



National Executive Committee Meeting Minutes

<u>Place:</u>	Embassy Suites Canton- Akron Airport North Canton, Ohio	
<u>Date & Time</u>	October 14, 2016 8:30 am	
<u>Present:</u>	<p><u>Name</u> Larry E. Ridlen, PE Greg T. Dutton, PE Richard N. Cochrane, PE Charles L. Flowe, P.E. P. Frank O’Hare, PE Robert A. Hochevar, PE Stan A. Harris, PE Shirley A Stuttler</p> <p>Joining at 11:45am:</p> <p>David A. Greenwood, PE</p> <p>Joining at 1:00pm for the Technical Conference and Region Reports:</p> <p>Frank J. Bronzo, PE Michael D. Hurtt, PE Brian A. Krul, PE Donato DiZuzio, PE Roger B. Carriker, PE Brad S. Winkler, PE</p>	<p><u>Office</u> President First Vice-President Second Vice-President Secretary Treasurer Immediate Past President ROC Committee Chair President’s Assistant</p> <p>Director – Mid-Atlantic Region</p> <p>Director – Great Lakes Region Director – Northeast Region Director – Northeast Region Director – Northeast Region Director – Mid-Atlantic Region Director – Southeast Region</p>
<u>Absent:</u>	Leigh B. Lilla	Director – Southeast Region

Note: Actions of the Executive Committee are highlighted in yellow.

Assignments or actions pending are highlighted in green.

I. Call to Order and Roll Call – Ridlen

II. Pledge of Allegiance / Prayer – Dutton

III. Welcome, Introductions and Remarks – Ridlen

Ridlen welcomed the Executive Committee to Canton. He thanked everyone for their concern and prayers for Karen's surgery.

IV. President's Report - Ridlen

Ridlen reported that he enjoyed attending the Delaware Valley Board Meeting and Dinner Meeting. Delaware Valley has a well-organized and active board. He attended NW Ohio in September. He attended a joint ASHE/ASCE meeting in Phoenix. The NE Florida 20th anniversary event was cancelled because of hurricane Matthew. Hochevar attended the Pittsburgh 50th anniversary event..

V. Secretary Update – Flowe

Flowe briefly review the Secretary Report for tomorrow's Board meeting. The membership as of the beginning of October was 6,534 members. He noted that we are in the middle of the drop/add period – the membership numbers will change markedly over the next few weeks. The following sections have not paid their assessments for 2015-2016:

Central Florida

Central New York

Dallas-Fort Worth

Long Island

New York Metro

Southern New Jersey – Flowe noted that SNJ is working with him to correct their membership numbers. They are not in arrears.

VI. Treasurer Update – O'Hare

O'Hare reported that the Prudential fund transfer is moving forward very slowly. David Jones and O'Hare are working through the Medallion Signature process to get the funds moved. O'Hare passed out the year-to-date cash flow report (Attachment No. 1). The inability to access the Prudential funds is causing

difficulties. O'Hare and the auditors have met and the audit has begun. Letters to a selection of sections have been sent out.

O'Hare noted that the credit card policy has never been approved. Ridlen asked O'Hare to redistribute the policy and get it back on the Board agenda for approval.

VII. Information to be Presented at the Board Meeting

A. Exposure Grant Fund - Harris

Harris circulated draft guidelines (Attachment No. 2). Funding will be distributed to the Regions for distribution to Sections with worthy projects. The Regions will determine which projects are worthy of funding, the guidelines list a few uses that would be considered inappropriate. Funding will be distributed to the Regions prorated in accordance with the membership numbers on the Secretary's Report at the April Board Meeting each year.

Phoenix and Dallas-Fort Worth will continue to operate as members of the Southeast Region and Central Dacotah will continue to operate as part of the Great Lakes Region for the purposes of this distribution.

B. Project of the Year Awards - Harris

Harris distributed guidelines (Attachment No, 3) and a flyer related to the proposed Project of the Year Awards. The committee looked at the sections and regions already giving out similar awards and assembled best practices. They recommend a \$100 entrance fee for all candidate projects that are submitted by the regions. The proposed categories are projects <\$20M and projects >\$20M. Each region would be permitted to submit no more than two projects per category. Awards would go to the owner, designer, and constructor of the winning projects. The committee is considering adding the inspection firm to the listing of recipients.

The awards will be a relatively low cost way to promote ASHE.

