

Minutes of the NRHS Advisory Council

Claymont, Delaware

October 20, 2012

(Approved April 6, 2013)

Scott Andes – Presiding member. (NRHS Vice President appointed Scott Andes, National representative Cincinnati Chapter, to preside in his absence.) Call to order at 1:30PM.

Roll Call

The sign-in sheet was passed around to all National Representatives and guests. See Appendix A.

Letters to the Secretary:

Alternate, St Louis Chapter– Dr. Albert “Doc” Howe

Atlanta Chapter – Del Kittendorf was selected by the Atlanta Chapter to take the place of Larry Dyer.

Tacoma Chapter – Ed Berntsen was selected by the Tacoma Chapter.

Discussion of the Advisory Council Role

NRHS General Counsel John Fiorilla gave a general outline of the role of the council in the NRHS.

- Each Chapter National Representative is here to express their chapter’s views and concerns.
- The chapters can send an Alternate National Representative by notifying the NRHS Secretary prior to a meeting.
- The Advisory Council was created as a communication tool to bring views and ideas to the Board of Directors and as a sounding board to the Board of Directors.
- The Advisory Council will have at least three members of the Board in attendance.

Jim Pahriss, National Representative from the George L. Carter Chapter, was a member of the Bylaws Committee that created the Advisory Council. He expressed that the intent in the creation of the Advisory Council was to give the chapters a direct voice in the Society whereas with the old Board of Directors, the National Directors were responsible to the Society as a whole and not responsible to the chapter.

NRHS President Greg Molloy welcomed everyone and thanked them for the joining the Council. He stressed the importance of this group to bring information and advice to the Board of Directors and that this can be a venue for future training. He also noted that the Advisory Council can request the Officers or Staff Members report to the Council on actions or concerns of the Society.

Directors & Officer Insurance Discussion

Brandon Grizzel, New Castle Insurance – Directors & Officer Insurance. Brandon outlined the availability of Directors & Officer insurance to the chapters.

- This insurance is available to all NRHS chapters.
- The program is not an umbrella of the NRHS National policy.

- Each own chapter is responsible for their coverage.
- The Council is requesting the insurance Information be sent via email to all National Representatives.
- Brandon will need clarification of who exactly is covered as a Director or Officer in the chapters. For example, is a volunteer on a chapter committee covered under this policy?

Continued Discussion

Valli Hoski, National Representative from the North Texas Chapter, requested that the NRHS respect the privacy of all Advisory Council members' personal information that will be used to disseminate Advisory Council information.

Jim Pahrns requested that NRHS will continue to list all National Representatives on the staffing list as it was done for the National Directors.

Kristen Olszewski, Fernley & Fernley, reviewed the status of the 2013 dues renewal.

- Dues renewals are in the mail for 2013 being sent the first week of October.
- Request that each chapter Electronic Billing Contact review and verify all chapter information.
- Explanation of the dues process schedule for 2013.
- Explanation of the dues renewal form misprint for chapter donations. Fernley & Fernley and the printing company sent a letter to all members at their expense outlining the proofing error.

Advisory Council Organizational Discussion

Scott Andes started the discussion on when the Advisory Council should meet. The next Council Meeting is during the Spring, 2013 Conference in Cincinnati, OH. The dates are April 5 – 7, 2013. The host hotel is the Marriott Cincinnati North. The conference is being hosted by the Cincinnati Chapter and the C.P. Huntington Chapter.

Sanford Williamson, National Representative from the Old Dominion Chapter, questioned the reason for three Advisory Council meetings and four Board of Directors' meetings.

Greg Molloy stated that the Board of Directors needs four meetings in order to cover the business of the Society. The Bylaws committee felt that three meetings of the Council would be sufficient and that meetings would be held at the same time as the Board in order to keep personal expenses down and give hosting chapters' critical mass to hold the event.

Ed Bernsten questioned the Bylaws requirement of three meetings and asked if an electronic meeting is acceptable.

John Fiorilla responded to the question that three meetings are the minimum per the Bylaws. More are acceptable but not mandated. Electronic meetings are acceptable if the Council is agreeable. It was also noted by Del Kittendorf that one of the Advisory Council meetings is tied to the convention per the Bylaws.

There was a lengthy discussion on the pros and cons of holding a video or audio conference for a large group. It was noted by a few of the National Representatives that an electronic meeting would be very difficult for this size of a group but that it should not be totally ruled out and that this type of meeting should be investigated for future use.

Jon Baake, National Representative from the Washington DC Chapter, started a discussion on the possibility of regional meetings for the AC. The consensus was that the Advisory Council has the ability to set up regional meetings if so desired, but the full Council will meet three times a year. One meeting each year will be held in conjunction with the convention.

Greg Molloy explained that the "President" as noted in the Bylaws will call the Advisory Council meetings under advisement from the Council and that the Council itself cannot commit NRHS resources to scheduling or contracting a Council meeting.

Jon Baake made a request that an advance agenda be sent to the Council which includes the Board of Directors' agenda. To further this idea, Ed Berntsen requested that the non-confidential Board material be made available to the Council on the NRHS administration website so that Council members can better prepare for the meetings and give advice on business that the Board of Directors is handling.

Scott Andes discussed the need to set up the NRHS website so that the Council members can access information for the meetings. Other Council members asked that the website be available by the next Council meeting.

