AGA National Governing Board (NGB)  
Meeting Minutes  
September 17, 2019  
AGA Headquarters, 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
- 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)

NGB MEMBERS NOT IN ATTENDANCE
- Gregory J. Sanial, CGFM, Director (for Chapters), West Michigan Chapter

OTHER ATTENDEES
- David A. LeBlanc, CGFM, CFS, Director (At-Large), Boston Chapter (virtual attendance)
- John H. Lynskey, CGFM, CPA, Immediate Past National President, Washington D.C. Chapter (partial attendance)
- Dennis G. Green, CGFM, CPA, Immediate Past National Treasurer, Northern Virginia Chapter (partial virtual attendance)

NATIONAL OFFICE STAFF PRESENT
- Susan Fritzlen, Chief Operating Officer
- Cristina Barbudo, MS, CPA Director of Finance & Administration (partial attendance)

Welcome  
National President Ernie Almonte welcomed the group. A motion was made and seconded to adopt the September 17, 2019 NGB meeting agenda. A vote was taken, and the motion was approved unanimously. A motion was made and seconded to approve the minutes from the July 20, 2019 NGB meeting. A vote was taken, and the motion was approved unanimously.

Ernie presented DM 19-14—National Board and Committee Charter Updates, recommending changes to reflect the new governance structure. A motion was made and seconded to approve DM 19-14 as
proposed. A vote was taken, and the motion was approved unanimously.

Ernie then presented DM 19-15 – Chapter Charter Revocations, recommending revoking the charters of the Central Washington, Greater Chicago, Hartford and Northwest Inland Empire chapters due to prolonged inactivity. A motion was made and seconded to approve DM 19-15 as proposed. A vote was taken, and the motion was approved unanimously. A question was asked about the closure of the Greater Chicago chapter as it was just chartered in 2017. Discussion ensued surrounding starting a second chapter in the same geographic area as a current chapter. It was noted that a working group is being formed to review and make recommendations for revisions to the current criteria for opening and closing chapters. This is on the agenda to be discussed later in the day.

Ernie then presented DM 19-17 – National Board Appointment, recommending James B. Davis, Jr., to be appointed as a member of the Financial Standards Advisory Board for a three-year term. A motion was made and seconded to approve DM 19-17 as proposed. A vote was taken, and the motion was approved unanimously.

**Presidents report (Ernie Almonte)**

Ernie reiterated his theme for the year, “Taking a Proactive Approach to the Future of our Profession,” saying in the year ahead we will work to ensure our members are “future-proofed”, helping them to get prepared for a changing profession. To this end, he will focus on:

- New skillsets
- Inclusivity - getting the broader community beyond accountants involved
- Leadership – moving up through the profession – mentorship and sponsorship
- Value of membership

Items that Ernie reported on included chapter visits and willingness to meet with employers and universities; a new CEO contract is being worked on by a small committee (Ernie, Wendy, Andrew, Kathy and Dave) as the current one expires in 2020; and developing an AGA Women’s Council to help women increase their skill sets and offer mentoring. Ernie also mentioned that Tracy Walker from RSM has volunteered to help with the Women’s Council. Andrew suggested a broader name such as Council for the Advancement of Women to encourage anyone with interest to participate.

A question was asked if a potential name change for AGA will be considered this program year. Ernie indicated that he would appoint a name change task force later in his term and already has names of individuals who are willing to serve, but we must do this in a very methodical way. We need to take our time as we do not want the perception that we changed the governance structure so that the new board could quickly usher through a potential name change. Several suggested to just go with ‘AGA’ as we have seen other organizations move to use just using the initials of the previous name, such as EY, CLA, and RSM.

