



MINUTES for Regular Board Meeting September 8th, 2021

Meeting Logistics:
09/08/2021 7:30am Mountain Time

Location:
Zoom Meeting
<https://zoom.us/j/8256677745>
Meeting ID: 825 667 7745

ATTENDEES

Presiding Officer:

Carson Rivers – **Chair**

Board Member Attendees:

Rohan Shahani – **Vice Chair**

Korey Hampton – **Secretary**

Cameron Annas – **Treasurer**

Bahman Azarm – **Member**

**joined the meeting at 7:57AM*

Victor Gallo – **Member**

Keith Jacobs – **Member**

Connor James – **Member**

Billy Simpson – **Member**

Shawn Tierney – **Executive Director**

Quorum?

Yes

No

Guests:

Heather Brooks

Melissa Webb

Meeting called to order at 7:33 AM Mountain Time by Carson Rivers.

Welcome Guests & Housekeeping (Carson Rivers)

Reading of the ACCT Mission Statement (Keith)

The Association for Challenge Course Technology (ACCT) establishes and promotes the standard of care and measure of excellence that defines professional practice and effective challenge course programs. ACCT develops, refines, and publishes standards for installing, maintaining, and managing challenge courses; provides forums for education and professional development; and advocates for the challenge course and adventure industry.

Reading of the ACCT Anti-Trust Statement (Keith)

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.

Approval of Agenda (Carson)

Motion:	Review and approve the meeting agenda
Made by:	Cameron
Seconded by:	Keith
Discussion:	None.
Vote:	In Favor – N/A Opposed - 0 Abstaining - 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Approval of Previous Meeting Minutes (Carson & Korey)

Motion:	Approve minutes from meeting held August 18th, 2021.
Made by:	Keith
Seconded by:	Cameron
Discussion:	None.
Vote:	In Favor – N/A Opposed – 0 Abstaining – Billy
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Executive Director Report (Shawn) see "2021-09-08 REPORT ED TO BOD"

- August Financial Statement
- FY21 990
- Budget Call
- International Calls
- Singapore OA Opportunity
- Consensus Group Secretary
- Cleveland Conference

Treasurer's Report (Cameron)

- FY22 YTD: Current FY22 Cash Flow Projections – the current budget status reflects a cash flow issue, not an actual budget shortfall issue. The difference is related to the timing since we had projected conference registration revenue by now. Currently the most pressing expense is the \$50K deposit overdue to the conference hotel, and the ED is seeking BOD approval to use money from liquid reserve accounts in the meantime. There is not a specific process required for this, and the BOD agrees that this is a necessary expense and should be paid.

Bahman joined the meeting at 7:57 AM Mountain Time



2022 Conference (Shawn, Melissa, & Carson)

- General Approach & Updates: Reminder that we are contractually and financially obligated for conference expenses and have no reason yet to believe that we will be released from the contract like we were last year (due to COVID mandated shutdowns). We don't have a way out financially, and therefore don't have a way to pivot to a virtual conference right now.
- Events Coordinator Melissa Webb just travelled to Cleveland to visit the conference site. The Convention site and hotel have yet to close fully, and have hosted multiple events during this time, and seem to be taking COVID protocols seriously.
- Registration Launch – they have an announcement prepared for the registration launch, letting members know that we are actively paying attention to the situation, and will adjust protocols as needed as the situation evolves.
- The Fall F2F BOD meeting is still on track to proceed.
- We retained the services of a risk management consultant, Emergency Concierge International for the last conference, that we didn't use. We will use this as a resource as we prepare for the upcoming conference.

Singapore Ministry of Education (MOE) (Korey & Heather) see "2021 09 07 MOE Waiver"

- Operation Accreditation Opportunity – discussed the ongoing MOE questions. Program Manager Heather Brooks has clarified with them that they are welcome to proceed with obtaining an operation review and/or an inspection since some of these issues aren't things that will need to be addressed until later in the process. Reviewed and discussed the waiver form that Heather prepared to summarize what the Board needs to review and decide.

Keith left the meeting at 9:08 AM Mountain Time

- Discussed having a legal representative review any changes to the agreement between ACCT and the Operation seeking accreditation. Heather will reply to the MOE with the responses to number 1 and 2 but will refrain from answering the rest until we can find someone to look at this.

ACTION ITEM – Find legal counsel that can review this in a timely fashion.

