

October 9, 2011 ISARC Board Meeting

Board Meeting called to order by Chairman Simon @ 12:25 p.m. at The Chateau Hotel and Conference Center in Bloomington, IL.

Present: Brehm, Collett, Grimsley, Kaller, Searby, Simon, Hodges

Discussion of the December 2010 board meeting notes

- Brehm motions to approve. Second by Kaller
- No discussion
- Unanimous approval

Secretary's Report

- 22 paid member organizations for 2010
- Checking account setup at Busey Bank after Anthony Marzano left the state
- Filed annual paperwork in May – Filed on time so \$10; no penalties

Treasurer's Report

- Current balance \$7,056.13
- Monthly recurring expenses of \$4.99 to GoDaddy for website hosting
- Conference Budget
 - Approximately \$8,000 in expenses
 - Approximately \$4,280 in donations
 - Approximately \$3,200 in registrations
 - Resulting in -\$800 to -\$900
- Collected \$1174 in ISARC logowear sales during this year's conference

- Motion to approve the combined Secretary/Treasurer's report by Brehm
- Second by Grimsley
- Unanimous approval

Annual Meeting Notice – Chairman would entertain a motion to consider the December 2010 notes as notice for this year's meeting.

- So moved by Brehm
- Seconded by Collett
- Unanimous approval

Secretary/Treasurer Position: Hodges asked the board to consider splitting the position of Secretary/Treasurer into two positions. Background: Hodges indicated that he raised this issue with the board during the 2010 meeting and, at that time, asked for concurrence to split the positions but lacked a track record of workload to substantiate the request. This year, Hodges indicated that board correspondence, certificate issuance, organization finances, course coordination, etc. were more than could be handled by one non-exclusive person. For example – the issue of 501(c)(3) was not addressed in the past year due to lack of time.

- Brehm moved for a suspension of the rules of the Board to allow for comment from the membership
- Second by Grimsley
- Unanimous approval

McGuire asked why the position was originally together. Kovar indicated it's very common for new boards to have this arrangement. Graziano reported that the ByLaws indicate the ability to split these positions apart.

- Kaller moved to resume the rules

- Seconded by Collett
- Unanimous approval

- Searby moves to separate the duties & responsibilities of the Secy/Trs into 2 positions
- Second by Brehm
- Unanimous approval

Old Business

1. Searby thanks Hodges and the Committee for this year's conference.

New Business

1. None
-
- Brehm moves to Adjourn
 - Seconded by Collett
 - Unanimous approval

Annual Membership Meeting called to order by Chairman Simon at 12:42 pm.

Searby confirmed a quorum was present.

Simon explained voting rules: Four positions on the Board are up. Each present member organization will cast a single ballot for the vacancies, to be conducted in the following manner

1. Filling vacancy from member organization within IEMA regions 8, 9 or 11
2. Filling vacancy from member organization within IEMA region 6, 7
3. Filling two at-large vacancies (each member organization will write two names on a sheet of paper, representing their votes)

Chairman Simon asked for approval of the Minutes of the December 4, 2010 meeting

- Motion to approve by ISD
- Second by Menard Co.
- Unanimous approval

Team Validations. Chairman Simon presented certificates of accomplishment for GSAR Team Validations.

Tazewell County: 2009
 McLean County: 2009
 Menard County Sheriff/EMA: 2011
 Fulton County: 2011

Election of Board Vacancies

Open for nominations for Board member from IEMA Region 8, 9, 11:

- Dana McGuire
- TriSAR moves to close nominations
- Perry seconds
- Unanimous approval

Open for nominations for Board from IEMA 6, 7:

- Bryan Collett, ~~Eric Hodges (declined)~~
- Western Disaster Center (WDC) moves to close nominations
- ISD seconds

- Unanimous approval

Open for nominations for 2 at large positions:

- Eric Hodges, ~~Larry Graf (declined)~~, Chris Hinchliffe, John Simon, David Kovar, Ron Graziano
- TriSAR moved to close nominations
- CAP seconded
- Unanimous approval

Chairman Simon invited a motion to pass by unanimous consent election of Dana McGuire and Bryan Collett. Unanimous approval *{did not record who moved or seconded}*

Joan Brehm, John Grimsley and Domingo Kaller counted the votes for the at-large positions

- Hodges: 14
- Hinchliffe: 5
- Simon: 11
- Kovar: 6
- Graziano: 3

Old business: None

New Business:

A consortium of Will County, Plainfield EMA and Naperville EMA has offered jointly prepare and host the 2012 ISARC conference

- So moved by Brehm
- Seconded by McGuire
- Unanimous approval

Any thought on moving to EmComm for our dispatch system?

- This will be a topic of discussion for the new board.
- TriSAR moved to adjourn the annual meeting
- Tazewell Co. seconded
- Unanimous approval
- Adjourned at 13:17.

