



**IRWA Board of Directors
Meeting Minutes
June 20, 2007
Sacramento, CA**

Call to Order: IRWA Jim Finnegan, SR/WA, called the meeting to order at 1:30 pm.

Approval of New Directors/Quorum: Secretary/Treasurer Juan Zaragosa, SR/WA, reported the following individuals had been appointed as board of directors' substitutes by their chapters to be voting directors at the Board of Directors.

- Chapter # 2 Region # 1: Clivia D. Reynolds, SR/WA
- Chapter # 27 Region # 1: Colleen Tiner
- Chapter # 44 Region # 1: LoAnn Weight, SR/WA
- Chapter # 47 Region # 1: Alma C. Smith
- Chapter # 47 Region # 1: Scott A. Dickinson
- Chapter # 39 Region # 2: Georgia S. Snodgrass, SR/WA
- Chapter # 43 Region # 2: Deanna Walker
- Chapter # 43 Region # 2: Joseph Kopec
- Chapter # 9 Region # 4: Joseph S. Bottino, SR/WA
- Chapter # 9 Region # 4: Phillip Cottone, SR/WA
- Chapter # 15 Region # 4: Lorrane Gorman
- Chapter # 55 Region # 4: Steve Eickels
- Chapter # 77 Region # 6: Thomas A. Anderson
- Chapter # 64 Region # 7: Michael Churella
- Chapter # 54 Region # 10: Bruce MacFarlane
- Chapter # 80 Region # 10: Majorie Fraser
- Chapter # 80 Region # 10: Buddy Williams

Juan A. Zaragosa,, SR/WA moved that the individuals listed above be approved as directors. The motion, seconded by Wayne Goss, SR/WA, passed unanimously on a voice vote.

Secretary/Treasurer Zaragosa then confirmed the presence of a quorum. President Finnegan noted that the minutes of the June18, 2006 meeting in Denver Colorado had been distributed in advance and entertained a motion to approve the minutes as distributed. That motion was made by Joseph S. Bottino, SR/WA, seconded by Randy Ferris, SR/WA, and passed on unanimous voice vote.

IEC Reports: Finnegan reported that the 2006-7 reports of the IEC will be online on the IRWA website for review.

Finance Committee Report: Noting that IRWA was completing its second full year of its new fiscal year of July 1-June 30, Finnegan reported that the most recent financial statements showed a positive operations variance of over \$199,000 through the end of April 2007. While June is the largest financial month of the 12 month cycle because of income and expenses associated with the annual conference, Finnegan noted that current projections showed IRWA should complete the year having achieved its strategic goal of more than 50% in operating reserves.

Executive Vice President's Report: Noting that the Executive Vice President Dennis Stork had presented an oral report on Sunday to the Meeting of the Members and had provided a written report on headquarters operations, President Finnegan asked if there were any questions to be addressed to the executive vice president. No questions were forthcoming.

Meeting Recessed: Right of Way International Education Foundation The IRWA Board of Directors meeting was recessed so that the RWIEF could conduct its annual meeting. David Sinclair, SR/WA, presided over the meeting. Prior to recessing the Board of Directors meeting, President Finnegan expressed his appreciation for the RWIEF and the Canadian Right of Way Education Foundations generous support of IRWA's educational mission.

Canadian Right of Way Education Foundation: Larry Boyko, SR/WA, president of the Canadian Right of Way Education Foundation reported on the Foundations activities during the past year and noted that the CRWEF is supporting the Education Summit plan as requested.

Board of Directors Reconvened: President Finnegan reconvened the Board of Directors meeting following the RWIEF meeting.

Minutes of the 2006 Board of Directors Meeting Approved: Joseph S. Bottino , SR/WA, moved that the minutes of the 2006 Board of Directors meeting be approved as previously posted on the IRWA website. The motion, seconded by Randy Ferris, SR/WA, passed on a unanimous voice vote.

IEC Policy Actions from the Past Year Approved: Tom Benson, SR/WA, made the motion that the IEC policy actions from the past year be approved as distributed. The motion, seconded by Dan Beardsley, SR/WA, passed on voice vote.

