

**ACA Governing Council Meeting
October 16-18, 2008
MINUTES**

Call to Order (Introductions and Announcements)

The ACA Governing Council meeting was called to order at 1:36 p.m., October 16, 2008 at the Westin Alexandria hotel in Alexandria, VA. President Colleen Logan presided. Governing Council members present for all or part of the meeting were as follows:

Jim Blundo, AMHCA	Lynn Linde, ACA President-Elect
Annette Bohannon, Southern Region	Colleen Logan, ACA President
Kay Brawley, NECA	Vonda Long, AADA
Brian Canfield, ACA Past President	Sandra Lopez-Baez, CSJ
Maureen Colón, ACEG	Scott McGowan, C-AHEAD
Colleen Connolly, Process Observer	Sally Murphy, ASCA
Jack Culbreth, IAAOC	Spencer Niles, NCDA
Jessica Diaz, Student Representative	Dale-Elizabeth Pehrsson, ACES
Thelma Duffey, ACC	Carolyn Rollins, ARCA
Kelly Duncan, Midwest Region	Laura Jo Severson, Western Region
Brad Erford, AACE	Sylvia Shortt, ACA Treasurer
Ned Farley, ALGBTIC	Carolyn Thomas, ASGW
Queen Fowler, AMCD	Rich Yep, ACA Executive Director
Kelley Kenney, North Atlantic Region	J. Scott Young, ASERVIC
Carolyn Kern, ACCA	Marie Wilson, Parliamentarian

Others in attendance at the meeting as guest or observers include the following:

Bonnie Algera, Performance Strategies	Theresa Holmes, Senior Meetings Coordinator
Carol Bobby, Executive Director, CACREP	Rich Mozier, Chief Financial Officer
Althea Brum, ACA Insurance Trust	Carol Neiman, Chief Membership and Association Services
Joe Casalino, Performance Strategies	Paul Nelson, Executive Director, ACA Insurance Trust
Holly Clubb, Director, Leadership Services	Stacy Shaver, Executive Assistant
Pat Chorpenning, Heritage of American	Cindy Welch, Chief of Staff
John Hakemian, NECA, Executive Director	Denise Williams, Director, Member Programs
W. Mark Hamilton, AMHCA, Executive Director	Richard Wong, ASCA Executive Director
Robert "Skip" Hansen, Director of Development, ACA Foundation	Robert Urofsky, CACREP
Robin Hayes, Director Conference and Meetings Services	

Membership Survey Report

Bonnie Algera and Joe Casalino from Performance Strategies provided an in-depth report of the membership survey that took place from April - August 2008.

Multicultural Training

ACA Policy mandates that there be diversity training at the first Governing Council meeting of each Association year. Dr. Courtland Lee provided a presentation, *Multicultural Literacy: What Every Culturally Competent Individual should know*.

Conflict of Interest Policy

Copies of the Conflict of Interest Policy were distributed and Governing Council members were asked to sign the Disclosure of Other Interests form.

Approval of the Agenda

A request was made to move the discussion of HOA to after lunch on Friday.

It was moved by B. Erford and seconded by K. Duncan to: approved the agenda as amended. Motion passed.

Reports for Officers

Written reports were submitted and each officer provided a verbal summary.

- President's Report presented by Colleen Logan
- President-Elect's Report presented by Lynn Linde

Consent Agenda

It was moved by B. Erford and seconded by C. Kern that: The Governing Council approved the Consent Agenda. Motion passed.

In order that there is a record of the individual items contained in the Consent Agenda, the Minutes will show each item adopted under the Consent Agenda.

Items under Consent Agenda

- Minutes - ACA Governing Council, March 25-27, 2008
- Minutes - ACA Executive Committee, June 26, 2008
- Minutes - ACA Executive Committee, October 1, 2008
- Appointments by Colleen Logan
 - Awards Committee
 - Neil Soggie - Member
 - Christopher Schmidt - Member
 - Leila Roach - Member
 - Varda Konstan – Member
 - Heather Thompson - Student Representative
 - Branch Development Committee
 - Bill Braden - Member
 - Jan Friese - Member
 - Christopher P. Roseman – Member
 - Douglas Garner - Student Representative
 - Bylaws and Policies Committee
 - Tammy Schaffer - Member
 - Richard Villa – Member
 - Ethics Committee
 - Richard Ponton - Member
 - Shannon Flynn - Student Representative
 - Graduate Student Committee
 - Jessica Diaz - Member
 - J. Fidel Turner - Professional Member
 - Interprofessional Committee
 - Thomas Foster - Member
 - Professional Standards Committee
 - Cindy Miller - Student Representative

- Public Awareness and Support Committee
 - Brandon Wilde - Student Representative
- Publications Committee
 - Mary Amanda Graham - Member
 - Melodie Frick - Student Representative
- Ethics Appeal Panel
 - Beth Durodoye – Member
- Strategic Planning Task Force
 - Samuel T. Gladding – Chair
 - Jim Whitledge - Member
 - Sandra I. Lopez-Baez - Member
 - James Blundo - Member
 - Kelley Romaine Kenney - Member
 - J. Scott Young - Member
 - Carolyn W. Rollins – Member
 - Jessica Diaz - Student Representative
- ACA Insurance Trust Board
 - Christopher P. Roseman
- ACA Bylaws Change
- Bylaws Change for Nevada
- New ACA Policies and Procedures
- JCD Report

This ends the Consent Agenda.

