



The quarterly meeting of the 2018 Board of Directors was called to order by Vice President Pete Crump at 6:10 p.m. MT on Tuesday, 16 January 2018. The Meeting was held at the Sheraton Uptown in Albuquerque, NM. The following individuals participated in the meeting:

Board Officers	
Keegan, Bill – President and Rules and Bylaws Committee Chair (via phone from 6:12 – 7 pm)	Felder, Wilson – Secretary
Crump, Pete – Vice President	Bjorkman, Eileen – Treasurer (via phone)
Gaidry, James – Executive Director (ex officio)	
Board Directors	
Brown, Mark	Moore, Brian (via phone)
Einfalt, Bruce (via phone)	Nikoloff, Peter - International Region VP (via phone)
Greer, Ed (via phone)	Schab, John (via phone)
Board Committee Chairs	
Chapter & Individual Membership Committee – Myers, Jim	Publications Committee – Gordon, Steve “Flash”
Corporate Development Committee – Swagerty, Kathi	Senior Advisory Board – Hudgins, Gene
Events Committee – Messer, Doug	
Region Vice Presidents	
Southwest Region VP – Webb, Dave (via phone)	West Region VP – McKearney, Terry (via phone)
Board Government Advisors	
Merced, Omar (via phone)	
Guests	
Roberts, Rusty – ITEA Past-President	Hundley, Lewis
Aragon, Steve	Johnson, Dar
Cash, Tom	Matias, Joyce
Cannon, Pat	Sciaretta, Al

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The following individuals were not able to participate in the meeting:

Board Directors	
Sabile, Erwin – Communications Committee Chair	
Board Committee Chairs	
Award Committee – Clewer, Stephanie	Historian – Welshans, James
	Professional Development – Christensen, Pete
Elections Committee – Reynolds, Matt	Technology Committee – Merhoff, Henry
Region Vice Presidents	
Mid-Atlantic Region VP – McDonnell Zubowsky, Jeanine	Southeast Region VP – Thompson, Miles
Northeast Region VP – VACANT	
Board Advisors	
Greco, Mike	Reuter, Abbe'
Leiby, Larry	Wellons, Dave
Olinger, Jeff	Wells, Jamie
Quade, Carroll	

1.0 OPENING REMARKS

- 1.1 Vice President Crump established that a quorum was present and thanked everyone for taking time to participate in the meeting. He mentioned that President Keegan was detained in a meeting and would join as soon as possible.
- 1.2 Review of the Agenda – Vice President Crump then asked the Board if there were any comments regarding the agenda. The agenda was accepted without exception.
- 1.3 Vice President Crump welcomed several guests, including Mr. Rusty Roberts, ITEA Past-President.
- 1.4 Vice President Crump noted that the following positions were open:
 - Ways and Means Committee Chair – John Schab has been nominated for this position. A motion was made by Director Mark Brown and seconded by Director Peter Nikoloff to approve John’s nomination. With no further discussion, the motion passed unanimously.
 - Professional Development Committee Chair – Pete Christensen has been nominated for this position. A motion was made by Director Mark Brown and seconded by Director Peter Nikoloff to approve Pete’s nomination. With no further discussion, the motion passed unanimously.
 - Appointed Board Directors – The Elections Committee is vetting candidates and will forward any nominations to the Board for consideration.

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2.0 APPROVAL OF THE PREVIOUS BOARD MEETING MINUTES

Secretary Wilson Felder asked the Board members to review the minutes from the 2 October 2017 Board meeting and asked if there were any corrections. A motion was made by Director Mark Brown and seconded by Director Peter Nikoloff to approve the minutes with no corrections. With no further discussion, the motion passed unanimously.

Secretary Wilson Felder asked the Board members to review the minutes from the 4 October 2017 Board meeting and asked if there were any corrections. A motion was made by Director Mark Brown and seconded by Director Peter Nikoloff to approve the minutes with no corrections. With no further discussion, the motion passed unanimously.

3.0 REVIEW OF CURRENT ACTION ITEMS

Secretary Wilson Felder reviewed the Actions Items that had been assigned to Board Directors.

ACTION 100217-03: Board members to mentor ITEA Chapters.
STATUS: After discussion it was decided to modify this action to have ED Gaidry distribute the list of Chapters to the Board for assignment of mentors.
SUSPENSE: Modified and Continued. Update to be provided at the May 2018 meeting.

ACTION 100217-04: Board members to proactively reach out to expired Corporate Members.
STATUS: After discussion it was decided to modify this action to have ED Gaidry distribute the list of Lapsed Corporate Members to the Board for assignment of mentors.
SUSPENSE: Modified and Continued. Update to be provided at the May 2018 meeting.

ACTION 100217-01: Committee to develop recommendations for the appointed Director positions.
SUSPENSE: Update to be provided at the May 2018 meeting.

It was noted that the other Action Items would be presented within the various Officer and Committee reports. Without objection discussion on the other action items was tabled until the appropriate report.

4.0 TREASURER REPORT

Treasurer Eileen Bjorkman presented the Association's financials as of December 31, 2017.

