National Governing Board

Meeting Minutes for February 11, 2020
9:00 a.m. – 3:45 p.m. ET
AGA National Office, 2208 Mt. Vernon Ave., Alexandria, VA

NGB MEMBERS PRESENT

- Ernest A. Almonte, CGFM, CPA, CFE, National President, Boston Chapter
- Wendy Morton-Huddleston, CGFM, PMP, National President-Elect, Washington D.C. Chapter
- Andrew C. Lewis, CGFM, CPA, PMP, National Treasurer, Montgomery/P.G. Chapter
- Katherine J. Stickel, CGFM, National Treasurer-Elect, Nashville Chapter
- Michael S. Pearson, CGFM, CPA, Director (for Chapters), Idaho Centennial Chapter
- Donna M. Sandoval, CGFM, Director (for Chapters), Albuquerque Chapter
- Melinda J. DeCorte, CGFM, CPA, Director (for Chapters), Dallas Chapter
- Patrick A. Cowen, CPA, CISA, CIA, Director (for Chapters), Tallahassee Chapter
- Gina I. Smith-Moss, MSM, MBA, CICA, Director (for Chapters), Shenandoah Valley Chapter
- Joseph H. Connolly, CFE, CICA, Director (for Chapters), Northern New Jersey Chapter
- Michelle L. Yanok, CGFM, Director (for Chapters), Mid-Ohio Valley WV Chapter
- Gregory J. Sanial, CGFM, Director (for Chapters), West Michigan Chapter
- David A. LeBlanc, CGFM, CFS, Director (At-Large), Boston Chapter
- Gloria L. Jarmon, CGFM, CPA, Director (At-Large), Washington D.C. Chapter
- Kevin T. Greer, CGFM, CPA, CDFM, PMP, Corporate Partner Advisory Group Chair, Northern Virginia Chapter
- Sherri Voigt, CGFM, CPA, Professional Certification Board Chair, Southern Wisconsin Chapter
- Ann M. Ebberts, MS, PMP, Chief Executive Officer (non-voting member)

OTHER ATTENDEES

- John H. Lynskey, CGFM, CPA, Immediate Past National President, Washington D.C. Chapter (partial attendance)

NATIONAL OFFICE STAFF PRESENT

- Susan Fritzlen, Chief Operating Officer
- Cristina Barbudo, MS, CPA, Director of Finance & Administration
- Dave Acerra, Executive Assistant to the CEO
- Katya Silver, Director of Professional Certification (partial attendance)
- Jerome Bruce, Director of Meetings (partial attendance)
- Louise Burnette, MPA, Chapter Services Manager (partial attendance)

The meeting commenced at 9:00 am EST.
Welcome – Ernie Almonte, National President

National President Ernie Almonte welcomed the group.

Mr. Almonte asked that a modification be made to today’s meeting agenda. He requested that the NGB go into executive session during the scheduled lunch hour. With that modification made by Mr. Almonte, a motion was made by Mr. Pearson and seconded by Ms. Sandoval to adopt the February 11, 2020 NGB meeting agenda. A vote was taken, and the motion was approved unanimously.

A motion was made by Mr. LeBlanc and seconded by Ms. Smith-Moss to approve the minutes from the December 5, 2019 NGB meeting. A vote was taken, and the motion was approved unanimously.

President’s Report – Ernie Almonte, National President

Mr. Almonte thanked everyone for joining the meeting today. He commented that he has been busy traveling to chapters and the visits have been outstanding. The chapters are very engaged, enthusiastic, and looking for ways to improve. Meeting members has been amazing. During these visits Mr. Almonte talked a lot about the future of the profession. He often has dinner with the chapters the night before and weaves the feedback he receives into his presentations. Mr. Almonte praised Mr. Pearson for his thorough trip report from a recent chapter visit, citing it as a model for others to follow. Mr. Almonte asked the NGB members if they had any advice for himself or Ms. Morton-Huddleston.

