Board of Directors Meeting

Via Conference Call 28 Mar 2020 • 4:30 pm ET / 3:30 CT / 1:30 pm PT



ATTACHMENT 01.0 AGENDA

Call to Order

- **1.0** Opening Remarks Pete Crump, President
 - Review of the Agenda (Att. 01.0)
 - Board Committee Chair Vacancies: Events, Professional Development.

Board Officer and Committee Reports

- **2.0** Secretary Report Tim Morey, Secretary
 - Approval of Board Meeting Minutes
 - o 11 Nov 2019 (Att. 02.1)
 - o 14 Nov 2019 (Att. 02.2)
 - o 16 Dec 2019 (Att. 02.3) Executive Committee Meeting
 - o 28 Feb 2020 (Att. 02.4) Executive Committee Meeting
 - Review of Previous Action Items (Att. 03.0)
- **3.0** Treasurer Report Mark Phillips, Treasurer (Att. 4.0)
 - Accountant Services Contracts
- **4.0** Ways and Means Committee Eileen Bjorkman, Chair (Att. 05.0)
 - 2020 Budget Update
 - Chapter Scholarship Supplemental Funds
- **5.0** Chapter Development and Individual Membership Committee Jim Myers, Chair
- **6.0** Corporate Development Committee Kathi Swagerty, Chair
- **7.0** Events Committee Doug Messer, Chair
 - 2020 Cybersecurity Workshop postponement
 - 2020 Test Instrumentation Workshop postponement
 - 2021 Events Schedule
 - 2021 Symposium Update Steve Woffinden

Board of Directors Meeting Agenda

- **8.0** 2020 Symposium Update Steve Gordon, PhD, Symposium Chair
- **9.0** Executive Director James Gaidry

Discussion Items

10.0 Professional Development Committee – VACANT, Chair

Information Only Items

11.0 Publications Committee – Laura Freeman, PhD, Chair

New Business

- **12.0** Upcoming ITEA Board Meetings
 - May 12 (?)

Wrap up and Adjournment

- **13.0** Review New Action Items Tim Morey, Secretary
- **14.0** Adjournment for Closed Session

CLOSED SESSION – ITEA Board of Directors only

- **1.0** Call to Order Pete Crump, President
- **2.0** Executive Director 2019 Annual Performance Bonus
- 3.0 New Business
- **4.0** Adjournment

Board of Directors Meeting

Via Conference Call 28 Mar 2020 • 4:30 pm ET / 3:30 CT / 1:30 pm PT



ATTACHMENT 02.0 NOVEMBER 11, 2019 BOARD MEETING MINUTES

The quarterly meeting of the 2019 Board of Directors was called to order by President Bill Keegan at 5:35 p.m. HST on Monday, 11 November 2019. The Meeting was held at the Kaua'i Marriott in Lihue, Hawaii.

The following individuals were able to participate in the meeting:

Board Officers				
Keegan, Bill – President and Rules and Crump, Pete – Vice President and Strategic				
Bylaws Committee Chair Planning Committee Chair				
Einfalt, Bruce – Secretary Bjorkman, Eileen – Treasurer (via Phone				
Gaidry, James – Executive Director (ex				
officio)				
Board Directors				
Brown, Mark	Nikoloff, Peter - International Region VP (via			
Drown, Mark	Phone)			
Moore, Brian Phillips, Mark (via phone)				
Morey, Tim – Channel Islands Chapter (via	Woffinden, Steve – Valley of the Sun Chapter			
phone)	President			
Board Committee Chairs				
Awards Committee – Clewer, Stephanie	Events Committee – Messer, Doug			
Corporate Development Committee –	Canian Advisany Doord Hudging Cone			
Swagerty, Kathi	Senior Advisory Board – Hudgins, Gene			
Board Government Advisors				
Dowling, Mindy				
Guests				
Bullington, Joe	McKee, Chas			
Hundley, Lewis	O'Carroll, Catherine			

