

**FERMA Membership Business Meeting – Minutes  
Summer Conference  
Lido Beach Resort, Sarasota, FL  
July 13-14, 2012**

**Opening:** The regular meeting of the FERMA General Membership Summer Conference was called to order on July 13, 2012 at 9:23am by Chauncey Fagler, President.

**Board Members Present:** Tony Ganstine, Sandy Higginbotham, Linda King, Michael Millett, Kevin Windham

Attendance also included the general membership of FERMA.

The meeting started with Chauncey Fagler thanking everyone for attending.

**Hotel Contract – Stay at Lido Beach Reminder**

Chauncey Fagler reminded the members that FERMA had a two year contract with Lido Beach Resort and next year dates are 07/08/13 – 07/12/13, which is the 2<sup>nd</sup> year of the contract.

**Report of the Treasurer**

Michael Millett presented the FERMA July 13, 2012 Treasurer's Report. The report indicates positive results for the last 12 month period.

*Motion made by Scott Clark, second by Deborah Henry to accept the July 13, 2012 Treasurer's Report as presented. Motion passed with unanimous approval.*

**Intent of FERMA**

**Issue – Are FERMA Bylaws in direct conflict with the FERMA Articles of Incorporation?**

**BYLAWS:**

**Article II: Objective, 3 – *“To influence legislation and regulations at the federal, state and local level”***

**ARTICLES OF INCORPORATION:**

**Article V, B. – *“No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.”***

Linda King informed the members of the conflict between the Bylaws and the Articles of Incorporation. Bylaws state to influence legislation when the Articles of Incorporations states to not influence legislation. FERMA is currently filed as a 501C(3) with the State, which falls in line with the Articles of Incorporation to not influence legislation.

The Board recommends changing the wording of the Bylaws to coincide with the Articles of Incorporation.

After discussion the members motioned to bringing this back at tomorrows, July 14<sup>th</sup> continued Business meeting after they have had time to wordsmith.

*Motion made by Deborah Henry, second by Scott Clark to bring back at tomorrows, July 14<sup>th</sup> continued Business meeting. Motion passed with unanimous approval.*

July 14, 2012 - After discussion the members recommend amending the wording of the Bylaws, Article II: Objective, 3 to *"To provide input, information and education on legislation and regulation at the federal, state and local level"*.

*Motion made by Tony Ganstine, second by Dianne Howard to amend the wording of the Bylaws, Article II: Objective, 3 as presented above. Motion passed with unanimous approval.*

### **Extend Term for President/Officers to 2 Years**

**Issue – Current one year term (except Treasurer which is three (3) years) are problematic for record keeping and historical purposes.**

The Board recommends the members to amend the Bylaws, Article V, Officers to read "Each officer shall be elected for a term of one year unless the Board nominates and votes the officer extend to a second one year term with the exception of the treasurer who shall serve a three year term. Once three year term is up, past treasurer holds Board Member board (unless past treasurer elects to join rotation to Presidency, then can follow normal Board Member rotation)."

After discussion the members motioned to not amend the FERMA Bylaws, Article V, Officers.

*Motion made by Scott Clark, second by Deborah Henry to NOT amend the FERMA Bylaws, Article V, Officers. Motion to oppose passed with unanimous approval.*

### **Add New Position – FERMA Historian (non voting position)**

**Issue – FERMA does not have anyone to track, record, research and maintain information for the organization. This can and may have lead to lost time and duplicate processes, i.e. things that were decided in the past come up again and have been addressed differently the second time. A Historian would be a person who would have past knowledge of who, what, when and how of the organization. A Historian would insure accurate information for effective business decisions in the future and reduce chances of duplicate processes.**

*Motion made by Scott Clark, second by John Hamilton to add a Historian position to the Board. Motion passed with unanimous approval.*

The Board motioned to nominate John Radcliffe as Board Historian.

