

Nevada FBLA-PBL, Inc. Board of Trustees Meeting

DATES: January 10, 2008 **PLACE:** Nevada Department of Education
5:50 p.m. – 8:10 p.m. Las Vegas Office

The following Trustees, constituting all of the initial Trustees named by the Incorporator and a majority of authorized number of Trustees (thereby establishing a quorum) of the Board, participated in the meeting:

Board of Trustees Members

- Elly Hanks, Vice Chair
- Jill Lambert, Adviser Representative, Board Secretary/Treasurer
- Melissa Scott, Nevada FBLA-PBL State Chair, Business and Marketing Consultant, Nevada Department of Education
- Ryan Underwood, FBLA-PBL Executive Director
- Jeanne Joyce, Elko County School District (via conference)
- Tim Schneider, President, Soaring Eagle Enterprises, Inc.
- James Gronowski, System Administrator, Las Vegas Monorail
- Stacie Peterson, CTE Specialist, Washoe County Schools (via conference)
- Christian Talavera, Nevada FBLA State President, State Officer Representative (via conference)

Guest(s) and Staff Members in Attendance

- Hayarpi Arutyunyan, Administrative Assistant, March of Dimes
- Glenn Morris, Associate Director
- Brycen Woodley, Associate State Adviser

Board Members Not In Attendance

- Karen Hertberg, Board Chair

Ex-Officio Member Not in Attendance

- Phyllis Dryden, Director of Career, Technical, and Adult Education, Nevada Department of Education

Staff Members Not in Attendance

- Mike Oechsner, State Adviser
- Sean Robinson, State Coach
- Rhonda Bohall, Finance Director

CALL TO ORDER

The Nevada FBLA-PBL, Inc. Board of Trustees was called to order by Nevada FBLA-PBL Vice Chair Elly Hanks at 5:50 p.m. Elly welcomed all board members and guest.

APPROVAL OF MINUTES

The minutes of the September 14, 2007 Board of Trustees were approved as amended.

MARCH OF DIMES

Hayarpi Arutyunyan, Administrative Assistant, March of Dimes provided the board with an update on the March of Dimes.

Nevada FBLA history for fund development over the past few years has been:

- 2005 = \$8300
- 2006 = \$9400
- 2007 = \$16,900

The goal for 2008 is \$20,000. If Nevada achieves this we will break into the top 5 in the nation.

Hayarpi reported on the March for Babies event scheduled for April 26 in both Reno and Las Vegas. March for Babies is the new name for WalkAmerica. The date of the walk and relevant information has been communicated to the schools, but only a few chapters have responded. March of Dimes would like a current list of school contacts to ensure the information is being sent to current advisors.

March of Dimes is concerned about the low turnout for March for Babies in Nevada as well as the low dollar amounts attached to those who do participate in the event. Feedback from board members indicated that the event date is after the state conference and student momentum tends to wane after the conference. Since the date for March for Babies is set at the national level, Nevada FBLA-PBL will try to coordinate future state conferences to be held either before or during the March for Babies date in order to boost participation in the event. Elly will be in touch with the Nevada March of Dimes State Director to see what future March for Babies dates are set. To help the chapters with the sign-up process, Glenn asked Christian to include enrollment and tracking guidelines for March for Babies in the next newsletter.

The board was provided with a breakdown of Nevada FBLA March of Dimes contributions by category. The goal for this year is \$20,000, up from \$16,925 last year. Jim Gronowski asked if there were any March of Dimes activities scheduled for the state conference. Past activities included selling of March of Dimes promotional items and a mini-walk. The main March of Dimes activity at the state conference has been the dance after the closing ceremonies.

The board agreed that March of Dimes representatives should be invited to the regional conferences. The Southern Region Conference is scheduled for February 13. The Northern region is working on a March date, and the Eastern region is working on a March or April date for a conference at the Great Basin College.

Elly Hanks and Hayarpi Arutyunyan informed the board that an Ambassador Family has already been chosen for the state conference. The board thanked Ms. Arutyunyan for the March of Dimes update.

STATE OFFICER TEAM REPORT

State President Christian Talavera presented the State Officer Report, dated January 10, 2008. Highlights included the Adviser Institutes, activities and attendance at fall conferences, membership outreach, team communication, and other successes. The officers have held three Fall Leadership Extravaganzas, presented nine different workshops, and reported a 75% increase in FLX participation. NFLC attendance from Nevada was strong with 80 members attending NFLC in Portland. Nevada received an award from National FBLA for a 267% increase in membership at NFLC. Nevada took 4th place in battle of the chapters. ACTE national conference was in Vegas. National Vice President and Executive Vice President Chris Williams emceed the awards presentation. State officers also assisted in booth representation and conducted two chapter visits during the event. Winter State Officer Summit was held this weekend at Grand Sierra Resort. The latest edition of the state newsletter *Silver Notes* was printed in December. Membership is within 50 members of last year's total. West Wendover, Tonopah, Global Community, Reno High School, Carson, Clark were reported as new chapters or reactivating.

