



MINUTES for Regular Board Meeting January 19th, 2022

Meeting Logistics:

01/19/2022 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**

Victor Gallo - **Member**

Keith Jacobs - **Member**

Connor James – **Member**

Billy Simpson – **Member**

Shawn Tierney – **Executive Director**

Quorum?

Yes

No

Guests:

Erik Marter

Melissa Webb

Ryan Olson

Kurt Damron

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

Welcome Guests & Housekeeping (Carson Rivers)

Reading of the ACCT Mission Statement (Rohan)

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 (Rohan)

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: | Rohan |
| Seconded by: | Bahman |
| Discussion: | May re-order the agenda to respect our guest's time. |
| 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 January 5th, 2022. |
| Made by: | Rohan |
| Seconded by: | Keith |
| Discussion: | The correction of a guest's name will be made prior to publishing. |
| Vote: | In Favor – N/A Opposed – 0 Abstaining – 0 |
| Motion Carries: | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

ED Hiring Task Force Update (Rohan) – The first step was using the hiring matrix to score candidates (18 so far) based on their resumes, so that they could move to phase 2, which is interviews. Seven (7) people have made it to the next round at this point. They TF has requested that we post an update to the community on the status of the search. Rohan will draft a message and share on Slack for approval.

Cameron joined 7:45AM MST

Kurt Damron, ED Hiring TF Chair – The candidates that have moved on to the next round will get interviewed soon. Three additional candidates were put on standby (not cut from the process yet) because they were very close to the scoring cut-off. The remaining candidates will get a “thank you for applying, but we’re not interested at this time” email.

Discussed the TF's question of whether some of the top candidates should be invited to join us at conference. Rohan requested time at the upcoming BOD F2F to discuss candidates (including time in closed session) and provide an update as to where they are in the pipeline. Discussed keeping the job link open; it doesn't cost us more money, but costs volunteer time to screen those



candidates. The link remains open, and we discussed keeping it open until we are confident that we have a strong candidate(s) ready to hire. We could update the auto email that goes out at some point, so that it reflects that “you are a little late in applying, but we thank you for your application and will be in touch.”

ED Report (Shawn) see “2022-01-18 REPORT_ED to BOD”

- 2022 Conference Updates – conference numbers are continuing to improve, especially given the successful negotiations with Cleveland, which will net us back about \$100K. Registrations are up near 500 people. We have had a small handful of exhibitors and attendees cancel due to concerns about COVID. Some will get a refund; some will do a credit towards next year. Net conference revenue is now around \$277K. Shawn cashed out a CD that had matured and put it in the Chase savings account in early January, so that balance is up \$90K from last month. The SBA loan is still approved but not yet deposited - talks are ongoing with them. Attorney Rebb Greg is now reviewing the new addendum to the hotel conference contract.

Staff Conference Update (Melissa) – Conference preparations are in full swing. A/V specs are going out, signage is coming in. Exhibitors have started to redeem their attendee codes, so a portion of the increased registration numbers are because of that. Following the negotiations, we are now responsible for 60% of our contracted room revenue (down from 80%?), we have reduced F&B obligations at the hotel, and we only lost the 10% discount. We can reasonably expect to hit those number now. This all amounts to about \$100K in reduced financial obligations.

Closed Session Update

| | |
|------------------------|--|
| Motion: | Move into closed session at 8:09 MT for an Executive Director update |
| Made by: | Rohan |
| Seconded by: | Connor |
| Discussion: | Reviewed the process for navigating the Zoom waiting room for guests |
| Vote: | In Favor – N/A Opposed – none Abstaining – none |
| Motion Carries: | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

Meeting went into closed session at 8:09AM Mountain Time.
Meeting returned to open session at 8:30AM Mountain Time.

Treasurer’s Report see above notes from Executive Director

2022 Conference, Additional Updates (Shawn and Melissa)

- The waiver has been pushed live on the conference webpage, along with the health considerations. The negative test upload system will open 72 hours before the start of conference, since prior to that the tests will not be valid for attendance.
- BOD Liaisons should remind their respective Committees that any videos not submitted are now overdue. BOD was reminded to submit agenda items for the 2-day F2F meeting as soon as possible, especially given that we often need to invite guests to attend.



- The BOD will need to assist with staffing the ACCT conference booth. Additionally, BOD members are asked to be at the “Open Dialogue with ACCT Leadership” session to field questions from the session attendees on Saturday from 12-12:45pm. Melissa will review BOD schedule obligations at the F2F meeting so that members know where they need to be.

