



CAPCA BOARD OF DIRECTORS MEETING
04 February 2012
Grove Park Inn
Asheville, NC

The CAPCA Board of Directors met at the Grove Park Inn in Asheville, North Carolina on 04 February 2012. A closed Board Meeting was held in the morning and called to order by President Mark Hawes at 11:10 am and the meeting adjourned at 12:02 pm. An Open Board Meeting was held in the afternoon and called to order by President Mark Hawes at 1:00 pm and the meeting adjourned at 3:59 pm. The following were present at the open meeting.

<u>Board Member:</u>	<u>Role:</u>	<u>Present</u>	<u>Absent</u>
Max Justice	Past President	X	
Mark Hawes	President	X	
Sheila Holman	Vice President/Program Chair	X	
Renee Shealy	Treasurer	X	
Randy Taylor	Secretary/Finance Director	X	
Beth Partlow	2 nd Year Director	X	
Rich Weber	2 nd Year Director	X	
Penny Mahoney	Past President	X	
Duane Mummert	1 st Year Director	X	
Dale Overcash	1 st Year Director	X	

<u>Staff Member</u>	<u>Role:</u>	<u>Present</u>	<u>Absent</u>
Ann Daniel	Executive Secretary	X	
Connie McElroy-Bacon	Conference Coordinator	X	

CAPCA Committee Members

Committee Represented

Present

Carl Burrell

Planning /Arrangements /Events



Guests attending Board

Meeting

None

I. President's Comments (*Mark Hawes*)

The President called the meeting to order at 1:00 pm. The agenda was approved as distributed.

a) New Contractor structure and process

Mark Hawes briefed the board on the new contractor structure and process that was implemented in January 2012. This included the elimination of the CAPCA Registrar position and delegating the associated tasks to the Event Coordinator, ConnieMcElroy-Bacon, Bookkeeper, Kristy Griggs, and Executive Secretary, Ann Daniel.

b) Confidentiality Agreements for Board Members, Contractors and volunteers

A Confidentiality Agreement was presented by Max Justice for Board Members, Contractors, and Volunteers to sign and date. The agreement states that those who sign will agree to keep all CAPCA business related information confidential. This agreement covers the Executive Secretary, Event Coordinator, Bookkeeper, Web Designer, and all Board Members including Officers and Directors. This does not cover the volunteers at the registration area at the meetings.

II. Secretary's Report (*Sheila Holman/Randy Taylor*)

a) Review / approval of December 10, 2011 Minutes

The Meeting Minutes from the December 10, 2011 board meeting was distributed for final review and approval by the Board. The past Secretary noted the changes made to the hard copies compared to the electronic version distributed on January 3, 2012. Motion made by Mark Hawes to approve and

seconded by Max Justus to approve. The motion carried by unanimous approval by the Board.

III. Treasurer's Report (*Renee Shealy*)

a) Review of current financial status

The Treasurer reported that the organization is in good financial standing based on the Profit and Loss statement from Quickbooks. However, it was noted that the existing checking account balance was lower than it has been at the same time in previous years. This is due to the fact that CAPCA has been slowly losing money on the conferences over the past year because of higher food and beverage prices at the hotels and because registration and booth fees have remained unchanged. Since CAPCA voted in December 2011 to increase registration fees and guest fees and with a continued focus on expanding our number of sponsorships, this should help offset the increased conference costs going forward.

b) Finalization of Audit (*Renee Shealy and Randy Taylor*)

Renee Shealy, Sheila Holman, and Randy Taylor presented the final 2010 audit report to the board. A signed electronic version will be emailed to all of the board members after the meeting for their review and final approval.

c) Board Consideration of Confidentiality Agreements

This was covered in detail during the President Comments at the beginning of the meeting. A Confidentiality Agreement was presented by Max Justice for Board Members, Contractors, and Volunteers to sign and date. The agreement states that those who sign will agree to keep all CAPCA business related information confidential. This agreement covers the Executive Secretary, Event Coordinator, Bookkeeper, Web Designer, and all Board Members including Officers and Directors. This does not cover the volunteers at the registration area at the meetings.

d) 2011 Tax Return preparation – *approval of expenditure*

Mark Hawes reminded everyone that Eve McCoy, CAPCA Tax Accountant, has prepared our annual tax return for a number of years. Renee Shealy asked the Board if they wanted to use Eve McCoy again in 2012 to prepare the 2011 tax return. Sheila Holman made a motion to approve using Eve again and the motion was seconded to approve. The motion was approved unanimously by the Board to use Eve McCoy in 2012 to prepare the 2011 tax return.

