

# BOARD OF DIRECTORS - MINUTES

Board of Directors Regular Meeting  
Marriott Anaheim  
December 6-7, 2013

## Welcome and Roll Call

### Board Members in Attendance

- Kay Ferrier, State Advisor [ex-officio]
- Carl Schmidt, Board Chair
- Mary Whited, Board Chair Elect
- Maureen Todd, Board Treasurer
- Tami Raaker, Board Secretary
- Dennis Mifflin, Audit Committee
- Mariam Shafiey, Audit Committee
- Laurie Andrews

### Staff Members in Attendance

- Brycen Woodley, State Director

## Review of Reports [Friday Evening]

1. State Advisor Report [Update from CDE by Kay Ferrier]
2. Financial Reports
  - a. Financial Reports by District
  - b. Financial Reports for the California Association of DECA
3. Management Team Report
  - a. Membership
  - b. Conference
  - c. Status of CDE Contracts (SB70 & AB8)
4. State Officer Report

**A. Executive Session (Saturday 9:00 AM)**

1. Audit Committee Presentation of 2011-12 Audit
2. Board Discussion on Audit
3. Conference Call with Auditor (Saturday 9:20 AM)

The Board had a conference call with the auditor. Audit went well in comparison to other CTSO's. We reviewed findings. We discussed solutions. The suggestion was made that all Board members have access to our QuickBooks (on a read-only basis) to view and run reports (with an individual password). The Board will respond to the audit at our next Board meeting. This will be included in the final report and this complete report will ultimately be sent to CDE. Board is proposing a review every year and a full audit every fourth year of California DECA and its subordinate Districts. The auditor gave us a ballpark on the costs (not a formal quote). Review: State only would cost \$3000 and a total of \$4000 to include Districts. Dennis will be sending the auditor an RFP (to begin 2015) to be discussed at the next Board meeting. Dennis will outline any changes in financial processes that we want to proceed with and notify our Management Team.

**B. Introduction - Board of Directors Open Session (Saturday 10:00 AM)****1. Call to Order**

The Annual Meeting of the California DECA Board of Directors was called to order by Board Chair Carl Schmidt at 10:00 AM, Saturday, December 7, 2013

**2. Welcome and Roll Call**Board Members in Attendance

- Kay Ferrier, State Advisor [ex-officio]
- Carl Schmidt, Board Chair
- Mary Whited, Board Chair Elect
- Maureen Todd, Board Treasurer
- Tami Raaker, Board Secretary
- Dennis Mifflin, Audit Committee
- Mariam Shafiey, Audit Committee
- Laurie Andrews

Staff Members in Attendance

- Ryan Underwood, Executive Director (via Skype)
- Brycen Woodley, State Director

**3. Approval of the Minutes from May 18, 2013**

It was moved by Mary and seconded to approve the minutes of the May 18, 2013 meeting as amended. The motion was adopted.

### C. Board Chair Action Items

1. AB1575 Impact
  - a. Discuss the provisions of California AB 1575, Free Public Education Constitutional Guarantee, passed by the legislature and signed by the Governor.
  - b. Review of California DECA evaluation responses regarding implementation of AB1575 locally
  - c. Recommendations for Membership Plan and Financial Strategies

Brycen shared the reports from the findings on the AB 1575 implementation at the schools we serve. The impact is across the board. Some schools can't charge any fees for anything, whereas some schools can still accept voluntary donations. Kay spoke with her boss at CDE to clarify CDE's perspective. For example, there is a distinguishable difference between state and local events but there is still a need for a consistent message to convey. Kay will continue to press for more information and share it as it is made available.

Brycen worked with Ed Davis on the National level to discuss some options. Ed is open to a sliding scale for membership dues (for example, 1-100 members pay this amount, 101-150 pay this amount). It was proposed that a committee be formed to address this problem to come up with some feasible options. There were many models discussed. The committee will be: Brycen Woodley, Carl Schmidt, Maureen Todd (available after February) with Laurie Andrews serving as the Chair for this committee.

2. Membership Review
  - a. Review of chapters and membership by district
  - b. Highlighting new and reactivated chapters
  - c. Review of our new outreach, membership and chapter development initiative in SOCAL

Brycen shared membership numbers. We are on track to exceed our membership from last year. Brycen presented the specific efforts made in Southern California in the December 2013 Southern California Membership Progress Report. With Danielle's leadership (and support from the State Officers), they have demonstrated a significant positive impact on our membership growth. Carl and Laurie suggested adding a few target schools that were involved before, specifically Redlands, Redlands East Valley, San Gabriel, Upland, Eisenhower, & Palm Springs region. The plan is in motion to invite the new schools to the local CDC. In addition, Congressman Swalwell will be attending Nor Cal CDC.

With the increase in membership, we need to address the support processes in place to maintain retention. California DECA website's resources are great. Laurie suggested that we add some training modules online and perhaps have a point person to facilitate training through Google hangouts.

