



MINUTES

NATIONAL COURT REPORTERS ASSOCIATION

Board of Directors Meeting
Denver, Colo.

April 12, 2015

PROCEDURAL MATTERS

Call to Order and Roll Call

President Sarah Nageotte called the Board of Directors Meeting of the National Court Reporters Association to order at 8:03 a.m. on Sunday, April 12, 2015, at the Curtis Hotel, Denver, Colorado.

Present

President Sarah E. Nageotte, RDR, CRR, CBC
 President-Elect Stephen A. Zinone, RPR
 Vice President Nativa Wood, RDR, CMRS, FAPR
 Secretary-Treasurer Doreen Sutton, RPR
 Immediate Past President Nancy C. Varallo, RDR, CRR, FAPR
 Director Kerry A. Anderson, RPR
 Director Anne Bowline, RMR, CRR
 Director Debra A. Dibble, RDR, CRR, CBC, CCP
 Director Jo Anne Horn Leger, RPR, CRR
 Director Rick E. Levy, RPR
 Director Karen G. Teig, RPR, CRR, CMRS
 Director Sue Terry, RPR, CRR, FAPR
 Director Heidi Thomas, RDR, CRR, CBC, FAPR
 Director Michele R. York, RMR
 Interim Executive Director & Chief Executive Officer Wendel Stewart, CAE
 Ex-Officio Member of the Board

A quorum was present at the time of the roll.

Invited Meeting Participants

Jeff Altman, NCRA General Counsel, Whiteford, Taylor & Preston LLP
 Kristin Anderson, RPR, NCSA Chair
 Linda McSwain, RPR, NCSA Vice Chair

NCRA Staff

Cynthia Andrews, Director, Professional Development Programs
 Laura J. Butler, CAP-OM, Manager, Executive & Governance Operations
 Adam Finkel, Director, Government Relations
 Christina Lewellen, Senior Director, Marketing & Communications
 Matt Riley, Senior Director, Professional Development
 Annemarie Roketenetz, Assistant Director, Communications

Present for Portions of the Meeting

Dave Wenhold, Washington Counsel; Members: Susan Alldridge, RPR; Jan Ballman, RPR, CMRS; Mary Berry, RPR, CRR; Felicia Blake; Dale Guedry; Monica Guzman, RPR; Kristi Johnson; Jason Meadors, RPR, CRR; Rosa Naccarato; Christine Phipps, RPR; Diane Scholl, RMR; Kathy Silva, RPR, CRR; Karen Strickland; Nancy Theroux, RPR; Sandy VanderPol, RMR, CRR.

EXECUTIVE SESSION

The Board went into Executive Session to clarify the level of support that should be provided to state associations when NCRA is contacted for assistance related to third-party contracting.

MOTION 15-04-01M: **MOVED, seconded and carried that the Board of Directors gives the Government Relations department the authority to recommend to the Board changes to the current policy statement as discussed by the Board, with advice from legal counsel.**

The Board also discussed an issue regarding a proposed donation to NCRF.

MOTION 15-04-02M: **MOVED, seconded and carried that the Board gives authority to President Nageotte to appoint a task force to work with the Foundation Board of Trustees to create a donation policy for the Foundation.**

END OF EXECUTIVE SESSION

PROPOSED CONSTITUTION & BYLAWS AMENDMENTS

Jo Anne Leger, Director and board liaison to the Constitution and Bylaws Committee, reported on the proposed amendments to the Constitution and Bylaws.

MOTION 15-04-03: **MOVED, seconded and carried that the Board of Directors proposes amendments to the following Articles of the NCRA Constitution and Bylaws, as identified by the C&B Committee, and recommends membership approval at the 2015 NCRA Convention:**

- 1) **Article III-Membership, Section 4-Registered Members**
- 2) **Article III-Membership, Section 7-Associate Members, and Section 9-Privileges**
- 3) **Article III, Section 10-Directory of Reporters**
- 4) **Article IV-Dues, Section 1-Annual Dues**
- 5) **Article IX-Meeting and Voting, Section 3-Voting**
- 6) **Article XII-Structure, Section 2-Committees, Councils and Task Forces**
- 7) **Article XII-Structure, Section 4-Compliance Statement of Committee, Council and Task Force Chairs**

TAKE NOTE CAMPAIGN

Christina Lewellen, Senior Director, Marketing & Communications, reported on the funding of the Take Note Campaign. She noted that while the Board approved the BowStern scope of work in FY14, not all of the program's expenditures fell within the confines of that fiscal year. The remainder of the BowStern costs was not integrated into the FY 2015 budget approved last August. Therefore, as part of the FY 2015

midyear budget revisions, we have integrated the costs associated with Phases II and III of the Take Note campaign.

