



Society for
Technical
Communication

Board of Directors Meeting Minutes

27 March 2024, 5:00pm 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
Timothy Shaw, STC Executive Director

Guests

- Erin Gallalee, STC Director of Operations, Membership, and Community Relations

Agenda Items

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| • Call to order | Esposito |
| • Consent agenda items | Esposito |
| • Executive Director report | Shaw |
| ◦ Annual Business Meeting | |
| ◦ Summit update | |
| • F&I committee report | Werner |
| • Community Budget Review Committee report | Werner |
| • Governance Committee report | Herman |
| • Nominating Committee report | Moyna |
| • CAC report | Sagan |

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| • Community Achievement Awards Committee recommendations | Meyer |
| • Unfinished business | Esposito |
| • New business | |
| • Closing remarks/reminders | Esposito |
| • Adjourn | Esposito |

Consent Agenda Items

- Approval of agenda
- Approve Board Meeting Minutes – 28 February 2024
- Committee awards recommendations (for the committees listed)
 - Pacesetter Awards
- Committee liaison reports
- Confirm receipt of February 2024 financial statements

Call to Order

The meeting was called to order at 5:02pm ET. Quorum was declared and the meeting proceeded.

Ms. Goode joined the meeting at 5:03pm ET.

Agendas

The agenda was adopted. The consent agenda was adopted.

Executive Director's Report

Mr. Shaw updated the Board on preparations related to the Annual Business Meeting (ABM) and Summit.

Annual Business Meeting

- Mr. Shaw is still working with the Summit co-chairs on establishing the structure of this year's meeting, and he shared with the Board the tentative agenda.
- The meeting will likely include a State of STC address and a Q&A session, time permitting.
- The meeting will likely take place on Friday or Saturday. The schedule is still being finalized.

Summit Update

- The Summit 2024 schedule is still being finalized. Mr. Shaw will share the final schedule with the Board within a week.
- The award ceremony will be split into multiple events.
- Mr. Shaw is working on the Summit website, which is already up.
- We currently have 75 registered attendees, most of whom are not presenters.
- We have 6-10 sponsorships so far.

F&I Committee Report

Ms. Werner, STC Treasurer and chair of the Finance and Investment (F&I) Committee, presented the February 2024 financial report.

February 2024 Financial Report

- **Assets:** \$120,549, against \$686,565 in the same month in 2023.
- **Liabilities:** \$942,621 against \$1,446,586 in the same month in 2023.
- **Total Net Assets:** (\$822,072) compared with (\$760,021) in the same month in 2023.
- **Revenue:** \$111,211 against a budget of \$164,703 and \$94,212 in the same month in 2023.
 - 2023 Actual Membership Revenue: \$486,471
 - Total 2024 Budgeted Membership Revenue: \$358,706
 - YTD (year to date) realized revenue: \$52,819
 - YTD deferred revenue: \$299,010

NOTE: If no other membership came in this year, we would realize \$330,440 for this membership year (2024).
- **Expenses:** \$200,040, against a budget of \$193,643 and \$128,540 in the same month in 2023.
 - Most 2023 Summit expenses were paid after the conference. But this year we're paying in installments before the conference, which accounts for the variances.
 - The variance from last year was driven mostly by personnel, pre-paid conference expenses, and membership expenses.
- **Total Change in Net Assets:** (\$88,829) against a budget of (\$28,940) and (\$34,328) in the same month in 2023.

NOTE: In May, we will realize Summit revenue, which will shift monies from deferred revenue (a liability) to realized revenue (an asset).

Motion

Move that the Board accept the F&I Committee's report for the month February 2024.

Ms. Werner made the motion. The motion passed.

Community Budget Review Committee Report

Ms. Warner, committee chair for the Community Budget Review Committee, updated the Board on committee activities.

- The Committee has approved 20 community budgets.
- There are 6 community budgets in the review/resubmit cycle.
- The Committee meets again on 28 March.

Governance Committee Report

Dr. Herman, chair of the Governance Committee, referenced the proposed bylaws changes introduced over email on 22 March, to Article VI—Committees; Article IV—Board of Directors, Section 3. Qualification of Directors; and Article VII—Meetings, Section 3. Transaction of Business.

Dr. Herman led a preliminary discussion about these proposed changes to the bylaws, with the 30-day discussion period having kicked off with the email on 22 March. She acknowledged a request that future submissions include a clear description of the goal/purpose of proposed changes. .

Dr. Herman shared that the purpose of the changes to the Committees language in the bylaws [Article VI] is to organize the committees more clearly.

Motion

Move that the Board adopt the bylaws as proposed.

Dr. Herman made the motion on behalf of the Governance Committee. The motion will be voted on at the May 1 monthly Board meeting.

Nominating Committee Report

Ms. Villegas recused herself from the conversation. She left the meeting at 5:50pm ET.

