were circulated to the Board. The few changes were fine. S. Senior discussed question on whether we are a 501c(3) or 501c(6) org. Bylaws indicate 501c(3), which is incorrect. We are a 501c(6). He wanted to ensure that the citations in the Bylaws were correct and applicable. S. Senior explained indemnification. If you believe something you are doing in the course of work for the Association is unlawful, you will not be indemnified if you do it.

R. Ferguson cited the comment on the section regarding actions without a meeting. S. Senior explained that a nonprofit association statute allows action to be approved by the Board without a meeting, which is an exception to the general position.

S. Drew raised the issue of bringing the slate to membership within 30 days before meeting. A member not on the slate has the ability to get 10% of membership to support them and have their name added to the slate. Not allowing 30 days leaves us open to a timing issue.

J. Oberer made a motion to accept rules as currently drafted and S. Posten seconded. Board voted in favor. S. Boyle will send revisions to J. Hochreiter to prepare final version as amended in his Powerpoint presentation to Membership. B. Call voted in favor. Discussion followed on Resolutions. Three resolutions on February's BOT agenda and approval at the first BOT meeting following the Annual Meeting. Determination of the officers during the meeting for inclusion in the resolutions

- Process for Responding and Issuing comments to draft Licensing Board Regulations

S. Senior indicated that the Legal Committee reviewed the RAO Guidance document and how the Committee developed comments. Recommended starting with the Risk Management and Loss Prevention Committee. R. Ferguson suggested dividing up into sections for review, develop one document and circulate to Board for review. Development of comments will be a joint venture between the Risk Management/Loss Prevention and Legal Committees. In addition to comments by committee, individual comments are also encouraged. R. Ferguson advised that the February 20<sup>th</sup> Licensing Board meeting will be the public hearing on the guidance document. K. Goldstein advised we need to decide whether we are presenting testimony during the meeting. An Eblast sent advising members that the rule proposal is out and included a link, but did not include the suggestion that members should present comment.

Decided that the comments be submitted through the Risk Management and Loss Prevention Committee. S. Boyle recommended developing a schedule to BOT and Committee Chairs and build in enough time for Legal Committee to review. S. Boyle suggested making comment language available to our members. Recommend Membership focus on certain sections, such as reporting requirements and legislative interest, and announce this during Annual Meeting.

S. Senior had question on what does it mean to be responsible for a site? K. Goldstein will circulate the latest version of his white paper comment. Comments to Licensing Board rules are different than those in the White Paper.

- Annual Meeting

Advise S. Boyle of any changes on the Annual Meeting agenda. Encouraged people who have not yet registered to do so now. S. Boyle will confirm that J. Davies is attending the Annual Meeting.

Discussed procedures for voting. Items for voting (Budget, Bylaws and Nominations) will be presented to Membership, S. Posten will ask for a motion, seconded, ask for discussion, then ask for voice vote. S. Posten will include in his opening remarks the order things will be done. Five minutes allowed for discussion on each item for vote.

- Miscellaneous

S. Posten made motion to approve Executive Director's salary and a 3.2% Cost of Living increase. R. Ferguson seconded, roll call vote and all in favor. Writer and photographer from *Business Magazine* will be at the Annual Meeting since the event will provide content for the LSRP section. Add slide to Risk Management Powerpoint to discuss Board rules. Joann Held will speak on behalf of the Licensing Board (2014 activities and projected 2015 activities).

Motion made and seconded to adjourn.