Committee Reports

It was moved by K. Duncan seconded by Q. Fowler to: Accept the International Committee Report. Motion passed.

ACA Professional Liability Insurance

Rich Yep reported on the proposals from Healthcare Providers Service Organization (HPSO) and CPH and Associates. The Executive Committee vote to continue with HPSO.

Friday, October 17, 2008

Parliamentarian's Remarks

Parliamentarian Marie Wilson commented on the rules for conduct of a meeting. In addition, she provided information regarding parliamentary procedure.

Professional Liability Insurance Proposal

It was moved by S. Lopez-Baez and seconded by B. Erford that: HPSO be the insurance carrier for ACA. Motion passed.

Additional Reports from Officers

Past President's Report was presented by Brian Canfield. This was for informational purposes only and no action was required.

Rich Yep presented a PowerPoint slide show for the Executive Director's Report, highlighting Staff activities, projects, and accomplishments.

Treasurer's Report: A written report was submitted and ACA Treasurer Sylvia Shortt provided a verbal summary on the Budget.

Motions from the Financial Affairs Committee

It was moved by the Financial Affairs Committee to: accept the five year lease proposal to extend ACA's current lease of 23,554 square feet at 5999 Stevenson Avenue, Alexandria, VA, at \$23.75 per square foot through November 30, 2014 with an annual rent escalation of 3% and \$8.50 per square foot in tenant improvements. Motion passed.

It was moved by the Financial Affairs Committee that: \$600,000 be undesignated from the proceeds account to fund ACA operations. Every effort is to be made to replenish these monies as soon as possible. Once returned these monies shall once again be designated as originally intended. Motion passed.

VA Grant and Heritage of America Loan

It was moved by the Financial Affairs Committee that: the Financial Affairs Committee recommends that the American Counseling Association release \$1.2 million from the proceeds account and move forward with a one year loan to Heritage of American, LLC (HOA) of \$1.2 million with an annual interest rate of 10%. The loan is to be made in scheduled installments once agreed upon benchmarks have been reached by HOA. Upon full or partial repayment of any part of the loan principal, the monies are to be returned to the proceeds account and once again designated as originally intended.

President Logan indicated that there would not be a vote on this motion at this time. It was open for discussion Friday morning and again Friday afternoon. The vote would occur on Saturday.

Members were able to ask questions regarding the VA Grant and the HOA Loan. Rich Yep, Sylvia Shortt, and Rich Mozier responded to these questions. Pat Chorpenning, from Heritage of America, addressed the Governing Council and provided additional information and answered questions regarding the grant and the loan.

Reports for Affiliates

CACREP: Dr. Carol Bobby, CACREP Executive Director, and Robert Urofsky reported on the activities and future plans of the Council for Accreditation of Counseling and Related Educational Programs.

Report from the ACA Insurance Trust: Paul Nelson, Executive Director, ACA Insurance Trust presented a report to the Governing Council on the current status of the Trust and on future plans with the new HPSO agreement. This report was for information only and no Governing Council action was required.

Subcommittees

The Council broke out into subcommittee to work on strategic planning involving the information provided by Performance Strategies and market trends. The outcome of these subcommittee reports will be shared with the Strategic Planning Task Force.

The subcommittee reports:

Subcommittee 1:

- Increase focus on marketing the profession
- Expansion of Multicultural and Diversity – Shift from Americanization to global focus
- Promote Recruitment and Retention
- Address aging – increase the focus on life span development and declining abilities

Subcommittee 2:

- Focus on needs of Practicing Counselors – synthesis of information, techniques, interventions, the work of counseling so that the practicing person know that ACA is the place to go to get the best information for clients and clinical work. Ways that might happen - WebMD model; You Tube Model.
- Current services are too basic, too survey, too overview. Doesn't apply to the practicing person preparing to see a child or a family or an adult with a particular problem needs to do in a finger-tip sort of way. Because they are not getting this information from ACA, they are going to other places.
- Creative ways to deliver information for practicing counselors – very practical, how to; here and now; real world kinds of things.
- Need to have a greater focus on outcome research – still showing videos for Rogers and Ellis from years ago because no one is doing this stuff.
- The Association needs to show some leadership in saying that this is what we need (outcome research), inviting and encouraging in presentations.