VIII. Revision to the ASHE Constitution - Hochevar

Greenwood distributed a red-line draft of the Constitution to the Executive Committee via e-mail. The Executive Committee is to review the red-line and return comments to Greenwood by October 21, 2016. The proposed process for revising the Constitution is:

- Circulate a revised draft to the entire Board shortly after the October Board meeting, incorporating of all comments from the Executive Committee with a goal of circulating it by the end of October.
- Request comments by 11/14/16.
- Unless there are major comments, prepare final draft by the end of November / early December.
- Circulate the final draft in early December to entire Board and request final comments by 12/15/16.
- Discuss/Confirm with Charlie the process for mailing/circulating the Constitution to the entire membership for approval (Article IX). This would be done in advance of the January Board meeting. Reformat the document to show what articles/sections are being amended since the last amendments were approved.
- Present final draft to the Board at the January meeting for final approval. Brief the Board on the process for circulation, voting and requirements for approval.
- Circulate to the entire membership by the end of January/beginning of February, 2017. Provide the 30 day period for voting/approval. Provide follow-up and reminder e-mails to regional/section leadership to facilitate the process.
- Present results to the Executive Committee in advance of the April Board meeting and subsequently to the Board during the April Board meeting. If the amendments to the Constitution have been accepted by the membership, then the Board will vote to accept them at the Board meeting.

IX. Finance / Governance Committee Updates – Hochevar / O’Hare

The Finance Committee met on May 19th and then on September 7th. O’Hare delivered cash flow projection spreadsheets that allow the committee members to look at the impacts of changes in income or expenses going forward. One of the committee’s goals is to eliminate the unsustainable deficit spending of the past few budget cycles. After the investment funds are moved from Prudential, the committee will look at longer-term investment options. The committee is working, but the Prudential problem has delayed the work of the committee.

For the Governance Committee, Hochevar summarized notes from Mody. The committee is working on a listing of the values of ASHE. The committee has also reviewed the Board Meeting agenda and offered suggestions to streamline the meetings. They suggested grouping the committees into those of like function and reducing the total number of committees and subcommittees. Many of the existing committee could be grouped under the major headings of Finance, Operations, Growth, and Outreach, with the existing committees functioning as

subcommittees. In general, it is recommended that we reduce the overall number of committees and eliminate duplication, focusing on the important functions of ASHE. The committee is in the process of reviewing the paid assistant positions and developing a recommendation regarding paid staff looking forward.

X. Upcoming Executive Committee Meeting - Ridlen

The Executive Committee agreed that video conference meeting prior to the January Board Meeting should be held. Ridlen will send out a date poll to establish a time.

XI. Other Items of Business

A. Committee Structure

There was discussion concurring with the Governance Committee recommendation that there are too many committees. It was recommended that we begin by reducing the number of standing committees in the Bylaws. The number of standing committees could be reduced to seven. There is a great deal of overlap in the Oversight Committee. Cochrane suggested grouping committees as policy committees and “do” committees. Cochrane is preparing recommendations for revamping the committee structure and the Governance Subcommittee has made a similar recommendation. Revamping the committees will require revising the Bylaws.

It was decided that revising the committee operational structure will be the workshop subject for the January Board Meeting. Cochrane agreed to facilitate. Mody will be invited.

B. Guidelines for National Director Section Travel Expenses

Harris distributed guidelines to help direct National Director travel. The intent is to coordinate travel, ensuring that Sections are visited by Directors at least every two years while avoiding duplication of travel and unduly overlapping the President’s itinerary.

XII. Adjourn at 11:54 am.

Upon motion by O’Hare, seconded by Harris, the Executive Committee Meeting was adjourned.

XIII. Technology Workshop

The National Directors and the Website and Technology Committee Chairs joined the Executive Committee for a Technology Workshop. Cochrane facilitated the workshop reviewing ASHE's technology usage and needs including the Cloud, the Website, and the Membership Database. Ideas were exchanged and discussed. Cochrane will summarize the results of the workshop.

XIV. Region Reports

The Region Reports (Attachment No. 4) were presented and discussed.

Respectfully submitted,

Charles L. Flowe, PE
National Secretary

Attachments:

1. Year to Date Cash Flow Report
2. Region Grant Program
3. National Director Section Travel Guidelines
4. Region Reports

Attachment #1
Year to Date Cash Flow Report

Attachment #2
Region Grant Program

Attachment #3
National Director Section Travel Guidelines

Attachment #4
Region Reports