Ethics Committee (Billy) see "9.3.2021 Ethics Committee Board update"

- General Updates: sporadic conversations among Ethics over this summer. They want (as mentioned previously) to focus more on compliance issues versus grievance and complaints amongst members. The Committee would also like to change the name from "Ethics Committee" to "Compliance Committee". Their TOR hasn't been updated since around 2015, so once the name changes, they can also move forward with editing those and other documents. Discussed connecting Ethics Committee with other Committees that could be affected by these changes, ie ACC. Get Jen on the next BOD call and have her speak to the overall vision of the proposed changes. BOD should review the documents.

ACTION ITEM – Billy: Invite Committee Chair Jen Marter to the next BOD call to discuss updates.

Standards Development (Connor)



- Consensus Group (CG) Updates – as of last Wednesday's CG meeting there are no news about or comments on the PINS. John Voegtlin has started in his role as CG Secretary. The CG will have to post an announcement that there is a spot open for the “General member” category, and they have also discussed adding another category to help diversify the representation on the CG.
- Managing Accreditation/ 2022 ANSI Audit – The CG discussed setting up communication with the BOD regarding the upcoming audit. They would like to carve out time to talk about that, and they are coming up with a list of things they want to talk about at the BOD F2F meeting.

Meeting Closing (Carson)

Motion:	Motion to adjourn the meeting.
Made by:	Bahman
Seconded by:	Cameron
Discussion:	None.
Vote:	In Favor – N/A Opposed – 0 Abstaining – 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Meeting adjourned at 9:32AM Mountain Time.



To: ACCT Board
From: Shawn Tierney, Executive Director
Date: 9/8/21

RE: September Board Report

Summary

August Financial Statement

The August monthly financial statement will be placed the Finance Drive (Finance - FY21 Financial Planning – Monthly Statements and Financial Reports) once completed the week of 9/13.

2020 990

A draft of the 2020 990 (covering the fiscal period from July 1, 2020 to June 30, 2021) is currently ready for review by the finance committee on the 9/17 call.

Budget Call

The next budget call will be held on Friday, September 17 that 1pm mountain time for whoever wishes to attend. The GoToMeeting invite is below:

Budget Mtg: Every Other Friday 1:00 p.m. MST

Please join my meeting from your computer, tablet or smartphone.

<https://global.gotomeeting.com/join/611869773>

You can also dial in using your phone.

United States: [+1 \(408\) 650-3123](tel:+14086503123)

Access Code: 611-869-773

International Calls

The next international calls are tentatively scheduled for the last week of September (TBD). The SE Asia call will be at 2am MST, and the Latin America call will be at 8am MST. The Zoom call information will be sent out next week for whoever wishes to attend.

Singapore OA Opportunity

See summary from Heather/OAP/ACC regarding questions from the Ministry of Education regarding operation accreditation.

Consensus Group Secretary

John Voegtlin has been approved as the new CG Secretary. John and I had a call with CG leadership on 8/25 to discuss the role and expectations of the position, and the CG members have been informed of the new Secretary status.

Cleveland Conference

- We are behind schedule in launching registration – we will be launching as soon as possible in September:
 - We budgeted \$95,000 for event registration income in August (which we did not receive), so we will be looking at our cash flow situation during the next finance call on 9/17 to determine whether we will need to tap into our reserve account to cover upcoming expense for the next 2-3 months *if necessary*.
 - We have an advanced deposit of \$50,000 **due now** to the Hilton Cleveland Downtown Hotel that I intend to pay on Sept. 9th.
 - We had been waiting for the approved floor plan for the exhibit hall.
 - We need to determine the messaging around Covid protocols for attendees prior to launching. Here is what the American Camp Association has said for their conference coming up in February, 2022:
<https://www.acacamps.org/resource-library/professional-development/2022-national-conference-meeting-considerations>
 - Melissa and I are in the process of setting up a call with Event Concierge International to develop guidelines around protecting the health and safety of attendees (<https://emergencyconcierge.net/>)

Operation Accreditation Ministry of Education Waiver Request

This waiver was created for the sole use of the Ministry of Education in Singapore for the sake of their four (4) Operation Accreditation Applications. This waiver will not be used for any other purpose except for this specific situation.

Participant Information			
Name:	Email Address:	Telephone:	
Company Name:		Email Address:	
Mailing Address:	City:	State/Province	Zip:
International Address, Province, Country:			

Application and/or Agreement Requirements: (please check which requirement for which you are requesting a waiver)

Request 1: OPERATOR also agrees to provide a Certificate of Good Standing or equivalent (North America and other jurisdictions as applicable).