Subcommittee 3:

- Use of electronic media, through ACA to facilitate chapter conferences and other training.
- Video conferencing for one meeting of Governing Council.
- ACA offer video conferencing equipment to members (ACA purchase in bulk to get a deal).
- Tie ACA through Google and get Google hits.
- Membership options be bundled and for multiple years.
- ACA on Facebook and perhaps highlights of the Conference.
- Database of valuable information and research information.

Subcommittee 4:

- Members and the Member's needs are most important.
- Menu of options for membership, for all categories, based on member's needs.
- Reconnect with branches and divisions. Partnering in the greatest extent possible.
- Streams of revenue – “stagnate or innovate.” Protecting the streams of revenue as well as innovating new streams of revenue.
- More partnerships such as the one with the VA – Partnership that provides revenue; marketing the profession; and advocating for clients
- Action item - orientation to do it now – not let ideas die in committee.
- Nurturing of Divisions

20/20: A Vision for the Future of Counseling - Principles for Unifying and Strengthening the Profession

President-Elect Lynn Linde provided a presentation on 20/20 Initiative including the history and the *Principles for Unifying and Strengthening of the Profession*.

2009 Annual Conference

ACA Director of Conference and Meeting, Robin Hayes gave an update regarding the 2009 ACA Annual Conference. She drew attention to the Advance Registration Brochure and some of the programs being offered in Charlotte.

Division Audits

Rich Yep reported on the status of the audit of Division's compliance to the ACA Bylaws.

HOA Loan Request Discussion

The group continued to discuss the HOA Loan.

It was moved by B. Erford and seconded by D. Pehrsson to: Change the agenda to move the vote on the HOA loan from tomorrow to now.

It was moved by S. Murphy and seconded by J. Blundo to: Have a roll call vote when considering the HOA Loan. Motion passed.

Brad Erford made a request to remove his motion. The motion to change the agenda was withdrawn.

Brian Canfield made a request to yield his voice to allow John Hakemian to speak on the issue of the HOA Loan. The request received a 2/3 vote to agree.

Saturday, October 18, 2008

Heritage of America Loan

It was moved by the Financial Affairs Committee that: the Financial Affairs Committee recommends that the American Counseling Association release \$1.2 million from the proceeds account and move forward with a one year loan to Heritage of American, LLC (HOA) of \$1.2 million with an annual interest rate of 10%. The loan is to be made in scheduled installments once agreed upon benchmarks have been reached by HOA. Upon full or partial repayment of any part of the loan principal, the monies are to be returned to the proceeds account and once again designated as originally intended.

It was moved by B. Canfield and seconded by N. Farley that: The HOA and ACA agreement incorporate aspects of the five proposed conditions into a security agreement in consideration of the proposed loan. Motion failed.

It was moved by the Financial Affairs Committee that: the Financial Affairs Committee recommends that the American Counseling Association release \$1.2 million from the proceeds account and move forward with a one year loan to Heritage of American, LLC (HOA) of \$1.2 million with an annual interest rate of 10%. The loan is to be made in scheduled installments once agreed upon benchmarks have been reached by HOA. Upon full or partial repayment of any part of the loan principal, the monies are to be returned to the proceeds account and once again designated as originally intended. Motion passed. Yes – 13; No – 5; Abstain - 1

Roll Call Vote:

- | | | |
|-------------------------|---------------------|-------------------|
| J. Blundo – No | B. Erford – Yes | S. Murphy – No |
| A. Bohannon – Yes | N. Farley – Yes | S. Niles – Yes |
| K. Brawley – No | Q. Fowler – Absent | D. Pehrsson – Yes |
| B. Canfield – Abstained | K. Kenney – Yes | C. Rollins – Yes |
| M. Colón – Yes | C. Kern – No | L. Severson – No |
| J. Culbreth – Yes | L. Linde – Yes | C. Thomas – Yes |
| T. Duffey – Yes | V. Long – Yes | S. Young – Yes |
| K. Duncan – Yes | S. Lopez-Baez – Yes | |
| | S. McGowan – Yes | |

It was moved by B. Canfield and seconded by N. Farley that: The HOA and ACA agreement incorporate aspects of the five proposed conditions into a security agreement in consideration of the proposed loan. Motion failed.

Financial Affairs Motions

It was moved by the Financial Affairs Committee that: Financial reports shall be provided to the Financial Affairs Committee on a monthly basis. These reports will include a Balance Sheet, Statement of Revenue and Expenses, Unit Reports, an Executive Summary, and any other information the Financial Affairs Committee deems necessary in order to monitor the Association's financial position, health, and compliance with the approved budget.

The Financial Affairs Committee will be responsible for disseminating a monthly recap to the Governing Council no later than 30 days after completion of the monthly report. Motion passed.

