



**International Board of Directors
Meeting Minutes**
Wednesday, June 17, 2015
San Diego, California, USA

Call to Order: The 2015 meeting of the International Right of Way Association Board of Directors was called to order by International President, Lee Hamre, SR/WA at 1:30pm.

Roll Call and Minutes Approval: President Hamre called on International Secretary, Jeff Jones, SR/WA, who read the names of replacement directors for election as members of the International Board of Directors. Secretary Jones moved and Brad Krabel, SR/WA seconded that the replacement directors on file with the International Nominating and Elections Committee (INEC) be elected as presented. The motion carried unanimously. Secretary Jones then declared a quorum, with 171 voting directors present.

President Hamre requested approval of the minutes of the previous Board of Directors meeting, held in Hartford, Connecticut on June 25, 2014. Secretary Jones moved and Phyllis Lilly, SR/WA seconded that the minutes be approved as presented in the 2015 Online Board of Directors Packet. The motion carried unanimously.

Finance Committee Report: President Hamre noted that IRWA financial statements, as well as the details of the 2015-2016 budget, were distributed in advance of the Board meeting in the Online 2015 Board of Directors Packet and that the fiscal year will end on June 30, 2015 with an audited financial statement distributed in October of this year. Monthly financial statements for the Association have been posted on the IRWA website for member review throughout the year, starting last fall. There were no questions regarding the 2014-2015 financial report, therefore, the financial report was accepted as presented.

President Hamre reported that the Association has enjoyed another very successful year with the continuation of our five-phase curriculum design plan and new chapter growth uniting all of North America. Following this year's Annual Conference we anticipate once again exceeding our projected net income for the year.

Acceptance of Reports: President Hamre shared that the leadership reports of the Association were also posted in the Online 2015 Board of Directors Packet on the IRWA website. Following a request for questions regarding filed reports and the Executive Vice President report presented during the Sunday Annual Meeting of Members, the reports were accepted as presented.

Recess of International Board of Directors Meeting: President Hamre recessed the International Board of Directors meeting at 1:50pm in order to convene the meeting of the Board of Directors of the Right of Way International Education Foundation (RWIEF). President Hamre thanked the RWIEF, as well as the Canadian Right of Way Education Foundation (CRWEF) on behalf of the entire organization, for their ongoing support and partnership again this year, enabling the organization to present updated and new programming to a record number of members and non-members, with a growing audience around the world.

Call to Order of Board of Directors of the Right of Way International Education Foundation (RWIEF):

RWIEF President, Carol Croft, SR/WA shared that she was reminded that Conference is a Family Reunion for the right of way family, starting with the RWIEF Board of Trustees, whom she then introduced noting that Steve Benson, SR/WA had resigned from the board, replaced by Leslie Finnigan, SR/WA to fill the balance of his term. Other trustees with expiring terms are Bernie Lea, SR/WA, Michael Pattison, SR/WA, David Sinclair, SR/WA and Ron Barker, SR/WA. Each has agreed to continue for another three-year term on the RWIEF Board. With that, RWIEF President Croft requested a motion to approve the continuing members, which was moved by Faith Roland, SR/WA, and seconded by Gene Land, SR/WA. The motion carried. She then announced that RWIEF officers will remain the same next fiscal year. Over the past three years, the Foundation has launched a new logo, website and most recently, the Region Professional of the Year Award Scholarship. Each Region Professional of the Year will receive a \$500 scholarship from the Foundation. This year's Region Professionals of the Year were:

- Region 1: Jamie Formaco, SR/WA
- Region 2: Georgia Snodgrass, SR/WA
- Region 3: Kelly Anderson, SR/WA
- Region 4: Frank Knapp, SR/WA
- Region 5: Norm Thomas, SR/WA
- Region 6: Matthew Harris, SR/WA
- Region 8: Beverly Colvin, SR/WA
- Region 9: Kevin Shea, SR/WA
- Region 10: Wesley Shewchuk, SR/WA

RWIEF President Croft then reported a second new item, the establishment of a Young Professional Trustee position, with a term of two years. For the first Young Professional Trustee position, Taylor Sass was the individual named. A second Young Professional Trustee position will be filled next year, also with a two-year term. A motion was requested to approve Taylor Sass for a two-year term on the Board of Trustees. The motion was moved by Jerry Colburn and seconded by Randy Williams, SR/WA. The motion carried.