REASON: The Ministry of Education oversees kindergarten (ages four to five) through higher education. The Ministry allocates funding for all schools, sets course syllabi (include non-academic areas, such as Outdoor Education) and national examinations, oversees teacher credentialing, manages the teacher and principal evaluation and promotion system, and hires and assigns principals and teachers to schools.

Since MOE have full oversight of schools and own learning centres such as the 4 Outdoor Adventure Learning Centres, there is no requirement in Singapore for MOE-own sites to have a certificate of good standing.

WILL PROVIDE:

- Terms and Conditions for booking and usage of MOE OALCs – Terms and Conditions for booking PDF
- PDF of Programme Calendars for 2020 & 2021 – OALC Booking data 2020 and 2021 PDFs

RESPONSE: ACCT will approve this as equivalent

Request 2: OPERATOR agrees to display and use the ACCT Accredited Operation Logo according to the ACCT Logo Use Policy.

REASON:

RESPONSE: If an Accredited Operation does not wish to display the ACCT Operation Accreditation Logo or utilize ACCT platforms to show recognition for Accreditation the Operation

Operation Accreditation Ministry of Education Waiver Request

does not have too, however this will continue to be available for the operation through the life of the Accreditation.

Request 3: Verification of Proper Insurance

- Insurance is NOT Available in my country
- Insurance is available, but at lower policy limits
 - **Insurance Requirements for Operators outside the United States.** If the OPERATOR is applying for Operation Accreditation and operating in jurisdictions outside the United States, the OPERATOR shall submit with their application a signed letter outlining the insurance requirements of their jurisdiction. Proof of appropriate insurance shall be submitted to the OAP for review and verification.

REASON: The MOE OALCs are only available for use by MOE schools. It is stated as a policy that every student is to be covered by Group Personal Accident (GPA) insurance. The insurance policy details and procurement of insurance is endorsed by MOE's senior management.

It is also a policy for all MOE staff come under the workplace safety and health work injury compensation scheme as mandated by the Ministry of Manpower's Workplace Injury Compensation Act (WICA).

As such, MOE schools and OALCs are not required to purchase separate insurance coverage specifically for the MOE OALCs.

Students

All students that are covered by Group Personal Accident (GPA) Insurance. The Benefit/Sum Insured for GPA Insurance Plan for Students states that for death, the benefit/sum insured is \$50,000 and for Permanent Disablement the benefit/sum insured is up to 150% of Death Benefit.

Staff

Under the WICA, an employee who suffers injuries arising out of, or in the course of, official duties, can claim:

- Medical expenses
- Paid medical leave/ medical leave wage
- Lump-sum compensation for any permanent incapacity or death

MOE covers its employees for work injury claims in accordance with these provisions. Please refer to the following websites for more information on Work Injury Compensation Act (WICA)

RESPONSE: ACCT will accept this with documentation of these policies for each site

Governing Law Section VI:

Request 4: (Agreement) Governing Law. This AGREEMENT, the construction and enforcement of its terms, and the interpretation of the rights and duties of the parties, shall be governed solely by the laws of the State of Colorado.

Request 5: (Agreement) Forum Selection. ACCT and the OPERATOR agree that the State and Federal Courts in the City and County of Denver, State of Colorado, shall have exclusive jurisdiction over any case or controversy arising under or in connection with this AGREEMENT, and shall be the only proper forum in which to adjudicate such case or controversy. Each party waives any objection that they may have to the personal jurisdiction of or venue in the state and federal courts of Colorado. *The parties each waive their rights to a jury trial.*

RESPONSE: *Describe how disagreements/conflicts on contract terms or governing law would be processed. Mediator? Etc?*

Request 6: (Agreement) The Statute of Limitations Period. No lawsuit or action can be brought against ACCT unless the action is started within one (1) year after the date of loss.

RESPONSE: *ACCT will change our requirement to 3 years.*

Request 7: (Agreement) Waiver. No term or condition of this AGREEMENT shall be deemed to have been waived, nor shall there be an estoppel against the enforcement of any provision of the AGREEMENT, except by a writing signed by the Party charged with the waiver or estoppel. No waiver of any breach of this AGREEMENT shall be deemed a waiver of any later breach of the same provision or any other provision of the AGREEMENT

RESPONSE: *Will be removed or re-written*

Request 8: (Agreement) No Consequential Damages. In no event shall ACCT be liable to the OPERATOR or others, in contract, tort, strict liability, negligence, warranty, or other common law or statutory claims, for any special, incidental or consequential damages, such as, but not limited to, delay, disruption, loss of product, loss of anticipated profits or revenue, loss of use, non-operation or increased expense of operation, cost of capital, or cost to purchase equipment systems or power.