Jon Baake asked if the Council members should sign confidentiality agreements in order to have better access to the Board material. Jim Pahrns responded that it was not the intent to have the Advisory Council to become directly involved in the matters of the Board of Directors.

Motion:

Jim Pahrns moved to hold the next Advisory Council meeting at Cincinnati on April 6, 2013 in conjunction with the Board of Directors' meeting as scheduled. Ed Berntsen second. Approved by voice vote.

Scott Andes will investigate the possibility of remote access for this meeting.

Jim Pahrns proposed that the Council elect a vice-chair to cover if the NRHS Vice President is not available to chair the Council meeting.

Scott Andes began this discussion by asking Greg Molloy if the Bylaws had any provision for someone to fill-in for the Vice President. Greg went on to explain that the Bylaws did not have any wording for a back-up to the Vice President and he would entertain a recommendation to appoint someone to the position.

Del Kittendorf suggested to proceed on planning for a chairman pro-temp and to create a council committee to recommend the Bylaws change. Greg Malloy explained that the BOD would consider changes at the Winter meeting so it could make it in the 2013 cycle. John Fiorilla recommended that a Bylaws change be made and the recommendation must be submitted to the Board of Directors 30 days prior to the next meeting.

Motion:

Ed Berntsen move that Scott Andes serve as the Advisory Council Chairman pro temp to serve through the April meeting and for him to appoint a Council Committee on Bylaws changes. Tony White second. Approved by voice vote.

All Bylaws change recommendations must be submitted to the Board of Directors by December 13,

2012.

Greg Molloy gave a short description of the plans for the 2013 Alaska convention to the Council.

Patrick Molloy questioned that, because of the late convention, whether a meeting should be held earlier in the Summer besides the convention meeting.

Motion:

Sanford Williamson: Move to have an Advisory Council meeting midway between the Spring meeting and the Convention meeting provided it can be held in conjunction with a Board meeting. Jim Pahriss second. Approved by voice vote.

Robert Freeman, National Representative from the Old Smoky Chapter, asked that provisions be made by the Board of Directors to accept comments from the Council members at the Board meetings. Greg Molloy noted that participation in Board of Directors' meetings is according to policies that still need to be developed by the Board. The consent of the Board of Directors will be required until such a policy is established.

Jim Pahriss moved to adjourn. Helen Shaak, National Representative from the Lancaster Chapter, second. Approved by voice vote at 3:45pm EDT.

Respectfully Submitted:

Robert Ernst

NRHS Assistant Secretary

Appendix A
Chapters Represented at the Advisory Council Meeting
Claymont, DE
October 20, 2012

Chapter	Representative
Atlanta Chapter, NRHS	Delmar F. Kittendorf, Jr.
Blackhawk Chapter, NRHS	Robert J. Murray, Jr.
Central Coast Chapter, NRHS	Edward F. Graham
Cincinnati Chapter, NRHS	William Scott Andes
Collis P. Huntington Chapter, NRHS	Shirley Ross
Connecticut Valley Chapter, NRHS	Grace H. Wood
George L. Carter Chapter, NRHS	Jim Pahr
Heart Of Dixie Chapter, NRHS	Martin P. Owen
Inland Empire Chapter, NRHS	John P. Simanton
Kentucky Central Chapter, NRHS	Shirley Ross
Lackawanna & Wyoming Valley Chapter, NRHS	Timothy E. O'Malley
Lancaster Chapter, NRHS	Helen V. Shaak
New York Chapter, NRHS	Paul Bannett
North Alabama Chapter, NRHS	G. Patrick Molloy
North Florida Chapter, NRHS	Marjorie Williams Fiorilla
North Texas Chapter, NRHS	Valli Hoski
Northstar Chapter, NRHS	William W. Dredge
Old Dominion Chapter, NRHS	Sanford C. Williamson
Old Smoky Chapter, NRHS	Robert Freeman
Pacific Northwest Chapter, NRHS	Edward M. Berntsen
Philadelphia Chapter, NRHS	Peter M. Senin, Jr.
Piedmont Carolinas Chapter, NRHS	Richard B. Shulby, A.I.A.
Saint Louis Chapter, NRHS	Dr. Albert Howe (Alternate)
Ulster & Delaware Chapter, NRHS	Donald F. Bishop, II
Washington DC Chapter, NRHS	Jon H. Baake
West Jersey Chapter, NRHS	Frederick Ciocciola
Western Connecticut Chapter, NRHS	Tony White

Officers, Directors, Staff Members and Guests

Advisory Council Meeting Attendance

Claymont, DE

October 20, 2012

Officers and Directors Present	Position
Gregory P. Molloy	NRHS President
David Flinn	Global Director
Walter Zullig	Global Director
Robert Ernst	Global Director / Assistant Secretary
Bill Bain	Global Director
Mia Mather	District 1
William Wood	District 1
Harold Shaak	District 2
Mark Eyer	District 2
Joe Maloney	District 3 / Acting Secretary
Bob Bitzer	District 3 / Acting Treasurer
Larry Dyer	District 4
Don Maxwell	District 5
Al Weber	District 6
Claude Doane	District 7
Jeff Smith	District A
James Phillips	District A

Staff and Guests Present

John K. Fiorilla NRHS General Council

Roberta Ballard Western Connecticut Chapter, NRHS

Steven Siegerist St. Louis Chapter, NRHS

John Goodman NRHS Convention Committee

Kristen Olszewski Fernley & Fernley NRHS Account Director

Brandon Grizzel New Castle Insurance