Ms. DeCorte commented that the Indianapolis Chapter, where she recently gave a presentation, works closely with ASMC as they have a local chapter. She said it is important to encourage chapters to build alliances with other groups to hold joint events and the Indianapolis Chapter’s successful partnership with ASMC is a good example.

Mr. LeBlanc commented that the Boston Chapter has had success teaming with the New England Inter-Governmental Audit Forum. As a result, the Boston Chapter will be pulling people from five of the six states together for a one-day event. The New England Inter-Governmental Audit Forum found the speakers and the Chapter handled all the administrative work.

Mr. Almonte mentioned the Council for the Advancement of Women and said it will be discussed later in the meeting.

Mr. Almonte reported that the AICPA has issued an exposure draft for the future focus of the CPA exam that removes the state and local government portion from the exam. He said that the NGB should consider what that means for AGA and CGFM. This could be a potential opportunity for AGA to fill the void left by this move by AICPA and he suggested there should be a future meeting held to discuss a strategy for taking advantage of this potential change. The end of the comment period is April 30, 2020.
AGA Name Change

Mr. Almonte said he talked to Mr. Greer about a timeline for moving forward with the name change. Mr. Almonte has not received any pushback against changing AGA’s name. He suggested “AGA” with a short tag line or shortened version of the elevator speech as an option. He also thought that AGA does not need an outside firm to assist with the change. Mr. Almonte asked Mr. Greer to take the name change idea to the Corporate Partner Advisory Group (CPAG).

Ms. Morton-Huddleston commented that an external service provider could provide objectivity regarding change management and branding actions but should be given a defined scope. Other board members felt that there needs to be a tagline. Ms. Ebberts reported that she and her staff have already been making the change incrementally, by using AGA in documents without spelling the name out first. It was also suggested that the NGB consult with The Military Officers Association of America (MOAA) because they went through a similar process.

Ms. Ebberts also commented that she agreed that some statement is needed but cautioned not to use a tag line that has three words starting with “A-G-A” because in the past, when people starting talking about AGA as the Association for Government Accountability, people would write it on checks thinking it was the actual name of the organization.

GASB Election

Mr. Almonte stated that a new GASB Chair, Joel Black, has been selected to replace retiring Chair David Vaudt. Mr. Almonte reached out to congratulate him and asked him to speak at AGA’s Dallas PDT. He then mentioned that there was some angst in the broad financial management community about how the new Chair had been selected and that he represents the private sector. For the past 35 years, the GASB Chair has had experience as a state auditor. The chairman is appointed for seven years. Regarding the selection process, Mr. Almonte there were some challenges during the voting process.

There are several entities representing the financial community, e.g. NASACT, GFOA, NGA, and others that are writing a letter of protest that the GASB will not have a state auditor on the Board.

Mr. Almonte then explained that he will be recusing himself from the discussion. He reminded the NGB that they have an opportunity to remain neutral and be viewed as a neutral (i.e. Switzerland) voice of reason and mediation. Ms. Morton-Huddleston provided additional information. Ms. Ebberts provided further additional context.

AGA could write a letter that is silent on Mr. Joel Black’s appointment but show displeasure about not having a seat on the Board reserved for a state auditor. The NGB agreed that it wants to see the letter from NASACT first, before deciding what to do.
Options for AGA are:
- AGA signs on to NASACT’s existing letter.
- AGA signs a standalone letter.
- AGA signs a standalone letter and signs on to NASACT’s existing letter
- AGA does nothing.

The NGB agreed that is would try to vote on the matter later in the meeting, after they have had a chance to review NASACT’s letter. Mr. Almonte returned to the meeting at 9:45 am EST.

**Finance and Budget Committee Report, Andrew C. Lewis, National Treasurer**

Overall, Mr. Lewis reported that AGA is in great financial shape, with much of that success coming from the 2019 PDT with its record-breaking attendance. Membership dues revenue is not as strong as had been hoped but is offset by other successes. He reported on the activities of the FBC, where he highlighted that instead of coming to AGA for a day long FBC effort to review all the items that need to be reviewed per Chapter 11, each month one or two check list items are tackled. These items include a review of internal controls, signed contracts, the CEO travel expenses, signed checks, etc. Mr. Lewis feels confident about the internal controls processes of the Association.