e) 2011 3rd party audit – *consideration and approval*

Renee Shealy discussed the external 3rd party financial audit schedule. It was discussed whether we should proceed with the audit in 2012 for the 2011 year or defer it for a year until 2013 so that she can audit the 2012 books, which will be based on our new accounting process using Quickbooks. A motion was made by Max Justice to defer the external audit until 2013. Rich Weber seconded the motion. The motion was approved unanimously by the Board to defer the external audit to 2013 for the 2012 year. The internal 2011 financial audit performed by the CAPCA Finance Committee will proceed as scheduled in 2012.

IV. Conference Approval

a) Review dates for Spring and Fall Conferences and Board consideration of approving expenditures for the Spring and Fall conferences.

Mark Hawes described that we need to review and approve the meeting dates for 2012 and the expenses for the meeting. This is to approve the meetings based on our knowledge of our financial soundness and since the meeting expenses exceed \$2,000.

The Spring conference was proposed to be held April 18 through 20, 2012 at the Grove Park Inn. The Fall conference was proposed to be held October 17 through 19, 2012 at the Myrtle Beach Hilton. A motion was made by Sheila Holman to approve the meeting dates for the meeting. Beth Partlow seconded the motion. The motion was approved unanimously by the Board to approve the meeting dates for the 2012 meetings.

There was an extensive discussion about the need for the Board to approve the expenses for the Spring and Fall 2012 since these meetings were approved and scheduled for many years. There was also a discussion by Board as to whether we can approve the Fall expenditures until we have the money in the bank to cover the cost. Mark said we need to approve all expenses for the Fall conference except for the hotel expenses. Sheila moved that the Executive Secretary and Event Planner should be able to proceed with procurement of supplies, printings, and mailings and that the remaining expenses for the April meeting will be approved via email by the Board after the April meeting concludes. Extensive discussion on whether the approval needs to be done for these expenditures since we have already approved the meetings and have contracts for the meetings. Sheila Holman withdrew her motion. Instead, it was concluded that the Finance Committee needs to rewrite the procurement policy to only require the approval of non- customary expenses for CAPCA (i.e., new computers). Renee agreed to send a red-lined version of the CAPCA procurement policy to the Board Members via email for Board approval next week.

V. Spring 2012 Conference

a) Program update (*Sheila Holman*)

Program Update: The Vice-President reported that there was a great program meeting held that morning. Session chairs and speakers have been assigned for all sessions and most are confirmed except for a few on Friday morning. The session chairs are to have session descriptions to Sheila Holman by February 10, 2012. All combined session descriptions and speakers will be provided by Sheila to Ann by the end of February 2012 for inclusion into the CAPCA program. Connie would like email addresses of speakers so that she can coordinate with the speakers. Connie and Ann will decide on whether we should send a post card announcing the meeting by mail or send via email. It was discussed that Connie will prepare a “save the date” email to prospective attendees next week and then send to all of the email addresses in the database. This will be done next week.

b) Sponsors and exhibitors (*Ann Daniel, Connie McElroy-Bacon, & Randy Taylor*)

Randy reported that the Finance Committee held a meeting earlier in the day and that we already have \$4,000 in sponsorships to date and 6 exhibitors. It was reported that the Finance Committee will be working to solicit new sponsors in order to increase number over last year and Ann will be sending Sponsorship info to each committee member so they can send to prospective sponsors. Furthermore, we will be preparing a list of additional sponsorship opportunities for the Board to consider and for potential roll out at the April meeting. This could include break, cups, etc. sponsorships.

Mark also indicated that he would like to have either the President or Vice President attend the Exhibitor Meetings held on Friday mornings at the CAPCA meeting in order to assist in obtaining vendor feedback on the meeting.

c) Registration (*Connie McElroy-Bacon*)

1. New process for handling information & registration area (*Connie*)

Connie discussed the updated process handling information and registration and demonstrated how she plans to provide name tags to attendees in an efficient way at the meeting. Board also discussed way of producing name tags and ribbons. Board instructed Connie to proceed with what she believes would work the best. Ribbons will be used with plastic sleeve and those with no ribbons will just have the name tag without the plastic sleeve. Also, the back of the name tag will have the conference schedule printed on it.

