

**PSIA/AASI-INTERMOUNTAIN
BOARD OF DIRECTORS MEETING
January 12, 2013
Café Trio
Cottonwood Heights, UT**

The Board of Directors meeting of PSIA/AASI-Intermountain was held on Saturday, January 12, 2013 at Café Trio, Cottonwood Heights, UT. President Christine Katzenberger called the meeting to order at 4:00 pm and established a quorum was present.

PRESENT

Nancy Kronthaler, Joe Waggoner, Carl Boyer, Leslie Blank, Dave Butler, Emma Franzeim, Mary Flinn Ware, Paul Franzeim, Dustin Cooper, Shannon Highlander and Rich McLaughlin.

Also present were Kent Lundell, ASEA National Board Representative, Kamron A. Keele, Attorney and Susan Oakden, Division Administrator.

ABSENT

Anita Oliveri, Carolyn Fushimi, Sandy Sandusky

No Agenda presented at this meeting. The main focus will be questions and comments on the affiliation agreement with National while attorney is present. Attorney, Kamron Keele is soliciting Board opinions on what our divisional affiliation agreement should contain so that he may prepare such agreement and we may review it before submitting it to National.

APPROVAL OF MINUTES

M.S.C. (unanimous) Kronthaler/Waggoner

That the minutes of October 10, 2012 be accepted as written.

CORRESPONDENCE

Motion to move forward with Carolyn Fushimi's 'Dairy of a Board Member #2'

M.S.C. Waggoner/Franzeim

Attachment A

Carolyn's article for *The Edge* will be given an okay to move forward for publishing along with a counter point article written by Carl Boyer.

Favor: Highlander, Cooper, Butler, Blank, Boyer, Kronthaler, Waggoner,
E. Franzeim, P. Franzeim, Flinn Ware

Opposed: McLaughlin

AFFILIATE AGREEMENT DISCUSSION

All present Board members compiled the following points after lengthy discussion:

Affiliation Agreement 'Wish List'

1. Reciprocity
2. Divisional Boundaries (geographical)
Divisions can operate outside of their respective geographic

- areas, with some limitations.
3. Dues increases with National Profit and loss statements
Proper notification
 4. Standards
Not controlled – National just houses them.
Should be a collaborative effort among ASEA and all divisions.
 5. CRM working to full capacity
 6. Accountability & due diligence – consequences, penalties
 7. Specify insurance requirements
 8. Right to develop specialty programs
 9. Assure that agreement states that National is sub-servant to divisions. That we state what our needs are and they help with those needs.
 10. Divisions shall have the right to develop education materials and publications.
 11. Divisions will develop & implement the format & process for education & examination to national standards. There should be an exception for change to credential or certification program that has restrictions & requirements on the process or format used by divisions.
 12. Sponsorships, partnerships, suppliers and co-marketing agreements should be allowed for each division as long as there is no inherent conflict with another division or ASEA.
 13. ASEA should not develop divisional websites, run divisional offices, nor schedule divisional events.
 14. Right to terminate or leave the agreement should be no more than 60 days.
 15. Agreement between divisions need to be the same for all and individual contracts should be available to all divisions for review.
Any differences in agreement for an individual division should be included only as an addendum to agreement. These addendums would be for marks specific to each division, thus would not change or cloud the original document.
 16. ASEA should have a specific responsibility to produce relevant publications for education to the national standards, skills concept and teaching model as used by PSIA.

Motion to Vote on Agreement

M.S.C. Cooper/Butler

Dustin Cooper entertained a motion of signing the agreement as of this date.

Favor: Boyer

Opposed: Highlander, Cooper, Butler, Blank, McLaughlin, Kronthaler, E. Franzeim, P. Franzeim, Waggoner, Flinn Ware

Motion for a Letter of Intent

M.S.C. (unanimous) Butler/E. Franzeim

After a consensus of the 'wish list' by Board email votes, the attorney will craft a letter of intent on what Intermountain wants and agrees upon.

ADJOURNMENT

Motion to adjourn

M.S.C. (unanimous) Waggoner/Butler

There being no further business to discuss, the meeting was adjourned at 6:45 p.m. The next meeting will be held Friday evening, May 10 and Saturday, May 11, 2013 – location and times to be announced.

Respectively submitted by,

Susan Oakden

Division Administrator