- Total Reserves are the highest in 3 years.
- "Quick" Cash Reserves are at 6.8 months (NOTE: General guidelines for individual membership non-profit associations is to have 3-6 months of cash reserves).
 - Cash account is at \$153,641, with the Board policy guideline to move any amount over \$125,000 into the Reserve Accounts (Ways and Means Committee to present recommendation for Board Action).
- 2016 Net Income was \$59,398, which represents the 2nd consecutive year with positive cash flow. First time since 2007-2008.

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A motion was made by Director Mark Brown and seconded by Director Pete Nikoloff to accept the Treasurer Report. With no further discussion the motion passed unanimously.

5.0 WAYS AND MEANS COMMITTEE REPORT

ED Gaidry presented the Committee's Report.

- Net Income was \$56K versus \$110K budgeted.
 - Income was \$654K versus \$642K budgeted.
 - Significant Programs exceeding revenue budget (>10%) included:
 - Corporate Membership - \$94K actual versus \$65K budgeted
 - 2016 Test Instrumentation Workshop - \$137K actual versus \$100K budgeted
 - 2016 System-of-Systems Workshop - \$43K actual versus \$25K budgeted
 - 2016 Cyber Security Workshop - \$54K actual versus \$25K budgeted
 - Significant Programs falling short of revenue budget (>10%) included:
 - Journal Advertising - \$14K actual versus \$20K budgeted
 - Symposium - \$159K actual versus \$230K budgeted
 - 2016 Test Technology Review - \$0K actual versus \$45K budgeted
 - Expenses was \$598K versus \$531K budgeted.
 - Significant Programs exceeding expense budget (>10%) included:
 - Journal - \$61K actual versus \$47K budgeted
 - Chapter Scholarships - \$35K actual versus \$50K budgeted
 - 2016 Test Instrumentation Workshop - \$59K actual versus \$50K budgeted
 - 2016 Cyber Security Workshop - \$27K actual versus \$10K budgeted
- 2017 Budget
 - Budgeted Net Income of \$80K versus \$56K 2016 actuals
 - Budgeted Income essentially flat with 2016 actuals
 - Budgeted Expenses of \$577K versus \$598K 2016 actuals. Cost savings will be realized from going to electronic only call-for-papers for ITEA events and renegotiated Journal print costs.
- Supplemental Chapter Scholarship Funds - Recommend Option A - \$0.25/\$1
- Reserve Funds
 - Operating Reserves guideline is \$100,000, and current balance is \$49.
 - Capital Reserves guideline is \$75,000, and current balance is \$4,943.
 - Education Reserves guideline is \$280,313, and current balance is \$46,229, representing an unfunded liability of \$234,084.
 - Recommend moving \$25K from checking account into Education Reserves.

A motion was made by Director Mark Brown and seconded by Director Pete Nikoloff to accept the Supplemental Chapter Scholarship Funds and moving \$25K from Checking account into the Education Reserves. With no further discussion the motion passed unanimously.

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6.0 EVENTS COMMITTEE REPORT

Doug Messer, Committee Chair, presented the Committee's Report.

A motion was made by Director Mark Brown and seconded by Secretary Wilson Felder to accept the Committee's recommendation that the January 2019 Engineering Workshop be co-hosted by the Roadrunner, White Sands, Valley of the Sun, and Huachuca Chapters, and held jointly with the Directed Energy Professional Society in Albuquerque, New Mexico. Pat Cannon volunteered to act as the Workshop Chair. After discussion the motion passed unanimously.

A motion was made by Secretary Wilson Felder and seconded by Director Mark Brown to accept the Committee's recommendation that the 2019 Test Technology Review, dates to be determined, be hosted by the Rocket City Chapter in Huntsville, Alabama. Lewis Hundley volunteered to act as the Review Chair. After discussion the motion passed unanimously.

7.0 CHAPTER AND INDIVIDUAL MEMBERSHIP COMMITTEE

Jim Myers, Committee Chair, presented the Committee's Report.

After discussion it was decided that Jim Myers, Committee Chair and James Gaidry, Executive Director, conduct one-on-one conference calls with all the Chapters to discuss their membership recruitment and retention programs, and potential enhancements to the Chapter of Excellence program.

8.0 NEW BUSINESS

- 8.1 The 2nd quarter meeting of the 2018 Board will be held on Tuesday, May 15th, in conjunction with the Test Instrumentation Workshop at the Tuscany Hotel in Las Vegas, NV.
- 8.2 The 3rd quarter meeting of the 2018 Board will be held in conjunction with the Test Technology Review in Huntsville, AL.
- 8.3 The 4th quarter meeting of the 2018 Board will be held on Tuesday, December 11th, in conjunction with the Symposium in Oxnard, CA.
- 8.4 There being no more business to be brought before the Board, a motion was made by Director Mark Brown and seconded by Director Peter Nikoloff to adjourn the meeting. The motion was approved unanimously. The meeting was adjourned by Vice President Crump at 7:35 p.m. MT.

Date Approved

Wilson Felder, PhD
ITEA Board Secretary