NACAS BOD Meeting Minutes - October 30, 2015
Grand Hyatt San Antonio, Room - Bonham D

NACAS Board of Directors:

Kathryn Le Gros  President
Bill Redwine    President Elect
Diane Reynolds  Vice President
Carlos Garcia  Treasurer
Jean Kwaterski  Past President
Scott Seagren  Central Representative
Peter North  East Representative
Eddie Mills  South Representative

NACAS National Office Staff:

Eleanor Mower  Interim CEO/COO
Caleb Welty  CM&IO
Marcia Oakley  Executive Assistant

Guests:
Kelsey Harmon Finn  Incoming CEO
David Wahr  Incoming Board Member
Jared Ceja  Incoming Board Member

President Le Gros called the meeting to order at 8:01 a.m.

1. Welcome to the new NACAS CEO
   • President Le Gros welcomed incoming CEO, Kelsey Finn and incoming Board members David Wahr and Jared Ceja.

2. Approval of Agenda
   M/S/P Kwaterski/Garcia “to approve the agenda.”

3. Approval of September 30, 2015 & October 7, 2015 Minutes
   M/S/P Redwine/Reynolds “to approve the September 30, 2015 minutes as presented.”
   M/S/P Kwaterski/Reynolds “to approve the October 7, 2015 minutes as presented.”

4. NACAS National Office Update
   • Ms. Mower reported that the new board orientation will be held in Charlottesville on November 17th.
   • The IRS auditor will be in the office the second week of December.
   • The three Institutes are open for registration.
   • The installation of our new AMS system is in progress. Data is being migrated into the new system.
   • A new marketing program has begun on NACAS tv.
   • Chris Dastoli has accepted the financial manager position and will begin on November 9th.
• Ms. Mower reviewed the updated BOD dashboard metrics. Mr. Looney noted that certain CASP information, including the pass rate should not be shared. “Total Institutions” and “Business Partners” were added to the dashboard. The dashboard ties into our Priority Actions and Strategic Plan themes.

Action item:

➢ Ms. Mower to move “Customers” under “Learning and Development” on the dashboard.

5. Treasurer’s Report

• Mr. Garcia reviewed the Statement of Activities as of September 2015. Revenue has increased due to an increase in conference registrations. This has made a huge difference in the budget for 2015.
• Ms. Mower noted that exhibit sales also increased, renewals continued to come in and expenses were cut. Also, to date, the expected costs for the CEO search had come in less than budgeted.
• Ms. Mower reported that NACAS secured a tax exemption in Texas, resulting in thousands of dollars saved in sales tax. This will help greatly to offset conference expenses.
• Budget highlights for 2016:
  o Added presidential scholarships
  o Projecting a $63,000 net
  o Adding new professional development events
  o Registration fees increased
  o Dues increased
• Mr. Garcia reviewed the 2016 budget items that were not included in budget:
  o Budget yearly investment reserves ($50,000 per year)
  o Board development and retreat ($10,000)
  o Full time dedicated membership manager ($50,000)
  o Funds for a community college member scholarship
  o Technology support ($67,000)
  o Additional staff support in the event the decision is made to centralize operational needs for NACAS
• Discussion was held on scholarships. The Education Foundation has this item on their October 31st board meeting agenda.
• The Board would like to see the savings quantified and a list new services that will result from the new technology.
• Ms. Kwaterski suggested that the Board needed to see the financials from the Education Foundation on a regular basis.

Action item:

➢ Ms. Mower to identify the cost savings/efficiencies of the new database and any increased value for membership.

6. NACAS Organization Structure

• Ms. Kwaterski noted that the NACAS Organization Structure Review Task Force report will be discussed with the regional presidents on October 31st. The Board previously voted to
change to a 501(c)6. This will be also be discussed with the regional presidents on whether to be one or stay as five 501(c)6’s.

• Ms. Kwaterski reviewed the task force’s proposed next steps and timeline, which was approved by the regional representatives.
• The Canadian Committee is not recommending that Canada be split into three regions or become their own region at this time.
• It was suggested that a like position meeting be held at the LTM with regional and national officers to brainstorm what services the NACAS National Office staff could provide.
• Ms. Le Gros will assume the role of the OSRTF chair in November as the new past president.

Action item:

➢ All regions need to update their Constitutions to clarify the relationship between NACAS and the regions by early 2016.

7. NACAS/Education Foundation MoU

• Mr. Redwine gave an overview of how the Memorandum of Understanding was created to formalize responsibilities, reporting, etc. between NACAS and the Education Foundation.
• Discussion was held on how funds would be collected and deposited for fundraising, sponsorships, etc. However, conference sponsorships will remain separate from the Foundation.
• Packages need to be created for fundraising, sponsorships, advertising, etc. to sell to business partners.
• President Le Gros to sign this after the Education Foundation meets on October 31st.

