



International Governing Council Meeting Minutes

Saturday, June 10, 2017
Anchorage, Alaska, USA

Welcome and Call to Order: President Mary Anne Marr, SR/WA called the International Governing Council meeting to order at 8:01am AKT, welcoming members, region vice chairs, guests and staff and sharing our purpose, to improve people's lives through infrastructure development. President Marr conducted a round of introductions, followed by participants breaking into partners to discuss their role in carrying out IRWA's Purpose.

Roll Call and Approval of Minutes: Secretary Sharon Slauenwhite, SR/WA confirmed that the IEC and regions were all represented and determined with General Counsel Brad Kuhn, Esq that a quorum was present, in keeping with our bylaws: Quorum for the IGC shall be ten (10) voting members, of which four (4) shall be voting members of the IEC. In order for a matter to be approved by the IGC, it must receive a vote of at least seventy-five percent (75%) of its members voting at a meeting at which a quorum is present.

IGC Members:

Mary Anne Marr, SR/WA – President
Jerry Colburn, SR/WA – President-Elect
Jeff Jones, SR/WA – Vice President
Aimie Mims, SR/WA - Treasurer
Sharon Slauenwhite, SR/WA - Secretary
Mark Rieck – CEO
Brad Kuhn, Esq – General Counsel
Joe Currie, SR/WA, R1 Chair
Ana Rausch, SR/WA, R2 Chair
Lou Ann Dollar, SR/WA, R3 Chair
Douglas Hummel, SR/WA, R4 Chair
Greg Mathais, SR/WA, R5 Chair
Sean Sampson, SR/WA, R6 Chair
Brad Thomas, SR/WA, R7 Chair
Josie Tomei, SR/WA, R8 Chair
Larry Risinger, SR/WA, R9 Chair
Stewart Anderson, SR/WA, R10 Chair

Region Vice Chairs:

Yoli Matranga, SR/WA, R1 Vice Chair
Teri Morgan, SR/WA, R2 Vice Chair
Jacob Farrell, SR/WA, R3 Vice Chair
Craig Curtis, SR/WA, R4 Vice Chair
Judy Jones, SR/WA, R6 Vice Chair
Delores Oakland, SR/WA, R7 Vice Chair
Roderick Graves, SR/WA, R8 Vice Chair
Fredrick Easton, JR., SR/WA, R9 Vice Chair
Jenna Wood, SR/WA, R10 Vice Chair

Guests:

Mr. Jacques Du Plessis, RWA, President, SARWA Chapter 83
Piet-Nel de Vos, RWA, International Director, SARWA Chapter 83

Staff:

Daniel Stekol, Vice President Field Operations
Deidre Alves, Vice President Professional Development
Fred Nasri, Chief Financial Officer
Tim Drennan, Manager Field Operations
Jaime Rose Mathews, Manager Field Operations

Secretary Slauenwhite presented the minutes of the May 18, 2017 IGC meeting, moving their approval as presented, seconded by Greg Mathais, SR/WA. The minutes were approved.

Action and Discussion Items: President Marr facilitated the presentation of the following items for discussion and action as appropriate by IGC members.

- **Finance Committee:** Treasurer, Aimie Mims SR/WA presented April Key Measures and financial summaries, noting the Association is slightly in the red on net income, but May and June promise to be great months for education with 79 classroom courses scheduled. Online course income is nearly on par with last fiscal year at this time and the results from our May Flash Sale were very strong. Credentialing income continues to exceed last year's actual and we are now proceeding under the new Industry Career Path. Aimie then asked for questions regarding IRWA Financial Summaries.

CEO Mark Rieck shared a few observations about struggling chapters, well-funded chapters not scheduling classes, and a growing group of chapters opting for seminars over classroom education, urging leadership to encourage chapters to put member service, particularly for qualifying education at the forefront of their chapter priorities next fiscal year and give consideration to building chapter standards and sharing best practices over time. CFO Fred Nasri suggested that Chapters consider preparing an annual budget, using Quickbooks.