Ms. Moyna, chair of the Nominating Committee, reminded the Board that:

- With recent Bylaws changes, the plan is to augment the Board over time, adding 2 new members per year to reach the new maximum of 15 Directors.
- The Nominating Committee originally proposed filling 4 Director positions in 2024 to maintain the Board at 9 total members.
- Based on the number of qualified candidates, the Nominating Committee is proposing to fill 6 Director positions in 2024 to increase the Board to 11 total members.

Motion

Move that the Board approve accelerating the planned augmentation to add two new Directors with the 2024 election.

Ms. Moyna made the motion. The motion passed.

Ms. Moyna reminded the Board who the continuing 2024-2025 Board members are and presented the proposed 2024 election slate.

Motion

Move that the Board approve the proposed 2024 election slate.

Ms. Moyna made the motion. The motion passed.

Ms. Moyna shared the Committee's timeline and that the election slate is planned to be announced on Monday, 1 April.

Ms. Villegas rejoined the meeting at 6:09pm ET.

CAC Report

Ms. Sagan, chair of the Community Affairs Committee (CAC), updated the Board on CAC activities and event planning.

Community Updates

Ms. Sagan shared budget review status and other information related to the Atlanta and New York Metro chapters, as well as the Alliance Competition.

- Ms. Sagan has a call planned with the Atlanta chapter's president.
- Mr. Esposito and Ms. Moyna offered to reach out to the NY Metro chapter.

CAC Committee Updates

- Newsletter:
 - The March 2024 issue will be published either this week or early next week.
- CAC Town Hall
 - The March Town Hall occurred on 8 March
 - Topic: Leadership topics of interest (cont.)
 - 24 attendees
 - Next Town Hall is scheduled for 12 April.
- CAC Liaison Program update:
 - CAC is working on buddying up community leaders with other community leaders who've already successfully done a program/activity they're thinking to do.
- Upcoming events:

- CAC Activities/Presence at Summit
 - Planning is underway for a networking session.
 - Next week, Ms. Sagan will email community leaders to invite them to get together with their members during Summit—at the dine-around and at the CAC/community tables.
 - Planning is underway for a leadership-collaboration session centered around the leadership topics of interest that attendees asked for at the 8 January CAC Town Hall meeting (and later meetings).
- Virtual Leadership Program: Thurs. 6 Jun., 4pm - 6pm ET
 - CAC will begin planning this in April.
 - CAC will need the names and citations for DSCA, DSSA, CAA, and Pacesetter winners.

Community Achievement Awards Committee Recommendations

Ms. Meyer, liaison to the Community Achievement Awards (CAA) Committee, brought forward committee recommendations and proposed citations for the Platinum, Gold, Silver, and Bronze awards, as well as for the Most Improved Community and Community of the Year.

In response to a question, Mr. Esposito clarified that the Board is not voting on the final citation wording and that the Board can submit recommended changes until 28 March.

Motion

Move that the Board approve the CAA recommendations.

Ms. Meyer made the motion. The motion passed.

Unfinished Business

Mr. Esposito enumerated the following unfinished projects from this year, in hopes next year's Board and Governance Committee continue with them:

- Process for evenly following up with delinquent communities.
- A solid draft of a combined regional communities model.
- A simplified financial model for communities.
- Web hosting and domain registration for communities.
- Annual review of STC goals, mission and vision, ethical principles, and so on.

New Business

Mr. Esposito introduced the following topics:

Future Summit Locations

Mr. Esposito shared a U.S. map with state capitals and major cities across the country. He invited the Board to start considering places in the central states, which might make it easier for more people to attend.

Proposal for World Information Developers Day

As a talking point for the next Board meeting or a future meeting, Mr. Esposito shared an STC member's proposal and rationale for recognizing June 1 as "World Information Developers Day."

The Board expressed openness to exploring this idea, with perhaps a name that better reflects STC's mission and organization.

New Board Drive

Mr. Esposito notified the Board that STC has a Google account now and that, starting with the new Board, the Board will transition to STC-managed and branded email addresses. The Google drive will be hosted from the STC account going forward, as will the Google Groups, and so on. That way, files will not be owned by individuals who are no longer on the Board and may not even be part of STC at present. Future boards will not be restricted from accessing earlier boards' files and information.

Closing Remarks/Reminders

- Mr. Esposito reminded the Board of the date for the next monthly Board meeting, and explained the 1 May change-over meeting.
- Ms. Gallalee reminded the Board members to:
 - Share with her their Summit hotel dates, so that she can make their reservations.
 - Register for the conference.
- Ms. Werner notified the Board that there will be no financial report at the 17 April Board meeting, and that she will target the 1 May meeting for the next financial report.
- Mr. Esposito thanked the Board members for attending this month's meeting.

Next Meeting

17 April 2024, at 5:00pm ET, for the Monthly Board Meeting

Adjournment

The meeting adjourned at 6:55pm ET.