



MINUTES for Regular Board of Directors Meeting February 4 & 5, 2019

Meeting Logistics:

02/04/2019 8:00a to 5:00p Mountain Time

02/05/2019 8:00a to 5:00p Mountain Time

Location: Hyatt Regency Hotel, Executive Boardroom
Denver, CO

ANTI-TRUST STATEMENT

It is the policy of the Association for Challenge Course Technology, and it is the responsibility of every Association member company, to comply in all respects with federal and state antitrust laws. No activity or discussion at any Association meeting or other function may be engaged in for the purpose of bringing about any understanding or agreement among members to:

- (a) raise, lower, or stabilize prices;
- (b) regulate production;
- (c) allocate markets;
- (d) encourage boycotts;
- (e) foster unfair trade practices;
- (f) assist monopolization, or
- (g) in any way violate federal or State antitrust laws.

Any questions regarding the meaning or applicability of this policy, as well as any concerns regarding activities or discussions at Association meetings, should be promptly brought to the attention of the Association Executive Director or the Chair of the Board of Directors.

ATTENDEES

Presiding Officer:

- Ben Kopp - **Chair**

Board Member Attendees:

- | | | |
|--|---|--|
| <input checked="" type="checkbox"/> Bahman Azarm – Vice Chair | <input checked="" type="checkbox"/> Sara Bell - Member | <input checked="" type="checkbox"/> Ryan Olson – Member |
| <input checked="" type="checkbox"/> Carson Rivers - Treasurer | <input checked="" type="checkbox"/> Dylan Burt - Member | (Monday, Tuesday PM) |
| <input checked="" type="checkbox"/> Mandy Stewart – Secretary | <input checked="" type="checkbox"/> Paul Cummings - Member | |

Additional Attendees:

- Shawn Tierney – **Executive Director**
- Cameron Annas – **Board Member Elect** (Monday, Tuesday AM)
- Heather Brooks – **ACCT Program Manager** (Monday 9AM, exited during second closed session, Tuesday 3p-4p)
- Scott Andrews – **ACCT Policy Director** (Monday 9AM, exited during second closed session)
- Rohan Shahani – **Conference Work Group Volunteer** (Tuesday AM, in and out)
- Gary Nesbit – **Risk Management & Insurance Committee Chair** (Tuesday 1p-2p)
- Robert Johnson – **Attorney, Guest** (Tuesday 1p-2p)
- Tommy (Unknown) – **Attorney, Guest** (Tuesday 1p-2p)
- Micah Henderson, Brian Lisson, Rich Petteruti, Niels Damman, Scott Conant – **Members of the ACC** (Tuesday, 3p-4:45p)



Quorum?

- Yes
- No

DAY 1 PROCEEDINGS – STANDING ITEMS

Meeting called to order at 8:01AM Mountain Time by Ben Kopp.

Approval of Agenda

Motion:	Review and approve the meeting agenda
Made by:	Paul
Seconded by:	Ryan
Discussion:	General discussion on items to include.
Vote:	In Favor – n/a Opposed - 0 Abstaining - 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Approval of Minutes

Meeting and Date of Minutes:
Regular Board of Directors Meeting (phone) on 16 Jan 2019

Motion:	Approve previous minutes for 16 Jan 2019
Made by:	Ryan
Seconded by:	Paul
Discussion:	None.
Vote:	In Favor – n/a Opposed - 0 Abstaining – 2, Sara & Dylan
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Executive Director Update (Shawn Tierney)

- Shawn updated the BoD per his previously submitted January Board Report dated 21 Jan 2019. A copy of this report is in the meeting folder on the BoD Drive.

Monthly Financials (Shawn Tierney / Carson Rivers)

- FY19 Budget was reviewed (document: 2019-01-07 FY19 Working Budget).
- Budget is tracking well; looking to be ahead of planned net income.



- Current ACCT savings has been put to work and \$250K CD ladder has already gained \$500 in interest.
- On target to meet FY19 additional savings goal.
- January monthly financials to be presented next month.

