



Society for  
Technical  
Communication

# Society for Technical Communication Annual Business Meeting

Online Meeting 26 April 2022, 5:00pm EDT

## Call to Order & Introductions

Ms. Kirsty Taylor, STC President, called the meeting to order at 5:05 pm ET. Ms. Taylor introduced the board members, the parliamentarian, timekeeper, and meeting moderator.

## Credentials Report

*Mr. Esposito moved that the list of delegates be the official roll of the voting members. The motion passed.*

There were 59 members in attendance. President Taylor announced that, although a quorum was not present, the election results were still valid because under Article VIII of the Bylaws, balloting occurs prior to the meeting. Additionally, she announced that the STC Board would still take any adopted motions at the meeting under advisement.

## Adoption of the New Business Meeting Rules

Ms. Taylor presented the new annual meeting rules. STC is incorporated in the state of New York. A revised New York state law gives the STC Board of Directors "sole discretion" to "determine that meetings of members be held partially or solely by means of electronic communication." Further, "any member's electronic participation in such meetings shall be subject to those guidelines and procedures as the board adopts." The STC Board of Directors voted to approve the business meeting rules at a meeting on April 21st.

The business meeting rules were sent to all members via electronic mail and have also been provided on the STC website.

## Agenda

- Call to Order & Introductions Kirsty Taylor, President
- Credentials Report Tim Esposito, Secretary
- Adoption of Business Meeting Rules Kirsty Taylor
- Adoption of Business Meeting Agenda Kirsty Taylor
- President's 2021-2022 Report Kirsty Taylor
- Treasurer's 2021-2022 Financial Report Bobbi Werner, Treasurer
- Introduction of Outgoing Board Kirsty Taylor
- Nominating Committee Report Craig Baehr, Chair
- Installation of the 2022-2023 Officers Kirsty Taylor
- Incoming President's Remarks Aiessa Moyna, Vice President
- Business from 2021 Annual Meeting Kirsty Taylor
- New Business Kirsty Taylor
- Adjournment Kirsty Taylor

## Adoption of the Agenda

The agenda was adopted without objection from the membership.

## President's 2021-2022 Report

Ms. Taylor addressed the members. She recognized the traditional owners of the land on which she resides, the Jaggera and Turrbal peoples, and their name for that place is *Meanjin*. Then Ms. Taylor spoke to the diversity in STC membership and how we work together. Harkening back to her welcome speech at the prior Annual Business Meeting, Ms. Taylor mentioned the four Cs she had presented: consolidation, continuity, change, and community.

For continuity, she thanked committee and task force chairs, including Dr Jackie Damrau and Ms Bethany Aguad for co-chairing the Education Committee, which provided vital revenue for the Society.

For consolidation, Ms. Taylor acknowledged that some communities have merged or are contemplating merging. The Community Affairs Committee under the leadership of Ann Marie Queeney was a great asset to communities this year.

New initiatives began this past year, with Slack growing in popularity and the popular monthly KnowledgeXchange sessions have drawn interest from people just entering into Technical Communication.

This past year has not been without challenges, and while the society is in a decent financial state, there are increased liabilities.

Next, Ms. Taylor thanked the volunteers from communities and committees, who reviewed conference proposals, submitted articles for Intercom. Finally, she thanked the STC staff, particularly Elaine Gilliam and Erin Gallalee, and especially Liz Pohland.

## Treasurer's 2022 Financial Report

Ms. Werner presented the Treasurer's Report.

The auditors' draft report on the financial statements for 2021 was approved by the STC Board at its meeting on Thursday, April 21, 2022. Once finalized by the auditing firm and approved by the Board, the Society's income tax submission for the past year will be available for members on the STC website (<https://www.stc.org/governance/>).

### Audited financials

The opinion of the auditing firm, Wegner CPAs LLP, is that the Society's financial statements for 2021 present fairly, in all material respects, the financial position of the Society and the changes in its net assets and cash flows in accordance with accounting principles generally accepted in the United States of America.

The Society ended the year 2021 with total assets of \$864,405 and total liabilities of \$1,213,992. Assets at fiscal year-end include \$253,074 in cash, investments totaling \$570,387, a Student Scholarship Fund totaling \$7,067, plus a variety of other assets. Liabilities include a line of credit of \$244,517, various accrued expenses and deferred revenue, and a low-interest Economic Injury Disaster Loan. In response to cash flow challenges caused by the COVID-19 pandemic, the Society applied for and received a \$150,000 Economic Injury Disaster Loan (EIDL) from the United States Small Business Administration (US SBA) in June 2020. In August 2021, the Society applied for and received an additional \$350,000 EIDL from the US SBA, bringing the total principle of the loan to \$500,000. A portion of this loan was used to reduce our line of credit balance by \$79,437. In addition, an SBA Paycheck Protection Program Loan was approved in May 2021 and then forgiven by the US SBA in August 2021, reducing liabilities by \$62,499. Membership revenues for 2021 totaled \$615,953, falling \$14,047 below budget. We continue to look for membership to stabilize and grow. Thanks to all of you who continue to support and recognize the value of STC.

