



Society for  
Technical  
Communication

# Board of Directors Meeting Summary

14 May 2023, 11:00am ET

## Attendees

### Board

- Timothy Esposito, President
- Elizabeth Herman, Vice President
- Li-At Rathbun, Secretary
- Roberta Werner, Treasurer
- Aiessa Moyna, Immediate Past President
- Jennifer Goode, Director
- Lori Meyer, Director
- Jamye Sagan, Director
- Danielle Villegas, Director

### Guests

- Kirsty Taylor, Outgoing Immediate Past President
- Laura Palmer, Outgoing Director
- Sree Pattabiraman, Outgoing Director
- Timothy Shaw, Incoming Interim Executive Director
- Erin Gallallee, STC Staff
- Eric Peterson, ContentWorx, Founder
- Eden Capuano, Voila!, CEO
- Shelbey Cochran, Voila! Staff
- Dr. Judy Glick-Smith, Past STC President

# Agenda Items

- Call to order and approval of agenda
- Consent agenda items
- Opening remarks (5 min)
- Interim Executive Director introduction (5 mins)
- Discussion of Annual Business Meeting (5 mins)
- Discussion of Outgoing CEO's Contract Payments (15 mins)
- CAC and Leadership Program report (10 min)
- Improv icebreaker (5 min)
- STC Introduction and Appreciation (10 mins)
  - o STC Staff
  - o ContentWorx
  - o Voila
- Lunch Break with Staff (60 mins or until 1:00)
- 2022-2023 Board advice and Farewell (15 mins)
- New Board Orientation (15 min)
- Improv icebreaker (5 min)
- Treasurer's report (10 mins)
- Break (5-10 mins)
- Icebreaker - Two truths and a lie (5 mins)
- Strategic planning conversation – brainstorming/onboarding session (50 mins)
- Break (5-10 mins)
- Committee structure and approval of proposed chairs (15 min)
- Cadence of board meetings going forward (5 mins)
- Summit schedule and reminders (5 min)
- Icebreaker - Two truths and a lie (5 mins)
- Adjourn

## Consent Agenda

- Approve Board Meeting Minutes and Summary - 19 April 2023
- Approve Annual Business Meeting Minutes - 26 April 2023

## Minutes

The meeting was called to order at 11:09am ET.

## Past-Presidents' Regards

Dr. Glick-Smith, past STC President, came by to say hello and wish the Board good luck in its new term. She shared that this was a standard practice in the old days of STC, and so she's doing it now.

Dr. Glick-Smith left the meeting at 11:10am.

## Agendas

The agenda was approved. The consent agenda was approved.

## Opening Remarks

Mr. Esposito thanked the new Board for coming and shared that he appreciates their service. He acknowledged that this is going to be a year of change and that he'll need the Board's help.

## Interim Executive Director Introduction

Mr. Esposito introduced incoming STC Interim Executive Director Timothy Shaw, who accepted the position on May 4, 2023, and will begin his full-time, 6-month contract with STC on May 22, 2023.

Mr. Shaw thanked the Board for this opportunity and shared that he's excited to jump in with both feet.

## Discussion of Annual Business Meeting

Because there were no motions put forward at the 2023 Annual Business Meeting, there was no discussion of new business. Instead, Mr. Esposito shared the questions raised in the chat during the discussion period that followed the Treasurer's report, along with the Board's responses.

## Discussion of Outgoing CEO's Contract Payments

Mr. Esposito led a discussion about Ms. Liz Pohland's hours for May.

As part of the discussion, the Board estimated that with Mr. Shaw starting full-time as Interim Executive Director on May 22, an additional 40-50 hours would be required for training and knowledge transfer, which should be completed by the end of the month.

*Move that the Board approve a cap of 150 hours, not to extend beyond May 31. The motion was seconded. The motion passed.*

# CAC Report

Ms. Meyer, outgoing chair for the Community Affairs Committee, shared an update on planned Leadership Day activities, and she shared a communities report.

Ms. Gallalee, Mr. Peterson, Ms. Capuano, and Ms. Cochran joined the meeting room at approximately 12:01pm ET.

## Staff Introduction and Appreciation

The STC staff (Ms. Gallalee) and vendors (Mr. Peterson of ContentWorx, Ms. Capuano of Voila!, and Ms. Cochran of Voila!) were invited to the meeting room so that the Board could meet them and thank them for their work on behalf of the Board and STC members.

The meeting adjourned for lunch at approximately 12:10pm.

Ms. Gallalee, Mr. Peterson, Ms. Capuano, and Ms. Cochran joined the Board for lunch and left during the lunch break.

The meeting resumed at 1:22pm ET.

## Outgoing Board Members Advice and Farewell

Outgoing members of the 2022-2023 Board—Kirsty Taylor, Laura Palmer, and Sree Pattabiraman—thanked the Board, expressed confidence in the incoming Board, and shared advice.

## New Board Orientation

Each Board member introduced themselves. Mr. Esposito then acknowledged that our Board is a strategic one and went on to describe our role, responsibilities, and duties. He also described the CEO/Executive Director's responsibilities and how the Board interacts with the ED.

## Treasurer's Report

Ms. Werner presented an update on STC's finances. Because of the transition from our old association management company to our new accounting firm, she could not provide the typical monthly report. Additionally, we are still operating with a draft budget based on the 2022 budget (with unapproved preliminary numbers).

Ms. Werner will meet with the new Board members to show them what typical Treasurer's reports look like.

When we do have all the information and are ready to catch up on monthly reports, Ms. Werner will likely present a summary/compilation rather than a month-to-month report.