RWIEF President Croft then shared that that the Foundation ended the year on December 31, 2014 with assets of \$1,378,000 and \$187,901 in paid commitments to the IRWA with \$182,031 in outstanding commitments. She shared that she was humbled by the ongoing support of IRWA members whose direct contributions and sponsorship dollars generated \$30,000 in net income from this year's Golf Tournament, \$16,000 in auction proceeds, and 737 attendees at the Monday Night Event adding \$36,000 to the Foundation coffers for a total of \$52,000 this year. These contributions represent IRWA's savings account for continued development of the education products that members need to grow in their careers and personal development.

Following RWIEF President Croft's continued remarks about the IRWA family and songs that represented her feelings about the importance of family, RWIEF Trustees Ron Barker, SR/WA and Joe Neighbors, SR/WA accepted gifts from chapters and members from both the United States and Canada.

Adjournment of the RWIEF Board of Directors Meeting: With no further business, the RWIEF Board of Directors meeting was then adjourned.

Reconvene IRWA Board of Directors Meeting: President Hamre reconvened the IRWA International Board of Directors Meeting, informing the Board of Directors that the CRWEF has also been actively supporting IRWA education and programming, funding the new video-powered education program Course 100, Principles of Land Acquisition, introducing a new concept called condensed learning that

allows participants to gain the knowledge and education units of a traditional four-day course in half the time. President Hamre then welcomed Sandy Grigg, SR/WA, President of the CRWEF to the stage to share his remarks.

Report from the Canadian Right of Way Foundation (CRWEF): CRWEF President Grigg thanked President Hamre and the Association for the strong partnership enjoyed by our organizations. The CRWEF has had a very busy year reviewing how it should conduct business going forward. A legal and financial review was undertaken and a Board decision was made to maintain the status quo and not apply for charitable status. Financially, the Foundation is sound with over \$200,000 in assets and no outstanding liabilities at this time. A new website has been created, www.crwef.ca, and a new sponsorship program was launched that provides funding opportunities for Canadian, American and international interests. In addition, the CRWEF provided \$30,000 in funding for a new, all Canadian oil and gas course that would focus on National Energy Board requirements.

CRWEF Officers Bill Giese, SR/WA and Dawn MacDougall, SR/WA proceeded to accept gifts from chapters and members from both Canada and the United States.

New Business: President Hamre invited IRWA's Vice President of Field Services, Daniel Stekol, and the firm providing electronic voting devices for the meeting to demonstrate their use by conducting test votes among the Board of Directors. President Hamre then moved to new business, sharing that the International Governing Council (IGC) minutes from the past year had been posted on IRWA's website, and minutes of the most recent meetings held last week were distributed during the Region caucuses on Sunday, June 14, 2015 along with a summary of International Executive Committee/IGC actions for the year. President Hamre requested a motion to ratify the actions of the IEC/IGC since the June 2014 Board of Directors meeting in Hartford, Connecticut, and the motion was made by Secretary Jones and seconded by Sean Sampson, SR/WA. The motion was approved by unanimous vote.

President Hamre then called on Treasurer Jerry Colburn to present the proposed 2015-2016 budget. Treasurer Colburn reported that the finance committee met four times during the fiscal year and provided monthly oversight for the budget of the Association. He shared that the proposed budget aligned with our strategies to increase the visibility of the IRWA and its members, provide for the continued development of new education programming and support the governance of our Association. Treasurer Colburn then moved that the proposed budget be approved as circulated and presented. The motion was seconded by Sharon Slauenwhite, SR/WA. With no additional discussion, the 2015 – 2016 budget proposal was approved as presented.

Next, President Hamre introduced two bylaw resolutions to be put before the Board, reminding Directors that resolutions require a two-thirds majority to pass. President Hamre announced that sitting in for General Counsel Eric Finn, Esq. was Ethics Committee Chair, Colleen Brown and Ethics Committee Vice Chair, Matt Hansen. Ms. Brown then presented and explained the first resolution, Responsibilities. Following the presentation, Janet Parks, SR/WA moved and Mike Murray, SR/WA seconded the motion. President Hamre called for a vote and the motion passed as presented.

Ms. Brown then presented the second recommendation, regarding Region 2. Following an explanation of the resolution, Wayne Larsen, SR/WA moved and Brian Taylor, SR/WA seconded the motion. Following a call for discussion, President Hamre called the vote and the motion carried.

