

Agenda

- 9:30am Call to Order
- 9:35am Establish A Quorum
- 9:40am Establish the ability for President to make changes to the agenda
- 9:45 Old Business
 - Membership Types
 - P&P Changes
 - Bylaws to be voted on by the membership at the Spring Conference
 - Other Items
- 10:15 New Business
 - AASFAA Long Range Plan
 - Other items
- 10:45 Adjourn

Meeting held via conference call.

Meeting called to order by President, Stephanie Miller, 9:35am.

Dana Kitchens: Call the role: Attendees included Stephanie Miller, Kevin Ammons, Phillip Nelson, Betty Edwards, Jay Powell, Debra Moody and Dana Kitchens

A quorum was established.

Establish ability to allow the President to make changes to the agenda: All members agreed.

Membership Types: Stephanie Miller

Lisa Powell/Membership chair requests establishment of two types of memberships: Institutional and Individual. The Institutional would have a flat fee for a set number of individuals at an institution.

EX: \$200 for 8 members. Membership can be transferrable: by death or job change.

Questions: Philip Nelson: Will there be a smaller option for smaller institutions?

Response: Stephanie Miller: It is suggested that we not offer levels of institutional memberships.

Jay Powell: Prefers higher rate for members as noted in example. How will this impact schools that cannot pay institutional rate?

Kevin Ammons: How would this impact 2 year schools?

Philip Nelson: Rules could have an appendage which the Secretary would update each year.

Stephanie Miller: How would Policies and Procedures (P&P) and By Laws be rewritten?

Article I: B. Type of Membership. Currently States:

Membership shall be individual rather than institutional and shall not be transferable.

Motion made by Betty Edwards: Have a change in the Bylaws presented to the membership: Membership shall be Individual or Institutional and are non-transferrable except upon approval by the Executive Board.

2nd made by Jay Powell.

Further discussion: Kevin Ammons: Would we have levels?

Response: Stephanie Miller: No, the membership would be a hybrid.

Jay Powell: Can invoicing be handled? Stephanie Miller- Response: Yes.

Voting: Approve: All Not Approve: None Abstain: None Motion Passed.

Stephanie Miller will email members to be aware of the vote to take place at the Business Meeting of the Spring 2015 conference. Motion will be addressed by Membership Chair at meeting.

By Law Changes:

Article VIII Amendments: Stephanie Miller

The article currently gives regard to paper ballots, it is recommended to remove wording of 'returning ballots' since paper ballots have not been used in several years. Option could state "If paper ballots are used."

Kevin Ammons: How can we verify duplicate votes? Solution: Paper ballots could be pre-numbered. This would also be a change in the P&P.

Motion made by Phillip Nelson 2nd by Dana Kitchens Change wording as noted.

Change in Article VIII Amendment: *as noted in italics*

- A. These Bylaws may be amended or revised, upon the recommendation of the Executive Board, by either a two-thirds (2/3) majority vote of those active members present and voting at the business meeting, or a two-thirds (2/3) majority vote of those active members voting electronically or if paper ballots are used, returning ballots within thirty (30) days of the mailing date of votes taken by mail.

Voting: Approve: All Not Approve: None Abstain: None Motion Passed.

Article IV, Section C, 4 & 5

SASFA no longer has a committee, but a task force.
Topic tabled for a later date.

Article IV Duties of Officers: Betty Edwards proposed the following:

Add wording to refer to other duties as requested: Add: and any other duties as stated in the P&P

Add wording to serve on other committees, AASFAA, SASFAA, and/or NASFAA to all officers' duties and strike # 4, and #5 under Vice President

Motion made by Betty Edwards 2nd by Jay Powell Discussion: None

Vote Approve: All Not Approve: None Abstain: None Motion Passed.

Article III Section E Betty Edward proposed the following:

In a conversation with Dr Wall, it is suggested that the notation of the newsletter to be stricken

Motion made by Phillip Nelson 2nd made by Kevin Ammons Discussion: None

Motion to revise Article V: E. Officer Removal: revision noted in *italic*

Officers may be removed from office for misconduct, failure to perform the duties of the office, or for other just causes as determined by the Board. The Board, in executive session, shall consider the charges, review evidence presented by all parties, and reach a decision. A two-thirds majority vote of the board is necessary for removal from office. The decision of the Board will be final. The President shall preside over the proceedings unless the President is being considered for removal from office. In this event, the Vice President will preside. Counsel may be present to advise the parties; however, they may not speak in the proceedings. The Secretary or designee will compile minutes of the executive session. The presiding officer shall provide a summary of the action of the Board to the membership electronically.

Voting: Approve: All Not Approve: None Discussion: None Motion Passed

Article V: A Dr Wall has requested a change in the order of committees listed and remove Publications.

Jay Powell: Order is not important, as an option the list could be alphabetical.

Stephanie Miller: All committees are important. Suggested to add Scholarship and Electronics/Webmaster to the list.

Motion made by Jay Powell 2nd by Betty Edwards Discussion: None.

Motion to Add Scholarship and Electronic/Webmaster committees to current listing in Article V: A.