**Finance and Budget Committee Report (Andrew Lewis)**

National Treasurer Andrew Lewis presented the Treasurer’s report with the following financial highlights, reminding the group that the FY2020 budget had been built by tapping into reserves to make sure it was a positive budget:

- PDT 2019 resulted in revenues minus direct expenses (not including salaries) of $330K over budget. We had 1,908 paid registrants (162 virtual) and a total of 2,496 attendees, making it our largest attendance at a training event.
- Fraud 2019 has exceeded budget by $19K, making it the second largest Fraud event
• We are currently at 82% of budgeted GFM training with the courses already delivered or contracted to be delivered before fiscal year-end.
• Membership dues are down compared to prior year, as our total number of members continues a downward trend

Andrew presented several charts including: Summary of Assets, Summary of Liabilities and Net Assets, and Revenues and Expenses. A chart by sources of revenue (sponsors, registrations, booth sales, etc.) by event was requested for the next meeting. Andrew also reported on special projects the FBC will be taking on in the year ahead, specifically streamlining the expense submission process (driven by large staff effort required for LEAD!), exploring options for reducing AGA’s credit card merchant fees, and financial modeling for the membership categories (such as projecting revenues from dues for next 5 years).

**National Council of Chapters (NCC) (Wendy Morton-Huddleston)**
National President-Elect Wendy Morton-Huddleston reported on polling of the NCC on strategic issues, with a focus on sharing chapter successes by creating a community of the NCC members so that they can communicate and learn from each other. Feedback received from NCC reps since the July meeting can be summarized in the following four key areas:

• Chapter bylaws:
  o It was shared with the NCC that the updated chapter bylaws template has been available to the chapter leaders since May 2019. It has been communicated and pushed out via Leadership Matters. At issue may be that our leaders may not be taking the time to read what is sent to them.
    (I have in my notes that he wanted to know what the changes were from the last bylaws update – and I wrote down EEO policies and sexual harassment)

• Intros to colleges/universities:
  o There is a need for a directive on student connections and focused outreach to professors in local colleges and universities.
  o AGA has provided draft talking points to guide the conversations (updated materials are in process) and chapters should feel empowered to reach out!
  o AGA has a slide deck available and talking points are forthcoming that will address the membership guidelines for free electronic professor and student memberships.

Michelle raised the topic of the Case Challenge and needing more information about it to share with schools. It was noted that there is a standard slide deck on the Case Challenge on the Chapter resources page.

• Webinars – NCC members asked that we include more state and local speakers in the webinars. AGA took action to address this.
• Succession planning – The chapters are struggling to get new leaders. The discussion centered around the mentoring of the “next in line” for a role, sharing tips for “how I did it during my term”, and even job shadowing or co-leading efforts.

**CEO Report (Ann Ebberts)**
Ann provided an update on recent events, some miscellaneous updates on upcoming events, her recent trip to NASACT’s annual event, and where we stand on AGA-hosted Chapter Websites.

**EVENTS:**
• PDT recap – slide deck presented – 2,496 attendees – largest ever
  o Financial impact to New Orleans - $2.7 million
  o 95% would recommend PDT to a colleague
  o 4.21 average session rating – up from last year
  o Highly rated sessions – lots of ‘soft – personal development’ topics
  o Must have majority of tech topics because that is what people show their boss for approval
• CFO – CIGIE Emerging Technology on the Workforce
  o Senior level attendees – good attendance
  o A summary report will be forthcoming
  o Fraud (updated numbers) – may be largest, supported by a good program and variety of speakers633 total attendees
  o 508 paid (107% of budget)
• AGA support of AFERM’s annual event – October 30/31
  o AGA meetings team is supporting event registration/sponsor management as AFERM does not have paid staff
  o Benefits for AGA: approximately $15K in unbudgeted revenue, potential new members and an avenue of growth for our meetings team

OTHER:
• Working with other associations –
  o We have developed cooperative agreements: AFERM, DATA Coalition, NASACT, soon GFOA, ALGA that provides visibility of AGA – name recognition and opportunity to have a booth and share info about AGA and CGFM to attendees that may not be familiar with AGA – yet! We are continuing to expand the list of organizations.
• Shared Services Summit and Financial Systems Summit
  o Technical committees are in place and at work developing the event agendas and confirming speakers
• NLT2020 – Potential co-chairs for NLT have been identified, awaiting approvals from their senior leadership. DM is forthcoming
• LEAD! 2020 – what if we had 1 LEAD event instead of two? Past participants were surveyed on the pros and cons of a single LEAD event.
  o Benefits included: Identical messaging; Chapter leaders can meet others from all over the country; reinforces that we are one AGA (no more regions, sections); potential to bring in a paid speaker; easier to find a single (versus two) weekend that does not conflict with holidays; spring break, etc.
  o Potential downside: Larger group – maybe not as personal; more expensive ($50-60K more); a potential city -- Dallas – airport hotel (not at the Gaylord) provides best option in terms of cost (flights/connections)
  o NGB Feedback on the idea: L Try to avoid the end of the month due to individuals who may need to work month-end closing efforts.
• NASACT -- Ann shared session topics of their 2019 conference – which were comparable to those of PDT
  o Key point being made is that we can learn from each other – regardless of government level
Criticism at PDT was about some speakers sounding “too federal”, and a takeaway for AGA team is that we need to make sure that speakers define acronyms and regulations and not “assume” that the audience knows them.

