

**IACBE Board of Directors Meeting**

**April 9, 2019**

**Annual Conference and Assembly Meeting – Las Vegas, Nevada, USA**

**Minutes**

1. **Meeting Time and Location**

The first of the spring 2019 meetings of the IACBE Board of Directors was held on April 9, 2019, during the Annual Conference and Assembly Meeting in Las Vegas, Nevada, USA.

1. **Agenda Presented**

The Board Book and agenda were provided to everyone via Dropbox.

1. **Call to Order and Attendance**

A: Call to Order:

The meeting was called to order by the Board Chair, Fred Chilson, at 1:33 p.m. in the Consul Boardroom of the Caesars Palace Hotel.

B: Recording of Attendance:

Roll was taken, and attendance was recorded as follows:

*Officers of the Board:*

Chair: Fred Chilson 🗹 Present 🞎 Absent

Vice Chair: Pamela Imperato 🞏 Present 🗹 Absent

Secretary: Jorge Cardenas 🗹 Present 🞏 Absent

Treasurer: David Turi 🗹 Present 🞎 Absent

Past Chair: Ann Tuttle 🗹Present 🞏 Absent

*Regional Directors:*

Region 1: Edward French 🞎Present 🗹 Absent

Region 2: Heather Pfleger 🗹 Present 🞏 Absent

Region 3: Chip Mason 🗹 Present 🞎 Absent

Region 4: Alyncia Bowen 🗹 Present 🞎 Absent

Region 5: Rebecca Murdock 🗹 Present 🞏 Absent

Region 6: Patsy Parker 🗹 Present 🞏 Absent

Region 7: Hallie Neupert 🞎 Present 🗹 Absent

Region 8: Susan Silverstone 🗹 Present 🞎 Absent

Region 9: Fady Fadel 🗹 Present 🞏Absent

Region 10: V. J. Byra Reddy 🞎 Present 🗹 Absent

Region 11: Carlos Villatoro 🗹 Present 🞎 Absent

*At-Large Directors:*

Patricia Cowherd 🗹 Present 🞎 Absent

Carol Williams 🗹 Present 🞎 Absent

*Public Members:*

Dominique Bert 🗹 Present 🞎 Absent

Phil Bussey 🞏 Present 🗹 Absent

Les Crall 🞏 Present 🗹 Absent

*Ex-Officio Members:*

Phyllis Okrepkie, President 🗹 Present 🞎 Absent

*Others:*

*Staff*

Kim Caedo, Director of Finance 🗹 Present 🞏 Absent

*Guests - Potential BOD members:*

Belinda Blessitt-Vincent 🗹 Present 🞏 Absent

Janice Fedor 🗹 Present 🞏 Absent

Robert Gharios 🗹 Present 🞏 Absent

Todd Herseth 🗹 Present 🞏 Absent

Belle Marie 🞏 Present 🗹 Absent

*Auditor - By Phone:*

Matthew Steward, DSWA Certified Public Accountants, P.C. 🗹 Present 🞏 Absent

1. **Introduction of New Board Member Nominees**

On Wednesday, April 18, new members of the Board of Directors will be elected by the General Assembly. These board nominees were asked to attend the first meeting of the board (in a non-voting capacity) as an orientation session to observe the ways in which the board conducts its business.

Fred Chilson asked the board nominees and the current board members to introduce themselves. New Board Member Nominees in Attendance:

Belinda Blesisit-Vincent – Region 11

Janice Fedor – Region 1 (arrived late)

Robert Gharios – Region 10

Todd Herseth – Region 5

Belle Marie – Region 7 – not in attendance

1. **Review and Revisions of Agenda**

Fred Chilson asked for a motion to approve the agenda. Ann Tuttle made a motion to approve the agenda and Susan Silverstone seconded the motion. Motion passed.

1. **Report of the Secretary – Minutes of Previous Board Meeting: November 14, 2018**

The minutes of the November 14, 2018, Board of Directors meeting were presented. Ann Tuttle made a motion to accept the minutes as presented, and Dave Turi seconded the motion. Motion passed.

