



MINUTES for Face-to-Face Board Meeting September 14th, 2022

Meeting Logistics:

09/14/2022 8:00am – 5pm Pacific Time

Location:

Oregon Convention Center | Portland, OR
With Zoom Link
<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**
 Erik Marter – **Treasurer**

Bahman Azarm – **Member**
 Keith Jacobs – **Member**
 Connor James – **Member**

Jason Ong – **Member**
 Billy Simpson – **Member**
 Bill Zimmermann – **Executive Director**

Quorum?

Yes
 No

Guests:

Melissa Webb | ACCT Events Director
Heather Brooks | ACCT Program Manager
John Voegtlin | ACCT Office Manager
Jana Cole | J Cole Consulting Guest Facilitator
Ryan Olson

Meeting called to order at 8:04 AM Pacific 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:	Bahman
Seconded by:	Billy
Discussion:	None.
Vote:	In Favor – N/A Opposed - 0 Abstaining - 0
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Finance Policy

Motion:	Approve Operating Reserves Policy
Made by:	Rohan
Seconded by:	Billy
Discussion:	none
Vote:	In Favor – Rohan, Korey, Erik, Bahman, Keith, Connor, Jason, Billy, Carson Opposed – none Abstaining – none
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Motion:	Approve the Investments Policy
Made by:	Bahman
Seconded by:	Jason
Discussion:	none
Vote:	In Favor – Rohan, Korey, Erik, Bahman, Keith, Connor, Jason, Billy, Carson Opposed – none Abstaining – none
Motion Carries:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Motion:	Approve the Financial Policies and Procedures
Made by:	Keith
Seconded by:	Jason
Discussion:	none
Vote:	In Favor – Rohan, Korey, Erik, Bahman, Keith, Connor, Jason, Billy, Carson Opposed – none Abstaining – none



Motion Carries: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

ACTION ITEM – Erik: update the names of the policies and file accordingly

Board of Directors Succession Planning (Carson)

- Recognizing a Change in Leadership – Discussed the circumstance whereby a Chair has reached their term limit, and a new Chair will be stepping up, when exactly does the outgoing Chair officially step down (at the conclusion of conference, at the start/finish of the special meeting following conference, etc.)? Discussed other questions like: Who runs that meeting after the BOD election: the Vice Chair, an incoming Chair? If there is any gap in leadership, who is in charge in the interim? What if the Chair and Vice Chair are all rolling off at the same time? Discussed the precedent that the new Board is official when they are announced at Conference. Affirmed that since only 3 BOD members ever roll off at a time, the entire Executive Committee would never roll off at once. Talked about “certifying” the election at the first meeting. Reviewed an old governance policy document that calls for an overlap time starting in October, unsure whether that document was ever voted on or adopted and used. Continued to discuss succession planning at length. Discussed people’s intentions for the upcoming term.
- 2023 Board of Directors (BOD) & Executive Committee (EC) Preparation
- 2023 BOD Onboarding and EC/Liaison Selection Process

Board Emeritus Succession Planning (Carson)

- Contingency Planning for the Potential of Multiple Vacancies: Reviewed the term limits that we recently updated and approved. Considering the possibility that more than one Board Emeritus may be ready to roll off now, we discussed three options for accounting for that while maintaining the intended schedule of one new member per year. Either leave seats empty and have a smaller group, appoint people for shorter terms to fill remaining terms, or allow for staggered rotation where there’s always one. The Board discussed and agreed to the second option: appoint any additional Board Emeritus to shorter terms to account for the outgoing member’s remaining term.

Meeting called to recess at 9:50AM Pacific Time by Carson Rivers.

Meeting called back to order at 10:07AM Pacific Time by Carson Rivers.

- Discussion of Potential Nominees [Closed Session]

Motion: Move into Closed Session to discuss potential nominees.
Made by: Rohan
Seconded by: Bahman
Discussion: none
Vote: In Favor – N/A Opposed – none Abstaining – none
Motion Carries: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Meeting moved to closed session at 10:12AM Pacific Time.



Meeting returned to open session at 10:48AM Pacific Time.

2023 Board of Directors Elections (Carson & Rohan)

- Reviewed “Current” Process
- Consideration of Including Accredited Operators and/or Other Potential Changes: Discussed implications of various options, and timeline for changing voting structure. Further discussed Bill’s stated plan to proposed revised bylaws soon. Put the conversation on hold pending that larger discussion.
- Develop Action Plan for election: Reviewed the recent election procedure updates. Talked about timelines; the process of organizing and preparation will begin in October, we typically announce a call for nominees in mid-November. Discussed having the Leadership and Nominations Committee reach out to potential candidates (and then those that submit their candidacy), to give them information and resources.
- Talked about how general member voting will work with the new membership management system.

ACTION ITEM – Rohan: Add dates for 2023 to each step of the established process and bring these the Board at the next meeting on October 5th.

ACTION ITEM – Board Members: consider crafting a short message about why they serve and why they believe folks should run for a Board seat. Recruit candidates.

ACCT Policy Compilation Project (Korey)

- General Updates – Discussed known issues with the filing of existing policies. Updated regarding the progress made so far on this project, with Rohan’s help.
- Identify Next Steps. Step 1: Compare policies found against votes in BOD meetings that we have minutes for and see where we are. Create a policy index and deliver to Bill. Step 2: make a new/better plan moving forward. Step 3: Decide how and where we would disseminate “public” documents – and who should have access to what (i.e. non-members, members, volunteers, etc).

Meeting called to recess at 11:43AM Pacific Time by Carson Rivers.

Meeting called back to order at 12:45AM Pacific Time by Carson Rivers.

Facilitated Strategic Planning Discussion Continued (Jana Cole)

- Organizing & Prioritizing Goals & Outcomes
- Identifying Actionable Items & Timelines

Meeting called to recess at 2:45PM Pacific Time by Carson Rivers.

Meeting called back to order at 3:00PM Pacific Time by Carson Rivers.

Facilitated Strategic Planning Discussion Continued (Jana Cole)

Meeting Closing (Carson)

Motion: Motion to adjourn the meeting.



Made by:	Keith
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 4:23PM Pacific Time.

APPROVED