President Hamre then invited Kevin Paul, SR/WA, Chair of the International Nominations and Elections Committee to the podium, for a report of the committee. Mr. Paul reported that a slate of International Officers had been vetted and proposed as follows:

- International President-Elect: Incumbent IEC officer, Mary Anne Marr, SR/WA
- International Vice President: Incumbent IEC officer, Jerry Colburn, SR/WA
- International Treasurer: Incumbent IEC officer, Jeff Jones, SR/WA
- International Secretary: Candidate Vivian Howell, SR/WA

President Hamre began the election process by calling for nominations from the floor for the position of International President-Elect, to contest the INEC recommendation of Mary Anne Marr, SR/WA. Hearing none, the position of International President-Elect was closed, with Mary Anne Marr the only candidate, moved by Patricia Petitto, SR/WA and seconded by Secretary Jones, SR/WA. The motion carried by unanimous vote, making Mary Anne Marr, SR/WA the new International President-Elect.

Next, President Hamre called for nominations from the floor for the position of International Vice President, to contest the INEC recommendation of Jerry Colburn, SR/WA. Hearing none, the position of International Vice President was closed, with Jerry Colburn the only candidate, moved by Janet Parks, SR/WA and seconded by Sean Sampson, SR/WA. The motion carried, making Jerry Colburn, SR/WA the new International Vice President.

President Hamre then called for nominations from the floor for the position of International Treasurer, to contest the INEC recommendation of Jeff Jones, SR/WA. Hearing none, the position of International Treasurer was closed, with Jeff Jones the only candidate, moved by Patricia Petitto, SR/WA and seconded by Mike Murray, SR/WA. The motion carried, making Jeff Jones, SR/WA the new International Treasurer.

President Hamre next called for nominations from the floor for the position of International Secretary, to contest the INEC recommendation of Vivian Howell, SR/WA. Past President, Randy Williams, SR/WA nominated Aimie Mims, SR/WA. Following Ms. Mims' nomination, Carol Bellinger was allowed to speak on behalf of Vivian Howell's nomination. The position of International Secretary was then closed with two candidates. Each candidate was given the opportunity to address the Board of Directors for a period of five minutes, followed by supporting remarks by up to five members. Following the presentations and supporting remarks, a vote was taken with Aimie Mims, SR/WA gaining the position of new International Secretary with a majority vote.

President Hamre congratulated the 2015 - 2016 officers and reported that Eric Finn, Esq. had agreed to serve as International General Counsel for the 2015-2016 fiscal year.

President Hamre then invited Secretary Jones to the stage to present members nominated by their respective regions to serve as International Region Officers. He presented the following slate of Region Officers:

- Region 1: Chair, Janet Parks, SR/WA and Vice Chair, Joe Currie, SR/WA
- Region 2: Chair, Ana Rausch, SR/WA and Vice Chair, Kevin Stout, SR/WA
- Region 3: Chair, Lou Ann Dollar, SR/WA and Vice Chair, Jacob Farrell
- Region 4: Chair, Phyllis Lilly, SR/WA and Vice Chair, Douglas Hummel, SR/WA
- Region 5: Chair, Brad Krabel, SR/WA and Vice Chair, Greg Mathais, SR/WA
- Region 6: Chair, Sean Sampson, SR/WA and Vice Chair, Judy Jones, SR/WA
- Region 7: Chair, Brad Thomas, SR/WA and Vice Chair, Dee Oakland, SR/WA
- Region 8: Chair, Sharon Slauenwhite, SR/WA and Vice Chair, Josie Tomei, SR/WA
- Region 9: Chair, Wayne Larsen, SR/WA and Vice Chair, Larry Risinger, SR/WA
- Region 10: Chair, Brian Taylor, SR/WA and Vice Chair, Stewart Anderson, SR/WA

President Hamre thanked Secretary Jones and requested nominations from the floor. Hearing none, President Hamre requested a motion to approve the individuals elected to their respective offices by the

International Board of Directors. The motion was made by Treasurer Colburn and seconded by Secretary Jones. The motion carried.

President Hamre then welcomed President-Elect, Wayne Goss, SR/WA to the podium to announce the appointments of the 2015-2016 International Service and Industry Committee Chairs and Vice Chairs and Community of Practice Chairs (CoP) and Vice Chairs, all of whom have been approved by the International Executive Committee.

