



BOARD OF DIRECTORS TELECONFERENCE

July 31, 2008

Attendees: President Gregory D. (Greg) Hyland; Secretary Debra A. (Deb) Bourbeau; Member-at-Large Becky J. Bryant; Treasurer Laurence E. (Larry) Gordon; Past President Ronald L. (Ron) Buchholz; Member-at-Large Deborah J. (Debbie) Smith

The teleconference was convened by President Greg Hyland at 2:01 P.M. Eastern Daylight Savings Time.

President-Elect, Stephen J. (Steve) Mastro joined the conference call at 2:52 PM Eastern Daylight Savings Time

OLD BUSINESS:

- Approval of July 17, 2008 Teleconference Minutes

A motion was made by Bryant to accept the minutes from the July 17, 2008 teleconference. Buchholz seconded the motion. The motion carried unanimously.

- Membership Update

Gordon informed the board that we currently have 1,505 paid members through July 31, 2008.

- Virginia Society Status

Christy Porterfield will be forwarding membership information and dues to Treasurer Gordon.

- 2008 Conference Discussions

Buchholz provided the Board with an update on the Ohio Conference registrations. We have 107 people registered through the on-line conference registration system. The hotel rooms are still at 60% through July 23, 2008. We're waiting for an update from the Ohio Conference Team.

Hyland is expecting an updated Budget from Patti Barnett next week.

- Board Meeting in Columbus

It was agreed that the best time for the Board to meet would be Wednesday afternoon immediately upon completion of the Conference Close-Out Meeting. Time constraints are a concern for some Board Members due to travel arrangements.

- Board Member Election Update

Buchholz informed the Board that we have eight highly qualified individuals and is very pleased with the response to the call for elections. There are three candidates for President-Elect, two candidates for Treasurer, and three candidates for Member At Large of Conferences and Communications. The packets of election information were sent out to the Board Members, the two Past Academy Presidents as well as to the 19 active Member Society Presidents. The “Meet the Candidates” forum is scheduled for Tuesday morning 7:45-8:15 AM. Buchholz will have each candidate speak for three minutes and then allow a short question and answer period. Hyland noted that Gina Mee said the breakfast start time could be moved up to provide more time for the Candidates Forum Meeting. Breakfast could run from 7:00 – 7:30 AM and the Candidates Forum from 7:30-8:30 AM.

The Election Committee is currently being developed for receiving and counting of the ballots from the HOD membership. Hazel Best Shaw (AZ) and Shirley Hollis (KS) were asked to serve. It was noted that both belong to Societies without candidates this year to comply with the SOP recommendation. Shaw has already agreed to serve and Buchholz is awaiting a response from Hollis.

Motion was made by Hyland to accept the two Election Committee members presented by Buchholz subject to their agreement. Bryant seconded the motion. Motion passed unanimously. If Hollis declines the offer, Buchholz will submit replacement name for Board approval. Buchholz abstained from voting.

Motion was made by Buchholz to change the conference schedule by thirty minutes and move the breakfast start time from 7:30 AM to 7:00 AM and move the Meet the Candidates Forum to 7:30 –8:30. Gordon seconded the motion. Motion passed unanimously.

- House of Delegates Meeting

Hyland is waiting to hear from Washington State on names for the HOD. Gordon and Bryant are confirming that HOD members are in good standing. All Board members will be present at the HOD. The SOP specified quorum for the meeting should be met (based upon the registration information provided today and there are no further issues or concerns at this time.

- Thinking Exercise in the HOD

Hyland asked Kay Eldridge (AZ) to facilitate a thinking exercise in the HOD. He indicated topics for thinking exercises could be: What if we dissolved the Board of Directors?; What is the Future of the Academy?; and Moving the current organizational structure of the Academy from bottom up to top down?

Bourbeau felt the exercise would lend itself to thinking outside of the box, and the only concern she had was the time allotment for the exercise. Bryant echoed the same concern. Hyland would identify with Kay the amount of time required during the HOD session for the thinking exercise.

- Committee By-Law's & Ethics Committee Updates

Buchholz updated the Board on the changes submitted by the Board to the Committee members for consideration and action. During Committee deliberations, Committee Member Larry Totten (KY) submitted an alternate recommendation, which the Committee ultimately acted upon and accepted. Totten's proposal was to clarify and expand the current SOP prohibition regarding the Past President running for office so that the Past President could not run for any Board position until that person has been off the Board for one year. This change, in a more direct and simpler manner, addressed the election related issues raised at the 2007 HOD Meeting.

The Committee also considered the other Bylaws changes proposed by the Board regarding the Job Duties of the President-Elect, President and Past President. The Committee Members were not supportive of those changes as they felt the changes upset the current balance of duties among the three positions and significantly weakened the role of the President-Elect. The Committee Members felt that chairing both the Conference and Finance Committees were essential jobs that provided needed on-the-job training experience for the President-Elect to be successful the year that person served as President. In addition, chairing those two Committees provide the opportunity for the President-Elect to be directly involved with and oversee the Conference planning and budget preparation activities for the Conference over which the person will preside and for the budget the person will manage as President.