Action items:

➢ The Association to be listed as NACAS throughout the MoU.
➢ Attorney Jeff Leiter’s list of definitions to be added to the MoU.

M/S/P Reynolds/Kwaterski “to accept the NACAS/Education Foundation MoU.”

8. CCBO Relationship Update

• The contract between NACAS and CCBO ends December 31, 2016.
• President Le Gros and the NACAS National Office staff held discussions with the past president and current president of CCBO. They have indicated that they have been happy with the CCBO staff.
• CCBO is interested in partnering with NACAS in as many ways as possible, including conferences (which is different than what the NACAS Board previously understood).
• NACAS (through Ms. Mower) is to provide CCBO a list of how they have benefited from affiliation with NACAS before Christmas
• CCBO is going out for an RFP in March.
• CCBO’s technology and website are separate from NACAS’.

9. Annual Conference Updates

• Mr. Redwine reported 780 delegates are registered for the conference. Exhibit sales have exceeded by $100,000.
• There are 51 golfers registered for the Robert “Bob” DeMoss Golf Tournament tomorrow.
• There are 289 first timers registered. They will receive a welcome letter from President Le Gros when they check in and Mr. Redwine will follow up with another letter after the conference.
• First timers and those who registered as non-members will be targeted for member recruiting.
• Ms. Mower noted that new this year is the NACAS Talks session format.
• NACAS plans on having registration check-in kiosks next year.
• Ms. Mower recommended that the Board contribute to the community service project school backpack.
• Presenters are to check in on the mobile app. The education sessions evaluations are included in the mobile app.
• Discussion was held on tracking sessions for CASP recertification requirements.
• There will be a ribbon cutting during the Grand Opening of the Business Solutions Center.
• Room cancellations needed to be made two weeks prior to conference (previously was 24 hours). Even with this change, the room block dropped tremendously the past two weeks.
• The awards presentations will be spread throughout the conference.
• President Le Gros encouraged the Board to review The Conference Book to note where they need to be during the conference.
• President Le Gros reviewed the reason for the Regional Presidents & NACAS BOD Meeting scheduled for October 31st, as well as the LTM on November 1st. There will be a presentation by Dr. Seibert on the membership needs survey results.
• 2016 Annual Conference update
  o Lucas Oil Stadium will be the venue for the 2016 gala.
  o There will be two campus tours – Butler University and IUPUI (Indiana University Purdue University Indianapolis).
  o There will be a pre-conference workshop.
  o The committee is working on keynote speakers.

• Ms. Mower reported on possible locations for future NACAS Conferences for 2020-2022. The best options to pursue:
  o Anaheim Hilton, November 8-11, 2020
  o Caesar’s Palace, Las Vegas, November 14-17, 2021

Action items:

➢ Ms. Mower to move forward to look into a contract with the Anaheim Hilton for the 2020 annual conference and report back to the Board.
➢ Ms. Mower to look at Atlanta for 2021 as another option.

• It was suggested that we get a business partner to sponsor internet access for the annual conference.
• Resort fees need to be negotiated, if possible as part of hotel rates, as some members are not reimbursed for these fees.
• It was decided that we need to try to avoid holding annual conferences over Halloween, Canadian Thanksgiving and US Thanksgiving.
• Nashville, and Atlanta could be considered for the 2022 conference. Las Vegas could be a backup if not chosen for 2021.
• The summer board meeting could be held in future conference locations that are new to the Board. During years where a future conference is being held that the Board is familiar with, the summer board meeting could be held elsewhere that is economical and easy to get to.
• Negotiating of significantly reduced rates for future summer board meetings room nights could be included in the contracts. The Education Foundation prefers to see the future sites to determine locations for fund raising events.

10. 2016 Summer BOD Meeting Location
• It was agreed to pursue holding the summer board meeting in Nashville if there is a possibility to hold the 2022 annual conference at that location. The Gaylord would need to provide buses to the downtown area.
• The backup plan would be to pursue holding the summer board meeting in Atlanta.
• It was suggested that those interested in doing a site visit could arrive on day one and the board meeting begin on day two.

Action item:
➢ Ms. Mower to check into Nashville for 2020 before the decision is made on the 2016 summer board meeting location.
➢ Ms. Mower to check with NACUBO on their success at holding their conference in Nashville.

11. 2015 Priority Action Plan Update
• The committees provided their second updates to this plan in October.

12. Committee Five-Year Plans
• The committee chairs will give an update on their five year plans during the LTM on November 1st.
• It was noted that the Board needs to provide some guidance to the committee chairs on completing this document and the staff liaisons need to work with them.