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

Board Directors				
Galetti, Ralph – Roadrunner Chapter President	Johnson, Darryl			
Greer, Ed	Sabile, Erwin – Communications Committee Chair			
Board Comi	nittee Chairs			
Chapter & Individual Membership Committee -Myers, Jim	Professional Development – VACANT			
Elections Committee – Reynolds , Matt (via Phone)	Publications Committee – Freeman, Laura			
Historian – Welshans, James	Technology Committee – Merhoff, Henry			
Region Vic	e Presidents			
Mid-Atlantic Region VP – McDonnell Zubowsky, Jeanine	Southeast Region VP – Thompson, Miles			
West Region VP – McKearney , Terry (via phone)	Southwest Region VP – Dave Webb			
Northeast Region VP – VACANT				
Board Advisors				
Leiby, Larry	Reuter, Abbe'			
Olinger, Jeff	Wellons, Dave			
Quade, Carroll	Wells, Jamie			

1.0 OPENING REMARKS

- 1.1 President Keegan established that a quorum was present and thanked everyone for taking time to participate in the meeting.
- 1.2 Review of the Agenda President Keegan then asked the Board if there were any comments regarding the agenda. Without objection the agenda was accepted.

2.0 APPROVAL OF THE PREVIOUS BOARD MEETING MINUTES

Secretary Bruce Einfalt asked the Board members to review the minutes from the 17 September 2019 Board meeting and asked if there were any corrections. After discussion a motion was made by Director Tim Morey and seconded by Vice President Pete Crump to approve the minutes as read. With no further discussion, the motion passed unanimously.

3.0 REVIEW OF CURRENT ACTION ITEMS

Secretary Bruce Einfalt reviewed the Action Items that would not be addressed within the various Officer and Committee reports. Without objection discussion on the other action items was tabled until the appropriate report.

ACTION 121018-03: Task Force (chaired by Doug Messer) to target non-DoD organizations. Define the need: What is our product for non-DoD? Community of interest prioritization of target industries. Task Force Members to include Mark Brown, Darryl Johnson, Kathi Swagerty, Jim Myers, Chapter Presidents, Steve Hutchison, Terry Murphy, and Mindy Dowling.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 121018-05: Rules and Bylaws Committee, (Bill Keegan, Chair) to review ITEA Bylaws for potential inclusion of a requirement for ITEA Chapters to host and ITEA event. **STATUS:** Investigate expanding the definition of an "ITEA Event." Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 121018-06: ITEA Vice President Pete Crump to meet with ATEC Commander to discuss supporting ITEA, and invite him to attend /speak at the 2020 Symposium.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Modified and Continued.

ACTION 051419-02: Each Board Member to review the Ways and Means Committee Chair roles and responsibilities and submit candidates to fill this position.

STATUS: Eileen Bjorkman has agreed to assume the Chair position.

SUSPENSE: Closed

ACTION 091719-02: Executive Committee to develop charter for the "way forward" in implementing the recommendations provided by the Renner Report.

STATUS: Continued.

SUSPENSE: Update to be provided at the Mar 2020 meeting.

4.0 TREASURER REPORT

Treasurer Eileen Bjorkman presented the Treasurer Report, which included addressing the following Action Items.

ACTION 051419-04: Treasurer Bjorkman to propose Bylaws change relating to the annual audit requirement in Article XI, Section 4.

STATUS: Update to be provided at the March 2020 meeting.

SUSPENSE: Continued.

ACTION 051419-05: Treasurer Bjorkman to solicit proposals for conducting an audit of the 2018 financials.

SUSPENSE: The Executive Committee approved \$5,000 for a consulting engagement with Renner & Associates to review ITEA's financial procedures, rather than conduct either an audit or a financial review of the 2018 financials.

STATUS: Closed

After discussion a motion was made by Director Tim Morey and seconded by Vice President Pete Crump to approve the Treasurer's report. With no further discussion, the motion passed unanimously.

ACTION 091719-03: Executive Director Gaidry to prepare and distribute the Association's IRS Form 990 for Board review at the next Board meeting.

STATUS: Presented during the 11 November 2019 Board meeting.

SUSPENSE: Closed.

After discussion a motion was made by Director Tim Morey and seconded by Vice President Pete Crump to approve the IRS Form 990 with revisions. With no further discussion, the motion passed unanimously.

5.0 WAYS AND MEANS COMMITTEE REPORT

As the current Ways and Means Committee Chair position is vacant, Treasurer Eileen Bjorkman presented the Committee's Report.