## Financial Updates (as of 5/9/23)

- *Mission First Operations (MFO)* financial transition to begin 1 June 2023.
- STC's Cash/Business Account balance: \$202,196
  - UPDATE: As of 5/12/23, the balance is \$208,087, including processing of payroll. With approximately \$35,000 in payouts for Summit, the balance is about \$217,000.
- STCCC's (Certification Commission) Cash/Business Account balance: \$10,211.
- STC's Investment Account net worth: \$506,971.
- Line of Credit:
  - Current balance \$334,517 (\$15,483 available credit).
  - (Have not heard anything further about the request from Truist Bank to change the loan type.)
  - Current interest rate 8.25%.
- Credit cards (revolving balance of approx. \$8,000), with \$20,000 limit.

At 3:36pm, Mr. Esposito asked the Board members if they were available to extend the meeting past 4pm. The Board agreed to stay.

## 2023 Conference Updates (as of 5/9/2023)

### **Summit Revenue: Total approx. \$333,290**

- *Registrations* (includes pre-con workshops): \$278,890 (287 attendees, with 30% gratis), \$82,713 higher than 2022, but 35 fewer attendees. The 2023 draft budget was set at \$250,000.
- *Advertising, Sponsorships, and Exhibit Sales*: \$54,400 (with \$37,450 collected). The 2023 draft budget was set at \$110,000. Eric will continue to sell opportunities for 2023-2024.
- (2022 budget was \$175,000).

### **Summit Expenses: Total approx. \$260,748 (of which \$56,250 has been pre-paid)**

- Food and Beverage: \$108,313 (required minimum per contract), some based on consumption.
- Room expenses: \$5,000
- Staff travel and board/keynote reimbursements: \$10,000
- AV expense: \$60,000 (\$30,000 has been prepaid)
- Meeting Planner: \$35,000 (\$26,250 has been prepaid)
- Printing and Shipping: \$5,000

- Photographer: \$2,800
- Wireless Hotel Internet: \$9,500
- Hotel Room Attrition (as of 5/9/23): \$25,135

Additional comments:

- Summit attendance: 294

## 2023 Membership Revenue

- As of 5/8, FY23 membership revenue is \$452,829 with 1,948 members (-342 from last year at this time). This is behind last year's revenue by (\$49,200) and behind the 2022 budget by (\$126,406).
- The 2023 draft budget reduced the membership revenue budget from \$650,000 to \$563,000.

## 2023 Education Revenue & Updates

- As of 5/8, 2023 education revenue totals \$52,689, which is (\$24,479) behind last year at this time, and (\$24,052) behind budget (based on the 2022 \$210,000 EOY budget).
- There is about \$10,800 in future educational event sales through October 2023. The 2023 draft budget reduced the education revenue budget from \$210,000 to \$180,000.
- The 2022-2023 Education Committee has disbanded.

## CEO Strategic Planning Conversation

Mr. Esposito and Mr. Shaw led the Board in a strategic planning conversation brainstorming and onboarding session.

## Committees and Committee Chairs

Mr. Esposito presented the STC committee structure and proposed 2023-2024 committee chairs.

### Committee Structure

- The President nominates committee chairs for a one-year term.
- The Board approves all chairs by vote.
- Typically, committee chairs recommend committee members to the President, and they're accepted by the will of the Board.
- A full list of advisory committees, task forces, and panels is available at <https://www.stc.org/committees/>.

## Committee Chairs: Proposed

### Board Committees

- Executive Committee – Tim Esposito
- Audit Committee – Liz Herman

### Non-Board (Staff) Committees

- Intercom Editorial Advisory Panel – Craig Baehr
- Membership Marketing Committee – Erin Gallalee
- Tech Comm Editorial Board – Miriam Williams

### Advisory Committees, Task Forces, and Panels

- |  |   |
|--|---|
| • 70th Anniversary Celebration Task Force<br>– Nicky Bleiel      | • Ken Rainey Award Committee – Julie Gerdes                                     |
| • Certification Committee – Craig Baehr                          | • Lifetime Achievement Award for Excellence in Service Committee – Aiessa Moyna |
| • Community Achievement/Pacesetter Awards Committee – Viqui Dill | • Marketing Communications Task Force – Danielle Villegas                       |
| • Community Affairs Committee – Jamye Sagan                      | • Nominating Committee – Aiessa Moyna   |
| • Community Budget Review Committee – Bobbi Werner               | • Scholarship Committee – Kylie Jacobsen  |
| • Education Committee – Craig Baehr                              | • Sigma Tau Chi/Alpha Sigma Honor Societies Committee – Lisa Melonçon           |
| • Fellows Committee – Rachel Houghton                            | • TCBOOK – Deanne Levander  |
| • Finance and Investment Committee – Bobbi Werner                | • Website Review Committee – Guiseppe Getto                                     |
| • Honorary Fellows Committee – Tim Esposito                      |   |
| • Intercom Awards Committee – Jim Bousquet                       |   |

*Move that the Board approve the proposed committee chairs for 2023-2024. The motion was seconded. The motion passed.*

Chairs for the remaining committees, task forces, and advisory panels will be proposed at future meetings:

### Advisory Committees, Task Forces, and Panels

- Associate Fellows Committee
- Conference Committee

- Distinguished Community Service Award (DCSA) Committee
- Frank R. Smith Award Committee

## Cadence of Board Meetings Going Forward

Mr. Esposito and Ms. Rathbun shared the results of the Doodle poll, and that 2023-2024 monthly Board meetings will occur at 5:00pm ET on the second Wednesday of each month. When needed, the calendar will accommodate holidays and conflicting STC events. Ms. Rathbun will soon publish the year's calendar.

## Summit Schedule and Reminders

Ms. Moyna shared schedule reminders for events that all or some Board members are expected to attend during Summit 2023.

## Adjournment

The meeting adjourned at 5:15pm ET.

## Next Meeting

June 14, 2023 at 5:00pm ET for the Monthly Board Meeting