



Society for
Technical
Communication

Board of Directors Meeting Minutes

26 June 2024, 6:31 pm ET

Attendees

Board

Elizabeth Herman, President
Danielle Villegas, Vice President
Timothy Esposito, Immediate Past President
Jackie Damrau, Secretary
Timothy Shaw, STC Executive Director

Guiseppe Getto, Director
Jennifer Goode, Director
MaryKay "MK" Grueneberg, Director
Amanda Patterson, Director
Wendy Ross, Director
Jamye Sagan, Director

Absent

- Bobbi Werner, Treasurer

Guest Participant

- Erin Gallalee, STC Director of Operations, Membership, and Community Relations (departed call at 7:51 pm ET)

Agenda Items

- Call to order (5 min)
- Consent agenda items (5 min)
- Executive Director report (10 min)
- Financial Committee Report (10 min)

Herman
Herman
Shaw
Shaw for Werner

- Unfinished Business (30 min)
- New Business (30 min)
- Closing remarks/reminders (5 min)
- Adjourn (5 min)

Herman, Esposito
Herman
Goode
Herman

Consent Agenda Items

- Approval of Agenda
- Approval of Annual Business Meeting Minutes
- Approval of 2024-05-16 Board Meeting Minutes
- Approval of April Financial Committee Report
- Nominating Committee Update

Call to Order

The meeting was called to order at 6:31 pm ET. Quorum was declared and the meeting proceeded.

Agendas

The agenda and consent agenda were adopted.

Executive Director's Report

Shaw updated the Board on triaging Gallalee's departure scheduled for Friday, 06.28.2024. He is getting trained on IMIS and transitioning to a new membership database at the same time. Shaw, Galilee and Herman met on Monday to determine how to proceed with transitioning other skills.

Shaw reported on the Summer 2025 Summit location under consideration for two Michigan sites as well as other mid-West cities, but neither are available for the dates or accommodate our space requirements. Shaw reached out to Patterson to reassess the space requirements. Shaw and Patterson have reached out to the meeting planning vendor to assist with looking at other mid-West city sites as well as reaching out to the Michigan locations again.

Shaw asked the Summit committee to consider dates that return back to a Monday through Wednesday schedule

Finance Committee Report

Shaw presented, in Werner's absence, the May 2024 financials that are cumulative from January to May. June financials had not been received by this meeting.

Shaw reviewed the budget versus actuals and pointed out various things for the Board to understand and consider.

Motion

- *Move that the Board accept the Finance Committee report for the month of May 2024.*
- Herman made the motion. No second required on this motion per Shaw. The motion passed.

Unfinished Business

STC Google Drive Organization

- Esposito covered the consolidation of the Google Workspace from individual Google Drive folders done in the past and merging them into an STC Google Workspace going forward. This Google Workspace will now require STC email accounts to log in.
- All Board/Committee managers will use the Google Workspace instead of hosting personal Google Drive folders. Esposito walked through the folder structure for informational purposes only.
- Esposito has created Board-specific and public-specific folders for each Committee's use. The Board-specific folders will be for information that is only for the Board to see, while the public-specific folders will be for the Committee Chairs and their Committee members to use when conducting committee work. Committee Chairs will need to share out the public-specific folders with their Committees.

Board Conflicts of Interest

- Herman asked Patterson and Ross to disclose their reasons for potential conflicts of interest. Getto may have a potential conflict.

New Business

2024-2025 Committee Chairs for Governance, Education, and Summit

- Herman covered the cycle that Committee Chairs will need to follow and that will be approved by the Board at this meeting.

Motions

- *Herman made a motion to accept the proposed Continuing and New 2024-2025 Committee Chairs as nominated and presented.*

- Villegas seconded. The motion passed with four abstentions from those Board members serving from an elected position: Patterson, Ross, Sagan, and Grueneberg.
- *Move that the Board accept the proposed 2024-2025 Committee Governance Committee members as nominated and presented.*
- Herman made the motion. Ross seconded. The motion passed with three abstentions (Herman, Esposito, Villegas).
- *Move that the Board accept the proposed 2024-2025 Education Committee as nominated and presented by Craig Baehr.*
- Herman made the motion. Sagan seconded.
- *Move that the Board accept the proposed 2024-2025 Summit Committee as presented.*
- Herman made the motion. Villegas seconded. The motion passed with one abstention (Patterson).

Retention of Current Accounting Firm

- Shaw reviewed the renewal contract for MFO, our current accounting firm, will exceed his expenditure approval limit authorization.

Motion

- *Move that the Board provide approval authorization Shaw to cover the total expenses of MFO's contract renewal for July 2024 - June 2025 in the total amount of \$48,000 to continue conducting accounting services for STC.*
- Goode made the motion. Ross seconded.

Erin Gallalee Resignation

Herman advised that she and Shaw will work with the Executive Committee to work on a path forward in distributing Gallalee's tasks.

Herman will communicate periodically to the Board as she and Shaw have updates or if special meetings are needed.

Closing Remarks/Reminders

Goode reviewed the Action Items and Assignments captured from this meeting and provided meeting feedback.

Herman reminded the Board of the date for the next monthly Board meeting.

Next Meetings

07.24.2024 @ 6:30 pm ET

Adjournment

The meeting adjourned at 8:04 pm ET.