

## NAIFA-ND Board of Directors Meeting Minutes July 30<sup>th</sup>, 2009 – Spirit Lake Casino, Devils Lake

- Order:** President Keith Phillips called the meeting to order at 11:05 a.m. Voting proxies were received from Pat Saltsman for Jason Middaugh, Pat Hoffman for Terry Weis, Todd Ringoen for Lyle Kraft, Shawn Gruenberg for Tim Deitemeyer.
- Present:** Keith Phillips, Jeff Case, Jason Middaugh, Jay Burgad, Terry Weis, Ted Haugan, Mike Bergquist, Tim Deitemeyer, Don McMullen, Elaine Schilla, Jonathan Spilde, Gregg Webster, Rick Tabert, Dave Falk, Hank Prien, Harlynn Bjerke, Lyle Kraft, Norbert Mayer, Frank Greff, Jim Simons, Dee Stroh, Ron Arneson, Bonnie Baglien, and Nancy Buechler
- Comments:** President Phillips thanked everyone for attending noting that he is pleased with the turnout. We have a long year ahead and many critical issues facing us. We have done a good job in the past and need to continue to do the best job that we can. Keith asked that board members follow through with what they've committed to. He encouraged members to contact him if problems, concerns or complaints arise and promised to return emails and phone calls. Keith asked all board members to be prepared for meetings and versed on what they are voting on and that we move forward once decisions are made.
- Agenda:** Jason moved, seconded by Mike to approve the agenda as presented. Motion carried.
- Minutes:** The May 1 Board minutes and June 2<sup>nd</sup> Executive Committee meeting minutes were reviewed noting the dissent received from Ted Haugan and the Minot Association. Questioned if the dissent was over what was written or what was decided. Keith noted that action was not taken by the Executive Committee, only a recommendation to the board. Jeff asked for corrections to the Executive Committee meeting minutes to reflect that it was recommendations and not action. After discussion, Frank moved to approve the minutes as written, Jason seconded. Discussed the suggested changes noting there is not a motion to make changes but there is a motion to approve as presented. Motion carried with two opposing.
- Financial Report:** Reviewed the year end financial report noting a net gain of over \$3400 in income over expenses. Norbert moved, seconded by Hank and carried to approve the 2008-09 financial report. Motion carried.
- FBF Chair:** Keith noted that Terry Weis had consented to serve as the Freedom Builder Fund Chair and that the appointment must be approved by the Board. Ted moved, seconded by Rick to approve. Motion carried.
- Discussion:**  
**National Committee Person Report:** Pat was not present, Keith reviewed the delegates attending the national convention, noting that we have 14 registered out of 16 delegates for the state and currently no attendees registered from Lake Region or Missouri Slope. Discussed the proposed bylaw amendments to increase delegates to 22 for the state, keep the same or reduce to 14, questioning if we increase the number of delegates will we need to provide funding for them also. Consensus to decide which formula to pursue after the convention. National dues increase of \$110 annual with \$20 going to States and \$20 going to locals was addressed. Noting that national had indicated States and locals will need the funds for advocacy efforts, noting that it does not have to be used for advocacy but can be used as needed. Noted amendments may be offered from the floor. Noted that AHIA members will not see the increase and questioned if the AHIA logo will be put on NAIFA membership cards once it is combined. Discussed need to be proactive in talking to members about the increase and the need to increase membership in order to avoid further dues increases. Noted only about 4% of our membership signed up a new member last year. Consensus of the board to support a \$70 national dues increase without the added state and local revenue sharing.
- Break**
- Technology:** Keith noted that Rick Wallace was not present and he wanted to again address his serving on the committee. Discussion tabled.
- 2010 Convention:** Tim noted they have about 16 serving on the Convention Committee. Convention will be in Fargo, April 28-30<sup>th</sup> at the Doublewood. They are trying to get Van Mueller as the featured speaker and having it open to the community.
- Convention Committee:** Jeff addressed the plan to have a state committee to address State Convention planning for future years and the feasibility of having a separate budget, etc. Noting that if the responsibility does not rest on the local other associations would be able to host the convention also. The committee would work to clarify the role of the state. Jeff stated the committee will present different options to the board with a recommendation by the end of the year. The committee will be formed over the next month and will report at the spring meeting in conjunction with the convention.
- Policy/Bylaws:** Keith noted he has sent out emails seeking members to serve on this committee, however has not had any success yet.
- Local Bylaws:** Minot and Missouri Slope presented amended bylaws for approval. The amendments were to be in conformance with national. Ted moved, seconded by Terry to approve the bylaws. Motion carried.

**At-Large Association:** Jason explained the recommendation of the committee to approve an at-large association with \$10 annual dues and a restriction of 50 miles from an existing local. Jason noted that the at-large option can be left off the online membership application. Norbert noted that we have potential members that we are missing and this would give us the opportunity to get them engaged. Jason moved to accept the proposal, Harlynn seconded. Discussed members that live in outlying areas and currently belong, dues amount and the state making boundaries. Gregg moved to table, failed for lack of a second. Questioned if this could be done on a local level rather than state level. Jay moved to amend the motion so that the state would give locals the option of allowing at large members. Jeff seconded. Discussed changing to a 100 mile radius and the benefit to state and national membership although some locals may lose a couple members, noting that if there is more value in belonging to the local they will join there. Amendment failed. Gregg moved to amend to remove the 50 mile radius, Jay seconded, motion to amend failed. Jeff moved to amend the at-large dues to \$80 rather than \$10, Ted seconded. Discussed what the value of an at-large is with dues that high. Amendment failed. Motion to create an at-large local as proposed carried.

Keith and the board thanked Ted for his work as President of the Association.

**Calendar:** Keith asked the locals to send their meeting schedules to the state for a complete listing and asked Presidents and Committee chairs to submit articles for the newsletter and board reports as listed. Noted the first newsletter article will be due August 10<sup>th</sup>.

**State Office Contract:** Keith explained the Executive committee had reviewed the state office contract and was making a recommendation to the board for a 3 year contract with an annual fee of \$30,000. He noted there were questions regarding what the job description is and that the Executive Committee would evaluate the job description and duties over the next year and make recommendations. Frank moved, seconded by Dee to approve the contract. Harlynn noted the evaluations were good, however the executive committee will work on a new evaluation process. Nancy was asked to leave the room for discussion. Questioned where the negative is coming from, noting there has not been a concern about performance and evaluations have been good. Concern in where the membership will be and how this expense can be handled and whether we can afford to do this at this time, noting National is on a 2 year pay freeze. Noted that performance has been good, this has been a 3 year contract and therefore a 3 year pay freeze and membership has not changed much over this time. Noted the executive committee has agreed to review job duties over the course of the next year. Discussed the rate of inflation for the past 3 years and questioned the need for a review. Terry moved to eliminate the Executive Committee review of executive performance and duties over the course of the next year and simply approve a 3 year contract. Bonnie seconded. Discussed if the state can justify the budget item. Motion carried to eliminate the review and approve 3 year contract carried. Nancy returned to the meeting.

### **Budget**

2009-10 Proposed budget was reviewed noting that we will obtain increased revenue by increasing membership. Terry moved, seconded by Frank to approve. Questioned state convention funding and noted that it is budgeted on 508 members. Motion to approve carried. Discussed the need for advocacy and getting our message out.

With no further business, the meeting was adjourned at 2:10 p.m.

Respectfully Submitted,

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Keith Phillips, LUTCF  
NAIFA-ND President

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Jaford Burgad, LUTCF  
NAIFA-ND Secretary

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Nancy L. Buechler  
Association Executive

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Date