It was moved by the Financial Affairs Committee that: any individual who has responsibility over a budget area shall be responsible for ensuring compliance with the approved budget. Motion passed.

It was moved by the Financial Affairs Committee that: Dues Increases: Unless otherwise recommended by the Financial Affairs Committee, the annual dues of the professional member of ACA shall increase annually by the increase reported in the Producer Price Index (PPI). Motion defeated.

It was moved by the Financial Affairs Committee that: Dues Reduction: The dues for students, new professionals, and retired members shall be established at seventy-five percent (75%) of the dues for professional members. Since raising the student dues to 75% immediately would represent a large increase, the dues will be increased over a 5 year period to meet this goal. Motion defeated.

It was moved by the Financial Affairs Committee that: The Management Service cost recovery rate will be established to recover all costs incurred to provide those services. When the rates to provided Management Services are not sufficient to recover costs, the rates will be increased, unless waived by the Financial Affairs Committee. However, in any given year the rate of increase should not exceed the annual increase in the Producer Price Index. Motion defeated.

Electronic Newsletters

A Motion from March 2008 regarding the suspension of the electronic newsletter was referred to the Financial Affairs Committee. Treasurer Sylvia Shortt provided a report regarding the findings from the Financial Affairs Committee. The Financial Affairs split the Motion into two parts: (1) to suspend planned production of the electronic newsletters; and (2) to direct ACA to work with all divisions to offer the division newsletters to ACA members who are not members of those divisions.

Findings for the first part of the motion, suspend planned production of electronic newsletters, the Financial Affairs Committee found that the newsletters were a valuable marketing communication piece, providing cost benefits from the sales of ACA products and services. The suspension of the electronic newsletters would be a possible loss of \$30,000 to \$50,000.

For the second part of the Motion, to direct ACA to work with all divisions to offer the division newsletters to ACA members who are not members of those divisions, the Financial Affairs Committee found the direct cost would be \$500.00 per newsletter.

It was moved S. Murphy and seconded by N. Jones to: Suspend planned production of electronic newsletters for counselor educators, mental health counselors, and school counselors and instead to develop e-newsletters to meet the needs and interests of ACA members that are not currently met by existing division e-newsletters. It is further moved to direct ACA staff to work with all divisions to offer the division newsletters to ACA members who are not members of those divisions. Motion defeated.

New ACA Interest Network Petitions

Forensic Counseling Interest Network:

It was moved by the Executive Committee and seconded by J. Culbreth to: Approve the establishment of the Forensic Counseling Interest Network. Motion passed.

ACA Interest Network for Professional Counselors in Schools:

It was moved by the Executive Committee and seconded by J. Culbreth to: Approve the establishment of the ACA Interest Network for Professional Counselors in Schools.

It was suggested that this motion was in violation of the ACA Bylaws, Article V, Section 4b - An ACA Interest Network shall consist of persons who organize on a national basis, in accordance with ACA Bylaws, policies and procedures, to promote a professional interest not otherwise provided for in the ACA Structure. President Logan ruled that the Petition was not in violation of ACA Bylaws. The ruling was appealed. A vote was taken regarding the ruling by President Logan:

In Favor of sustaining the ruling of the Chair – 10

Opposed to the ruling – 9

Abstentions – 2

The ruling held and the Motion was made.

It was moved by the Executive Committee and seconded by J. Culbreth to: Approve the establishment of the ACA Interest Network for Professional Counselors in Schools. Motion passed.

Wellness Interest Network:

It was moved and seconded by K. Duncan to: Approve the establishment of the Wellness Interest Network. Motion passed.

New Business - Mandatory Multicultural Training

It was moved by B. Canfield and seconded by S. Young to: Rescind the requirement for mandatory multicultural training at Governing Council meetings. Motion passed.

New Business - Per Diem and Mileage Rates

It was moved by L. Linde and seconded by C. Rollins that: the per diem reimbursement rate be changed from \$50.00 to \$45.00 and mileage from \$.585/mile to \$.505/mile. Motion passed.

New Business - Room Sharing at Conference/Meetings

It was moved by L. Linde and seconded by C. Rollins to: encourage Governing Council Members to shared rooming at conference/meetings. Motion defeated.

New Business - Manual of Polices and Procedures Change

It was moved by N. Farley and seconded by K. Kenney to: remove the language from the Policy 1501.7c "However in any given year the rate of increase should not exceed the annual increase in the Producer Price Index." Motion passed.

New Business - Parliamentarian

It was moved by K. Kenney and seconded by B. Canfield that: ACA hire an outside Parliamentarian. It is recommended that we hire Marie Wilson if her services are available. This motion has been referred to Financial Affairs Committee.

Adjournment

There being no further business, the meeting of the ACA Governing Council was adjourned at 2:00 pm on Saturday, October 18, 2008.