

**PSIA/AASI-INTERMOUNTAIN
GENERAL MEMBERSHIP MEETING
Friday January 25, 2019
Weilenmann School
Park City, UT**

The PSIA/AASI-Intermountain Board of Directors held a General Membership Meeting on Friday January 25, 2019 at the Weilenmann School, Park City, UT.

President Rich McLaughlin called the meeting to order at 5:15pm and established a quorum.

ACTION: A motion was made by Carl Boyer to accept agenda as written.
Mark Battaglia, second.

VOTE: Approved (unanimous)

President Rich McLaughlin made opening comments and thanked Rodger Renstrom for his many years of service as Editor of the Edge.

Doug Waddoups, legal counsel, provided an overview of the Amended and Restated Articles of Incorporation of the Division and the Amended and Restated By-Laws of the Division to be voted on by the members.

ACTION: A motion was made by Dave Butler to approve the Amended and Restated Articles of Incorporation of the Division which amendment was approved by the Board of Directors and recommended to the members for on October 14, 2018;
Mark Nakada, second.

VOTE: Approved (1 opposed, 1 abstention)

ACTION: A motion was made by Mark Nakada to approve the Amended and Restated By-Laws of the Division which amendment was approved by the Board of Directors and recommended to the members on October 14, 2018;
Kim Prebish, second.

VOTE: Approved (1 opposed, 1 abstention)

MEETING ADJOURNED at 6:20 pm

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**PSIA/AASI-INTERMOUNTAIN
BOARD OF DIRECTORS MEETING
Friday January 25, 2019
Weilenmann School
Park City, UT**

The PSIA/AASI-Intermountain Board of Directors met on Friday January 25, 2019 at the Weilenmann School, Park City, UT.

President Rich McLaughlin called the meeting to order at 6:30 pm and established a quorum.

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PRESENT on Friday January 25, 2019

ExCom: Rich McLaughlin, President, Mike Thurgood, Administrative VP, Kim Prebish, Communication VP, and Kent Lundell, ASEA Board Rep

Board: Andy Baker, Mark Battaglia, Dave Butler, Carl Boyer, Jason Hunter, Mark Nakada, Anita Oliveri, Charles Rodger, Eric Rolls and Colter Tucker. On phone: Scott Rockwood

PSIA/AASI National: Nick Herrin

Office: Kirstie Rosenfield

Excused: Scott Rockwood

Absent: Sean Baker

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ACTION: A motion was made by Colter Tucker to accept agenda as written.
Mike Thurgood, second.

VOTE: Approved (unanimous)

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Old Business:

Spring Clinic:

Kirstie Rosenfield summarized Spring Clinic 2019 arrangements at Sun Valley. Bev Beasley briefed the board on the silent auction and the need for donations. Bev requested that all Board members seek items and services.

National Call Center:

Kirstie Rosenfield presented a recap of the Division's use and costs for the National Call Center. For this season, the hours and costs are similar to last year. Customer service has improved because members now have access to member services without having to wait for a call back.

Discussion of establishing a 501(c)(3):

The Board recommended that the submission of a 501(c)(3) application be postponed until the June meeting and until Counsel is consulted. The Board also postponed the discussion of on the SIRC committee and scholarship proposals.

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New Business:

Rich directed the board to read over the synopsis of Fall Conference that he posted summarizing the Presidents Council and Executive Director's meetings. Nick Herrin spoke about the Affiliation agreement and the positive relationships formed at the meeting.

The Board agreed that ExCom succession planning should be discussed at the June meeting.

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PROPOSALS

ACTION: A motion was made by Mark Battaglia to consider proposal 012519-3 Bylaws - Membership Categories first on the agenda. Carl Boyer, second.

VOTE: Approved (unanimous)

#012519-3 By-Laws: National Membership Categories
Sponsored by Mark Nakada and Rich McLaughlin

Amend the By-Laws to bring the Membership Categories current to match the National Member Categories

Mark Nakada made a motion to approve the amended By-Laws.
Dave Butler, second.

Approved (unanimous)

#012519-1 IMD Policies and Procedures
Sponsored by Mark Nakada and Rich McLaughlin

Amend and restate the Policy and Procedures (P&P's) of the Division

ACTION: Carl Boyer made a motion to approve the amended P&P's.
Colter Tucker, second.

VOTE: Approved (unanimous)

A clean copy will be submitted for final approval. Board members will have five days to approve.

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#012519-2 Executive Director job description
Sponsored by Kim Prebish

Accept the Board sub-committee's Executive Director job description as written.

ACTION: Mark Nakada made a motion to call to vote.
Mike Thurgood, second.

VOTE: Approved (unanimous)

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ACTION: Mike Thurgood made a motion to table the remaining proposals.
Carl Boyer, second

VOTE: Approved (unanimous)

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NEXT MEETING:

The third weekend in May, 2019.

MEETING ADJOURNED at 8:55 pm

Minutes submitted by Kirstie Rosenfield

February 1, 2019