

AHMP MEETING MINUTES

Board of Directors (BoD)

Date: Monday, February 16, 2009

Time: 3:00 PM EST to 3:45 PM EST

Place: Teleconference

Call-in Information: (866) 895-5510; Pass code 914615

Invited Participants:

Harry S. Kemp, President	Daniel Snyder, Director-at-Large
Zehra Schneider Graham, Vice-President	Karen Rider, Director-at Large
Mike Mandracchia, Immediate Past-President	Bob Fletcher, Government Relations Director
W. Scott Butterfield, Treasurer	John Wolf, Education Director
Elise Allen Frankenfield, Secretary	Richie Spangler, Director-at-Large
Cedric Calhoun, Executive Director	Michael Gordon, Director-at-Large
Chris Smith, Advisory Director	Smiley McMillan, Director Emeritus absent
Donna Ratkowski, Member Services Director	Chuck Bessey, Director Emeritus absent

1. Call to order and take attendance; establish quorum, all members were present.
2. Swearing in of Chris Smith (HSK) – Swearing in was by memory not via the script. Roberts Rules did not have a requirement to perform the swearing-in in person versus via the phone. *(I Chris Smith do solemnly swear to uphold the policies and procedures of the AHMP and to work to achieve the strategic plan in my capacity as advisory director).*
3. Approval of recommendation to membership for by-laws changes; information sent previously by Cedric Calhoun February 11th (ZGS). Two additional changes were needed to the bylaws – 1) finance committee, 2) governance and specifically regarding quorum at the membership meeting.
 - a. ***Motion to approve bylaws changes to the government section. Motion made by Immediate Past President Mandracchia, seconded by Secretary Allen Frankenfield. Vote – 0-10-1, Director Snyder was absent.*** Discussion. Last two sentences are related to committees and BoD and will be removed. Why are these sections here? Our organization rarely if ever has had 50% at any meeting. This is typical of associations. Do we want to hold votes at the annual meeting?? If not, why do we have this in the by-laws? Mechanics are in place to allow voting at the annual meeting if it were needed. ***Friendly amendment that we remove the last two sentences and change the term “meeting body” to “voting members” Motion made by Director Rider, seconded by Director Gordon. Vote -2-8-1 (for Directors Gordon and Rider, Director Snyder was absent).***
 - b. Neither amendment passed. The EC will take this back under advisement.
 - c. Two proposed amendments to the finance section were distributed to the BoD prior to the meeting/Call. ***Motion made to approve the January 19, 2009 version of the by-laws amendment including the comments added by Executive Director Calhoun. Motion made by Vice President Schneider Graham, Seconded by Treasurer Butterfield.*** Discussion: The Policy is 04-001 and the Procedure is 04-003. Friendly amendment we refer to the activity as an evaluation and replace the term review. Friendly Amendment made by

Director Spangler, Seconded by Vice President Schneider Graham. Amendment withdrawn.

- d. Motion made by Director Spangler, seconded by Director Gordon, to accept the wording in the modified by-laws section. Friendly amendment to revised the wording to what is below. Friendly amendment made by Director Spangler, seconded by Director Gordon. Friendly amendment vote: 8-0-3 (directors Snyder and Rider were absent, Immediate Past President Mandracchia was absent). Amendment vote: 8-0-3 (directors Snyder and Rider were absent, Immediate Past President Mandracchia was absent). Both passed.

8.01.02 Finance

The Finance Committee shall be responsible for providing a statement concerning the AHMP short-term and long-term financial strategy to the BOD annually; maintaining a list of all financial issues affecting the AHMP; developing, monitoring and evaluating the capital and operating budgets; reviewing and making recommendations on proposed unplanned expenses; reviewing the policies and maintaining the procedures that substantially impact the financial health and operations of the AHMP; monitor conformance thereto and recommend such changes as it considers desirable. The Committee shall also be responsible for selecting an independent financial accounting firm to conduct an annual evaluation of the organization's financial standing according to established AHMP policy. The committee shall review all documents developed as part of the evaluation and provide a written statement to the BoD regarding approval of the evaluation and any exceptions the Committee has with respect to the evaluation. The Treasurer shall be the chairperson of this committee.

1615 meeting adjourned

NOTE – After an EC meeting, the Secretary will send the minutes out to the EC as soon as possible for review. The EC has 5 days to comment. Comments are emailed back to the Secretary and a revision resubmitted. If there are no comments after that, or 5 days without comments, the minutes are considered final. If there are additional comments and another revision is submitted, then another 5-day comment period begins. Once final, the Secretary will submit to the Board Book, EC and BoD for information.

Executive Committee (EC)

Date: Monday, February 16, 2009

Time: 4:15 PM EST to 5:00 PM EST

Place: Teleconference

Invited Participants:

<i>Mike Mandracchia, Immediate Past-President absent</i>	Zehra Schneider Graham, Vice-President
W. Scott Butterfield, Treasurer	Elise Allen Frankenfield, Secretary 1650 left
Harry S. Kemp, President	Cedric Calhoun, Executive Director

1. Call to order and take attendance
2. Approval January 15, 2009 meeting minutes Motion made to review the meeting minutes from January 15th. Comments from President Kemp had not been incorporated. They will be incorporated and resent for review and vote via email. Voice vote will be reaffirmed when we are on the phone or all present.

3. Budget vs Actual Report (Treasurer) **(10 min.)**

Objective: Brief on financial standing

Jan into Feb \$9,000 in the red, Income is below expectations, keller on-line versus cyber regs.

4. Strategic Plan (Executive Director) (5 Min.)

Objective: Brief of progress; barriers, problems, and accomplishment
Delayed until the next meeting.

6. IHMM Relationship (30Min.)

Objective: Discuss progress on affiliation and trade mark agreements, and issues of earning CMPs for professional membership and service.

7. Other topics as time allows

8. Confirm date of next EC meeting; March 27, 2009 at the Leadership Workshop

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