### 3. Conference Review

- a. Review of attendance at DECA Universities (including trends)
  
- b. Review of attendance at District Leadership Conferences (including trends)

We discussed the growing pains associated with our significant membership growth in terms of our logistics and will discuss further at the May meeting.

### 4. Partnerships and Alliances

- a. Consider some relationship between CA DECA and the California Hotel & Lodging Association
  
- b. Consider some relationship between CA DECA and the California Restaurant Association

Carl has been working with the CA Hotel & Lodging Association. They have no CTSO associated with them and the Hospitality industry is huge. They have a program for teachers/students in Hospitality industry training/certification. Carl would like to bring someone in to our May meeting, to discuss the possibilities of a partnership with them. Carl will contact them and invite them to attend.

### 5. Alumni

- a. CA DECA Alumni Associations in major cities

Carl is proposing a potential association & reception in various areas where alumni could stay connected. Our starting point will be New York and Boston, potentially Chicago at some point and could expand to other areas. These students will be paid alumni members. It will start as purely a networking activity but could expand to potential opportunities for internships, etc. Carl will plan the first two activities and will report back with a plan at the next two meetings.

## D. Other Action Items

### 1. Association Management

- a. Conclusion of Open Bidding Process for Management Services from summer.  
Laurie moved that we conclude the open bidding process. It was seconded to approve and was passed unanimously.

b. Review of Management Contract for 2013-14

In effort to not postpone the approval of the contract, we will refer back to our minutes for no cost process for financial procedures. Ryan recommended that we add those changes in for future contracts.

Laurie moved that we review and accept the Association Management Services Agreement for 2013-14. It was seconded to approve and was passed unanimously. Carl signed the agreement.

2. Financial

a. Review and Approval of 2012-13 Income Statement and Balance Sheet

Clarification was made on the additional costs for the audit process.

Maureen moved to approve the 2012-13 Income Statement and Balance Sheet. It was seconded to approve and passed unanimously.

b. Review of 2013-14 Balance Sheet

c. Review and Approval of 2013-14 Budget

There was some discussion to review our dues and subscriptions to obtain the most value for our money, especially now that SB70 cannot pay for these dues.

Dennis moved to review approve the 2013-14 Budget. It was seconded to approve and passed unanimously.

d. Payment Policy

Reviewed payment policy and made recommendations. We will vote on it once it is revised.

e. SB70 2013-14 Chapter Grants

The funds will begin to be dispersed next week: still waiting on some chapter to submit forms to claim their chapter's grant funds.

f. SB70 2014-15 Input

The Board provided input into ways to use SB70 for 2014 in a way that increases chapter grants and works to minimize the current heavy load of documentation required. Kay and Ryan will work on the final draft to be in place for June 15, 2014.

g. 990 Group Filing Submitted

The California DECA state and federal tax reporting was completed.

3. Audit

a. Receive the 2011-12 Audit

b. Approve the 2011-12 Audit

Dennis moved that we receive and approve the 2011-12 Audit. It was seconded and approved unanimously.

4. SCDC

a. Decision on Opening Session Friday Night at 2014 State CDC

We are going to have a short opening session (no more than an hour) with no speakers etc.

b. 2015 Location

Bid reviews came back. SF is too high. Sacramento declined. Visalia came back with a very competitive bid but some factors were unfavorable. Santa Clara provided a bid to consider. Based on all factors, we will move forward for Feb 26-March1, 2015 and March 2-5, 2017 in Santa Clara for SCDC.

c. Discussion of Options for 2016 and Beyond

After reviewing all options, we opt to move forward with Town & Country for 2016 & possible 2018 (with a clause to get out of it if after 2016, we find it to be unsatisfactory.)

5. Special Recognition to Honor JoAna Sydow (e.g. Lifetime Achievement Award)

a. Carl moved to award JoAna Sydow as an honorary life member. It was seconded and approved unanimously. The plaque will be awarded by NorCal, as appropriate

b. Carl moved to rename our CSP as the "JoAna Sydow Community Service Project". It was seconded and approved unanimously.

c. Dennis moved to allocate an additional \$600 travel stipend for the qualifying 1<sup>st</sup> place team (in the JoAna Sydow CSP project) to attend ICDC.

**E. Next Meeting: May 15-17, 2014 Sacramento**

**F. Additional Information/Discussion Items**

**G. Meeting agenda items for May 2014 Meeting**

1. Conversation about conferences (LDC, DECA University, Advisor training)
2. Audit Response
3. Presentation from CA Hotel & Lodging Association on potentially partnership opportunities
4. Plan to implement our 1<sup>st</sup> two Alumni networking receptions (Carl)
5. Discuss the challenge to show reserves (allowable future expenses)
6. Review and vote on Payment Policy

**H. Adjourn (by 3:08 PM)**

The December meeting of the California Association of DECA, Inc. was adjourned at 3:08 p.m.

Respectfully Submitted,

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Tami Raaker, Board Secretary

January 15, 2014

Date