Voting: Approve: All Not Approve: None Abstain: None Motion passed.

Article III : A Betty Edwards proposed changing wording from THE to THIS in the following text: The administrative responsibility of the Association shall be vested in a committee known as the Executive Board. *THIS* committee shall be designated as the Board of Directors. The Executive Board shall be empowered to act on behalf of the Association.

Phillip Nelson: Does a grammatical correction need to be voted on?
Dr Wall will be contacted to verify if a grammatical error needs a vote.

Policies and Procedures Change Recommendations

Table of Contents: 10.3.1 Fidelity Bonding

Jay Powell has requested a quote. Jay will also ask the financial institution to give a presentation. An option is for the Executive Board to meet on a conference call for the presentation.

2.7.2 Sponsorship/ Exhibitor

Currently states: All prize drawings, including scholarships, are prohibited. Exhibitors may not offer program or workshop participants the opportunity to sign up for or enroll in any contests or to receive gifts or giveaways at a later time in excess of the stated nominal value.

Stephanie Miller: The nominal value is set as fair market value of \$10.

Phillip Nelson: Does this restrict scholarships awarded? Should wording be changed to include “ unless approved by Executive Board.”

Motion by Phillip Nelson 2nd by Kevin Ammons Changes noted in *italic*.

Change 2.7.2 Added text : All prize drawings, including scholarships, are prohibited unless approved in advance by the Executive Board.

No Discussion: Voting: Approve: All Not Approve: None Abstain: None Motion passes.

2.7.3 Contributors

Should there be a change in the wording?

Contributors will be acknowledged in the conference and workshop programs and at appropriate points throughout the year via a listing in alphabetical order by tiers and by organization name.

Phillip Nelson: Contributors encompasses all sponsors, etc.

No change

3.1 Logo

Logo is not retained on computer disk or as camera ready. Logo is currently only available on line.

Motion by Betty Edwards 2nd by Dana Kitchens Change wording as noted in *italic*.

The logo shall be displayed on all Association stationery and certificates and on other official documents, when practical. For this purpose, the logo shall be retained at AASFAAonline.org.

No Discussion: Voting: Approve: All Not Approve: None Abstain: None Motion passes.

3.3 Corporate Seal

Dr Wall has stated that we have not had a Corporate Seal.

Phillip Nelson: Is there a need for a seal? If we have not had the need for a seal, shall this section be stricken from the P&P? A notary has been used in the past for Treasure/banking requirements.

Motion by Phillip Nelson 2nd by Dana Kitchens Strike 3.3 from the P&P.

Voting: Approve: All Not Approve: None Abstain: Jay Powell Motion passed.

3.3.3 Certificates

Should these be maintained by Archives? Topic tabled

3.3.5 Stationery & Supplies

Stephanie Miller: should supplies be maintained by Archives and the Secretary?

Wording currently: The following represents the standard stationery and supplies maintained by the Association: Stationery, including the Association's logo,
Name badges displaying the Association's logo,
Conference and membership registration forms, and
Expense and financial reporting forms used by the Treasurer.

Motion by Betty Edwards 2nd by Dana Kitchens Change wording as noted in *italic*

The following represents the standard stationery and supplies maintained by the Secretary and in the Archives include certificate holders, standard and manila envelopes resolution paper with the Association logo.

Voting: Approve: All Not Approve: None Discussion: None Motion Passed

A small inventory of the stock will be transferred to the Archive committee chair at the next meeting.

President 5.2.1 Additional Expectations

Stephanie Miller: This section was initially noted as 'to be written.'

Section rewritten as: changes in *italic*

1. Provides the updated list of officers and committee chairs to the Electronic Services/Webmaster Chairperson to update the website no later than July 31st.
2. Reviews the website, aasfaaonline.org for accuracy.
3. Sends a welcome email or written note to new members on the behalf of AASFAA

Motion by Dana Kitchens 2nd by Jay Powell Change as noted

Vote: Approve: All Not Approve: None Abstain: None Motion passed

Stephanie Miller: Due to time taken today, it was suggested that this meeting be adjourned and to complete P&P review at a later date.

Stephanie Miller will email the membership prior to Spring 2015 conference and present changes made today to the membership at the Business meeting of the Spring 2015 conference. Attached addendum includes email notification sent to membership on April 24, 2015.

Motion to adjourn made by Jay Powell 2nd by Phillip Nelson

Meeting adjourned at 11:05am.

Minutes Respectively Submitted.

Dana Kitchens/ Secretary

Addendum

Subject: Notice of Executive Board Meeting and Bylaws Vote

List: aasfaa-list

Date: April 24, 2015

From: STEPHANIE MILLER

sdmiller@jsu.edu

Dear AASFAA Members:

This email is sent to notify the membership of the recommended Bylaws changes that will be voted upon by the membership during the scheduled 2015 AASFAA Spring Conference Business Meeting on Wednesday, April 29th, immediately following the luncheon -- 1:00 pm, at the Dixon Conference Center in Ballroom A.