1. **Report of the Audit Committee**

The Director of Finance introduced Matthew Steward of DSWA Certified Public Accountants. Mr. Steward presented a brief overview of the audit report and discussed the following documents:

1. Audited Financial Statements and Independent Auditors’ Report for 2018

The audited financial statements and independent Auditors’ Report were reviewed. David Turi discussed the accounting review from the IACBE Board perspective.

Matt Steward noted that they issued a “clean audit” opinion.

* Memberships and the annual conference were the main source of revenue. Main expenses were conference expenses, site visits, and management and general expenses.
* In reviewing the five-year graph of total assets - Most assets are current assets that are available. Restricted assets are $20K. The $27K of liabilities consisted of $9K in accounts payable with a large portion related to CAM overages in office space, $8K from deferred revenue relating to January 2019 Accreditation Institute registrations, and $10K related to the copier lease payable.
* Reviewing the Statement of Cash Flows - Increase in net assets of $72K. A decrease in deferred revenue and lower accounts payable. $438K cash balance is an increase from the previous year.
* Notes overview. Line of credit- In 2017 credit balance was paid. In 2018, the line of credit was not used.

Ann Tuttle commented that the numbers look very good despite minimal new members. She commended Phyllis Okrepkie for being fiscally responsible. David Turi agreed.

Phyllis Okrepkie thanked Kim Caedo for managing the budget. Kim commented that the conference brought in more money than anticipated.

David Turi mentioned the restricted fund of $18,000 – for scholarships – and would like to work towards $100,000. Kim said it would take some endowments to make any progress towards $100,000. Fred Chilson asked if we could allocate a portion of the annual conference fee to build the balance. Kim said we could consider this but would need more exhibitors to build revenue. The BOD discussed how to get more vendors and the type of vendors that we need. Phyllis said that we need more help from our members to identify potential vendors.

Ann Tuttle made a motion to accept the audited financial statements and independent auditors’ report and David Turi seconded the motion. Motion passed.

1. Auditors’ Letter to Board of Directors

The Auditors’ Letter to the Board of Directors was reviewed. Matt Steward noted that this is a requirement to notify the board of any issues but that DSWA found no issues to report during the 2018 audit.

Ann Tuttle made a motion to accept the Auditors’ Letter to the Board and David Turi seconded the motion. Motion passed.

1. Auditors’ Management Letter

The Auditors’ Management Letter was reviewed. Matt complimented Kim on the separation of duties as this has been an area for improvement in the past.

Kim stated that she really wants to do a mini-audit with the audit committee during the next year so that particular note would not be in future management letters.

Ann Tuttle made a motion to accept the Auditors’ Management Letter to the Board and David Turi seconded the motion. Motion passed.

1. **Report of the Treasurer**

The Treasurer and Director of Finance presented the Treasurer’s Report, which included the following documents:

Financial Reports for February 2019

1. Operating Budget vs. Actual
2. Operating Budget vs. Actual-Staff Compensation
3. Balance Sheet
4. Profit-and-Loss Statement with Previous Year Comparison
5. Accounts Receivable Aging Detail

The Director of Finance presented an overview of the financial shape of the organization through February 2019. She reported that she speaks with the treasurer, David Turi, to discuss the financial statements listed above and to identify any areas of concern. She mentioned concerns about school’s unwillingness/inability to pay the 3% convenience fee and the possibility that we may lose money on the 2019 Annual Conference.

The BOD discussed the annual conference in Las Vegas. Kim noted that attendance has been flat and costs are quite high in Las Vegas. Discussion ensued regarding dates other than April --June and October were suggested as well as a possible flip between dates of regional conferences and the annual conference.

But some directors said it was not so much the date as the budget – many schools only allow faculty to attend one conference per year. The idea of fees based on the level of participation, like virtual participation at a reduced fee, was discussed as a way to attract attendees with limited funds– Region 8 is trying this for their regional conference this fall.
Some members of the BOD also pointed out that their faculty prefer discipline-specific conferences while others attend conferences that offer continuing education credit (CEU’s). Ann suggested we consider discipline specific tracks in our conference while Fred suggested that some of the schools associated with IACBE might be able to award the CEU credit.

