

2016 All-Member Business Meeting Minutes

**Pennsylvania Convention Center Room 114
Thursday September 1, 2016
Philadelphia, PA**

President Jennifer Hochschild welcomes members and confirms that a quorum has been established. She then moves to approve the minutes from last year's All-Member Business Meeting. The motion is seconded and approved. Executive Director Steven Smith is introduced and gives his Executive Director's report. Treasurer Taeku Lee then begins his Treasurer's report which indicates that the Association is continuing in sound financial shape with \$33.43 million in investments, \$14.52 million in the Trust and Development Portfolio, and \$15.04 million in the CFP Trust Portfolio as of July 31, 2016. T. Lee adds that as of June 30, 2016 APSA's projected revenue is \$7.7 million from operations, \$7.2 million from operating expenses, and a year-end net profit of \$500 thousand.

J. Hochschild announces that the next order of business will be the confirmation of Council Members from 2015, due to the lack of a quorum at the previous All-Member Business Meeting. She goes on to cite Article V, section 3 of the APSA Constitution regarding vacancies on Council. J. Hochschild makes a motion to approve the slate of Council members and officers for the 2015–2017 term, the motion is seconded and approved. She then moves to have the president-elect confirmed to the office of the president following the conclusion of her term. The motion is seconded and approved. S. Berman then proceeds to announce the proposed slate of nominees to the officer positions, and Council. J. Hochschild announces that no other nominations were received by the secretary. She then explains the process for a nomination to come from the floor, and asks if there are any such nominations. She receives none. She asks for a vote of acclamation for the nominated officers and the council members. All nominees are approved.

J. Hochschild gives background on the work done by D. Lake and the Ad Hoc Committee on Governance Reform to amend the Constitution and the Bylaws, and what will need to be voted on today. J. Hochschild asks for a motion to accept Council's proposal to amend the APSA bylaws. D. Lake makes a motion to replace APSA constitution articles I to IX and APSA bylaws chapters I to VII. The motion is seconded and D. Lake is given 5 minutes to discuss the amendments. D. Lake explains the timeline for the bylaws and the work that the Ad Hoc Committee on Governance reform has accomplished. D. Lake opens the floor for discussion and any

amendments from the floor. J. Stoner makes a motion to amend article 1 section 3, para. D. He believes his change would make clear the distinction between studying politics and acting politically. J. Hochschild asks if anyone would like to speak in opposition. Several members ask how the bylaws would work in regards to various situations, and they express why they think that the changes are not significant improvements. J. Hochschild moves to extend the conversation 5 more minutes. The motion is seconded, and approved. S. Berman explains that she has previously worked with a 501(c)3 prior to APSA and the steps that APSA is taking are the best practice approach. A motion is made to accept the amendment to the amendments to the bylaws and constitution, adding J. Stoner's proposed language to article 1 section 3, para D. The motion is seconded and approved. J. Hochschild makes a motion to end debate and vote on the proposed amendments, the motion is seconded and fails. A member asks about the line of control, D. Lake responds that the president-elect would serve if the president could not. V. Martinez brings a typographical error to the attention of the membership. Motion to amend the language to correct the error is seconded, and approved. A member asks why the secretary position has not been retained in the new bylaws. D. Lake explains. A motion is made to end discussion and vote on the proposed bylaws. The motion is seconded, and approved. J. Hochschild asks for any more questions. A motion is made to approve the proposed changes to the constitution and the bylaws. The motion is seconded, and approved.

J. Hochschild then discusses the next steps that will be taken following the conclusion of this meeting. Jennifer then asks for a motion to accept the updated articles of incorporation, and S. Smith explains the rationale for changing the documents. The motions to end debate and approve the updated articles of incorporation are seconded and passed consecutively. J. Hochschild then asks if anyone has any new business they would like to discuss. A member expresses his concern with the annual meeting programs being removed from the website. J. Hochschild refers the member to S. Smith for discussion following the meeting. She then extends the gavel to D. Lake. He thanks J. Hochschild for her mentoring and hard work on various projects during her term. J. Hochschild then adjourns the meeting. ■