Total 2021 revenue for Summit and other educational offerings was \$472,350. While Summit revenue fell short of budget by \$44,130, reductions in conference expenses yielded a positive change in net assets for Summit of \$48,679. Education revenue exceeded budget by \$23,535 and surpassed 2020 revenue by \$58,809. Ms. Werner would like to recognize the Education Committee and staff for significantly increasing education-related revenue while helping STC serve the membership.

One unanticipated deficit to STC's bottom line was a nearly \$109,000 shortfall in advertising revenue. Early in 2021, STC's management partner, Association Headquarters, canceled the provision in its contract to secure advertisers and sponsorships outside of the Summit. The STC CEO and Board continue to investigate ways to restore this advertising and sponsorship revenue.

To summarize overall financial activity, total support and revenue from operations for the year was \$1,236,289, which fell below the budgeted amount by \$121,511. Total expenses for operations were \$1,278,775. Thanks to effective cash-flow management, no investment funds were used for cash-flow purposes. The Society incurred a net operating loss of \$101,720 for fiscal year 2021. As of December 31, 2021, the Society had a net deficit without donor restrictions of (\$356,654). Though a significant net deficit, this represents an improvement over the 2020 net deficit by a positive \$20,786.

## Investment performance

During the year, the Society reviewed its investment portfolio to ensure that it maintained a moderate profile and aligned with the asset allocation for equities, fixed-income funds, and cash equivalents specified in our Investment Policy. The investment portfolio balance increased in 2021 by \$60,006 to end the year 2021 at a value of \$570,387. The average return on our investments was a positive 11.8% over the calendar year.

## Auditor Concerns

In addition to the net deficit shared earlier, Wegner CPAs made two additional recommendations:

- A new lease accounting standard has been released that will require some changes in the way STC recognizes lease assets on our financial statements.
- A formalized procedure for monitoring communities (especially chapters) will help STC to ensure compliance with nonprofit laws and regulations, reduce potential financial risk, and help ensure the overall health of the extended organization.

To date, the Community Budget Review Committee's review of annual budget requests as well as the Society's receipt and review of Annual Reports and 990-N filings provided a degree of oversight. The new Community Audits initiative launched earlier this year will provide the

additional formal monitoring the audit report recommends. STC thanks all community leaders in advance for your cooperation during these audits.

## Closing

In closing, Ms. Werner acknowledged CEO Liz Pohland and the STC staff for controlling expenses and creating operational efficiency in 2021. She also thanked the rest of the Board, as well as Jim Bousquet, her predecessor, for their support and patience.

## Discussion

Members were invited to ask questions or make comments. The following were placed in the chat.

**Lara Tellis:** How many members of STC do we have currently?

**Response:** As of today, the number is 2,224.

**Jack Molisani:** Why are all chapters being audited?

**Response:** As noted by the auditors, the Society has a responsibility to ensure that communities, especially chapters, are financially healthy, have sound governance in place, and pose no risk to the Society. Our goal is to help the communities develop/maintain good financial management and appropriately document financial decisions. Our intention is not to highlight failings, but to support improvements that benefit communities and the Society by extension. Annual reports provide some useful information, but audits examine additional information that provides context, fills in gaps, and reassures the Society that the communities are operating effectively.

**Marilyn Woelk:** Will you audit every chapter quarterly?

**Response:** No, different chapters will be audited each quarter. It is not feasible to audit all chapters each quarter.

## Introduction of Outgoing Board

Ms. Taylor called for the 2021-2022 board to appear on camera. She then thanked outgoing board members Craig Baehr, Immediate Past President, Todd DeLuca, Director, and Ann Marie Queeney, Director.

## Nominating Committee Report

Dr. Craig Baehr, Chair, presented the Nominating Committee report on the 2022 society election.

Of 1,705 eligible voters, 214 votes were cast, which is 13% of total voters. There were some abstentions for each office.

Votes were cast through a secure, third-party software, provided by Intelliscan, which certifies the election results are accurate and confidential. All STC election rules were strictly adhered to and all necessary internal controls were in place to ensure the accuracy and integrity of the voting.

For the office of President, Vice President Aiessa Moyna automatically ascends to the office of President.

For the office of Vice President, one candidate was nominated.  
By your vote, Timothy Esposito was elected Vice President with 209 votes.