The report was accepted by the Board.

INVESTMENT CHALLENGE REPORT

Discussion

Christian Talavera reported that the state officer team selected the TIAA-CREF Institutional Money Market Fund as the investment vehicle for the investment challenge. A deposit is needed to open the investment account. A question arose as to whether a corporate resolution will be needed to open the account.

Decision

The Board approved the transfer of funds to complete the investment transaction.

Direction

Glenn Morris will follow up on the corporate resolution issue and will work with the state officer team on the deposit and required documents to establish the approved investment account.

FINANCIAL REPORT

Discussion

The Profit and Loss Statement for the period dated July – December, 2007 was reviewed. Total Income for the period was \$16,790. Total Expenses for the period was \$28,082. The Net result for the period was -\$11,293. Balance sheet items reported as of December 31, 2007: Total Assets are \$52,565 composed of \$40,000 in CDs and \$8,032 in cash in bank with Total Liabilities of \$277.

In response to questions from the Board, Ryan Underwood explained that the negative Net Income amount is not unusual at this time of year. Expenses are incurred for conference events well in advance of conference dates, while payments from chapters and the state become payable closer to the actual conference dates. Glenn explained that it is expected that the Fall Leadership Extravaganza expenses exceed income. These conferences are used to invest in leadership development and help kick off the year and build excitement within regions and chapters which results in participation in and income from other events.

Clarification was provided on the purpose and amounts for New Chapter Grants. For new chapters that meet the active chapter status, grants in the amount of \$250 are provided for start-up funds. Stacie Peterson requested information on how schools apply for the grant. Glenn Morris will follow up and forward the information requested. Chapter grants have been disbursed to Reno FBLA and six others are expected.

Jim Gronowski asked what types of items are included in Marketing & Public Relations. Glenn Morris and Ryan Underwood reported that the \$600 in this line item were for donations collected at the FLX for March of Dimes, a toll free line and phone system for volunteers, judges, sponsors, and customers to reach state staff, and the purchase of Microsoft Publishers for the State Reporter to create the state newsletter.

Tim Schneider suggested that it would be helpful to the Board to include year-to-date comparison data from the prior year on the financial reports.

A full schedule of accounts payable and accounts receivable was presented. Glenn Morris clarified the Arbor View accounts receivable which has been paid down from approximately \$4,000 to \$1,540 currently. The chapter is making payments on a regular basis for students who were no-shows for the National Leadership Conference. Tim Schneider asked about the status of some of the older small amounts and recommended that they be charged off if collection is no longer viable. He also suggested that an aging report be provided for future Board meetings. Glenn Morris questioned whether board approval is needed to charge off the accounts.

The Board agreed that comparison documents for both budget and historical data be provided as part of the financial reports at all future Board meetings. Marketing and Public Relations line items will be provided on future financial reports. An accounts receivables aging report is to be provided at the next Board meeting and the Board will determine which accounts to charge off and possibly set specific automatic charge-off criteria such as number of days or minimum amounts.

Decision

The board accepted the financial statements as presented.

It was moved by Tim Schneider and seconded to include a March of Dimes sub expense account under Business and Leadership Programs on future financial reports. The motion passed unanimously.

Direction

The Board has requested the following financial reports for future meetings from the Finance Director (in addition to the Income Statement, Balance Sheet, and Accounts Receivable and Accounts Payable Schedules):

- Budget to Actual Report
- Financial History Reporting Annually
- Detail of the Marketing and Public Relations line items

Glenn Morris and Ryan Underwood were asked to provide an update on Accounts Receivable aging at the next Board meeting. The Board will discuss whether to formally charge off any outstanding receivables.

The Finance Director is asked to create a sub expense account for the March of Dimes to track any contributions that are received by Nevada FBLA and then sent on to the March of Dimes. The amount of \$224 is to be transferred from Marketing & PR to this new sub account to more accurately reflect this bookkeeping.

Nevada FBLA-PBL will make another attempt to collect on the older items. Ryan Underwood will follow up on the Georgia FBLA amount and Glenn Morris will follow up on the legislative visits amount.