• AGA is now a Registered Education provider – able to offer PDUs for those with PMI credentials, supporting our efforts to be more inclusive and attract a wider set of attendees to our events.

CHAPTER HOSTED WEBSITES

• 67% of chapters are hosted
• Most of our struggling chapters don’t have websites (we have discussed developing a website for these chapters so that they have an “internet face” to the public)
• 14 chapters are not interested at this point and we are continuing to add capabilities to address their needs

In closing – we are looking into making some investments, (1) we are looking at eLearning platforms and thinking through how to provide learning and education opportunities for our members and potential members “anytime, anywhere”. We don’t want to be bleeding edge, but we also don’t want to miss out on opportunities to provide flexible education and CPE opportunities for our community. And, (2) we need to invest in our building, replacing carpet, flooring, the awning outside, and getting more functional furniture in the conference room so we don’t feel so cramped. We want the team to have pride in where they work.

Leadership Development Report (John Lynskey and Dennis Green)

John and Dennis presented DM 19-16, to replace three LDC members who are rolling off, by adding Lisa Casias as the Federal rep, Marsi Woody as the State/local rep, and Bryan Nelms from Kearney as the private sector rep. A motion was made and seconded to approve DM 19-16 as proposed. A vote was taken, and the motion was approved unanimously.

There was a discussion about updating the nomination questions to see what topics the nominees can speak knowledgeably about – as we will be asking NGB members to participate at chapter events, requiring them to have technical (CPE topics) topics that they can share. It wasn’t clear whether this was to be part of the selection criteria, or just to put the nominees on alert that they may be asked to speak at a chapter for CPE. There was discussion about whether AGA can provide resources to help officers when they go to speak at chapters. Ann also offered to review presentations and that AGA team can help with formatting etc. if needed. AGA office can provide some standard slides that can be used that include the president’s message, AGA resources and programs, etc. It was also discussed that someone’s “comfort” with presenting on stage should not disqualify them from the NGB for most roles, however, the president/president elect does need to be able to speak comfortably on stage, AND will be traveling to chapters to provide CPE – so that should be addressed in the interview process.

Questions to be considered by the LDC include, how comfortable the candidate feels in being an AGA ambassador – selling AGA, experience in growing chapters and serving as an ambassador for membership. Dennis and John agreed to relook at the questions and determine whether questions 2 and 5 are both needed.

An idea was brought forth to have candidates create videos of their answers vs. answering the questions in writing – thus giving the LDC an opportunity to see/hear the candidate share their views. Each video would need to be limited from a time perspective.
The timeline for the 2019-2020 nominations cycle is:

- October – First LDC meeting to discuss year ahead (review all AGA leadership opportunities and committee’s mentoring role; review nomination form); Call for Nominations
- October/November – recruit candidates (Seeking Pres-Elect, Treas-Elect, and one Director At-Large)
- December 1 - Nomination deadline for Pres, Pres-Elect and Director At-Large
- December-January – Interview/Mentor/Engage Nominees for Pres and Pres-Elect
- January 22 – Chapters select 2020-2021 NCC rep; Staff to Revise Nominations website to include call for nominations for Directors (for Chapters) positions
- January 31 – LDC to recommend Pres and Pres-Elect for NEC approval at Feb 11, 2020 meeting
- February 20 – NCC Reps self-nominate for Directors (for Chapters) positions
- February/March - Interview/Mentor/Engage Nominees for Directors (for Chapters) positions
- April 7– Select Directors for Chapters for NEC approval (special NEC call for this vote)
- April-July – Continue to mentor and recruit leaders

**Fulfilling the Board Member Role (Ann Ebberts)**

Ann reviewed, at a summary level, the position descriptions that apply to all NGB positions, with key messages being:

- Always be wearing your “AGA hat”
- Know what is available to members – be familiar with the website contents
- Help grow membership – outreach – make introductions
- Your network can help us be stronger (speakers, etc.)