For the office of Secretary, two candidates were nominated:

- Li-At Rathbun received 110 votes
- Paula Robertson received 102 votes

By your vote, Li-At Rathbun was elected Secretary.

For the office of Director, two candidates were nominated for two positions:

- Lori Meyer received 189 votes
- Danielle Villegas received 186 votes

By your vote, Lori Meyer and Danielle Villegas were elected Directors.

For the office of Nominating Committee, three candidates were nominated for two positions:

- Shayla Corprew received 125 votes
- Kylie Jacobsen received 143 votes
- Mirhonda Studevart received 140 votes

By your vote, Kylie Jacobsen and Mirhonda Studevart were elected to the Nominating Committee.

Thank you to all members who voted in the election.

Dr. Baehr then thanked the 2021-2022 Nominating Committee: Liz Herman, Christina Mayr, Jack Molisani, and David Caruso.

## Installation of the 2022-2023 Officers

- Aiessa Moyna, President
- Timothy Esposito, Vice President
- Li-At Rathbun, Secretary
- Bobbi Werner, Treasurer
- Kirsty Taylor, Immediate Past President
- Lori Meyer, Dr. Laura Palmer, Sree Pattabiraman, and Danielle Villegas, Directors

The 2022-2023 Nominating Committee was recognized:

- David Caruso
- Kylie Jacobsen
- Jack Molisani
- Mirhonda Studevart

## Incoming President's Remarks

Ms. Moyna began by thanking Ms. Taylor for her service during the challenging pandemic situation, and from Australia. Then Ms. Moyna looked back to 1953, when Mt. Everest was first summited and the coronation of Queen Elizabeth II occurred, along with the founding of the Society of Technical Writers and the Association of Technical Writers and Editors. Those two groups later merged to form the Society for Technical Communication. This upcoming year will see the 70th anniversary of STC, and she hopes to see everyone at the Summit in Atlanta.

This upcoming year will feature some great items:

- Top-notch educational offerings, from one-hour webinars to multi-day conferences to multi-week courses;
- The ongoing expansion of our certification program, which already offers Foundation and Practitioner levels with Expert-level certification coming soon;
- Information – and opportunities to publish – in our award-winning publications, our website, and our Body of Knowledge;
- A range of honors and awards recognizing achievements in the field of technical communication;
- A scholarship program and other activities for students, to help prepare the next generation to step into roles as technical communicators and educators;
- Networking opportunities to help those who are new to our field find out about the career options available and learn from the experience of those who have been working in tech comm for a while;
- Programs, conferences, competitions, and communications driven by our chapters and special interest groups;
- Training and support for our community leaders offered through the Community Affairs Committee;
- And a renewed focus on securing the financial future of our organization by creating new offerings for our members and others involved in the profession of technical communication.

Ms. Moyna is confident that she, the STC board, staff, and membership are ready to work hard to build towards success. Members are invited to reach out to the board via [board@stc.org](mailto:board@stc.org) at any time.

# Business from 2021 Annual Meeting

There was no business remaining from the 2021 Annual meeting.

## New Business

Pursuant to the meeting rules, only motions that were submitted in advance can be considered at this meeting. The deadline for receipt of member motions was Friday, April 22nd, at 5:00 PM Eastern Daylight Time (UTC-4). We received the following motions:

### Motion 1 - Submitted by Lara Tellis

*Move that the board consider recording all sessions for the STC Annual Summit, so that they can be made available for free to people who attended the Summit and be sold to people who are unable to attend.*

The motion was seconded.

**Rationale:** People can't afford to travel to Summit, and a cheaper virtual track would make it accessible to them. Also, the COVID pandemic inhibits travel and participation, especially for those with compromised immune systems.

Attendees were invited to speak in favor of or against the proposal.

**Michael Opsteegh** from the Orange County Chapter spoke in favor.

**MK Grueneberg** from the Chicago Chapter spoke in favor.

**Danielle Villegas** from the Philadelphia Metro Chapter spoke against

**Mirhonda Studevart** from the Florida Chapter spoke against.

The following attendees contributed to the discussion in the online chat.

- Liz Fraley
- Bobbi Werner
- Mirhonda Studevart
- Kirsty Taylor
- Marilyn Woelk
- Todd DeLuca
- Lara Tellis
- Liz Pohland
- Ben Woelk

The vote was held:



- 48% in favor
- 52% against

The motion did not pass. As there was not a quorum, the motion would not have been binding in any case. However, the incoming board will still discuss the proposal.

## Adjournment

It was noted that the highest number of attendees peaked at 65 people.  
Ms. Taylor adjourned the meeting at 6:01 pm ET.