Bylaws Amendments Postponed Indefinitely: The Board of Directors had before it four Bylaw Amendments. A motion was made by Thomas Stowe, SR/WA, that 1st

amendment be postponed to a certain time, that being the 2008 Board of Directors meeting in Austin, Texas. The motion was seconded and passed on a voice vote. Steve Benson, SR/WA, moved and Jim Struble, SR/WA, seconded that the other three amendments be postponed indefinitely. The motion passed on a voice vote.

Board Resolution Regarding Pro Rata Dues Approved: President Finnegan explained that current IRWA policy allows individuals to join the Association by paying pro-rata dues. After April 1, for example, an individual can join by paying 75% of the dues for the balance of the year, after July 1, they pay 50% and after October 1, they pay 25%.

Joining the Association after October 1 creates significant administrative issues as well as problems for the individual member. Because chapters still have to approve the individual membership application, it is quite possible that a new member will receive a membership renewal at the same time they receive their new member pin and certificate.

The proposed resolution would alter our policy so that if a new member wants to join after October 1, the prospective member must pay the dues for the following year, giving them 15 months of membership rather than paying for only three months. This policy gives them a full year of IRWA membership before having to make a decision to renew. Finnegan noted that the minor loss of revenue from members joining after October 1 will be offset long term by better retention and reduced staff time explaining the current billing system. There would be no change in the policy or pricing for prorated dues for 75% or 50% of the year.

Finnegan noted that change in policy requires a two-thirds approval of the Board of Directors to enact. The applicable section of the bylaws is duplicated below:

Section 1. International Dues and Fees. The Board of Directors may establish such dues and fees as are necessary for the fiscal administration of the Association. Such dues and fees, including annual membership dues, certification or designations fees and penalties for late payment and non-payment, shall be established from time to time by resolution of two-thirds of voting members at a meeting of the Board of Directors. Such resolution may also establish dates by which such dues are payable and may establish procedures for distribution of such to the international and/or chapter treasuries.

Finnegan concluded by noting that the refinement in the membership process is consistent with the move of the membership deadlines for the Gene Land Award and the MAP winner to May rather than December 31.

Dwight Pattison, SR/WA, moved to approve the resolution as presented. The motion was seconded by Stephanie Rankin, SR/WA, and passed on a unanimous voice vote.

2007-2008 Budget Approved: Secretary/Treasurer presented budget and reported that the budget calls for \$3,752,651 in projected Income and \$3,748,865 in expenses, yielding a net contribution to surplus of \$3,786 by June 30, 2008. Zaragosa moved that

budget be approved as previously posted on the IRWA Website on February 2007. The motion for approval was seconded by Wayne Kennedy, SR/WA, and passed on a unanimous voice vote.

International Nominations and Elections Committee Report: Jennifer Logan, SR/WA, chair of the International Nominations and Elections Committee, presented the following recommended slate of officers for 2007-2008.

For President Elect: Faith Roland, SR/WA
For Vice President/Treasurer: Sandy Grigg, SR/WA
For Secretary: Juan Zaragosa, SR/WA
For IEC Member: Ken Davis, SR/WA

Following her presentation, each of the first recommendations from the INEC was elected by acclamation without further nominations from the floor.

Ruth Appointed General Counsel: During the counting of the ballots, President Finnegan noted that Steve Ruth had agreed to serve as 2007-8 general counsel on the IEC.

2007 Annual Conference Report: Dwight Pattison, SR/WA, reported that total attendance at the 2007 meeting was 978. He expressed his appreciation for the work of the volunteers on the host committee from the Sacramento chapter and Region 1. President Finnegan presented Pattison with a check for \$10,000 from IRWA for hosting the meeting. Pattison noted that after the chapter had paid for any direct expenses incurred, they would donate the net to the right of way foundations.

2007 Book Drive: Mike Pattison, SR/WA, introduced representatives from the Sacramento Children's Home who accepted a donation of over 900 books as well as checks that had been gathered from IRWA members.