Buchholz indicated that the Bylaws and Ethics Committee Report to the HOD contained a complete review of the Committee's action, the text of the proposed Bylaws changes that will be presented to the HOD for review and approval and background/explanatory information regarding the Committee's deliberations. Buchholz indicated that he would forward copies of the Committee Report to the Board Members, which he did while the teleconference was in process.

The Committee also discussed the issue of Societies that do not pay their assessment fees or membership dues timely. The Committee unanimously endorsed the Board's decision

to revoke the Society Charter if all means of communication have been performed and documented.

- 2009 Budget Proposal

Hyland believes the line items should be actual, as we know them today. The main topic for discussion is Board travel. Buchholz mentioned that this budget line item has been an ongoing issue for years and has been under budgeted for at least the last number of years. Today, Board Members are not receiving employer support as in years past and the current budget number was established with the understanding that some, if not most, of the Board Members would have their travel supported by their employers. The Board has been discussing ideas on cuts, changes and concerns. Bourbeau mentioned that an option would be to not hold a face-to-face Mid-Year Board Meeting. Buchholz reminded the Board that two face-to-face meetings are required in the SOP's, and we would be in violation of the SOP's if we did not hold them. Hyland reminded the Board that this change (not holding one of the face-to-face meetings) must have HOD approval, which requires 30-day advance notice to the HOD for action. Smith mentioned that we could set aside the bylaws, but that this would not be her preferred way to address the issue. Hyland agreed with Smith.

Buchholz mentioned that the current proposed budget format should also include a year to date column, as this has been the budget format presented at recent previous HOD Meetings, and the absence of the column most likely would raise questions. Mastro will leave the December 31, 2007 column in the budget to be presented to the HOD for informational purposes.

Mastro stated that board travel is one of the highest line items in the budget. Mastro believes that \$13,800.00 should be enough for board travel for the Board Meeting and to attend the Annual Professional Development Conference in 2009. Mastro estimates that the Mid-Year Board Meeting costs approximately \$5,000.00 to attend.

Hyland asked if any other members of the Finance Committee had comments. Mastro shared with the Board that comments from the Committee were about board travel and the expenses. The feedback from the Finance Committee was a point of contention with them and will most likely be at the HOD Meeting as well.

Buchholz doesn't disagree with the discussion. "We're correcting past issues." Mastro believes he will be able to prepare and present the budget.

Buchholz also mentioned that including the \$5.00 dues approved at the 2007 HOD Meeting as a separate column in the proposed 2009 Budget could increase the possibility of someone making a motion to approve the 2009 Budget without the \$5.00 dues increase thereby undoing the approval from the previous year and leaving the Academy and Board with less revenue that anticipated in the proposed 2009 Budget. Mastro thanked Buchholz for pointing this out, as he did not think of that concern. The increase in the dues would assist with the areas of the budget that do not have the funding needed to move forward with the initiatives.

- Florida Society Letter

Hyland contacted Jerry McCarthy regarding his letter dated July 30, 2008 in which McCarthy expressed the Florida Society's concern on the dues increase. Hyland stated that the \$15.00 value in 2002 is valued today at \$39.39. Hyland explained the membership benefits and the value of being associated with the Academy. McCarthy was appreciative of Hyland's call and will address the comments with the Florida Society.

- Conference Database Project

Discussion on this topic was tabled until the next Board conference call.

- Past & Future Conference Updates

Smith informed the board that the Oklahoma Society chose the Renaissance Hotel & Resorts as this facility is located in the downtown area. Smith previously forwarded this Hotel Contract to the Board Members as the Oklahoma Society's recommendation. Smith has no issue in sending the proposed Hotel Contract to the Conference Committee for review, but noted that time is of the essence. Smith invites any Board Member to assist her with the negotiation of the contract and asked for Board review and comment regarding the proposal. This hotel is a brand new resort with enough space to hold the needed meetings for the conference. The area is known as Brick Town and the River Walk is beautiful and a perfect area to host a conference.

Mastro reported that he is currently reviewing the template for the Conference Request for Proposal (RFP) document and will have this project completed by the end of the year.

- CPM Education Board Election

Buchholz informed the Board that the CPM Education Foundation has been busy and recently held a Board teleconference. The Foundation Board has completed and adopted the Foundation's Bylaws, including a Conflict of Interest Policy and annual Reporting Form. These documents needed to be developed and adopted so they could be attached to the Foundation's Application to the IRS for their approval as a tax-exempt entity. The current Foundation Board Members had signed their Conflict of Interest Form for this year and those signed forms will also be included with the application submittal to the IRS. The IRS application is currently in process, which will allow the Education Foundation to accept donations and contributions from individuals, groups and organizations while providing a tax incentive to those making such contributions. The Board hopes to have the IRS Application paper work completed and submitted by the end of August. Normal processing time by the IRS should result in the approval being granted by 12/31/2008 for the Board to move forward in 2009. There is interest in

making possible donations to the Foundation (if it is ready to receive them) in conjunction with 2009 Annual Professional Development Conference in Florida.