13. Committee Updates
Ms. Reynolds reviewed the CCC follow up discussion from the 2015 LTM document, and shared the following:
• Regarding the discussion on an attendance policy for committees: Expectations should be laid out for committee members, such as attending a percentage of the calls. It was also suggested that each committee chair needs to deal with the inactive members of their respective committee. They could then reach out to the respective member or regional representative to take this back to the regions to replace the person on this committee.
• It was suggested that some committees be switched to a short-term task force.
  o The 50th Anniversary – the Board decided that this should be a task force.
  o Business Partner Committee – on hold until Ms. Finn is on board as the new CEO. This could be moved to a task force.
  o Technology Committee - discussion was held if there needed to be a Technology Committee. It was also agreed to change this committee to a task force.
  o Conference Committee – needs to remain as a committee.
• Discussion was held if there are too many committees and were they aligned with the Strategic Plan.
• Committee charges should be reviewed regularly.
• The committee chairs indicated that they do not need more face time outside of LTM and the annual conference.
• The committee descriptions and mandates were reviewed. It was asked that each committee add the relevant strategic themes in the new committee template as a reference to what their work supports.
  o Awards Committee – proposed changes were reviewed.
  o Business Partner Committee – added the number of committee members.
  o Communication Services Committee – the purpose of the committee was updated. Discussion was held as whether the committee should advise the NACAS National Office and NACAS leadership on all aspects of communication for the NACAS organization. The By-laws do not list advisory committees. They should all be listed as standing committees and the length of term added to each committee.
  o Finance Committee – added language about when to meet.
  o Membership Committee – composition updated. It was agreed that all committees should have a vice chair. The committee chair can select a vice chair. It will still be up to the president elect if this person will become the chair the following year. This will be taken back to the CCC.
  o Nominating Committee – proposed changes were reviewed.
  o Membership Committee – proposed changes were reviewed
  o Professional Development Committee – proposed changes were reviewed. The committee description to be added to the mandate.
• The NACAS Institutional Benefits (as of October 2015) were discussed.

Action items:
- The NACAS National Office staff to propose language for consideration for the Policy Manual to describe the role of committee chairs and of committee vice chairs. This will be discussed on the next board call.
- Ms. Mower to put together orientation/training resources for new committee chairs.
- The Membership Committee to come back with a recommendation on whether we should be charging more for member benefits.

14. Data Curation Task Force
• Chair, Robert Holden has started to form this task force, but they have yet to meet.

15. Globalization
• President Le Gros reviewed the Ricoh intern project. A first run report from the interns was included with the board materials.
• President Le Gros suggested that the interns give a report on a near future board conference call and keep the research going. The conversations with this group will continue.

Action item:
- To have the Ricoh Team report at a Board meeting before Christmas.

16. 2016 LTM Planning
• Mr. Redwine would like to focus on membership at the February LTM. He also plans to work on goals with the Education Foundation on an annual giving program.

17. Proposed 2016 NACAS Board Calendar
• The proposed meeting dates were reviewed. This list is subject to change upon the arrival of the new CEO. President Le Gros asked that the board members add these dates to their calendars.
• Incoming president, Bill Redwine has a calendar conflict with the January board meeting. He asked that this be moved to the 19th or 21st.

Action item:
• Ms. Oakley to send out a Doodle poll to move the January board call.

18. Review Board Gantt Chart
• The Gantt chart was reviewed to ensure that all items have been completed to date.

19. Other Business
• Mr. Looney noted that part of the CASP assessment comprises roles at institutions, including housing. It is not clear how auxiliary services are defined. NACAS needs to be clear on who we are. He requested that the Board give clarification to the Certification Commission on what operational areas should be covered in the exam.
• President Le Gros asked that the Certification Commission come back with more information on this.

20. Executive Session (docs separately circulated)

M/S/P Redwine/Garcia “to move into Executive Session at 3:06 p.m. with the Board guests, including the incoming CEO.”

Present: all BOD members who were in attendance at the full board meeting on October 30 were in attendance during the Executive Session (all present except Scott Seagren). Interim CEO Mower was the only staff member in attendance, as well as guests, Kelsey Harmon Finn, Incoming CEO (both of which left after 2a.), and David Wahr and Jared Ceja, incoming board members.

The full set of minutes for the Executive Session are kept in the office of President Le Gros.

Come out of Executive Session at 5:15 pm.

M/S/P Garcia/Kwaterski “to come out of Executive Session.”

Decisions to come out of Executive Session:

M/S/P North/Mills “to bring the following motions from the Executive Session into the regular meeting of the Board for the minutes”: 
M/S/P Kwaterski/Markley “to transfer the Relatives as Employees policy in the Employee Manual to the NACAS Policy Manual, to add CEO disclosure to the Board to the policy as a practice when hiring a close relative as a temporary, part-time, and seasonal workers and to change “Executive Committee” to “the Board of Directors” for approval.”