According to the Bylaws of the Association (Article VIII.A), an amendment or revision may be made to the Bylaws based on the following:

These Bylaws may be amended or revised, upon the recommendation of the Executive Board, by either a two-thirds (2/3) majority vote of those active members present and voting at the business meeting, or a two-thirds (2/3) majority vote of those active members returning ballots within thirty (30) days of the mailing date of votes taken by mail.

The following amendments and revisions will be recommended to the membership for vote at the scheduled 2015 AASFAA Spring Conference Business Meeting on April 29, 2015 at the 2015 Spring Conference.

--CURRENT:

Article I.B. Type of Membership - Membership shall be individual rather than institutional and shall not be transferable.

---RECOMMENDATION:

Article I.B. Types of Membership - Membership shall be individual or institutional and shall not be transferable except upon approval by the Executive Board.

--CURRENT:

Article III.E. Officer Removal - Officers may be removed from office for misconduct, failure to perform the duties of the office, or for other just causes as determined by the Board. The Board in executive sessions, shall consider the charges, review evidence presented by all parties, and reach a decision. A two-thirds majority vote of the board is necessary for removal from office. The decision of the Board will be final. The President shall preside over the proceedings unless the President is being considered for removal from office. In this event, the Vice President will preside. Counsel may be present to advise the parties; however, they may not speak in the proceedings. The Secretary or designee will compile minutes of the executive session. The presiding officer shall provide a summary of the action of the Board to the membership at the next regularly scheduled meeting or through the Association's newsletter or electronic mail.

---RECOMMENDATION:

Article III.E. Officer Removal - Officers may be removed from office for misconduct, failure to perform the duties of the office, or for other just causes as determined by the Board. The Board in executive sessions, shall consider the charges, review evidence presented by all parties, and reach a decision. A two-thirds majority vote of the board is necessary for removal from office. The decision of the Board will be final. The President shall preside over the proceedings unless the President is being considered for removal from office. In this event, the Vice President will preside. Counsel may be present to advise the parties; however, they may not speak in the proceedings. The Secretary or designee will compile minutes of the executive session. The presiding officer shall provide a summary of the action of the Board to the membership electronically.

---RECOMMENDATION: ADDITIONS TO DUTIES OF THE PRESIDENT, PRESIDENT-ELECT, VICE PRESIDENT, SECRETARY, TREASURER AND TREASURER ELECT:

ARTICLE IV.A.8. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.A.9. Any other duties as stated in the Policy and Procedure Manual.

ARTICLE IV.B.4. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.B.5. Any other duties as stated in they Policy and Procedure Manual.

ARTICLE IV.C.7. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.C.8. Any other duties as stated in they Policy and Procedure Manual.

ARTICLE IV.D.6. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.D.7. Any other duties as stated in they Policy and Procedure Manual.

ARTICLE IV.E.10. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.E.11. Any other duties as stated in they Policy and Procedure Manual.

ARTICLE IV.F.10. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.F.11. Any other duties as stated in they Policy and Procedure Manual.

ARTICLE IV.G.3. Serve on such other AASFAA, SASFAA and/or NASFAA committees as appointed.

ARTICLE IV.G.4. Any other duties as stated in they Policy and Procedure Manual.

--CURRENT:

ARTICLE IV.C.3. Serve on such other committees as appointed; ARTICLE IV.C.4. Serve as state representative to SASFAA's Membership Committee; ARTICLE IV.C.5. Serve as state coordinator to NASFAA's Membership Committee

---RECOMMENDATION: DUTIES OF THE VICE PRESIDENT ARTICLE IV.C.4. Strike from Bylaws ARTICLE IV.C.5. Strike from Bylaws

--RECOMMENDATION: ADDITIONS TO STANDING COMMITTEES OF THE ASSOCIATION:

ARTICLE V.A.13. SCHOLARSHIP COMMITTEE

ARTICLE V.A.14. ELECTRONIC SERVICES/WEBMASTER

--CURRENT:

ARTICLE VIII.A. These Bylaws may be amended or revised, upon the recommendation of the Executive Board, by either a two-thirds (2/3) majority vote of those active members present and voting at the business meeting, or a two-thirds (2/3) majority vote of those active members returning ballots within thirty (30) days of the mailing date of votes taken by mail.

---RECOMMENDATION:

ARTICLE VIII.A. These Bylaws may be amended or revised, upon the recommendation of the Executive Board, by either a two-thirds (2/3) majority vote of those active members present and voting at the business meeting, a two-thirds (2/3) majority vote of those active members voting electronically, or if paper ballots are used, by returning ballots within thirty (30) days of the mailing date of votes taken by mail.

This email is also sent as an additional notification, initial notification in the AASFAA 2015 Spring Conference Full Program at aasfaaonline.org of the Executive Board meeting at the Auburn Hotel and Dixon Conference Center on April 28th at 7:15 pm. The Board meeting is open to all AASFAA members who wish to attend.

Safe travels!
STEPH

REPLY: To reply to the person sending this message, use the email address in the 'From' section of message above. Messages replied back to this list will be discarded.