*Motion made by Linda King, second by Ted Pafundi to appoint John Radcliffe as Board Historian. Motion passed with unanimous approval.*

### **Directors & Officers (D&O) Insurance**

**Issue – Should we purchase D&O Insurance for the FERMA Board members? Concern has been raised that as Risk Managers we are not immune to possible risk exposure as members serve on the FERMA Board.**

Scott Clark motioned to add "cost to not exceed \$2,000".

*Motion made by Dave Applebaum, second by Kevin Windham to purchase D&O Insurance but not to exceed a cost of \$2,000. Motion passed with unanimous approval.*

### **Change Name of FERMA**

**Issue – FERMA is currently named "Florida Educational Risk *Managers* Association" and the question has bee raised that shouldn't it be "Florida Educational Risk *Management* Association".**

After discussion the members motioned to change the FERMA name to "Florida Risk Management Association".

*Motion made by Scott Clark, second by Lisa Becker to change name to "Florida Risk Management Association". Motion passed with unanimous approval.*

**FERMA Logo Change**

**Issue – Time for a FERMA logo update.**

After reviewing the logo choices the members agreed to change to the logo to the Board recommended logo.

*Motion made by Scott Clark, second by Linda King to change the FERMA logo to the Board recommended logo. Motion passed with unanimous approval.*

**FERMA Scholarship Criteria**

**Issue – Can someone apply that is working on a degree outside the Risk Management field of study?**

The Board recommends amending the Scholarship Application, Section 3: Award Requirements, 1 to “Describe why you believe you should be awarded this scholarship (i.e. career goals, financial need, etc.) and include how your area of study relates to the area of risk management.”

*Motion made by Kevin Windham, second by Tony Windham to amend the Scholarship Application, Section 3: Award Requirements, 1 as presented above. Motion passed with unanimous approval.*

**Nomination Committee**

The Nomination Committee members are Sandy Higginbotham, Glen Lathers, Ted Pafundi and John Radcliffe.

Nomination for the 2012-2013 Board included:

Linda King	President
Tony Ganstine	President Elect
Kevin Windham	Vice President
Michael Millett	Treasurer
Bo Brit	Board Member
Robert Stratton	Board Member
Chauncey Fagler	Past President

*Motion made by Scott Clark, second by Ted Pafundi to accept the 2012-2013 Board nominations as presented above. Motion passed with unanimous approval.*

**Lifetime Membership – Member Application**

**Issue – Clarification on Lifetime Membership, Lifetime Achievement Award and the rights those award holders have.**

After discussion the members asked that the Board send the criteria of the Lifetime Membership, Lifetime Achievement Award and the Hall of Fame Award out to the members by email for review before posting on the FERMA Website.

**FERMA Certification and Recertification**

**Issue – Once a member has been certified and recertified 3 additional times (with the same criteria as the original certification) there are no more certification/recertification’s available through FERMA. This practice does not lend itself to providing incentives for members to continue to grow and learn more in the risk management field.**

After discussion the members ask the Board to come up with point levels instead of recertification. The Board will work up a proposal for point levels and will send that proposal out to the members for approval.

**Annual Filings with the State and Federal Government**

**a. CPA – Triplett and Company**

Chauncey Fagler notified the members that FERMA has entered into a 3 year contract with Triplett and Company to handle FERMA’s filings with the State and Federal Government to insure that FERMA stays compliant.

**b. State Tax Exemption**

Michael Millett notified the members that he has filled the appropriate paper work with the State for FERMA to receive Tax Exemption status.

**Website Discussion/Update**

**LinkedIn – Membership Community**

Linda King updated the members on the new FERMA Website. Members will have to join LinkedIn to be a part of the website Membership Community.

**IBC Discussion**

Kevin Windham and Linda King updated the membership on the status of IBC and informed them IBC has moved their effective date for the Florida retiree health plan from August 2012 to January 2014.

**Presidential Transition**

President Elect, Linda King took office at the close of the annual summer meeting as required by the FERMA By-laws.

John Radcliffe thanked Chauncey Fagler for the excellent job he has done and for his support as a Board Member and as a President.

**Adjournment**

Meeting was adjourned on July 14, 2012 at approximately 11:48 am by Chauncey Fagler.

Submitted by Linda King, President  
July 31, 2012