M/S/P Kwaterski/Bradie “to ratify the decision of the former CEO to hire Emily Welty to work in the NACAS office.”

M/S/P Kwaterski/Bradie “to combine the (above and revised) business expenses clauses from the draft CEO agreement and the Policy Manual into the NACAS Policy Manual”.

M/S/P Reynolds/Garcia “to accept the changed vacation time as proposed.” (David Looney abstained.)

Proposed changes:
- First – Fifth Year: 15 days
- Sixth - Tenth Year: 20 days
- Starting at the Eleventh Year - One day per year up to 25 days.

Policy on NACAS President Attendance at Regional Conferences
The following revisions to the Policy Manual were considered:
1. It shall be the Board policy to encourage and support attendance of the President at all Regional Association Annual Conferences.
2. Travel expenses shall be budgeted and paid for attendance at four (4) of the Regional Conferences.

Policy on NACAS President Reimbursement at Annual Conferences
The following revisions to the Policy Manual were considered:
1. The President's conference registration and hotel will be comped. The President will also be reimbursed for other Annual Conference expenses, such as travel and meals.
2. The expenses of the President's spouse for meals and registration for the Annual Conference are to be covered by the Association.

M/S/P Kwaterski/Markley “to approve the above revisions to the Policy Manual.” (President Le Gros abstained.)

M/S/P Kwaterski/Markley “to approve and cover all the expenses of President Le Gros to attend the four regional conferences this past year, as well as all costs to attend the 2015 NACAS National Conference”. (President Le Gros abstained.)

M/S/P Redwine/Sirinek “that exit interviews should not be conducted by an immediate supervisor. In the case of someone reporting to the CEO, the past president shall conduct the exit survey. These clauses should be added to the NACAS Policy Manual.”

M/S/P Markley/Redwine “to ratify the CEO contract that was circulated with the Executive Session agenda.”
M/S/P Garcia/Sirinek “to ratify the interim consulting agreement with Kelsey Harmon Finn that was circulated with the Executive Session agenda.”

M/S/P Markley/Mills “to confirm Eleanor Mower as interim CEO until January 10, 2016.”

M/S Garcia/Redwine to adjourn at 5:18 p.m.

Respectfully submitted,

Eleanor Mower
Interim CEO

Marcia Oakley
Executive Assistant

Future Meetings

- **October 31, 2015** (Saturday) - Joint meeting with Regional Presidents
- **November 4, 2015** (Wednesday) - (post-conference meeting in San Antonio) 7 - 8 am, Board development exercise leading up to the LTM
- **December 9, 2015** (Wednesday) – 2015 budget projections, 2016 LTM Schedule of Events, Board development plans up to and for LTM (Bill), Board exit survey results, next year’s CHEMA conferences (collateral material needed, determine speaking/active role, list to determine who will attend what conferences), committee chair descriptions, proposed language for the Policy Manual to describe the role of the committee chairs and vice chairs, data curation task force update, inclusive excellence committee – next steps?

**January 2016** – review all committee five year plans that were due to the National Office by December 15th, 50th Anniversary Report, Performance Evaluation tool (Eleanor), internet costs and resort fees at annual conferences, committee mandates and feedback from October board meeting on mandate reviews, quarterly financial statements

(Note: quarterly financial statements to be provided in January, April, July and October)

**College Services Magazine**

**Themes**
- Fall 2015 – Conference Edition
- Winter 2015 – Leadership
- Spring 2016 – Sustainability
- Summer 2016 - Compliance

**Leadership Team Meetings**

- November 2015 Meeting at Annual Conference in San Antonio
  Sunday, November 1st 8:00 – 10:30 am

- February 2016 Meeting – Embassy Suites Las Vegas
  February 16-20, 2016
**Future Annual Conferences**

**NACAS 47th Annual Conference**
November 1 - 4, 2015
Grand Hyatt San Antonio
San Antonio, TX

**CCBO 34th Annual International Conference**
September 24 – 27, 2016
Disney's Contemporary Resort
Orlando, Florida

**NACAS 48th Annual Conference**
October 9 - 12, 2016
JW Marriott
Indianapolis, Indiana

**CCBO 35th Annual International Conference**
September 23 – 26, 2017
Astor Crowne Plaza New Orleans
New Orleans, Louisiana

**NACAS 49th Annual Conference**
November 5 - 8, 2017
The Broadmoor
Colorado Springs, Colorado

**CCBO 36th Annual International Conference**
September 28 – October 1, 2018
Sheraton Phoenix Downtown
Phoenix, Arizona

**NACAS 50th Annual Conference**
October 14 - 17, 2018
Rosen Shingle Creek
Orlando, Florida

**NACAS 51st Annual Conference**
November 10-13, 2019
Sheraton Phoenix Downtown