Ann asked the NGB members to think about the other associations that they are members of, or whose events they participate in, as opportunities for connecting AGA with the broader community.

Examples of associations that AGA connects to regularly:

- Annual Association Summit Annual Association Summit (FEI, IIA, AICPA, AGA, IMA, AAA)
- Beta Alpha Psi – BAP – where AGA is currently a professional partner
- ACT-IAC, NASACT, PMI

NGB members also brought up:

- NABA – Wendy is attending next year
- Governors Association, Mayor’s Association, NIGP (government procurement), NAST and NASC, National government audit forum

**Strategic Discussion – Membership/Chapters (Susan Fritzlen)**

Susan reviewed the status of AGA chapters by pulling up the Chapter Health spreadsheet which replaces the Chapter Scorecard. Staff will use this file to keep track of chapter contact and always have a ‘statement of position’ available for each chapter. Forty-five chapters are doing well and are not on the spreadsheet (they will be added), 24 are okay/being monitored, 13 need nurturing, 8 may close in two to three years and 6 may close soon. The membership team divides the list of chapters and calls the chapter leadership (presidents) regularly.

Susan conveyed that staff would like to move forward with two working groups:

- A group to review the Chapter Recognition Program
- A group to review the policies and procedures for opening and closing AGA chapters.
**Chapter Recognition Program**

Susan reviewed the purpose of the program, which is to act as a guideline to follow for a well-rounded chapter and to support, encourage and promote AGA’s mission. The program was designed by chapter leaders and continues to be tweaked each year by chapter leaders. Reporting can be burdensome on the program’s nine sections. Credits are attained for ‘activities’ but not necessarily for ‘results achieved.’

The working group of Chapter and NGB leaders will work to reduce the administrative burden and focus the program on managing the business of the chapter. This will include new/revised key performance and health indicators. The group will also seek input from all NCC reps. Susan noted that changes to this program require no official NGB vote.

NGB input included:
- Set up performance measures – outcomes
- Try to get to a common member experience – what are the things we want every member to experience?
- Use the manual as an “idea’s manual” or a best practices guide
- What would incentivize chapters?
- What is needed to keep the chapter active?
- Can it be a *pull* process instead of a *push* process? We reach to them for information. What about a survey we send each quarter? Or share the top 3 items to focus on each year – set goals.
- What incremental changes can we make? Don’t boil the ocean.

**Chapter Formation/Closure**

Susan reviewed the current policies for opening and closing chapters: the requirement to petition to form a new chapter is 20 members; closure may happen under any of these conditions: membership falls below 10; the chapter becomes inactive (no officers, no activities); ¾ of the chapter’s members request such action.

With the new governance structure, changes need to be made to the various documents supporting formation and closure (includes old terminology), so it is a good time to review the policies. We currently have 11 chapters that are hovering around 20 – many under – many have no leadership, so they are inactive. We closed several today. Is 20 members a good number for sustainment/growth in today’s world? Should AGA allow chapters to form in geographic areas where other chapters already exist (i.e., a federal chapter and a separate state and local chapter) when we continue to promote ‘intergovernmental’? What requirements are other associations using? What best practices can we leverage?

We look to find these answers with a working group of chapter and NGB reps, with input from all NCC reps. Susan noted that any recommended changes to chapter formation and closure will require a vote of the NGB as this information is included in the AGA Bylaws.

NGB input included:
- 1-year probation period
- At-large members – push them to the chapters
- Should we send a staff or NGB member to do a site visit?
- Geographic areas – 2 chapters (don’t represent who we are when chapters are not diverse)
• Need a business plan – let us know how you will grow membership – achieve the strategic goals
• Franchise basically – are there models that we can capture – develop a ‘starter kit’ – some models that are strict and others have flexibility
• Need to promote chapters more – drive chapter identity
• Virtual members? Communities of interest – bringing people together virtually (tap into a large network to learn from)
• Do we need a virtual chapter option that we can offer to those who are not connected to an active chapter?