Region Chairs and Vice Chairs Elected for 2007-8: The Board of Directors elected the following individuals as chairs and vice chairs for 2007-8:

REGION ONE: CAROLYN A. CARRICA, SR/WA; CAROLYN D. BANKS, SR/WA
REGION TWO: RANDY A. WILLIAMS, SR/WA; WAYNE L. GOSS, SR/WA
REGION THREE: CRAIG R. POORKER, SR/WA, R/W-NAC; RITA RASMUSSEN, SR/WA
REGION FOUR: SHELBY J. HICKS, SR/WA; LARA T. BAILEY, R/W-NAC
REGIO FIVE: DONNA HUNTER, SR/WA; JEROME C. LUND, SR/WA
REGION SIX: ANGEL BANKS; JOHNY DYESS, SR/WA, R/W-AMC, R/W-RAC, R/W-EC
REGION SEVEN: JAMES PRICE, SR/WA, FRED WALASAVAGE
REGION EIGHT: ERIC FINN; COLLEEN BROWN
REGION NINE: KEVIN WINNER; LEE SATTERFIELD-HAMRE, SR/WA, R/W-RAC

REGION TEN: BRENDA D. BECKER, SR/WA; KAREN CARSWELL, SR/WA

Appointment of Committee Chairs and Vice Chairs: President Finnegan asked President Elect Jim Struble, SR/WA, to announce the 2007-8 chairs and vice chairs.

INTERNATIONAL ETHICS COMMITTEE:

CHAIR: RICHARD C. MELFI; VICE-CHAIR: WILLIAM DEE

INTERNATIONAL MARKETING AND COMMUNICATIONS COMMITTEE:

CHAIR: LYLE MCMILLAN; VICE-CHAIR: ALAN D. WURTZ, SR/WA

INTERNATIONAL NOMINATIONS AND ELECTIONS COMMITTEE:

CHAIR: STEVE T. BENSON, SR/WA; VICE-CHAIR: PATRICIA F. THAYER, SR/WA

INTERNATIONAL PROFESSIONAL DEVELOPMENT COMMITTEE:

CHAIR: WILLIAM KYLE RAY; VICE-CHAIR: MICHEL J. PATTISON, SR/WA

INTERNATIONAL ASSET MANAGEMENT COMMITTEE:

CHAIR: CYNTHIA L. GAN, SR/WA, R/W-EC; VICE-CHAIR: ROBERT W. DRAYTON, SR/WA, R/W-AMC

INTERNATIONAL ENVIRONMENT COMMITTEE:

CHAIR: DEREK BLACKSHARE; VICE-CHAIR: JAMES E. SMITH

INTERNATIONAL LOCAL PUBLIC AGENCY COMMITTEE:

CHAIR: JEFFREY L. JONES, SR/WA, R/W-NAC, R/W-RAC; VICE-CHAIR: WILLIAM L. BUSCH, SR/WA

INTERNATIONAL PIPELINE COMMITTEE:

CHAIR: STEPHEN M. MCDANIEL; VICE-CHAIR: DAVID R. ANDERSON

INTERNATIONAL RELOCATION COMMITTEE:

CHAIR: TAMARA G. BENSON, SR/WA, R/W-RAC; VICE-CHAIR: VIVIAN D. HOWELL, SR/WA, R/W-RAC, R/W-NAC

INTERNATIONAL SURVEYING COMMITTEE:

CHAIR: MURRAY J. LEGRIS; VICE-CHAIR: DAN SHIFLETT, SR/WA, R/W-RAC

INTERNATIONAL TRANSPORTATION COMMITTEE:

CHAIR: THOMAS A. ANDERSON, R/W-AC; VICE-CHAIR: JERRY COLBURN, R/W-AC

INTERNATIONAL UTILITIES COMMITTEE:

CHAIR: DAVID J. HINGTGEN; VICE-CHAIR: PATRICIA J. MORRIS

INTERNATIONAL VALUATION COMMITTEE:

CHAIR: DAVID C. MATUREN, SR/WA; VICE-CHAIR: RANDALL KOPFER, SR/WA

President Elect Remarks: 2007-8 President Jim Struble , SR/WA, noted that the major focus of the 2007-8 year would be the continued implementation of the 12 strategic initiatives identified from the Education Summit. He also announced that a special task would review IRWA designation and certification programs in the coming year and that a special task force to begin preparing for the 75th anniversary would be appointed. He also gave a very brief update on the status of finding a replacement for the current executive vice president.

2012 Annual Education Conference: President Finnegan noted that four cities had submitted applications to host the 2012 annual education conference. After five minute presentations by Anaheim, CA; Charleston, WV; Reno, NV, and Seattle, WA, two written ballots did not provide a majority winner so a standing vote was conducted. Seattle, WA won the right to host the 2012 annual conference.

Adjournment: There being no other business before the Board of Directors, the meeting was adjourned at 4:00 pm

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