ACTION 121018-04: Ways and Means Committee to work with Corporate Member Representatives (to include Kathi Swagerty, Brian Moore, Time Morey, Steve Woffinden, Mark Phillips, Mark Brown, Gene Hudgins, and Lewis Hundley) to revise and rationalize any proposed dues and fee increases, especially those affecting Corporate Members.

STATUS: Update to be provided at the March 2020 meeting.

SUSPENSE: Continued.

ACTION 032719-04: Ways and Means Committee to vet impact of DEPS MOU change of net income split for the DET&E/SoS Workshop from 35% DEPS / 65% ITEA (35% ITEA Chapters 65% ITEA) to 50% DEPS / 50% ITEA (35% ITEA Chapters 65% ITEA).

STATUS: Update to be provided at the March 2020 meeting.

SUSPENSE: Continued.

ACTION 051419-04: Ways and Means Committee to propose Bylaws change relating to the annual audit requirement in Article XI, Section 4.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 111119-01: Ways and Means Committee to propose a 2020 Budget for the Executive Committee's consideration.

STATUS: Executive Committee approved 2020 Budget during their 16 December 2019

meeting.

SUSPENSE: Closed.

ACTION 111119-02: Ways and Means Committee to propose a formalized process for the run-up revenue, expense, and net income budgeting for ITEA events.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: New.

6.0 CHAPTER DEVELOPMENT AND INDIVIDUAL MEMBERSHIP COMMITTEE

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

ACTION 051518-03: The Committee to develop a proposed "ITEA Elevator Speech."

STATUS: The Committee will continue to refine the "ITEA Elevator Speech".

SUSPENSE: Continued.

ACTION 051518-04: The Committee to investigate how to include ITEA networking opportunities as part of the government transition offices' retirement out briefs.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

8.0 EVENTS COMMITTEE REPORT

Doug Messer, Committee Chair, presented the Committee's Report. After discussion the following Action Items were continued.

ACTION 121018-01: The Events Committee to develop a list of "Top 4" topics for potential workshops. Align with DoD strategic Plan.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

2020 Symposium Chair Steve Gordon provided an update.

ACTION 091719-04: The 2020 Symposium Committee to socialize the recommended theme for consensus.

STATUS: Theme of "Enabling Acquisition and Capability Development" was approved without objection.

SUSPENSE: Closed.

9.0 PROFESSIONAL DEVELOPMENT COMMITTEE

Committee Chair is vacant, so the following Action Items were continued:

ACTION 031014-04: Professional Development Committee to work with the Board of Examiners to cross-walk CTEP program to determine equivalency to DAU Level III.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 042115-03: Professional Development Committee to reach out to ranges and identify/offer training at installations.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 042115-04: Professional Development Committee to reach out to other professional organizations (e.g. NDIA, AIAA, AOC, AFCEA) to conduct training for their membership in conjunction with their meetings (use the Test Week model).

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 042115-05: Professional Development Committee to work with DAU to be able to offer DAU classes at non-DAU locations.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

11.0 EXECUTIVE DIRECTOR REPORT

James Gaidry, ITEA Executive Director, presented the report.

ACTION 091719-01: Executive Director James Gaidry to provide an overview of the *ITEA Statement of Investment Policies and Objectives (Revised May 2007)* at the next Board meeting.

STATUS: Presented during the 11 November 2019 Board meeting.

SUSPENSE: Closed.

12.0 ADJOURNMENT

- 12.1 The initial meeting of the 2020 Board of Directors will be held Thursday, November 14, at 5:30 pm HST to elect officers
- 12.2 The 1st quarter meeting of the 2020 Board of Directors will be held March 31, 2010, in conjunction with the Cybersecurity Workshop in Fort Walton Beach, FL.
- 12.3 The 2nd quarter meeting of the 2020 Board of Directors will be held May 12, 2010, in conjunction with the Test Instrumentation workshop in Las Vegas, NV.
- 12.4 There being no more business to be brought before the Board, a motion was made by Director Tim Morey and seconded by Director Brian Moore to adjourn the meeting. The motion was approved unanimously. The meeting was adjourned by President Keegan at 8:12 p.m. HST.