LIABILITY INSURANCE

Discussion

Ryan reported that directors and officers liability insurance has been purchased at a cost of \$1,328. The policy was obtained through Philadelphia Life and provides coverage up to \$1 million. The policy is called Management Liability Insurance for Nonprofit Organizations.

Coverage includes:

- Directors and Officer Liability @ \$1,000,000
- Organization Liability (included in Directors and Officers Liability Limit)
- Employment Practices Liability @ \$1,000,000
- Third Party Liability (included in Employment Practices Limit)

There is no Retention (similar to a deductible). The comparable policy of for the Nevada Association for Career and Technical Education has a \$1,000 retention. Defense costs are inside the policy.

Further details of the policy include:

(B) "Claim" means:

- (1) any written demand for monetary, non-monetary, or injunctive relief;
- (2) any written request to toll or waive any statute of limitations;
- (3) any civil proceeding in a court of law or equity, including any appeal therefrom, which is commenced by the filing of a complaint, motion for judgment, or similar proceeding;
- (4) any criminal proceeding which is commenced by the return of an indictment or similar document;
- (5) any administrative or regulatory proceeding or investigation, including a

proceeding relating to allegations of wrongful dismissal, discharge or termination of employment brought by or before the Equal Employment Opportunity Commission or any similar state or local agency, commenced by the filing of a notice of charges, formal order of investigation or similar document; or
(6) any arbitration proceeding.

The "Third Party Discrimination Wrongful Act" covers:

- (1) harassment (including sexual harassment);
 - (2) discrimination based upon age, gender, race, color, national origin, religion, sexual orientation or preference, pregnancy or disability or any basis prohibited by federal, state or local laws; or
 - (3) humiliation, invasion of privacy or infliction of emotional distress.
- (V) "Wrongful Act" means:
- (1) any actual or alleged act, error, omission, misstatement, misleading statement or breach of duty, including any Personal Injury, by an Insured Person in his or her capacity as such;
 - (2) any matter asserted against an Insured Person solely by reason of his or her status as such;
 - (3) any actual or alleged act, error, omission, misstatement, misleading statement or breach of duty by an Insured Person in his or her Outside Capacity; or
 - (4) any actual or alleged act, error, omission, misstatement, misleading statement or breach of duty, including any Personal Injury, by the Organization.

To provide adequate protection as part of the liability coverage, Nevada FBLA-PBL must create a sexual harassment and non discrimination policy. The two policy statement drafts included on the agenda were reviewed. Board members felt a sexual orientation statement should also be included. Compliance concerns regarding policy language for the organization were discussed. The State Board of Education, as well as the school districts, may already have required language for such policy statements.

Decision

It was moved by Tim Schneider and seconded to table the policy statement creation until the next meeting to allow time to research language compliance issues with the educational entities as well as other non-profit organizations. The motion passed unanimously.

Direction

Melissa Scott, Stacie Peterson, and Jeanne Joyce will check with their respective school officials for required language. Glenn Morris will check language used by other non-profit organizations regarding sexual harassment/orientation language.

STATE BUSINESS LEADERSHIP CONFERENCE 2008

Discussion

Conference packets will be sent to advisers by January 14. Fees and rates for registration and lodging have been out for a few months now. The conference begins Sunday night, April 20 and ends Tuesday evening, April 22 at the Grand Sierra Resort in Reno. The facility is youth-friendly and gaming areas are separate from conference areas. Special recognition goes to Stacie Peterson for her hard work in preparing the conference scripts and getting them printed free of charge. Scripts are already written and the keynote speaker is Amy Gallimore.

Becky Trimble is working toward securing judges for the event. If anyone has contacts for judges or vendors, please get in touch with Becky as soon as possible. Jeanne Joyce may have judge resources through the Methods of Teaching Business course she will be teaching this semester at Great Basin College. She could possibly recruit some of the student, future business teachers, to grade some FBLA events. There may be an opportunity for FBLA to put them up at the hotel to work as judges. Jim Gronowski asked about travel expenses for judges – is there a policy? Would it be possible to hold the spring Board meeting during the SBLC so that Board members can experience the conference first-hand and possibly serve as judges for some of the events?

Decision

The next Board meeting will be held on Sunday, April 20, 2008, at the Grand Sierra Resort in Reno. The time and meeting location will be provided at a later date.

Direction

Board members are asked to confirm their availability for this meeting date and time as soon as possible with Melissa Scott.