DAY 1 PROCEEDINGS – OLD BUSINESS

Vendor Accreditation Revamp Task Force Update (Ryan Olson)

- TF has been working internally, plus has gotten input from the VAP.
- Process will be more streamlined and “black and white”.
- VARTF will be working with VAP over the next couple days face to face to produce a final proposed plan for presentation.
- Ryan to update the BoD further during Day 2.

ASTM Harmonization / Exclusions Removal (Shawn Tierney)

- Not much forward progress to report.
- Group is scheduled to meet face to face in Houston at Winter ASTM F24 meeting.

ANSI/CG/PRCA Deadline (Shawn Tierney)

- 14 November 2018 – Mike Barker was added to ACCT ANSI Consensus Group, meeting the original ANSI deadline.
- Mike Barker verbally informed ACCT that Josh Tod had been added to the PRCA ANSI Consensus Group. No formal confirmation of this has been provided by PRCA to date.

BOD Elections (Bahman)

- The three (3) current candidates for the two (2) PVM-elected seats were invited to the BoD face to face meeting.
- Deadline for additional PVM-elected candidates is Wednesday evening.
- Bahman to send reminder of opportunity to “throw your hat in the ring”.
- PVMs must have submitted Annual Report and paid Annual Dues in order to vote in the election.
 - Currently 4 PVMs haven't submitted their Annual Report
 - Currently 9 PVMs haven't paid their Annual Dues

Motion:	Enter closed session; discussion of companies who haven't met current PVM obligations.
Made by:	Ryan
Seconded by:	Carson
Discussion:	None.
Vote:	In Favor – n/a Opposed - 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Present:	All current Board of Directors members, Shawn Tierney, Heather Brooks, Scott Andrews, Cameron Annas.



Motion: Leave closed session.
Made by: Sara
Seconded by: Paul
Discussion: None.
Vote: In Favor – n/a
Opposed - 0
Abstaining – 0
Motion Carries: Yes
 No

Outcome of closed session:

- PVMs will be given a deadline of meeting their Annual Report and Annual Dues obligations 48 hours out from the AGM (7:30pm Wednesday) for this year's elections.
- PVMs will be informed that for next year's dues (2020 conference), deadlines will be enforced as it relates to voting rights. i.e. If dues are not paid on time, they will not be allowed to vote.

Nominations & Leadership (Bahman)

- Michelle Hepler has resigned as Chair of this group due to time constraints. Dave Horan has stepped in as temporary leadership. He is not interested in continuing in the role longer term
- Bahman to reach out to the Board Emeritus for assistance in finding a new Chair.
- Shawn sees the ACCT Office Manager position as assisting with ongoing volunteer/volunteer group management.

Office Manager Position (Shawn Tierney)

- 20 applicants, 3 viable
- Applicants will be pursued at conference.
- Position anticipated to be filled by end of March/early April

Maternity Policy (Shawn Tierney)

Motion: Enter closed session; discussion of ACCT employee policies.
Made by: Sara
Seconded by: Bahman
Discussion: None.
Vote: In Favor – n/a
Opposed - 0
Abstaining – 0
Motion Carries: Yes
 No
Present: All current Board of Directors members, Shawn Tierney, Cameron Annas.

Motion: Leave closed session.
Made by: Mandy
Seconded by: Paul
Discussion: None.
Vote: In Favor – n/a
Opposed - 0



Motion Carries: Abstaining – 0
 Yes
 No

Outcome of closed session:

- Shawn and Carson to revise draft maternity/paternity/adoption policy and re-present to BoD.

Operation Accreditation (BOD)

- PowerPoint for 90-minute session and supporting documents were reviewed.
- Risk management and ACCT legal resources need to review the Operation Accreditation program to ensure sufficient risk management.
- The need to write insurance requirements to reflect international situation/climate was identified.