A new credit card process system with Wells Fargo has been successfully implemented and has lowered fees to AGA. Mr. Lewis also highlighted a potential change to reimbursements for volunteers to ease the administrative burden of reviewing 150+ expense reports from travelers to LEAD Training. The potential changes may include a stipend for out of pocket expenses or sending a stipend to the chapters and letting them “settle up” with the volunteers who traveled. The FBC was not putting forward a proposal yet, because they are still working out the details. They plan to have a proposal by the next NGB meeting.

**FY2021 Budget Proposal, Katherine J. Stickel, National Treasurer-Elect**

Ms. Stickel presented the highlights of the proposed FY2021 budget. She reported that $178,000 of operating reserves will likely be used. Last year’s budget also indicated use of reserves but was not needed given the success of several events this year. Budgeting is done conservatively as we cannot guarantee that because we had a great PDT in 2019, that PDT in 2020 will be as successful. The requirement to use reserves is in part due to some one-time expenditures, such as moving to an upgraded IT platform for our membership data, updating the office furniture, replacing flooring and carpeting, and continuing a marketing push to increase membership. The NGB agreed that using reserves for operations and improvements is appropriate. Ms. Stickel reviewed the projected budget for each program.

One change that was brought up was that the Financial Systems Summit for 2021 (usually in January) will be combined with the Shared Services Summit 2020 (fall) and given a new name. Due to the upcoming presidential election, there are no affordable venues available in January for AGA to host FSS. Susan and Ann will work with CPAG members to develop the “new event”. There was also a
discussion about making the Journal all electronic and requiring individuals to opt into requesting a paper copy.

Mr. Pearson proposed a motion to approve the FY2021 budget, it was seconded by Ms. Jarmon, and the motion passed unanimously.

**National Council of Chapters (NCC) Update, Wendy Morton-Huddleston, National President-Elect & NCC Chair**

Ms. Morton-Huddleston reported that on February 4, 2020 the NCC met via conference call. She reviewed the NCC representative’s role and what is expected of them. She also reminded them that they are empowered to make connections with other members and drive change. The final elevator speech and the diversity and inclusion statement were also shared with the NCC. The February 4th meeting marked the last meeting of the inaugural year of the NCC. One of the things the NCC is aiming to do by LEAD training (end of April in Dallas) is to do a year in review of accomplishments. They also want to recognize seven “all-stars” NCC and NGB members to include: Donna Sandoval, Andrew Lewis, Michael Pearson, Melinda DeCorte, Gina Smith-Moss, Michelle Yanok and Patrick Cohen who, during the inaugural year, embodied and demonstrated strong leadership. Approximately 50 chapters were represented on the call.

**DM 20-04, Approval of PCB and CPAG Appointments**

DM 20-04 was introduced to approve appointments for chairs for AGA’s Professional Certification Board (PCB) and Corporate Partner Advisory Group (CPAG) as outlined below for the 2020-2021 Program Year.

**Professional Certification Board (PCB):**
Elena Tercero, CGFM, CPA, CGMA to be appointed as Chair for a one-year term

**Corporate Partner Advisory Group (CPAG):**
Kevin Greer, CPA, PMP, CDFM, CGFM to be reappointed as Chair for a one-year term

A motion was made by Ms. DeCorte and seconded by Mr. Connolly. The motion passed unanimously.

**AGA’s Council for the Advancement of Women, Wendy Morton-Huddleston, National President-Elect**

Ms. Morton-Huddleston started by reviewing the background and purpose of the council. She reported that they have a draft charter and would like to get the NGB’s feedback and approval. First, she asked Mr. LeBlanc to explain the difference between a council and a committee. Mr. LeBlanc started by explaining that the NGB technically does not have the ability to appoint council members and the bylaws need to be changed. He also explained that a committee has longevity, but it can be called a council. Mr. Almonte commented that this is something for the long term.
There are currently nine members being proposed to the council, plus the chair and chair-elect. They serve three-year terms.