Elevator Speech
We presented two draft elevator speeches to the NCC at LEAD! with the goal of wanting to reflect the more inclusive AGA of today. Feedback was varied – some liked parts of each one, but none was a ‘keeper’ – it needs to roll off the tongue/be conversational and not include big words or technical jargon.

Susan led the review of the three proposed “elevator speeches” developed by a marketing consulting firm. The group reviewed them quickly and discussed positive and negative aspects. Most agreed that all the options were too long. The action item for each NGB member is to review the options and take what they liked and develop one to propose to the group. Susan set a one-week deadline of September 30th.

Program/Committee Updates:

Accountability Committee Update (Donna Sandoval)
Chair Donna Sandoval reported that the committee includes a diverse group of individuals who are enthusiastic about promoting our accountability programs including the CCR and accompanying Case Challenge for students. We have also seen several governments stop producing CCRs, so the committee plans to personally contact those entities and encourage updating of their reports. The committee also plans to review the guidance and evaluation form for potential updates.

Professional Ethics Board (PEB) Update
Chair Melinda DeCorte presented recent Board activity. This past year has been an active one for the PEB, with two issues brought forth. The Ethics Handbook states that “AGA may publish sanctions”. The PEB discussed how and what might be communicated/published and conducted extensive research on what other similar (financial) associations do when there is an ethics violation that has been researched and validated. Many associations DO publish the sanctions – a high level description and the name of the offender. IIA, on the other hand doesn’t publish sanctions for fear of potential defamation of character lawsuit or legal action. The PEB has drafted a policy and provided it to AGA’s legal counsel, Hugh Webster, for review. His advice was to consider not publishing the name of the offender, but to only publish the sanction. The question to the NGB was “do you feel it is important to publish sanction – sanction imposed/actions that resulted/reference to the code that was violated”? The point of publishing a sanction would be to help chapters/members learn from someone else’s mistake – i.e. plagiarism, misrepresentation of the facts, etc. There was also a discussion about whether we need to change any bylaws coming from the recommendation and these investigations. Currently the PEB is in a holding pattern waiting to find out if AGA’s insurance would cover the PEB members.
Corporate Partner Advisory Group (CPAG)
Chair Kevin Greer reported that the four committees, Accounting & Auditing, Technology, Performance Improvement and Small Business, are actively supporting AGA. The National Grant and Cooperative Agreement Recipient Uniform Guidance Implementation Survey was completed this spring, and a meeting is planned in early October to meet with OMB to see what other support we can provide and find out about next steps in potential changes to the Uniformed Guidance, grants standardization efforts, etc. There is also a discussion about development of a meaningful grant’s certification.

CPAG Beyond the Beltway – CPAG members are looking to expand their presence and assistance to chapters beyond the beltway. Susan has committed to send out a monthly email to CPAG on opportunities at chapters – for sponsorship, speaking, membership, etc.

Closing Remarks
In closing the NGB meeting, Ernie shared that he thought AGA finances were strong, the NCC representatives were actively engaging, our role as NGB members is to serve as ambassadors of AGA and we should all be working to help our members thrive. The Leadership Development Committee is “up and running” and we should all be reaching out to leaders that we believe can help AGA continue to grow and have impact. We agreed to try to start to refer to our organization as “AGA”, with a six-month timeframe to develop a process for the AGA potential name change. Everyone has an action item to propose an elevator speech. We need to all keep inclusivity “front of mind at all times”.

Meeting adjourned at 3:29pm.

ACTION ITEMS
- Develop a chart of major events with sources of revenue (amounts/last 4 years?) (FBC)
- Send proposed elevator speech write-ups to Susan by September 30th (ALL)
- Review questions 2 and 5 on nomination form (John, Dennis)
- Modify AGA presentation/P PowerPoint template for NGB with updated resources (Ann/Team)
- Update instructions to event speakers/moderators about use of acronyms and entity-specific programs/terminology (Ann/Susan/Events team)
- Send Ernie ideas for the December 5th meeting agenda (ALL)
- Review/confirm insurance coverage for PEB (Ann)
- Include more state/local speakers for webinars (AGA Team/with help from NGB)