- International Ethics Committee: Chair, Colleen Brown and Vice Chair, Matt Hansen
- International Nominations and Elections Committee: Chair, Arlene MacKenzie, SR/WA and Vice Chairs, Randall Kopfer, SR/WA and Pat Petitto, SR/WA
- The Partnership for Infrastructure Professional Education Committee: Chair, Tamara Benson, SR/WA and Vice Chairs, Carol Brooks, SR/WA and Janet Walker, SR/WA
- International Credentialing Committee: Chair, David Whitlock, SR/WA
- International Transportation Committee: Teri Morgan, SR/WA and Vice Chair, Jamie Formico, SR/WA
- International Public Agency Committee: Kimberly Reed, SR/WA and Vice Chair, Matthew Harris, SR/WA
- International Electric & Utilities Committee: Chair, Geoffrey Douglass, SR/WA and Vice Chair, Yoli Matranga, SR/WA
- International Oil & Pipeline Committee: Chair, Joe Coates and Vice Chair, Jim Krohe, SR/WA
- International Asset Management Community of Practice: Leader, Kenneth Stanberry, SR/WA
- International Relocation Community of Practice: Leader, David Harrah, SR/WA
- International Surveying Community of Practice: Leader, Henry Horton, PS
- International Valuation Community of Practice: Leader, Rick Pino, R/W-AC

Committee and CoP leadership were acknowledged with a round of applause, and President Hamre then invited Incoming International President, Wayne Goss, SR/WA to present his remarks on taking the presidency of the Association. President-Elect Goss shared that stepping back just a moment, our current International President, Lee Hamre, spoke last year at this meeting about how the executive committee committed itself to moving the IRWA toward three simple goals: to embrace our global partners, to be more responsive to the needs of those who use our services and to enhance our education offerings and the delivery of those products. The most important message to share with the Board is that the IRWA as an organization is doing great and has made tremendous progress toward those goals.

The expertise of IRWA members in land rights connected to public and private infrastructure is being recognized all over the globe. This is evidenced by the countries that are reaching out to us for guidance as they develop their own laws and regulations for planning, acquiring, managing and disposing of land rights to help in growing their economies. IRWA members are recognized as the top professionals in the field, and their credentials are seen as true markers of excellence.

IRWA certification programs are being tailored to meet the specific needs of the major industries that use our services, and we are moving forward in the development of these education and credentialing products. Now that IRWA members have the opportunity to obtain training in one of four industry-specific pathways, the users of our services will recognize the advantage of selecting our members for assignments rather than those who have not taken advantage of what our Association offers in terms of education and credentialing.

The Association is also providing excellent new education products, in both classroom and web-based formats that appeal to our members on levels that were once only imagined. Training and education products feature opportunities for face-to-face learning experiences plus online options that are

enriched with video capture of live classroom presentations. These enhancements allow our members to avoid time away from the office and save money on travel, while still keeping them engaged and equipped with all the tools they need to excel professionally.

We enjoy an additional advantage of partnering with experienced, respected education experts in our industry to produce high-quality presentations specific to our users' needs. We are working with experts to create a world-class instructor development program to ensure that we deliver excellent content in an effective manner to every single student.

To continue our educational improvements, our current International Professional Development Committee will be separated into two separate committees to allow more emphasis and concentration on specific tasks. These new committees will focus on: a) Instructor Development and Curriculum Design, and b) Credentialing. We will provide more detailed information as we move forward.

The ultimate goal is to deliver value to every member and make IRWA membership essential for success in our profession. We want every IRWA member to be recognized as the "go-to" person when decisions are made by users of infrastructure real estate services. The training and education we offer, the ever-expanding global peer group that is the IRWA, the industry-based credentialing programs we have developed, our discipline Communities of Practice that provide a meeting space for seasoned professionals *and* those newer to the particular field to come together and share best practices. All of these areas are the result of collaboration among all of us who contribute our collective knowledge and experience to this group.

Even with our tremendous success, we will continue to advance and improve. The team you have selected to lead us into the future, our International Governing Council, is committed to ensuring that we continue to improve and enhancing the value of IRWA membership.

President Hamre thanked President-Elect Goss for his remarks, and then asked Chapter 11 President Cynthia Colburn, SR/WA to present a final report of the Conference Host Committee. Cynthia thanked the Board, the event co-hosts and committee, Chapter 11 and the strong group of volunteers who supported the Conference, noting that 1,349 attendees had participated. President Hamre then presented a check from the Association in the amount of \$10,000, in recognition of the host chapter.

Other Business: President Hamre asked for other business and hearing none reminded members that the reception for the Installation Banquet and Dance would begin at 6:00pm, and 2015-2016 officers will be formally installed during the event.

Adjourn: With no further business, President Hamre adjourned the Board of Directors Meeting of the International Right of Way Association at 4:03pm noting Directors will next meet in Nashville, Tennessee in 2016.

Minutes reviewed and approved by IRWA International Secretary, Jeff Jones, SR/WA for presentation at the next regular meeting of the International Board of Directors in Nashville, Tennessee.

Signature

Date