Liability:

Request 9: (Application) Provide a Release of Liability Agreement (i.e., waiver agreement) for its operations and have all clients, customers, and employees sign the Release of Liability Agreement, which shall name ACCT (including its employees, agents, officers, directors, and affiliates) as named releasee. The operation shall ensure that its release complies with the law of the jurisdictions it has operations in.

REASON: MOE OALC as a government agency serving only MOE schools do not require students/parents to sign a release of liability waiver.

Operation Accreditation Ministry of Education Waiver Request

MOE also has a policy where if schools are engaging external organisations that are not Statutory Boards to organise school activities or programmes, schools should not accede to request by such organisations for indemnities or limitations of liability provisions to be inserted into the parents' consent. This policy extends to commercial vendors providing services to schools.

RESPONSE: MOE should put together a request to waive this requirement for their sites. Their request should identify why this is not common in their situation and provide any alternate strategies that may exist in their opinion. Also, MOE will need to clarify highlighted sentence for ACCT.

Request 10: (Agreement) Limitation of Liability. The OPERATOR agrees to limit the liability of ACCT to the OPERATOR for the Program for claims of any nature or theory, including, but not limited to, claims arising out of this AGREEMENT, torts and negligent acts, errors or omissions, and all other common law and statutory claims, such that the total aggregate liability for damages, including attorney's fees and costs, shall not exceed \$50,000.00 or the total billed and paid fees by OPERATOR to ACCT for the Program, whichever amount is less.

REASON

RESPONSE:



Operation Accreditation Ministry of Education Waiver Request

I _____ request that ACCT waive the above checked requirement for reasons listed below. I understand ACCT assumes no legal responsibility for the waived requirement. I understand by signing this document I assume full responsibility for the liability of the use of the Inspector Certification.

Reason for Waiver: (please describe in an attached letter):

Signature: _____ Date: _____

The Following Is for Office Use Only

Date:

Approved: Yes
 No

If No, please explain:

Signature: _____ Date: _____

Ethics Committee Quarterly Report 9.3.2021

Committee Chair: Jennifer Marter

Committee Members: Tim Prairie, Ken Jacquot (Emeritus) and Andrew Hubert (Emeritus)

Board Liaison: Billy Simpson

Committee Update

Grievance Process:

The Ethics Committee has been meeting sporadically throughout the summer- as our schedules allow. We continued to work through the remaining unresolved grievance brought to the committee by Challenge Works in 2019. Challenge Works is under new ownership and the Ethics committee has been in communication with them about the current status of our review of the grievance and the desire of the Challenge Works ownership to pursue this grievance.

On August 23, 2021, the Ethic committee received a final notice from Challenge Works stating they would not like to continue with the grievance process. Grievance is closed.

Committee Work:

Ethics vs Compliance: As we noted in our last board report we have been working on the revision of the grievance process. This work continues and will focus on Compliance / Non-Compliance (objective) vs Ethical violations(subjective).

As we see it the future grievance process will focus on: Compliance with the ACCT Standards, compliance with the criteria of the credentialing programs of the ACCT, and compliance to the Code of Ethics. However, in an effort to move away from Ethics towards Compliance we would like to propose changing the Code of Ethics to the Code of Conduct. We would like to ACCT BOD to approve a revision of the Code of Ethics to include name change and edits to the document resulting in a version that aligns with conduct (objective) vs ethical behavior (subjective).

Committee Name Change: The ACCT Ethics Committee would like to request that our name be changed to The ACCT Compliance Committee.

Terms of Reference: A revised Terms of Reference for the Compliance Committee is attached for BOD approval.

Compliance Committee Next Steps:

- Revise Code of Ethics to Code of Conduct and Submit to BOD for approval
- Develop a plan for roll-out/ member notification of code of conduct

- Continue revision of the Grievance Process
- Connect with ACCT Committee Chairs/Members share new grievance process and vision for including committee expertise as a resource for resolving grievances
- Work with the Programs of the ACCT to develop a process for assisting with violations of certification and credentialing programs

Requests:

Approval of name change

Approval to revise current Code of Ethics

Approval of revised Terms of Reference