Motion: To revise the existing Operation Accreditation Policy (approved in 2014) to reflect the Operation Accreditation Program as discussed in December 2018.
Made by: Bahman
Seconded by: Paul
Discussion: Extensive discussion on procedures of how to roll out Operation Accreditation and Operation Reviewer.
Vote: In Favor – n/a
 Opposed – n/a
 Abstaining – n/a
Motion Carries: Yes
 No – Motion was taken off the table by Bahman.

- The Task Force will bring the BoD a final program package to vote on in March.

Filling Vacant BoD Seat (Ben)

- Two-year seat remains; could be appointed by the BoD.

Motion: Enter closed session; discussion of potential BoD candidates.
Made by: Ryan
Seconded by: Carson
Discussion: None.
Vote: In Favor – n/a
 Opposed - 0
 Abstaining – 0
Motion Carries: Yes
 No
Present: All current Board of Directors members, Shawn Tierney, Cameron Annas.

Motion: Leave closed session.



Made by:	Ryan
Seconded by:	Paul
Discussion:	None.
Vote:	In Favor – n/a Opposed - 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Outcome of Closed Session:

- The BoD will wait until after the upcoming election to decide how to address this.

DAY 1 PROCEEDINGS – NEW BUSINESS

Conference Order of Events (review) and AGM Prep (Shawn Tierney)

- Order of events was reviewed.
- Conference BoD obligations and AGM needs/assignments were addressed.

Committee & Staff Reports (Shawn Tierney)

- Staff Reports reviewed:
 - Policy Director
 - Business Manager
 - Events Director
- Committee Reports reviewed:
 - Finance Committee
 - Standards Development Committee
 - International Committee

Meeting adjourned until the following day at 4:00 PM Mountain Time.



DAY 2 PROCEEDINGS – STANDING ITEMS

Meeting called to order at 8:08 AM Mountain Time by Ben Kopp.

DAY 2 PROCEEDINGS – CONTINUED BUSINESS

Committee & Staff Reports (cont'd) (Ben Kopp)

- o Ethics Committee
- o Consensus Group
- o Accreditation & Certification Committee

Motion:	Enter closed session; discussion of ICE program and ICP.
Made by:	Carson
Seconded by:	Sara
Discussion:	None.
Vote:	In Favor – n/a Opposed - 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Present:	Shawn Tierney, Cameron Annas, all current Board of Directors members except Ryan Olson.

Motion:	Leave closed session.
Made by:	Sara
Seconded by:	Bahman
Discussion:	None.
Vote:	In Favor – n/a Opposed - 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Outcome of closed session:

- Mandy will discuss 2019 goals for ICP with the ACC.

Review FY19 Org Priorities (Shawn)

- Quality of Workshops: Rohan spoke about the workshop improvement process over the past couple of years.
- Government Relations: Government relations will benefit from a full time Policy Director. Strategy on how to reach goals will be a topic for the April agenda.
- Vendor Accreditation: Ben and Ryan had a meeting with the VAP on Monday to inform them of the basics of the proposed plan. Meeting was positive. Larger meetings will continue today with multiple groups.



- Organizational Structure: Great progress for the Association financially and structurally. Next big goal is to get someone in place to help foster volunteer leadership.

Review Operation Accreditation Policy (Bahman)

- The BoD reviewed and edited the Operation Accreditation Policy; policy was prepped for review by the ACC.

Meet with ACC 11am -12pm (Micah Henderson)

- Update & coordinate between BOD, Revamp TF, VAP, ORTF, PCTF (practitioner certification task force), & process for updating and approving TORs, etc.

DAY 2 PROCEEDINGS – NEW BUSINESS

Gary Nesbit and Defense Attorneys 1:00 – 1:45 pm

- Gary spoke more in depth on strategies and purposes for reaching out to insurance companies; the goal is to work collaboratively on various upcoming projects, especially those where loss data would be valuable.
- Guest attorneys spoke on their industry experience (outdoors industry as well as construction) and how a National Defense Strategy might look for the Association's members.

Terms of Reference for the ACC (Mandy)

- ACC and BoD co-reviewed and edited the proposed Terms of Reference provided by the ACC.