SHORT TERM LOAN TO NEVADA HOSA

Discussion

Health Occupation Students of America is a newly forming CTSO in Nevada seeking seed money. In order to receive state reimbursement for expenditures, money must be spent and receipts provided. Seed money in the amount of \$5000 was recommended so that the organization can open a checking account and pay expenses until state reimbursement is received. There is minimal risk in making this loan.

Decision

It was moved by Tim Schneider to approve a non-interest bearing loan of \$5000 due and payable by June 15, 2008 and executed by a written letter of understanding between HOSA principals and Nevada FBLA-PBL. The motion passed unanimously with one abstention by Ryan Underwood.

Direction

Ryan Underwood and Glenn Morris will execute the loan as approved by the Board funding the loan with a penalty-free withdrawal from one of the Certificates of Deposit. Additional direction was given to send out a press release about this loan and to include in the next newsletter. Melissa also mentioned a Nevada Department of Education publication in which this could be announced. It was also noted that this should be highlighted in the State Chapter Annual Business Report to show our investment in CTE and our sister CTSO's startup.

CORPORATE SPONSORSHIP PLANNING

Discussion

A promotional packet was developed as a resource tool in building partnership relationships. Board members on-site were provided with a packet for review. It was requested that the packets include an acronym explanation list and a contribution form to make payment easier for potential partners, including a credit card payment option. An error was found on the first page of the Business Partnership Program piece under the Business Leader section: *Builder Benefits* should be replaced with *Leader Benefits*.

Decision

The Business Partnership Program error will be corrected and a contribution form with a credit card payment option and an acronym list will be included in the packets.

Direction

Melissa will house the packets for anyone who needs additional packets. She will send some to Jeanne Joyce and Stacie Peterson for the northern and eastern regions and to Jill Lambert for the southern region.

Board members will be provided with updated packets. Melissa Scott will follow-up with Lynda Spann and Maraea Yates to obtain a past partnership list for potential contacts for the Business Partnership Program.

STATE OFFICER STRUCTURE

Discussion

Glenn Morris presented for consideration a concept by the Board for a more contemporary and business-based state officer program model. As a business organization, it may make more sense to select state leadership through a business format rather than an election format or some modified hybrid. Under consideration for the selection process a business format such as an application and interview process for specific positions and using business-related titles and job responsibilities. Such a change would require amendments to the bylaws, with possible limitations on terms of service. Currently the selection process includes an application, an interview, a test, and campaigning followed by elections. Is the Board comfortable with the state officer team making recommendations for such changes and amendments to the by-laws? Will the Board allow Nevada FBLA-PBL to initiate the process and move forward with this idea through discussion?

Decision

The Board requested feedback from advisers and state officers on the possible changes before moving forward with any decisions.

Direction

Glenn Morris will solicit feedback from advisers and officers on this issue and report back to the Board at the next meeting.

STATE CHAIR REPORT

State Chair Melissa Scott informed the Board that state funding cuts are in process. Some CTE money has already rolled out to the district. Other funds that have not been rolled out to the districts may be the items cut. It is unlikely that CTE funds will be cut this year, but there is no certainty. Next year's CTE funding is in question. Perkins Funds approved last week are less than last year's funds.

Entrepreneurship Week is coming up and Nevada is working with several business partners in the state. Nevada E-week Expo is March 2. A Business Plan competition is under way.

EXECUTIVE DIRECTOR REPORT

Ryan Underwood provided the Board with an updated Membership Report as of January 6, 2008. There are 729 members as of this date compared to 762 at the end of last year. There are currently 26 chapters in the state including six new or re-activated chapters. Three chapters from last year are net yet on board this year. Reviewing the report, Ryan Underwood stated that there are significant changes in membership in several chapters primarily due to a transition process at these schools.

MANAGEMENT CONTRACT

Discussion

Melissa Scott presented the revised Nevada FBLA-Supplemental Management Agreement with TRI Leadership Resources for the 2007-2008 year for approval. Board members received the original agreement at the last Board meeting and received the updated copy earlier in the week.

Decision

It was moved by Jim Gronowski and seconded to approve the contract as revised and direct the acting chair to sign the contract. The motion passed unanimously with one abstention by Ryan Underwood.

OTHER BUSINESS

State Officers were requested to get information to the board on a list of dates and times that they are conducting chapter visits.

The Board would also like to receive invitations to regional FBLA events and meetings.

ADJOURNMENT

The meeting was adjourned at 8:10 p.m.

Respectfully Submitted,

NEVADA FBLA-PBL, Inc.

Jill Lambert, Board Secretary/Treasurer

01/10/2008
Date