Ms. Morton-Huddleston said that she is going to make a change to DM 20-01, Formation of the Council for the Advancement of Women and Charter, and will add bios for the co-chairs - Tracey Walker, RSM, National Director Government Affairs, Culture Diversity and Inclusion and Gwendolyn Sykes, US Secret Service, CFO before it is voted on.

**Directors for Chapters**

The NGB directors for chapters initiated a discussion about the NCC reps, stating that they seem to be a little confused about their role and what they should be doing. Clarification needs to be given to the reps. It was suggested by Melinda DeCorte that a FAQ be provided leveraging some recent scenarios that have played out.

Mr. Connolly suggested that future consideration be given for the last “in person” NGB meeting to take place adjacent to, or during the same timeframe and location as LEAD. He noted that the cost should be minimal since 1/3 to 1/2 of the board would already be invited/in attendance at LEAD as part of “next year’s NGB.”

By planning the NGB meeting in conjunction with LEAD it would allow the Outgoing Directors of Chapters to have a knowledge transfer “face to face handoff” with the Directors of Chapters who will be their replacements. Mr. Connolly noted past concerns about institutional knowledge of prior board meetings being lost by shortening the terms from three to two years so this would help continuity.

Mr. Connolly also said it would allow the entire current board to interact with current and future leaders. Working groups work will be discussed and talked about during LEAD, but certain members wouldn’t be available to discuss the projects.

**Membership/Chapters, Susan Fritzlen, Chief Operating Officer and Louise Burnette, Chapter Services Manager**

**Opening and Closing Chapters**

Ms. Burnette reviewed the procedures and criteria for closing chapters. The current process is waiting until a chapter is essentially dead before starting the process. The new process will be to intervene much sooner and take a more proactive approach. Ms. Burnette then reviewed the procedures and warning signs for staff to proactively monitor and intervene in chapters that are showing signs of trouble.

Ms. Burnette then reviewed the procedures for opening a new chapter. Except for a few things, AGA already does most of the things that are laid out in the handbook. She then reviewed the phases for opening a chapter. Ms. Burnette recommended a site visit by AGA staff in phase two of opening a new chapter.
Chapter Recognition

Ms. Burnette started by saying that the current chapter recognition program is massive. It currently measures doing, over accomplishing, with items being added over the years, and no items being removed. The new program will set some basic standards for operating and there will be awards for achievement of goals within three tiers. The focus will be on where the chapters want to be, not on where they currently are. The Chapters will set the goals and provide justifications. The name of the new program is Achievements and Chapters Excellence – the ACE Awards.

The next steps for the new chapter recognition program are to finalize the pieces with the working group and promote it to chapters. Ms. Burnette is meeting with AGA’s IT Director to discuss what reporting will look like. The program will be provided to Lead! 2020 attendees for final input. The new program will be implemented this summer.

Membership Update

Ms. Fritzlen reviewed a pie chart which depicted the chapters that are in good standing and the different levels of struggling chapters. Giving more support to struggling chapters is a priority of AGA staff.

Renewals are due now and 10% have already renewed, on par with last year. Renewals are due by March 31, 2020. The NGB discussed the possibility of multiyear renewals and offering a discount. Autorenewal is currently not possible with the current database system, but an upgrade is being considered. It was noted that most people are “annual based”, and it would make record keeping more challenging. Also, revenue recognition would not happen all at once, but rather on a year by year basis.

A new membership video was presented to the NGB.

The NGB really liked the video. Ms. Fritzlen said that the goal is to make videos that can be embedded into power point presentations for students. There was some discussion on how to make future videos better.

CEO Report, Ann M. Ebberts, CEO

Ms. Ebberts reviewed the success of the Financial Systems Summit. There were over 1,500 attendees, with approx. 900 participating virtually, of which over 75% were from outside the beltway.

A new kiosk check in system will be used at future conferences to make the badge pick up process run smoother and faster. A version of that system will be tested at NLT this week. This will be the largest NLT ever. Over 875 people registered for NLT, 120 are virtual attendees and 189 are nonmembers. There will be two learning tracks at two times each day, which means four extra sessions.