ACTION ITEM – Korey: send a calendar invite for the Dialogue with ACCT Leadership session

- Board nominations – the submission link is live until the nomination period closes on 1/25/22. Billy has taken responsibility for contacting candidates.
- Melissa would like to request guidance on the process for verifying vaccinations, including international vaccine brands/types (including number of shots required for that brand) and methods for proof of vaccination, i.e. paper cards, QR codes, digital records, etc.

ACTION ITEM – Rohan: put together information on vaccine types and proof of vaccination examples for staff and workshop crew to have at registration.

- Policy enforcement – the Cleveland Convention Center has an exclusive agreement with a specific security company. Melissa is working with her contact there to convey what we need. She has not yet received pricing or contracting information.
- Signage – Will include health considerations, and will also have a QR code for the waiver. Discussed clarifying the exact language for the types of masks that will be acceptable, so that it can be included in the signage. Refer to the CDC guidance for appropriate masks.
- Planning for if critical personnel must be absent due to illness – they haven't finalized a plan, but are working on it.
- Discussed the status of registrations from outside the United States: Currently there are approximately 15 individuals registered so far – including from Belize, San Juan, Singapore, and Canada.
- The BOD recognized and acknowledged the hard work of the conference team in putting this conference together in the face of significant adversity.

Ethics Committee (Billy)

- Proposed Code of Ethics Revisions – Four (4) files are available for review by the BOD, including the Committee's Board Report. They are looking for confirmation of the Committee's proposed changes including
 - the Committee name change, from Ethics Committee to Compliance Committee
 - the “Code of Ethics” revisions (which would transition the ‘code of ethics’ to the ‘code of conduct’)
 - the “Complaint Resolution Process Model” (the process by which a potential complainant would file a complaint)
 - and the “Conduct and Complaint Resolution Process” (the directions that the committee would use to handle the complaint)
- Of note, two of the current members are Board Emeritus members that had agreed to an interim role to assist in the development of the process, and they are looking to complete their involvement and make room for the population of the committee.
- Discussed getting review and feedback from affected parties, given that there is explicit and/or implicit agreement to the current version of this document by association members, i.e. PVMs, Accredited Operations, and general membership.



- Discussed the option of having the BOD review and “conditionally approve” the direction pending public dissemination, understanding, and feedback, perhaps even in a process similar to CG standards review process.

ACTION ITEM – all BOD: further review the Ethics Committee documents prior to the upcoming F2F, and submit questions/concerns via Slack

ACTION ITEM – Billy: determine, based on those questions, whether we want to invite Ethics Committee members to join us at the F2F meetings.

ACTION ITEM – Billy: obtain final documents with the proposed new name of the Committee and their Terms of Reference (TOR) so that we can vote on that at our F2F.

ACTION ITEM – Billy: let the committee know that we are seeking to have a public comment period, and explore options for adding that to the PVM symposium agenda

ACTION ITEM – Billy and Carson: coordinate on drafting exact motions for the meeting, and determine what might need to happen to prepare those motions to be voted on

Rohan left at 9:33AM

Discussed the upcoming PVM Symposium. The only BOD members whose attendance is required are Carson and Rohan. Other BOD members who will not be attending as part of a PVM company would need to pay the attendance fee.

Meeting Closing (Carson)

| | |
|------------------------|--|
| Motion: | Motion to adjourn the meeting. |
| Made by: | Billy |
| Seconded by: | Connor |
| 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 9:37AM Mountain Time.



To: ACCT Board
From: Shawn Tierney, Executive Director
Date: 1/18/22

RE: January Board Report #2

Summary

December Financial Statement

The December monthly financial statement is in the Finance Drive (Finance - FY22 Financial Planning – Monthly Statements and Financial Reports).

Cleveland Conference (as of 1/18)

- Registered attendees: 484 (Amount due: \$3,889)
- Exhibitors / Sponsors: 46 (Amount due: \$19,344)
- Net revenue: \$277,000
- Budgeted through January \$450000
- Actual through Jan 18: \$277,000
- Under budget: **\$173,000**

Live Oak CD Maturity

Per the recommendation from the finance committee, I have withdrawn a \$91,000 6-month CD that matured on 1/3. The funds have been deposited into our Chase savings account.

Cash Position on 1/18

- Chase Operating: \$135,611
- Chase Savings: \$131,227
- Total: \$2666,838
- Reserves: **\$354,826**
 - Live Oak: \$132,048
 - TIAA: \$131,603
 - First Internet: \$91,175

Budget Call

The next budget call will be held on Friday, January 21 at 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

SBA EIDL Loan

Approved but not yet deposited. (\$169,400)