Date Approved	Bruce Einfalt	t, ITEA Board Secretar	v

Board of Directors Meeting

Via Conference Call
28 Mar 2020 • 4:30 pm ET / 3:30 CT / 1:30 pm PT



ATTACHMENT 02.1 NOVEMBER 14, 2019 BOARD MEETING MINUTES

This special meeting of the 2020 Board of Directors was called to order by Executive Director James Gaidry, as Election Committee Chair Matt Reynolds was unable to attend, at 5:30 p.m. HST on Thursday, 14 November 2019. The Meeting was held at the Kauai Marriott Resort. The following individuals participated in the meeting:

Board Directors			
Brown, Mark	Morey, Tim		
Bullington, Joe	Nikoloff, Peter		
Crump, Pete	O'Carroll, Catherine		
Einfalt, Bruce	Phillips, Mark		
Keegan, William	Woffinden Steve		
Moore, Brian	Gaidry, James – Executive Director (ex officio)		

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

Board Directors					
Bjorkman, Eileen		Sabile,	Erwin		

1.0 OPENING REMARKS

- 1.1 Executive Director James Gaidry established that a quorum was present and thanked everyone for taking time to participate in the meeting.
- 1.2 The purpose of this meeting is to elect officers for the 2020 Board of Directors

2.0 PROPOSED SLATE

Executive Director James Gaidry presented the Election Committee's proposed slate of offices for the 2020 term of the ITEA Board:

President – Pete Crump Vice President – Bruce Einfalt Secretary – Tim Morey Treasurer – Mark Phillips

A call was made for any additional nominations from the floor. A motion was made to close the nominations by Director Mark Brown and seconded by Director Peter Nikoloff. With no further discussion the motion passed unanimously.

Ballots were distributed and collected by Executive Director Gaidry. After counting the ballots and verification by Elections Committee Chair Reynolds, it was announced that the officer slate was elected unanimously.

The meeting was turned over to ITEA 2020 Board President Pete Crump.

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_	brought before the Board, a motion was made by Director Mark Brown bloff to adjourn the meeting. The motion was approved unanimously.
The meeting was adjourned by Presi	dent Crump at 10:45 p.m. ET.
 Date Approved	Tim Morey, ITEA Board Secretary

Board of Directors Meeting

Via Conference Call 28 Mar 2020 • 4:30 pm ET / 3:30 CT / 1:30 pm PT



ATTACHMENT 02.2
DECEMBER 16, 2019
EXECUTIVE COMMITTEE
MEETING MINUTES

This special meeting of the 2020 ITEA Executive Committee was called to order by President Pete Crump at 8:00 p.m. ET on Monday, 16 December 2019. The Meeting was via conference call. The following individuals participated in the meeting:

Pete Crump, CTEP – ITEA President
Bruce Einfalt – ITEA Vice President
Tim Morey – ITEA Secretary
Mark Phillips – ITEA Treasurer
Eileen Bjorkman, PhD – ITEA Ways and Means Committee Chair
Chas McKee, CTEP – ITEA Past President and ITEA Ways and Means Committee At-Large Member
James Gaidry, CAE – ITEA Executive Director

1.0 OPENING REMARKS

- 1.1 President Pete Crump established that a quorum was present and thanked everyone for taking time to participate in the meeting.
- 1.2 The purpose of this meeting is to approve the Association's 2020 Budget.

2.0 2020 BUDGET

Dr. Eileen Bjorkman presented the proposed 2020 budget. After discussion the budget was approved unanimously.

3.0 NEW BUSINESS

ED James Gaidry presented the ITEA Cybersecurity Workshop proposal that full-time students be allowed to register for their event's pre-Workshop Tutorials for free. After discussion the proposal was approved unanimously.



Board of Directors Meeting

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ATTACHMENT 02.3 FEBRUARY 26-28, 2020 EXECUTIVE COMMITTEE MEETING MINUTES

This special meeting of the 2020 ITEA Executive Committee was conducted by President Pete Crump via email over the period of February 26 through February 28, 2020. The following individuals participated in the meeting:

Pete Crump, CTEP – ITEA President

Bruce Einfalt – ITEA Vice President

Tim Morey – ITEA Secretary

Mark Phillips – ITEA Treasurer

Eileen Bjorkman, PhD – ITEA Ways and Means Committee Chair

Chas McKee, CTEP – ITEA Past President and ITEA Ways and Means Committee At-Large Member

Darryl Johnston, CTEP – 2020 Test Instrumentation Workshop Chair

James Gaidry, CAE – ITEA Executive Director

PROPOSAL - HIRING AN OUTSIDE CONTRACTOR TO ASSIST WITH THE TEST INSTRUMENTATION WORKSHOP

President Pete Crump proposed that ITEA hire an outside contractor to assist with the 2020 Test Instrumentation Workshop. 2020 ITEA Budget impact would be:

Without objection this proposal and the related revisions to the 2020 ITEA budget were approved.