Regarding AGA National office staff changes, Ms. Ebberts reported that Amanda Horn has left AGA to work for another association. A replacement has been found and she starts in two weeks. Ms. Ebberts
then reported that Louise Burnette will be leaving AGA at the end of May as her husband has been transferred to Frankfurt, Germany. Ms. Ebberts and Ms. Fritzlen are reviewing ideas to keep Ms. Burnette engaged with AGA while working remotely.

At 12:45 Mr. Almonte put the meeting into executive session during the lunch break.

**Ethics Board Update, Melinda J. DeCorte, Chair**

Mr. Pearson made a motion to approve DM 20-02 regarding a reorganization of the AGA Code of Ethics and its principles. The motion was seconded by Ms. Sandoval and passed unanimously.

Ms. DeCorte discussed that ethics violations will be published on the AGA website. Sanctions will also be published once in Leadership Matters and the Journal. The Professional Ethics Board will not perform a look back period to capture all past violations. The Hughes violation will be published because it is so well known and egregious. Mr. LeBlanc made a motion to approve DM 20-03, regarding the Hughes Publication. Mr. Pearson seconded the motion and it passed. Mr. Connolly voted against the motion.

The PEB is looking for ways to promote ethics across the profession. Ethics guidance is a critical member benefit and it should be promoted as such. Leveraging current capabilities, like podcasts and webinars, is being considered to provide ethics training. The PEB feels this training should be free to members.

Mr. LeBlanc asked about incorporating it into the Bylaws so that a 2/3rds majority of the NGB is required to name a violator. Ms. DeCorte was not opposed this suggestion. Mr. Connolly did not see any additional value.

**Professional Certification Board Report, Sherri Voigt, CGFM, CPA, Chair and Katya Silver, Director of Professional Certification**

Ms. Sherri Voigt gave a brief summary of the program and then asked Ms. Katya Silver to provide additional details.

Ms. Silver noted that this is the 26th year of the CGFM program. Ms. Silver reported that the CGFM is putting together online prep courses as fast as they are able. They are reaching out to current CGFM instructors for help and currently have a draft of the first course completed. The goal is to sell individual modules from each course. The launch of the first course is planned for March.

**Accountability Committee, Donna M. Sandoval, Chair**

The Accountability Committee has been having monthly calls. One of the members (Ken Smith) is an accounting professor at Central Washington University and he came up with the idea to have his class prepare a CCR. Several members of the committee (Donna Sandoval, Mary Peterman and Ann Ebberts)
participated in the January 24th webinar for his class and it was recorded so that it can be played again later.

**Corporate Partner Advisory Group, Kevin T. Greer, Chair**

Mr. Greer reported that there has been lots of CPAG activity. There are about 80 firms that participate in the CPAG and the members support four different committees. Each committee meets on a monthly basis and identifies activities, such as research reports, development of point papers, and meetings with guest speakers. Mr. Greer then reviewed the activities of each committee.

**Awards Committee**

*Chapter Communication Award, Louise Burnette, Chapter Services Manager*

In the past, the Awards Committee presented separate awards to AGA chapters for creating exceptional newsletters and websites. Typically, the same chapters won awards each year. The Committee felt that although having an outstanding newsletter or website that works well by itself might be nice, if they don’t work well together to build a chapter’s brand, connect with current and potential members, then the chapter is not truly communicating effectively.

The Committee wants to emphasize and recognize the importance of building a multi-channel branding strategy, with the inclusion of social media content. Therefore, they have decided to eliminate the individual awards for newsletters and websites, and instead give one award for overall communications.

The goal of the award is to recognize outstanding chapter communication of chapter events, offerings and news as well as AGA programs, services and events with their members. Communication should employ an integrated strategy, not relying on a single source or medium – such as a website, newsletter or social media outlet. The Committee will evaluate all facets of communication for the chapter’s overall efforts in communicating with members. This award will not focus on quantity, but rather on the quality and consistency of communication with current and potential AGA constituents.

