

Western States Hostage Negotiators' Association
Special Board Meeting Minutes
02/24/10

Call to Order

Meeting called to order by President Schrum at 1037 hrs.

Roll

President	Devon Schrum	District 1	Glen R. Roggenbuck absent
Vice President West	Bill Waltz	District 2	Beth Larson absent
Vice President East	Tim Moses absent	District 3	Dani Griswold
Vice President Events	Brian Prevett	District 4	Robert Bianchi
Secretary/Treasurer	Matt Onderbeke	District 5	Tim Bennett
Director of Comm.	Bruce Wind absent	District 6	Stacy Lucca
		District 7/8	Brandy Arnoux absent
		District 9	Shari Gulliver

A quorum is met.

Approval of Past Minutes

N/A

Business

The purpose of this meeting is to review, discuss and finalize a draft By-Laws change to present to the membership at the next conference.

Changes to the makeup of the Executive Board and Board of Directors and districts were discussed. Essentially the east and west vice president would be combined into one position and the District Representatives positions would be reduce to 5 positions. Position 1 would represent Washington, Position 2 Oregon and Hawaii, Position 3 Nevada and Northern California, Position 4 Montana and Idaho, and Position 5 Canada and Alaska.

These changes of the by-laws were supported by the board members present.

Treasurer Onderbeke suggested two changes in regards to his position.

First, conference hosts and business manager(s) need to have the ability to sign for payment and receipt of money on behave of the association during their hosting of a conference. To maintain integrity of the accounts, it was suggested host agency have two people able to sign, and those people be approved by the Executive Board. Conversely, those names need to be removed from this responsibility at the end of the conference.

Article V. Section C

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall only be issued with the approval of the secretary/treasurer or other Executive Board member, or

members of the conference committee appointed by the Executive Board. When the financial obligations for a conference have been completed, the business manager will be notified that the conference committee will no longer have approval as noted above.

Second, it would be impossible for the treasurer to accept payments and issue receipts on a regular basis. Therefore it was suggested that the business manager and treasurer work in concert to make this happen, with the Association treasurer having oversight, and maintain his/her own files, while the Business Manager is responsible for day to day accounting, answering to the treasurer and board.

Article III. Section I. Subsection 4

The secretary/treasurer shall have charge and custody and be responsible for all funds and accounts of the association and in general perform all duties incident to the office of secretary/treasurer and such other duties as may be assigned by the president or Executive board. The secretary/treasurer will work in concert with the business manager to assure all financial records are maintained and receive and give receipts and keep records for all monies due and payable for and by the association. The secretary/treasurer will record and maintain custody of all minutes from any Executive Board meetings, Board meetings and general membership meetings.

During discussion, several members pointed out that this is essentially how we conduct business now and the changes needed to be made to keep the Association running efficiently as possible and the by-laws need to be brought into line with good practices.

By unanimous vote these two changes were also approved by the board.

The board unanimously agreed that the draft by-laws, with the above changes, should be brought before the membership for review, discussion and vote for ratification of the new by-laws.

The board unanimously agreed this presentation will occur at the next general membership meeting at the Tacoma WSHNA Conference.

The board unanimously agreed that if passed, the new by-laws should be in effect no later than the general membership meeting 2011. However, the board also agreed that if approved, the actual implementation of the by-law changes should be planned by the Board of Directors or Executive Board between the general meetings in 2010 and 2011.

Next Meeting

The next telephonic Board of Directors' meeting will be April 28, 2010, at 1030 hours.

Adjournment

Onderbeke moved the meeting be adjourned.

Second by Bill Waltz

Motion passed by unanimous vote.

Meeting adjourned at 1105