

ACA GOVERNING COUNCIL MEETING

MINUTES

March 17, 1997

Call to Order

The ACA Governing Council Conference Call meeting was called to order at 1:30 p.m., on March 17, 1997. President Gail P. Robinson presided. Governing Council members present for all or part of the meeting were as follows:

Joyce M. Breasure, ACA Past President
Helen W. Chapman, North Atlantic Region
Patricia B. Elmore, AAC
Donna M. Ford, Western Region
Queen D. Fowler, AMCD
Betty S. Hedgeman, ACA Treasurer
James Hiatt, AMHCA
John L. Jaco, ACA Executive Director
Courtland C. Lee, ACA President-Elect
Don W. Locke, IAMFC
James J. Lukach, ASCA
Kay Monks, NECA
Gail P. Robinson, ACA President
Floyd Robison, ASGW
Emily Jean Runion, AHEAD
Suzanne Schmidt, Southern Region
Cynthia D. Sellers, ACCA
Howard B. Smith, ACA Parliamentarian
Virginia Sykes, ASERVIC
Christine Larson VanSlyke, Midwest Region
Nancy B. White, IAAOC

Jane Goodman (NCDA) was unable to participate in the meeting and NCDA was represented by Juliet V. Miller, Executive Director of NCDA.

Charlene Kampfe (AADA) was unable to participate in the meeting and AADA was represented by Judith Coy, President-Elect of AADA.

Harold L. Hackney (ACES) and Donald C. Linkowski (ARCA) were unable to participate in the meeting.

Other persons who participated included the following:

Loretta J. Bradley, ACA President-Elect-Elect
Richard Mozier, ACA Chief Operating Officer, Chief Financial Officer
Richard Yep, ACA Associate Executive Director
Karl Zeswitz, ACA Legal Counsel

Agenda

President Robinson called attention to the agenda for the meeting. Three items are listed for discussion, including:

1. Finances
2. Divisional Compliance Issue (NCDA)
3. Bylaws Amendments

President Robinson indicated that there is only one item concerning finances that requires action at this time. The other items are intended for discussion only.

Update on Finances

President Robinson called attention to the motion that had been proposed by the Financial Affairs Committee and that is now being submitted for action by the Governing Council.

It was moved by the Financial Affairs Committee that: The Governing Council move to direct staff to reduce the current deficit of approximately \$916,000 by at least fifty percent (\$458,000) no later than June 30, 1997.

Following the presentation of the motion, there was discussion and a number of questions were raised by various members of the Governing Council. The Treasurer and staff responded to the questions raised on the association's finances and on the motion itself.

Following the discussion, vote was called for on the motion that: The Governing Council move to direct staff to reduce the current deficit of approximately \$916,000 by at least fifty percent (\$458,000) no later than June 30, 1997. Motion passed unanimously.

Divisional Compliance Issue

President Robinson next called attention to the information regarding Division compliance that was contained in the background materials. She specifically called attention to the Bylaws Committee recommendations at the time of the January 1996 Governing Council meeting concerning the NCDA Bylaws that were submitted for approval at that time.

Dr. Robinson noted that this issue was for information only at this time and that she did not anticipate any action being taken at this meeting. No questions were raised concerning this material.

Questions Regarding Bylaws Amendments

Attention was called to the proposed Bylaws amendments that had been mailed to Governing Council members earlier. President Robinson briefly explained the background on these and asked if there were questions on any of the material.

There were a number of questions raised about specific sections in the proposed Bylaws and clarification was provided by President Robinson and by ACA General Counsel Karl Zeswitz.

There was consensus that it would be helpful to provide a matrix that would show more clearly the pros and cons of accepting the new bylaws and would more clearly define the proposed restructuring models, how the restructuring would affect the various entities, etc. President Robinson indicated that she would prepare the requested clarification for the Governing Council to look at during its April meeting.

In concluding the discussion on this topic, President Robinson asked that if any Governing Council members have questions, that they submit them within a week so that comprehensive answers can be given in order that everyone will be fully informed at the April meeting.

Adjournment

There being no further business, the conference call meeting of the Governing Council was adjourned at 2:45 p.m., on March 17, 1997.

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