1. **Report of the Nominating Committee**
2. Report of the Board of Directors Nominating Committee

The Chair gave a report of the Board of Directors Nominating Committee activities. Fred Chilson thanked all of the listed Board members for their new positions and second term extensions.

1. Report of the Board of Commissioners Nominating Committee

The Chair gave a report of the Board of Commissioners Nominating Committee activities. Fred Chilson thanked all of the listed commissioners for their new positions.

1. **Update on IACBE Marketing Initiatives**

The President informed the Board that staff was working to add more resources to the Member Only page, overall trying to make the website more robust. She also reported that we are not maximizing our use of social media and asked the BOD to promote both FaceBook and LinkedIn so that we get more followers. The new Brand Standards Guide is available in the Member Only area.

The President noted that we are using the Cvent mobile conference app this year instead of a detailed printed program and asked the BOD to use and promote the app while at the conference and to make their app profile “public.”

The President provided an update on the China Initiative – we have only gotten one school that was loosely related to this. WE got a second school in China – unrelated to the China Initiative.

The President reported that CHEA has come out with new guidelines and that IACBE has a report due to CHEA in April. CHEA now requires that schools must be compliant with all of our principles in order to be accredited – the president will work with the Board of Commissioners to implement this.

1. **Update on Strategic Initiatives/Strategic Plan**

The President discussed the possibility of having a strategic planning meeting in Kansas City to include the BOD Executive Committee and the Chair and Vice Chair of the BOC.

1. **Update on IACBE Operations**

The President informed the Board the office lease is up in 2019 and she is looking at other office options. She also stated that HQ needs to hire an additional accreditation specialist or two to manage the workload.

1. **Report on IACBE Accreditation Activities**

The President reviewed the information that was provided in the Board Book – there were forty-five total site visits, seven of which were first-time. A director asked if we are approaching community colleges – The President relayed that she had discussed the requirements for a Change of Scope so that the IACBE-CHEA approved Scope Statement does not limit IACBE to accrediting programs at Bachelor-level and above degree granting institutions. She will move forward with pursuing the change. She also indicated that Dr. Bernie Luskin, from the Wright Institute, is assisting with reaching out to community college leaders to determine the best way to promote the IACBE. A director asked if we should consider different Principles for community colleges so that it would be easier for them as the accreditation process “is a lot of work”. The president responded that the new annual reporting requirements should alleviate much of the accreditation burden.

1. **Report on IACBE Membership Status**

The President indicated that membership has stayed level over the past few years. We are being more aggressive in following the Bylaws to drop non-paying members in February, some pay when they are dropped, others don’t. She reviewed the report provided in the Board Book and noted that we have 5 new members so far in 2019. There does seem to be increased interest in India, and we got two new members from China.

1. **Summary Report on Future Annual Conference and Assembly Meetings**

The President reported that the 2020 ACAM will be held at the Westin Galleria in Dallas and that she would be visiting the hotel this spring. Tour options include a stadium tour and a football manufacturing tour – the tour will be decided this fall. (A tour was not included in Las Vegas as the financial risk was too great.)

She indicated that we are considering Atlanta for the 2022 meeting. Several directors asked about location of ACAM relative to member locations as the cost of travel is expensive. She explained that IACBE had considered New York City, but that the cost was prohibitive, and that second-tier cities and smaller hotels tend to be less expensive. The idea of moving the ACAM to October was also discussed and may be considered again at a future BOD meeting. Philadelphia and Nashville were suggested as possible future locations.

1. **Adjournment**

The Chair recognized the president for all of her work this year and for the positive changes. He also acknowledged Ann Tuttle who is retiring from her position at Keuka College.

Ann Tuttle made a motion to adjourn the meeting and Alyncia Bowen seconded the motion. Motion passed.

The meeting was formally adjourned at 3:17 PST.

**Respectfully Submitted by Dr. Jorge Cardenas, Board Secretary**