- **Closure of Pittsburg Chapter 55:** Region Chair, Doug Hummel, SR/WA presented his case for closing Pittsburg Chapter 55, noting all the steps we have taken over the past 5+ years and that IRWA policy for closing a chapter have been met, including closing of the chapter bank account. Mr. Hummel shared that all members have been reassigned to a new home chapter at their discretion and members living in the Pittsburg area will be given the opportunity to meet and conduct classes without the burden of chapter administration and accountabilities. Mr. Hummel moved for closure of the chapter, seconded by Stewart Anderson, SR/WA. Motion was carried unanimously and Region 4 Chair Hummel delivered the chapter's records to CFO Nasri.
- **Governance Project Summary and Plan:** President Marr shared the key outcomes of the Governance Project Planning meeting conducted with the IEC in Chicago for small group discussion and the addition of our region perspective. The group also discussed next steps to carry out Phase I of the plan, starting with a leadership session for international directors on Wednesday morning during Conference week.
- **2018 Next Generation CHIP Program:** Vice President, Daniel Stekol presented a proposed chapter incentive program for next fiscal year that will reduce the number of administrative uploads required of chapters, maintain the current membership growth incentives and add an incentive for classroom education. Another new feature is that the program segments are not interdependent, and chapters will not lose membership and education incentives if they miss an administrative upload deadline.

IGC members and region vice chairs discussed the pros and cons of the program over lunch and following that lunchtime discussion completed their report out to the full IGC. Brad Thomas, SR/WA moved approval of the program as presented, seconded by Doug Hummel. The motion was carried unanimously. The Next Generation CHIP program takes effect July 1st, 2017

- o **Education Update:** Vice President, Jeff Jones, SR/WA provided an update from the Partnership for Infrastructure Professional Education on CLIMB Certified Instructor Match noting that all 139 CLIMB Certified Instructors had been matched to the courses they are qualified to teach and a master list of potential courses had been developed to meet the needs of our chapters and members going forward.

Vice President, Professional Development, Deidre Alves, M.Ed. expanded on the issue noting that we have 14 certified instructors in Canada and will be able to meet the needs of our chapters in that country. Deidre then shared IRWA's new C102 Elevating Your Ethical Awareness Classroom Course, IRWA's first course built to meet CLIMB Standards.

- o **Conference Preparation:** President Marr reviewed the Conference schedule with IGC members and Region Vice Chairs, highlighting required events and activities for members who received travel funding. Mark Rieck reminded members of the July 21, 2017 postmark deadline for reimbursement.
- o **Flipped Chapter Business Model Concept Pilot:** Daniel Stekol presented the concept of a "flipped" business model for chapter revenue sharing with the International Organization, based on member retention and acquisition rather than classroom education. Following small group discussion and full group debrief and response, a straw poll of region chairs and vice chairs was taken and it was determined that the IGC would like to hear more details and review a model program at its September 2017 meeting by a vote of 17 to 2.

Other Business: Anna Rausch, SR/WA asked for an outcome on the two-year Industry Seminar Pilot Program and President-Elect Jerry Colburn, SR/WA shared that the program was successful in providing excellent content for our members, but proved to be difficult to implement across the country, as well as expensive for the Association. Going forward the Association will encourage and strategically support chapter seminars with Industry Chairs and Community of Practice Leaders serving as resources for subject matter expertise.

Doug Hummel requested an update on this year's Congress for Global Infrastructure Real Estate and Mark Rieck and Jerry Colburn provided an overview of the November 2017 event, to be conducted in Mexico City.

Key Upcoming Meeting Dates: Incoming President, Jerry Colburn, SR/WA informed the group that the next regular meeting of the IGC will be conducted on Friday and Saturday, September 15-16, 2017 in Marina del Rey, California. In addition, a leadership call will take place in late August, following the annual IEC Leadership Forum in July.

Adjourn: With no further business, President Marr called the meeting to a close at 4:09pm.

Minutes reviewed and approved by IRWA International Secretary, Sharon Slauenwhite, SR/WA for presentation at the next regular meeting of the International Governing Council.

Sharon Slauenwhite
Signature

June 14, 2017
Date