2. Printed Materials – opportunities to reduce printing and mailing?
Board Brochure? Member lists?

There was a discussion about whether we want to reprint the General CAPCA Membership Brochure and just refer to the document on the CAPCA web page. Board agreed that we do not need to reprint the brochure at this time as we still have enough copies. There was also an extensive discussion on whether we should continue the practice of printing and mailing the Membership Directory and Attendees List to all of the members. Printing and mailing to

members is a huge expense and we are looking for ways to decrease costs. There was a discussion about only placing the documents on the CAPCA website in the “Password Protected Area” where the presentations are placed and to inform the members at the Spring and Fall meetings that these are now located on the website. The Board decided we would not print these documents in the future and would place on website and also make these available electronically via email upon request by attendees. Mark Hawes will make an announcement at CAPCA Thursday morning that we are doing this as part of our cost savings initiative.

d) Arrangements

1. Parking – Communication issues

Parking info is on CAPCA web site and is being communicated to members in Program Brochure.

2. Internet

Connie has full access to Event Bright.

3. Surveys – Additional questions – (Rich)

Rich Weber wanted to include in the survey a way to break down of industry groups and to ask what the industry is subject to such as Title V, Minor, PSD, NSPS. Also discussed was adding info on years of experience (1-5 years, 6 to 10) and how many years has an attendee been in the business (1 to 5, 6 to 10, etc.)

4. Other issues

Carl and Connie met with GPI on food and beverage. There is an increase of 9 to 45% increase on food and beverage. The lunch price has gone up from \$27 to \$42 for lunch. The Board discussed ways to reduce the food and beverage cost again. Mark asked Connie and Carl to tell GPI we would do 2011 cost per person plus 5% per person.

We will not do entertainment this year on Thursday night in order to cut cost except for maybe a Karaoke machine. We still want to do Attendance Vendor Card for Thursday night.

The cost of the meeting increasing was discussed by Mark. Sheila recommended that we look at this again at December meeting.

e) Gifts / Other

Connie presented potential gifts for the meeting. Connie will pursue visor hats and golf hats in royal blue color.

VI. Committee Updates (including Committee Members & 2012 priorities)

a) Committee Assignments for 2012 – see attached

b) Governance (Penny Mahoney) – Max will lead this with Penny Mahoney. Sheila also agreed to be on this committee as needed. This needs to include Pas President, President, and Vice President. Penny reported that we made significant progress last year and made changes in organization in late 2011. Max will move this forward.

c) Membership and Marketing (Nancy Marshall) – see attached.

Carl, Nancy, Margret, Max, Penny and Dewayne will be on this committee. Penny will chair this meetings. This committee is being asked to meet before April 2012 and to develop a plan going forward. The membership committee will report back on progress at the next board meeting in April 2012.

d) Finance and Sponsorship (Randy Taylor) – see attached.

Randy reported on the Finance Committee meeting and that we have \$4,000 in sponsorships to date. Also, reported that we will pursue new potential sponsors and have a list of targets. The next steps will be for the Finance Committee to develop a proposal for “additional” sponsorship opportunities and bring to the board for review.

VII. Other Business

a) Clemson Scholarship – The Board discussed whether we should provide a \$1,000 scholarship to Clemson given our current

financial situation. Max wanted to know what CAPCA gets out of providing this scholarship. If we are going to do this is there a better way to do this going. Sheila said we need to understand who is responsible for awarding scholarships. Max says that we should do both this year but look for ways to better promote the award to our membership. Mark made a motion to approve contingent on developing an approach to better promote the scholarship and also to understand how and who the award goes to and to have the student write letter on what it means to them. This should be high priority for the Membership and Marketing Committee and report to the Board at the April 2012 Board meeting. Motion was made by Sheila, and seconded by Renee and approved unanimously by the Board.

VIII. Closed Board Meeting

The closed board meeting began at 11:10 am. The Closed Board meeting concluded at 12:02 pm.

IX. Future Board Meetings & Schedule

The next Board meeting will be 18 April 2012 at the Grove Park Inn beginning at 8:00 AM and a short meeting following the Spring meeting on Friday afternoon April 20, 2012.

X. Adjourn

The Board Meeting adjourned at 3:59 pm.

Respectfully Submitted,

Randall K. Taylor

Secretary