Motion:	Accept the revised Terms of Reference for the ACC.
Made by:	Mandy
Seconded by:	Dylan
Discussion:	None.
Vote:	In Favor – n/a Opposed - 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Operation Reviewer Program (Micah)

- BoD will hand off draft Terms of Reference for Operation Reviewer Program and the draft Operation Reviewer QCP Guidelines to the ACC for completion.

Practitioner Certification Task Force (Micah)

- A need for Trainer/Tester Certification/credentialing program is recognized.
- This need should be addressed prior to development of a general Practitioner Certification program.

Certification Standard (Micah)

- There is a question as to which ACCT group “owns” the Certification Standard, which is not currently an ANSI standard. Rich K. has reported to Brian L. that the SDC does not own it.



Motion: Commute the responsibility for the QCP Guidelines and the current Certification Standard to fall under the purview of the ACC
Made by: Carson
Seconded by: Paul
Discussion: None.
Vote: In Favor – n/a
Opposed - 0
Abstaining – 0
Motion Carries: Yes
 No

Inspector Certification Program (Micah)

- Mandy to send a letter to the ACC from the BoD outlining current concerns regarding the Inspector Certification Program.

Leadership (Brian Lisson)

- Brian re-presents the concept and need for a Leadership Symposium in conjunction with the conference in order for for ACCT leadership to strategize and get stakeholder input.

New Business (Paul Cummings)

- Tabled until next meeting.

CLOSING

Motion: Motion to adjourn the meeting.
Made by: Carson
Seconded by: Sara
Discussion: None.
Vote: In Favor – n/a
Opposed – 0
Abstaining – 0
Motion Carries: Yes
 No

Meeting adjourned at 4:53 PM Mountain Time.



To: ACCT Board
From: Shawn Tierney, Executive Director
Date: 1/21/19

RE: January Board Report

Summary of Activities

December Financial Statements

The draft December statement is currently in the process of being finalized with adjustments to the classing of income and expenses. December statements are in the drive for review. The Q2 (Oct-Dec) statement will be placed in the February meeting folder when it's ready.

Conference Order of Events & AGM

The draft order of events is in our meeting folder, along with various documents for the AGM. We will spend time reviewing this material at the F2F.

Board Elections

We received a total of 10 nominations for the 3 open BOD seats. We had 7 candidates running for the one general seat, and 3 candidates running for the 2 PVM seats. Online voting for the general seat concluded on January 11, 2019, with Cameron Annas winning the election.

ANSI Deadline

ACCT and PRCA were given a deadline of 11/15/18 to add a member to each other's consensus bodies. The consensus group approved Mike Barker's (PRCA) application for membership on 11/14/18. ACCT has met that deadline. ANSI extended the deadline until December 15 for PRCA to add an ACCT volunteer to its consensus body. On January 14th, PRCA added Josh Tod as the ACCT member. The ANSI ExSC is meeting in February to review the status of each organization's accreditation.

Standard Revisions

Public Comment Period response (4 standards that are substantive went out for comment in ANSI Standards Action on 12/7/18), and the comment period ends on 1/8/19. No comments have been received to date.

Operation Accreditation & Operation Reviewer Task Force

The program accreditation completion task force met in Denver on December 16-18, 2018 to finalize the program accreditation model and associated work documents, etc. The BOD

created the Operation Reviewer task force on the January 16th meeting, with Paul Cummings leading this TF. We will discuss this more in the F2F meeting.

Office Manager Position

I promoted Heather Brooks to the Program Manager position starting on January 14. The Office Manager position opened on January 21st, with a February 15 deadline to submit applications. Interviews will be held in March, with a start date of early April.