*NLT Awards, Dave Acerra, Executive Assistant*

The Committee received a lot of award nominations from people not affiliated with chapters. They decided to eliminate the criteria that each chapter could submit only one nomination per category.

**Governance Committee Update, Justin W. Poll, CGFM, Chair**

*Diversity and Inclusion Statement*

The Committee did not like the term “multi-generational” but agreed that it was an important concept to include into the statement. They proposed: “AGA is committed to creating and sustaining an environment that values everyone in every stage of education, career and beyond.”
Governance Structure Feedback and Recommended Actions

The Governance Committee received feedback concerning the implementation and effectiveness of the new governance structure. The Committee communicated a summary of this feedback along with recommended actions for the NGB’s consideration. Note, the recommendations will also be submitted in writing and the recommendations, once received, will be posted on the NGB page of the AGA website.

Requested clarification of NCC Director for Chapters position responsibilities and expectations

There was a request for clarification on the role of NCC Directors. The Governance Committee members had received emails and comments from NCC Directors that the expectations, requirements and duties are not clear. The Governance Committee revisited the position. The NCC Directors are to actively participate in the NCC meetings and to represent all chapters and members, bringing issues and ideas from the NCC to the NGB. They are to participate in the LEAD training opportunities, mentoring and guiding chapter representatives and other NCC representatives. Most importantly, the Governance Committee believes the Chapter Directors should be serving as the voice for the chapters in their areas on the NGB.

It was not the intention of the NEC for the AGA governance changes for the new NCC Director position to directly replace the old SVP role as the NCC Directors are to represent all chapters, however they are in a position to better communicate the needs of the chapters within their areas. Chapter feedback has indicated the importance of knowing who is representing their geographical area as NCC Director and several chapters have requested that the representative NCC Director for Chapters from each area should be communicated to them at the beginning of each term year. The Governance Committee felt strongly that NCC Directors should not be discouraged from communicating directly with other NCC Chapter representatives within their geographical area, however the Committee did not want to prescribe the way this communication should occur. The Committee recommended the level of communication and how the communication occurs be left up to each NCC Director to decide what may be best. The form of communication should not matter, rather the goal is that effective communication occurs, the Directors have an ability to gather information and can be an effective representative to the NGB.

The Governance committee recommends that LEAD training and in-person NCC meeting should allow for breakout time by area to allow attendees to meet with their Chapter Director. Each area should compile a list of action items that need to be consolidated into issues that will be discussed by all LEAD and NCC meeting attendees and then communicated to the NGB. Time needs to be set aside at each NGB meeting to hear chapter issues presented by the Chapter Directors and/or AGA staff. While AGA staff are now carrying the brunt of chapter communication, the Governance committee recommends NCC Directors should maintain an on-going dialog with the chapters in their areas.

The Committee further recommended additional edits be made to the NGB position description document to elaborate on and add clarity to the vision and intent of each NGB position. The Governance Committee will prepare edits in collaboration with the AGA National staff in the coming months.
Requested clarification of how the Director-at-Large position differs from the NCC Director position

The NCC Director positions represent chapters and members, bringing issues and ideas from the NCC and chapters to the NGB. The Directors-at-Large are supposed to be strategic leaders with specific skills that meet the current needs of the NGB. The Bylaws require these individuals to have served as an officer or director in a chapter or as a chair of a national board, committee, council, or task force or have served as an executive in federal, state, or local government, academia, or the private sector.

The Director-at-Large positions are there to fill specific needs as identified to the LDC by the NGB. Ideally, there would be diversity in these positions and a good balance of backgrounds maintained on the NGB. Federal, state, local government, academia, and private sector members should all be considered depending on what the identified needs of the NGB may be.

Requested clarification on the LDC’s ability to consider candidates for multiple positions.

The opinion of the Governance Committee is that candidates for the NGB should have the ability to apply or self-nominate for one or more positions. If the candidate has applied for more than one position, the LDC may consider them for any of the positions for which they have applied. The Committee would discourage consideration of a candidate for a position to which they have not applied. The Committee recommended modifying the current application process to allow for a candidate to apply for more than one position at the same time. The Committee suggests adding a check list of the positions for the candidate to choose from on the application form. This could then drive the questions the candidate must answer for the specific positions.

