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**Society for Technical Communication**

**Board of Directors Meeting Summary**

**30 April 2020 4:30-6:00pm Webinar**

# Board

* Ben Woelk, President
* Craig Baehr, Vice-President
* Jane Wilson, Immediate Past President
* Kirsty Taylor, Secretary
* James Bousquet, Treasurer
* Bethany Aguad, Director
* Alisa Bonsignore, Director
* Todd DeLuca, Director
* Laura Palmer, Director

# Office

* Liz Pohland, STC CEO

Guests

* Ann Marie Queeney, STC Director, 2020-2022
* Timothy Esposito, STC Secretary, 2020-2022

# Agenda Items

* President report (10 min) – Ben Woelk
* May and June meeting schedule (5 min) – Ben, Craig
* Treasurer report (10 mins) – Jim Bousquet
* CEO Report (15 mins) – Liz Pohland
* CAC report (10 mins) – Bethany Aguad
* Bylaws amendment for Annual Business Meeting (10 mins)
* Technical Communication Editor update (5 mins) – Laura Palmer
* Diversity, Equity Inclusion panel update (5 mins) – Kirsty Taylor
* Proposed bylaws amendment re elections (5 mins) – Jane Wilson
* Membership Engagement task force and Covid-19 Open discussion (15 mins) – Ben

# Consent Agenda

* Approve March 26 meeting Minutes and Summary

The meeting was called to order at 4:31pm. The agenda was approved. The consent agenda was approved.

# President report

Mr Woelk made some comments. Proposed an additional meeting for this board at the end of May at the same cadence to the current meetings.

# Treasurer report

Mr Bousquet presented the STC financials to end March 2020.

Assets

Cash is $315k down on March 2019. Investments dropped in value. Accounts Receivable is $(46,554). Total assets $514,647 against March 2019 $1,047,117. Summit refunds owed to registrants is the reason for the negative AR amount.

Liabilities

Deferred revenue dues and conference are down on 2019. Total liabilities $989,851.

Total net assets $(475,204). Very close to March 2019.

Revenue

Education is now at 95% of budget. Membership dues at 73% of budget.

Total revenue is $73k less than budget and $20k less than 2019.

Expenses – total expenses $352,214. $45k better than budget.

Operating change in net assets $(150,303), similar to 2019, but worse than budget.

Total change in net assets $(219,051) against $(111,378) in March 2019 and $(116,963) in the budget.

Revisions to the Summit budget were presented to the board.

*Move that the board adopt the revised budget amounts outlined in the March 2020 financial summary.*

The motion was seconded. The motion passed.

*Move that the board accept the financial report for the month of March 2020.*

The motion was seconded. The motion passed.

*Move that the board approve a one-time transfer of $20,000 from the STC Certification Commission account to the STC account.*

The motion was seconded. The motion passed.

# CEO Report

Ms Pohland presented a report on the activities of the staff and office.

**Membership**

At 26 April, we have 2,540 members (-708 from last year at this time). Memberships will be discounted by 30% from tomorrow. Membership revenue is $522,675, ahead of straightline budget, down on last year.

**Education**

27 April - Education revenue $51,066, ahead of budget slightly. New courses going online in June.

Affiliate courses – partnering with Cherryleaf, TechComm Tools and di to promote their courses.

Roundtable – Adding Gold members has increased the engagement and participation. Upcoming topics were presented.

**Summit**

Income currently $165,113, 244 registrations. We have capacity for 500 in a single room.

Ms Pohland presented some speaking points about pivoting to the virtual Summit. We have a sponsor for close captioning of keynotes.

New offering – one day registration to attend live.

**Certification**

CPTCs 288 passes, 117 failures, 97 paid for and not yet sat. YTD - 17 exams taken. 2 candidates for Practitioner have sat and passed the exam, and there are 2 in line to sit it.

**General updates**

2019 audit is ongoing and will be completed in May before the June Annual Business Meeting.

Association Headquarters executives have been invited to present to the board in the May meeting to listen to feedback.

The Board should establish a contingency plan for the CEO.

# CAC report

Ms Aguad presented an update on CAC activities – Leadership Day and the Community of Practice model.

Leadership day plans. Will be on a separate day to Summit.

Ms Aguad presented the plan for communicating the changes to the SIG model. Ms Aguad also discussed activities that SIGs may be able to hold in lieu of their typical activities at the face-to-face Summit.

# Bylaws amendment for Annual Business Meeting

Amendments to the bylaws to allow a virtual annual meeting were discussed. A motion was presented to the board to update the Society Bylaws.

*Move to waive the 30-day requirement for bylaws changes.*

The motion was seconded. The motion passed.

*Move that Board accept the update to the wording of the Bylaws, Artivle VII, Section 1:*

*The Annual Business Meeting shall be held at a location, time,* ***and modality*** *determined by the board.* ***The meeting may be held in person and/or employing electronic means****.*

(Text in bold was added. No text was removed)

The motion was seconded. The motion passed.

Ms Pohland will share the update with the parliamentarian who provided advice on the bylaws change and location of the business meeting.

# Technical Communication Editor

Ms Palmer provided an update on the search for a new editor for the Technical Communication journal.

# Diversity, Equity, and Inclusion panel update

Ms Taylor provided an update on the Diversity, Equity and Inclusion advisory panel.

# Proposed bylaws amendment re elections

Ms Wilson presented a proposed change to the bylaws around elections. Some of the timing in the current bylaws for petitions is not able to be met based on the current practices of society elections. These changes bring the timing mentioned in the bylaws into line with the current election cycles.

*Motion: Waive the 30-day waiting period for a bylaws change for this matter.*

The motion was seconded. The motion passed.

Article VIII, Section 2, Part A

*Time of election.* Elections for officers, directors, and members of the Nominating Committee shall be conducted each year prior to the annual business meeting. ~~Nominations by petition must reach the Nominating Committee at least two months prior to the annual business meeting.~~ **Nominations by petition must reach the Nominating Committee within one month after the date that the preliminary slate is announced to the membership.** The final slate and proxies shall be sent to all voting members at least one month prior to the annual business meeting, and the votes shall be tabulated at least one week prior to the annual business meeting. The Nominating Committee shall set specific dates each year and instruct the voting members accordingly.

Article VIII, Section 2, Part C

… The preliminary slate shall be prepared and provided to the Board of Directors for review and approval. **Once approved by the Board of Directors, the preliminary slate shall be announced to the membership.**

(Strike-through text was removed; bold text was added).

The motion was seconded. The motion passed.

# Membership Engagement task force and Covid-19 Open discussion

Mr Woelk presented the report from the membership engagement task force.

Ms Pohland listed what actions the society is currently taking with reducing costs of educational offerings.

The meeting adjourned at 6pm.