Meeting of the newly seated Board of Directors. The Board elects its own officers, so at the moment, there are no officer positions. The Board agreed to bring the meeting to order.

John Simon indicated the Board should appoint a temporary chairperson for the purposes of coordinating the election of a slate of officers.

- Brehm suggested Simon
- Seconded by Hodges
- Unanimous approval

Temporary Chairman Simon sought nominations for Chairman of the Board:

- John Simon
- Grimsley moved to close nominations
- Kaller seconded
- Unanimous approval

Nominations for Vice Chairman

- Domingo Kaller

- Hodges moved to close nominations
- Collett seconded
- Unanimous approval

Nominations for Secretary:

- None

Discussion ensued on expanding the board from 7 to 9. Issues:

- Quorum moves from 4 to 5
- Can spread workload out more (of particular interest given no current interest among the Board in accepting the Secretary position)
- Kaller moves to expand board by two at-large members to be voted on and seated at this meeting
- Seconded by Collett
- Second motion by Hodges to suspend rules, allowing for membership comment
- Seconded by Brehm
- Unanimous approval

Kovar: Concerned that existing board members who cannot take on additional responsibilities (i.e. secretary or an additional role) may be a problem for the Board this year.

Hinchliffe: The Secretary is the responsible person, but s/he can and should lean on others for assistance

Graziano: Wants to know what committees have accomplished in the past 2 years. Chairman Simon indicated not much work had been accomplished on committees. Graziano is concerned that there's been little progress thus far.

Collett: Not everyone who declines to run for an executive board position declines due to a lack of time.

- Hodges moves to resume the rules
- Grimsley seconded
- Unanimous approval
- Vote on expansion of Board by 2 at-large members: Unanimous approval.

Call the role of member agencies: All are present from earlier except for Perry Co/DuQuoin. Chairman Simon contacted Searby and he indicates he will not participate and did not identify a proxy for subsequent voting.

Chairman Simon recesses this meeting and calls a general session to order for the purpose of electing two additional Board positions. Same members as before are present.

Open floor for nominations:

- Rick Myers, David Kovar, Chris Hinchliffe, Larry Graf, Ron Graziano, Ted Lohr
- Hodges moved to close nominations
- Seconded by Brehm
- Unanimous approval.

Ballots issued to present member agencies with instructions to write two names on a ballot.

Kaller, Brehm and Grimsley counted the votes.

- Graf: 8
- Myers: 6
- Hinchliffe: 6
- Graziano: 5
- Lohr: 5

- Kovar: 4

Runoff election between Rick Myers and Chris Hinchliffe. Kaller, Brehm and Grimsley counted the votes.

- Myers: 8
- Hinchliffe: 11

Connie Brooks and Steve Smith/LaSalle Co wanted to address the board: Brought up a series of issues on 9/26 with Chairman Simon during an in-person meeting at Tazewell Co EMA. Spoke about reasons why they cancelled their membership a year or two ago. Spoke about challenges with inconsistencies with the GSAR course. Certificate issues. If they don't see benefits from ISARC, they do not plan to stay a member. Would like to see the Board mandate that instructor attend a mandatory training/seminar/refresher session.

Chairman Simon asked Smith to forward the list of issues to the board.

- Smith moved to adjourn meeting
- Seconded by Pike Co.

Chairman Simon resuming the Board Meeting, with the two new members seated.

The board elected to reopen the slate of all officer positions, in light of the two new additions

- Chair: John Simon. Close nominations: Brehm/Collett
- Vice Chair: Domingo Kaller. Close nominations: *Unrecorded*.
- Secretary: Chris Hinchliffe. Close nominations: Collett/Brehm
- Treasurer: Eric Hodges. Close nominations: Graf/Collett
- Brehm moves to accept slate. McGuire seconds. Unanimous approval.

Old Business:

1. Disseminate notes from meetings with LaSalle.
2. Identify a single course to print/disseminate certificates. Hinchliffe and Hodges will work on a method to transfer this role full-time to Hinchliffe.

New business:

1. Brehm will take the lead on updating the bylaws based on today's actions – number of board members and division of terms.
Public comment: Remind the instructors that they follow through on all portions of delivering a course, including forwarding rosters for certificate production.
Public comment: Bylaws are not well written and are not addressing some critical points. Perhaps establish a committee to revisit the whole bylaws
2. There is an organization teaching our Illinois and charging for it. This is an out-of-state member. Our material is not copyrighted. There are also people in Illinois that are teaching the materials that are not ISARC instructors. Simon asked for information on these cases and he will reach out to these organizations.
3. Simon would like to expand the materials around the committee documentation and address the issue of committee charges, membership and specific assignments for the December meeting.
4. December 10 for next Board Meeting in Bloomington/Normal at 10 a.m.

- Hodges moved to adjourn the meeting
- Grimsley seconded
- Unanimous approval
- Meeting adjourned at 15:08