

**Society for Technical Communication**

**Board of Directors Meeting Minutes**

**Conference Call**

**8 December 4-5:30pm US EST/ 9 December 7-8:30am AEST**

# Attendees

Board

* Adriane Hunt, President
* Alyssa Fox, Vice President
* Kirsty Taylor, Secretary
* Jane Wilson, Treasurer
* Bernard Aschwanden, Immediate Past President
* Craig Baehr, Director
* Alisa Bonsignore, Director
* Liz Herman, Director
* Cindy Pao, Director

Office

* Liz Pohland, STC Interim CEO
* Stacey O’Donnell, STC Interim COO

# Agenda Items

* Call to order and approval of agenda
* President’s report (15 minutes) – Adriane Hunt
* Interim CEO / COO report (15 minutes) – Liz Pohland and Stacey O’Donnell
* Treasurer Report (15 minutes) – Jane Wilson
* DCA update (10 minutes) – Adriane Hunt
* Community Dissolution procedure (10 minutes) – Cindy Pao
* Strategy update (15 minutes) – Adriane Hunt
* Executive Session (10 minutes)

The meeting started at 4:00pm.

A quorum was established. The agenda was approved.

# President’s Report

The board reviewed the Preliminary election slate, which had been approved by the board on 21 November.

Ms Wilson has been added to the CEO Search committee; now both Vice-President candidates are on the search committee.

Ms Herman joined the meeting at 4:04pm.

Ms Hunt has saved documents with summaries and action items from the strategy discussions at the F2F meeting in the board’s Google drive.

Ms Hunt and Mr Baehr have received requests from STC award nominees for letters of support of those individual as candidates. The board agreed that it would be a conflict of interest to endorse someone who is being considered for an award that the board votes on.

DCSA nominations have been received from the committee. As board members have not had time to review the nominations before the meeting, the board will discuss and vote on the recommendations in email.

# Interim CEO and Interim COO Report

More content has been added to the STC website. A number of staff have helped, including Mr Fiagbedzi, Mr Cameron, Ms Gilliam, and others. Content is being reviewed for accuracy/currency before being uploaded.

The staff have started working with an association management accounting firm since Ms Khodabakhshi resigned. STC’s finances will be moved into another accounting system, QuickBooks, which will streamline accounting and save the society approximately $7-8,000 per year. Another goal of this change is that financial overviews will be available more quickly after end-of-month is processed.

Work is progressing on being able to track CEUs for certification in iMIS. An RFP has gone out to the certified trainers to deliver a pre-conference Summit certification class. There are currently 54 Foundation CPTCs, with 92 registered to take exam.

As of Nov 30, Education is ahead of its budget line. Looking to finish the year ahead of budget.

Membership renewals has caught up a bit.

Mr Seth Mattison has been confirmed as the Summit 2017 keynote speaker. Ms Pohland and Ms O’Donnell are reviewing suggestions for invited speakers, to compile their suggestions for Mr DeLuca.

# Treasurer’s Report

Ms Wilson presented the financial statements to end October. Cash is $89,348, which is an increase on September 2016, but lower than September 2015. There was no marked change in assets.

In liabilities, Accounts Payable is $76,652, due to some outstanding invoices that we are waiting to pay. Accrued expenses have decreased, but reflect Mr Lyons’ final payment. Deferred revenues are increasing, as membership renewals have started, but that revenue will not be recognised until 2017. Total liabilities $749,795. STC currently has a total net assets of (negative) -$144,689.

In activities, there has been a bump in web seminar revenue. Otherwise, there is not much movement at this time of year. Total revenue YTD is $1,818,259.

In expenses, personnel continues to be under budget, due to a budgeted but unfilled staff position. Design is under budget, due to invoices not yet being presented to STC. IT support is considerably over budget. Total expenses is $1,854,722, which is below budget by approx. $113,000.

*Move that the financials as presented for October are accepted. The motion was seconded. The motion passed.*

The Community budget committee has gone through most budgets, a bit ahead of schedule. A few budget submissions are coming in late. Responses to the communities are being written. Chapters with large reserves are being encouraged to spend down their reserves, rather than accumulate them. There are not that many chapters with large reserves.

# Community Dissolution Policy and Procedure

Ms Pao spoke to the finalised Community Dissolution Policy and Community Dissolution Procedure. Changes discussed at the board face-to-face meeting in November have been made to the documents.

*Move that the Board approve the Community Dissolution Policy and the Community Dissolution Procedure. The motion was seconded. The motion passed.*

Ms Taylor reminded the board that our next scheduled meeting is in two weeks’ time.

# Executive Session

The board entered executive session at 4:40pm.

The board discussed the progress of the CEO search committee and matters relating to the CEO search.

The board left executive session at 4:57pm.

# Frank R. Smith Award

Ms Hunt commented on an email that had been forwarded to the board regarding the Frank R. Smith award. Dr Sam Dragga is working with Ms Leah Guren on the competition now.

The meeting adjourned at 5:03pm.

# Email Votes in 2016 Year

The following votes were taken and passed via email for the 2016-2017 year thus far.

*Move that the board accept the recommendation of the STC staff that Denver be the location of the 2019 STC Summit.*

*Move that the Board approve the merger of the Suncoast and Orlando chapters.*

*Move that the Board dissolve the Willamette Valley chapter at the end of the 2016 membership year.*

*Move that the STC Board accepts Chris Lyons's offer of an additional 140 hours of leave in lieu of cash for his 2015 bonus.*

*Move that the STC board accept Liz Pohland and Stacey O’Donnell’s proposal for them to serve as interim CEO and COO respectively, with the COO reporting to the CEO and CEO reporting to the board, with salary adjustments to be defined within two weeks.*

*Move that the Board approve the renaming of the Orlando-Central Florida Chapter to the Central Florida Chapter*

*Move that the Board formally dissolve the following communities:*

* *Kachina Chapter*
* *Central Iowa Chapter*
* *Content Life Cycle SIG*
* *Australia Chapter*

*Move that the Board approve the renaming of the Orlando-Central Florida Chapter to the Central Florida Chapter. [NB: Motion rescinded at 19 Oct meeting]*