



MINUTES for Special Board of Directors Meeting January 29, 2020

Meeting Logistics:

01/29/2020 8:00a Mountain Time

Location:

Phone Conference
+1-717-275-8941;4137984#

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:

- Bahman Azarm – **Vice Chair**

Board Member Attendees:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Mandy Stewart – Secretary | <input checked="" type="checkbox"/> Paul Cummings – Member | <input checked="" type="checkbox"/> Shawn Tierney – Executive Director |
| <input checked="" type="checkbox"/> Carson Rivers – Treasurer | <input checked="" type="checkbox"/> Victor Gallo – Member | |
| <input checked="" type="checkbox"/> Cameron Annas – Member | <input checked="" type="checkbox"/> Rohan Shahani – Member | |

Joined 8:10AM

Recused and Therefore Not Present:

Ben Kopp – **Chair**

Additional Attendees:

Quorum?

- Yes
 No



Meeting called to order at 8:05 AM Mountain Time by Bahman Azarm.

Mandy reads the Anti-trust Statement.

Approval of Agenda

Motion:	Review and approve the meeting agenda
Made by:	Paul
Seconded by:	Carson
Discussion:	None.
Vote:	In Favor – Rohan, Paul, Cameron, Carson, Bahman, Mandy Opposed – 0 Abstaining – Victor
Motion Carries:	<input type="checkbox"/> Yes <input type="checkbox"/> No

Approval of Minutes

Motion:	Approve previous minutes for meeting held 15 January 2019.
Made by:	Bahman
Seconded by:	Carson
Discussion:	None.
Vote:	In Favor – Rohan, Paul, Cameron, Carson, Bahman, Mandy Opposed – 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No



OLD BUSINESS

Closed Session Items (Bahman)

Motion:	Move into Closed Session
Made by:	Bahman
Seconded by:	Rohan
Discussion:	None.
Vote:	In Favor – Rohan, Paul, Victor, Cameron, Carson, Bahman, Mandy Opposed – 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Board enters Closed Session 8:19AM.

Board exits Closed Session 9:09AM.

Operation Accreditation Rollout (Shawn)

- Outstanding work product RE: legal review by Ryan Winter of Hall and Evans
- To be forwarded to ACC for their information.

Operation Reviewer Docs for Training (Mandy)

- Need a decision on insurance ASAP
- Language to be included in OR contracts with clients?
- Require a contract between ACCT and OR?

Insurance for International Members (Victor/Cameron)

- Requiring all non-US entities to have the same insurance as US entities may be an impossible expectation.
- For non-US entities to be included in these programs there needs to be consideration of this situation.
- In the interim, regarding Operation Reviewer specifically, standard insurance requirements to be put forth for all. In the event non-US ORs cannot provide that insurance (because it's impossible or commercially unreasonable), they are to submit a signed letter outlining the insurance requirements of their jurisdiction, with proof of jurisdiction-appropriate insurance, and an explanation of why they are unable to acquire the standard insurance required by the program. This should be submitted with their application, or via the ACCT Office and forwarded to the Operation Reviewer Panel for review and process.
- Instructions will be needed to Panels on how to process insurance-specific issues.

COI Approval 2020 (Shawn)

- Revise to include clarity on "Volunteers" vs "Leaders"
- Any change to the form requires a vote to change policy

Duty for taking minutes assumed by Rohan Shahani at 9:59AM.



Mandy exits at 10:00AM.

- Plan to add the COI business to Raleigh Face to Face Meeting Agenda, edit and vote at that meeting
- Additional review of COI Policy and Form by attorney specializing in anti-trust issues is suggested.
- The need to make the form match the policy is cited as a critical need.

International Committee – Asia Event (Victor)

- The International Committee will be invited to a meeting during lunch on M or T. We will discuss it then.
- Specifically, Ken Jacquot, Colin Caines, Wayne Ellis will be invited.

INTECO MOU (Shawn)

- BoD to review the document in the BOD folder – it is a non-binding MOU and has been vetted by Kim Pearson (CO Atty).
- Following release of draft to INTECO, they may review it and request edits

NEW BUSINESS

Raleigh Logistics & Agenda (Shawn)

- BoD may schedule a Face to Face meeting Sunday evening in Raleigh.

TABLED UNTIL NEXT MEETING:

- **Annual Board Member Orientation** (Rohan)

CLOSING

Motion:	Motion to adjourn the meeting.
Made by:	Bahman
Seconded by:	Victor
Discussion:	None.
Vote:	In Favor – Rohan, Paul, Victor, Carson, Bahman Opposed – 0 Abstaining – (Cameron & Mandy not present)
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Meeting adjourned at 10:17 AM Mountain Time.