Completing the IRS application process and developing a “how to” manual for other non-profit organizations is the capstone project for Sharon Kelley, CPM and CPA. Sharon is a Foundation Board Member, who is the Wilkinson Scholarship recipient winner from 2007. She is earning her Masters Degree using the Wilkinson Scholarship and this project is part of her Masters Degree Program. Sharon is also planning to develop a training seminar for future conferences and/or Leadership Institute sessions. She will also be working with the Wisconsin Society to develop their non-profit application to the IRS. This project being partially funded by the Wilkinson Scholarship is an excellent example of a return investment of Academy dollars spent.

The Foundation Board will be replacing one of the interim At Large Board Members (Ron Buchholz) with a person elected by the Member Society Presidents (as specified in the Foundation’s Bylaws) at their meeting in Columbus in September. There are four candidates running for Office for the At-Large Board Position - Tony Smith (KY), Julie Felice (UT), Tish Hagler (NC) and Kay Eldridge (AZ). The remaining two interim At Large Board Members (Sharon Kelly [WI] and Bill Herman [NH]) will be replaced by elections in 2009 (Kelley) and 2010 (Herman) to stagger the terms for these three At Large Board Member positions. The remaining two Foundation Board positions for 2009 will be filled by Steve Mastro as 2009 Academy President and the winner of the election for the 2009 Board Treasurer (Carmen Bishop [KY] or Reva Tisdale [ID]).

All of the goals of the Foundation for this year have been met or exceeded at this time. Bryant said she has asked Bill Herman to write a brief update article for the upcoming edition of the newsletter.

- New Society Formation Status

Buchholz informed the Board that the Nebraska CPM Program would hold its first graduation ceremony in December 2008. Once that graduation is completed, members of the graduating class will move forward with forming a State Society. Iowa should be submitting information by late fall to early winter for review. Nevada is still reviewing the information on forming a Society.

Ron Buchholz noted that during the recent Bylaws and Ethics Committee teleconference, Committee Member Leonard Jones from Alaska indicated that he and other Alaskan CPM’s are very interested in establishing a CPM Society for that State. Leonard also noted that he had already contacted Alaskan CPM Program Director Bruce Rowe, and that Bruce supports establishing the Society as well. Leonard will be attending the Conference in Columbus and Ron will be working with Leonard to establish the next new Member Society for the Academy. It is anticipated that the work with the Alaska CPM’s will carry over into calendar year 2009 and Greg (as 2009 Mentoring Committee Chair) is aware of this task for the Mentoring Committee next year.

- Update on Scanning Project

Smith has completed the initial project! She has two electronic copies. The 2006 and 2007 records will be picked up from Judy and she will get started on those records. The 2008 records will be collected from Bourbeau and scanned.

- Charity for Academy Support

This topic has been discussed at the BOD Meeting in San Diego and at subsequent Board teleconferences. The Board felt that it would be impossible to select a single charitable organization that would be acceptable to all Academy CPM's and Member Societies. It was decided to drop this item. Bryant said since this was suggested by one of the member Societies, it could become an item for discussion at the President's meeting in Columbus.

NEW BUSINESS:

- SOP Changes for Henning Award Process

Buchholz had a conversation with the Committee Chair. The Chair felt that an applicant, whose application was submitted with identifying information should not be evaluated with the other nominees by the entire Committee. The Chair took that action. Buchholz had spoken with three past Henning Award Committee Chairs and no previous chair had taken similar action with an applicant on their own. Buchholz feels this is a one-time situation that does not warrant SOP change action. Hyland asked that if a problem like this occurs again next year, the SOP's be reviewed. Smith suggested that it is not authorized for the Chair to perform this duty.

- HOD Election Campaign Start Time

Buchholz explained some candidates this year started campaigning prior to the closing of the election nomination submittal deadline and before the candidates were verified by the Board of Elections Committee. The current Academy SOP is silent on this issue and Buchholz was not aware of this happening in the past. All of the candidates were verified as being members in good standing. Hyland suggested that something be added into the Election Process SOP. Buchholz will draft a proposal stating that after the election processes closes is when the campaigning can start.

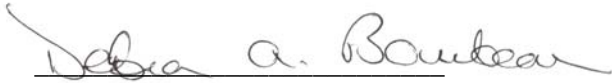
The teleconference adjourned at 3:32 P.M. Eastern Daylight Savings Time.

Next conference call is scheduled for Thursday, August 14, at 2:00 Eastern Daylight Savings Time.

For Distribution:

Original Signature on File

Respectfully submitted by:

A handwritten signature in black ink that reads "Debra A. Bourbeau". The signature is written in a cursive style and is positioned above a horizontal line.

Debra A. Bourbeau, CPM, Secretary, AACPM

For Distribution:

Original Signature on File

Respectfully submitted by:

A handwritten signature in blue ink that reads "Gregory D. Hyland". The signature is written in a cursive style and is positioned above a horizontal line.

Gregory D. Hyland, CPM, President, AACPM