Mr. LeBlanc commented that clarification is needed for nominees so that they know they can apply for more than one position.

Requested Governance Committee’s opinion on whether politically elected or appointed officials should serve on the NGB.

The Committee supports consideration of politically elected or appointed officials for positions on the NGB. However, the Committee also recognized that such candidates bring additional potential challenges if conflicts of interest are not properly mitigated. The Committee recommended making the expectations and boundaries clear up front to all potential candidates. To accomplish this, the Committee recommend the candidate electronically acknowledge a conflict of interest statement at the time of application as well as continuing the current practice of signing a hard copy once their term begins. Furthermore, the Committee would suggest the conflict of interest statement be revisited and strengthened to address these concerns.

If the NGB agrees, the Committee further recommended amending the Bylaws to address this topic, therefore adding clarity on this matter for future leaders of AGA. Mr. LeBlanc said the Bylaws are silent on this for a reason. If this issue is addressed in the Bylaws, more will pop up that require
additional future changes. There have been prior members selected to the Board, so there is precedence in this matter.

Challenges created with the Immediate Past President and Immediate Past Treasurer no longer serving on the NGB

The immediate PNP and PNT have communicated that they are experiencing new challenges in conducting their roles as co-chairs of the PNP/PNT Council and LDC as a result of no longer serving on the NGB. These challenges can be summarized as:

- Reduced regular communication about the status of AGA
- Reduced awareness or knowledge of the issues facing the NGB
- Concern that this reduced awareness and communication has an impact on their ability to run effective PNP/PNT council meetings.
- Reduced participation of the PNP and PNT in annual events or chapter visits diminishing the value of the PNP and PNT roles.

The Governance Committee agreed it was important to document and collect this feedback and communicate the concerns to the NGB. The Committee discussed these concerns at length and made the following statements and recommendations:

- AGA national staff, on behalf of the NGB, will provide automatic, regular communication to the immediate PNP and PNT. Perhaps communication could take the form of providing public-ready copies of NGB meeting minutes or some sort of quarterly report.
- Note: All PNP/PNTs already receive Leadership Matters newsletter

The Committee would also like to reiterate the original objectives considered when making the decision to remove the PNP and PNT roles from the NGB.

- Two-year terms were more favorable for future recruiting efforts for the organization
- The importance of balancing the national officer representation with the chapter representation on the board
- Maintaining what a reasonable board size

The Committee does not recommend any immediate action on considering potential changes to the current NGB structure. If the Committee continues to hear reports of these challenges, they may revisit the topic of potential adjustments to the NGB.

**AGA’s Council for the Advancement of Women, Wendy Morton-Huddleston, National President-Elect**

Ms. Morton-Huddleston reviewed the updates that were made during morning’s discussion.

Ms. Sandoval made a motion to approve DM 20-01, the Formation of the Council for the Advancement of Women and Charter. Mr. Pearson seconded the motion and it passed unanimously.
Leadership Development Committee Report, Co-Chairs John H. Lynskey, Immediate Past National President and Dennis G. Green, Immediate Past National Treasurer

Mr. Lynskey was in person and Mr. Green was on the phone. Mr. Almonte asked Mr. Lynskey to not present the partial slate for NGB review and approval, but instead review the process the LDC used to identify the proposed new officers. Mr. Lynskey reviewed the current process and sought guidance from the NGB to address a few challenges.

Mr. LeBlanc made a motion to extend the submission date for the proposed slate of the three positions to March 15, 2020. Ms. Yanok seconded the motion and it passed.

Closing Remarks, Ernest A. Almonte, National President

Mr. Almonte asked if there is anything else that needs to be addressed in the next five months that would advance the profession. He said to give it some thought and to email him any suggestions. He thanked the NGB for coming to the meeting and for giving their time and talents to AGA.

The meeting adjourned at 3:51pm.