FY19 Organizational Priorities – January Update

1. Increase Membership and Value

- 1.1 Improved workshops: *In process for the 2019 conference.*
- 1.2 Two or three regional gatherings: *Bahman conducted a gathering in CT in 2018.*
- 1.3 Feasibility of an Asian conference: *an initial discussion between Melissa and myself took place in early July. We held a call with the international committee on January, 4th to further discuss the idea of a regional (Asia) “gathering / Symposium” in the fall of 2019.*
 - 1.3.1 Location
 - 1.3.2 Market
 - 1.3.3 Dates
- 1.4 Update member communications
 - 1.4.1 Clean up the website: *In process.*
 - 1.4.2 Ongoing and regular communication: *we released our new bi-monthly newsletter in July. The newsletter will replace Clipboard. We published one issue of Parallel Lines in June and plan to discontinue that publication in FY19.*

2. Government Relations

- 2.1 Staff member hired by ~~August 1, 2018~~: *(Revised: the interim policy director was hired and began work on 11/5/18.) The interim policy director is currently providing substantial support to the CG as its Secretary, the standards revision process, organizing CG file structures, moving discussions forward with respect to Costa Rica referencing our standard, and following up on regulatory issues in various states. The policy director will go full-time starting January 21, 2019.*
- 2.2 Staff member tasks:
 - 2.2.1 Create a listing of regulatory agencies
 - 2.2.2 Identify current regulations
 - 2.2.3 Publish this list for the membership
 - 2.2.4 Start establishing relationships with regulators

3. Vendor Accreditation

- 3.1 Taskforce populated by ~~June 30, 2018~~: *(Revise: Ryan may be able to give us an update on the status of the taskforce)*
- 3.2 Board receives work product for review by ~~October 1, 2018~~ (Revise)
- 3.3 Revamped program completed by December 31, 2018 (Revise)

4. Program Accreditation

- 4.1 2nd pilot program completed in ~~May, 2018~~: *the second pilot took place in July.*
- 4.2 Proposed program to the Board by ~~June 30, 2018~~. *(Revise: a program accreditation completion task force has been created to finish developing the program. The task force met in Denver in early December and completed a substantial amount of work)*
- 4.3 Board to evaluate in ~~July, 2018~~ *January / February, 2019.*

- 4.4 Final review by the ACC in ~~August, 2018~~
- 4.5 PVM two-week comment period: ~~Aug/Sept, 2018~~ (Comment period ended Oct 5. Jotform feedback from 3 PVM's was received).
- 4.6 Board final approval, ~~September, 2018~~ February, 2019

5. Organizational Structure

5.1 Develop and maintain an improved financial plan: *Carson has been working to get the finance committee organized and understanding the tools we currently have in place as the first priority. Two committee members also did a review of our current processes and procedures for banking, AP/AR, expenses reimbursements, invoicing, and payment processing. We also have a recommendation from a committee member for investment strategies for our cash reserves:*

“One possibility to enhance revenues while maintaining a modicum of liquidity and total safety would be the following:

1. *Define the amount of cash reserves that is not needed for the next 2 months.*
2. *Divide the resulting amount into 3 equal parts*
3. *Invest 1/3 in an FDIC-insured Bank CD for 3 months; another 1/3 for 6 months; and the last 1/3 for one year.*
4. *When the first 3-month CD matures, renew it for 6 months.”*

I placed \$250,000 into higher yield 6, 12, and 18-month CD accounts at the end of December.

5.2 Implementation of organizational tools

5.2.1 Internal communication: *Carson and Mandy have been helping the staff with Slack, Asana, and team drives. We are evaluating the needs of volunteer groups and we have already added team drives for the ACC, ASTM task force, a “community drive”, Finance committee, GC, Events, Membership, Government relations, PPA, PCTF, and the VAP. A number of groups are also starting to use Slack.*

5.2.2 Project management: *we have upgraded to the premium version of Asana at the staff level to open up additional features.*

5.2.3 Training of staff: *Carson and Mandy have been providing ongoing support and coaching.*

5.3 Board and Leadership Development

5.3.1 Board retreat: *will not take place for the September BOD F2F meeting.*

5.4 Volunteer Development

5.4.1 System for intake, placement, and training

5.4.2 Information package for new leaders (Board and Committee Chairs)

5.4.3 Chair training and education