Ms. Lewellen reported on Phase IV and whether to engage BowStern to execute this last phase of the campaign. She noted that if we do not engage BowStern for Phase IV, NCRA staff will handle the PR efforts and the Take Note campaign will transition to the staff for maintenance mode. There was discussion on this item.

MOTION 15-04-04: MOVED, seconded and carried that the NCRA Board of Directors approves continuation of the Take Note campaign through August 2015, authorizing the expenditure of \$60,800 to BowStern for continued program support and advancement.

ONLINE SKILLS TESTING

Matt Riley, Senior Director, Professional Development, reported on online skills testing. He highlighted the timeline for the rollout of online skills testing. He noted that the last testing at brick and mortar sites will be May 2015 with all online testing beginning in June 2015. Mr. Riley also commented on the strategies for increasing content development. He also noted that with online testing we will be reviewing the structure of the testing committees.

SELECTION OF NCRA'S NEW HEADQUARTERS

Wendel Stewart, Interim Executive Director & CEO, reported on the status of NCRA's new headquarters. He reported that the new location will be in Reston, Virginia. Mr. Stewart also reported that the new space allows for use of a Boardroom for Board of Directors, Board of Trustees, committee and all staff meetings. He also shared with the Board that Bognet Construction has been selected as the general contractor.

FY 2015 PROPOSED MIDYEAR BUDGET REVISIONS

Mr. Stewart reported on the proposed midyear budget revisions. He presented an overview of the significant changes in the budget. There was discussion on this item.

MOTION 15-04-05: MOVED, seconded and carried that the Board of Directors approves the Proposed FY 2015 Midyear Budget with a negative change in net assets of \$328,311 which includes the funding (or \$60,800) for Phase IV of the *Take Note* campaign.

SECRETARY/TREASURER'S REPORT

Wendel Stewart reported on NCRA's financial position. He highlighted the compiled financial statements as of January 31, 2015, as well as our investment performance as of February 28, 2015.

MOTION 15-04-06: MOVED, seconded and carried that the Board of Directors accepts the Secretary/Treasurer's report for the period ending January 31, 2015 as presented.

FINANCE & PLANNING SUBCOMMITTEE UPDATES

Director Debbie Dibble, board liaison to the Realtime Systems Administrator Certificate Committee, advised the Board that addition of a wireless component to the RSA curriculum and exam was well received. She also noted that RSA committee member Sandy VanderPol will be retiring from the committee.

EXECUTIVE SESSION

PRELIMINARY THOUGHTS ON THE FY 2016 BUDGET

The Board went into Executive Session to begin preliminary discussions on the FY'16 budget. Mr. Stewart shared with the Board some ideas that could have a net positive impact to the bottom line. He did, however, note that these are ideas and proposals will be further vetted and ultimately be brought back to the Board in July.

END OF EXECUTIVE SESSION

COPE ADVISORY OPINIONS

The Board considered the report from the Committee on Professional Ethics concerning updates to Public Advisory Opinion No. 31. General Counsel Jeff Altman commented on this item.

MOTION 15-04-07: **MOVED, seconded and carried that the Board of Directors adopts COPE's recommended changes to Public Advisory Opinion No. 31.**

Mr. Altman also reported on a new advisory opinion from COPE regarding the obligations of a reporter to include, at the request of one party, conversations picked up by the video microphone, but not heard by the reporter. There was discussion on this item.