- 2020 Test Instrumentation Workshop Expense increased by \$25,000 from \$70,000 to \$95,000.
- 2020 Net Income decreased by \$25,000 from \$84,702 to \$59,702.

Date Approved Tim Morey, ITEA Board Secretary

Board of Directors Meeting

Via Conference Call 28 Mar 2020 • 4:30 pm ET / 3:30 CT / 1:30 pm PT



BOARD ACTION ITEMS

ACTION 121018-03: Task Force (chaired by Doug Messer) to target non-DoD organizations. Define the need: What is our product for non-DoD? Community of interest prioritization of target industries. Task Force Members to include Mark Brown, Darryl Johnson, Kathi Swagerty, Jim Myers, Chapter Presidents, Steve Hutchison, Terry Murphy, and Mindy Dowling.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 121018-05: Senior Advisory Board Committee, (Bill Keegan, Chair) to review ITEA Bylaws for potential inclusion of a requirement for ITEA Chapters to host and ITEA event. Investigate expanding the definition of an "ITEA Event."

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 121018-06: ITEA President Pete Crump to meet with ATEC Commander to discuss supporting ITEA, and invite him to attend / speak at the 2020 Symposium.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 091719-02: Executive Committee to develop charter for the "way forward" in implementing the recommendations provided by the Renner Report.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

WAYS AND MEANS COMMITTEE ACTION ITEMS

ACTION 121018-04: Ways and Means Committee to work with Corporate Member Representatives (to include Kathi Swagerty, Brian Moore, Tim Morey, Steve Woffinden, Mark Phillips, Mark Brown, Gene Hudgins, and Lewis Hundley) to revise and rationalize any proposed dues and fee increases, especially those affecting Corporate Members.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 032519-04: Ways and Means Committee to vet impact of DEPS MOU change of net income split for the DET&E/SoS Workshop from 35% DEPS / 65% ITEA (35% ITEA Chapters 65% ITEA) to 50% DEPS / 50% ITEA (35% ITEA Chapters 65% ITEA).

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

Review of Current Action Items

ACTION 051419-04: Ways and Means Committee to propose Bylaws change relating to the

annual audit requirement in Article XI, Section 4.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 111119-01: Ways and Means Committee to propose a 2020 Budget for the

Executive Committee's consideration.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: New.

ACTION 111119-02: Ways and Means Committee to propose a formalized process for the

run-up revenue, expense, and net income budgeting for ITEA events.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: New.

CHAPTER DEVELOPMENT AND INDIVIDUAL MEMBERSHIP COMMITTEE ACTION ITEMS

ACTION 051518-03: The Committee to develop a proposed "ITEA Elevator Speech."

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 051518-04: The Committee to investigate how to include ITEA networking

opportunities as part of the government transition offices' retirement out briefs.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

EVENTS COMMITTEE ACTION ITEM

ACTION 121018-01: The Events Committee to develop a list of "Top 4" topics for potential

workshops. Align with DoD strategic Plan.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

Review of Current Action Items

PROFESSIONAL DEVELOPMENT COMMITTEE ACTION ITEMS

ACTION 031014-04: Professional Development Committee to work with the Board of Examiners to cross-walk CTEP program to determine equivalency to DAU Level III.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 042115-03: Professional Development Committee to reach out to ranges and identify/offer training at installations.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 042115-04: Professional Development Committee to reach out to other professional organizations (e.g. NDIA, AIAA, AOC, AFCEA) to conduct training for their membership in conjunction with their meetings (use the Test Week model).

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.

ACTION 042115-05: Professional Development Committee to work with DAU to be able to offer DAU classes at non-DAU locations.

STATUS: Update to be provided at the Mar 2020 meeting.

SUSPENSE: Continued.