MOTION 15-04-08: **MOVED, seconded and carried that the Board of Directors adopts COPE's new Public Advisory Opinion No. 47, as amended by the Board.**

MEMBERSHIP STRATEGY REPORT: DUES OPTIONS FOR 2016 AND 2017

President-Elect Steve Zinone reported on a proposed dues increase. It was noted that last dues increase went into effect in 2009. He noted that a detailed analysis was provided in the board meeting books, which provided a historical background of previous dues increases as well as a look at different options for a new rate structure. Ms. Lewellen also commented on this item. There was discussion on this item.

MOTION 15-04-09: **MOVED, seconded and carried that the Board of Directors proposes to the membership at the 2015 Annual Business Meeting that Registered and Participating Member dues, and Associate Member dues, be raised by \$20; and further, that there be no increase in Student Member dues.**

It was subsequently brought to the Board's attention that Associate Member dues shall not exceed sixty percent (60%) of the dues of Participating or Registered Members, and that Motion 15-04-09 would be in conflict with the Constitution and Bylaws. Therefore, Motion 15-04-09 was rescinded by the Board of Directors and a new motion made.

MOTION 15-04-10: **MOVED, seconded and carried that the Board of Directors rescinds Motion 15-04-09.**

MOTION 15-04-11: **MOVED, seconded and carried that the Board of Directors proposes to the membership at the 2015 Annual Business Meeting that Registered and Participating Member dues be raised by \$20 (to \$270), and Associate Member dues be raised by \$15 (to \$160); and further, that there be no increase in Student Member dues.**

ADVOCACY UPDATE

Adam Finkel, Director of Government Relations, highlighted the written report on our advocacy efforts. He commented on the Training for Realtime Writers Grants and Higher Education Act, as well as the Local Courthouse Safety Act. There was brief discussion on this item.

MEMBERSHIP STRATEGY UPDATE

Christina Lewellen noted that a written report was included in the board meeting books regarding our membership recruitment and renewal efforts. President Nageotte commented on the "Board 200" recruitment program with state rep assignments (previously Booth-in-a-Box). There was discussion on this item.

Ms. Lewellen also reported on Court Reporting and Captioning Week 2015, potential affinity programs, as well as preliminary results from the freelance survey. She also noted that the RPR Study Guide is now available.

COMMUNICATION & OUTREACH SUBCOMMITTEE UPDATES

Karen Teig reported on the National Outreach Committee. She noted that NOC has accomplished its goals and suggested that NOC's tasks be now given to individual committees. It was noted that this would be further discussed during of the committee appointments/charges meeting with President-Elect Zinone and Vice President Wood in May.

MOOC UPDATE

Matt Riley reported on MOOC (Massive Open Online Course). He noted that we have been in ongoing discussions with Realtime Coach and that a marketing plan is being developed to roll out the program to students and schools.

EDUCATION TASK FORCE UPDATE

Mr. Riley reported on the latest activities of the Education Task Force. He noted that the task force reviewed the results of the instructional best practices survey and that the executive summary will be used as a framework for future discussions on potential GRMS changes and educational efforts. There was discussion on this item.

REINSTATEMENT POLICY UPDATE

Mr. Riley reminded the Board of the current reinstatement policy. He noted that this has opened up reinstatement to a much wider range of former certification holders. The Board was advised that we are currently working to communicate the policy more widely to the membership. There was discussion on this item.

LIVE EVENTS UPDATE

A report was given by Matt Riley on attendance and budget figures for TechCon 2015. He also commented on 2015 Firm Owners Conference, as well as the upcoming convention in New York City. There was discussion on this item.

OTHER

Mr. Riley also reported on the Excelsior University degree completion program. He noted that Excelsior will build a customized degree completion program for current NCRA members as well as current and former court reporting students. He advised the Board that this program should serve an important supplement to our school recruitment efforts.

EDUCATION & SCHOOLS SUBCOMMITTEE UPDATES

There was no discussion on the reports from committees that fall within the oversight of the Education and Schools Subcommittee.

OPEN MIC

In addition to providing members with the opportunity to participate in discussions as proceedings unfolded, President Nageotte opened the floor up to all present to share any items on which they wished to comment.

There being no further business, the meeting was adjourned at 3:56 p.m. on Sunday, April 12, 2015.