### Agenda Item #3: Minutes

**Purpose:** To review and approve minutes of the previous meeting

**History and Background:** See attached.

**Governing Rules/Procedures:** ASLA Bylaw 1002. Robert’s Rules of Order shall govern the conduct of business at meetings of the Society, the Board of Trustees, and the Executive Committee of the Board of Trustees…

**Strategic Objectives:** Exercise responsible financial management and administrative oversight to ensure effective use of the Society’s resources.

**Financial Impact:** N/A

**Action Requested:** To approve minutes from the previous meeting

**Staff Contact:** Curt Millay
Minutes - Draft

1. Call to Order
President Miller called the meeting to order at 8:39 am on Friday, April 27, 2018.

2. Roll Call
All voting members present.

Officers:
- Gregory Miller, FASLA President
- Shawn Kelly, FASLA President-Elect
- Vaughn Rinner, FASLA Immediate Past President
- Wendy Miller, FASLA Vice President, Professional Practice (PE Candidate)
- Lake Douglas, FASLA Vice President, Education
- Eugenia Martin, FASLA Vice President, Government Affairs
- Haley Blakeman, ASLA Vice President, Communications
- Tom Mroz, ASLA Vice President, Finance
- Vanessa Warren, ASLA Vice President, Membership
- Nancy C. Somerville, Hon. ASLA Executive Vice President
- Curtis A. Millay, ASLA Secretary
- Michael D. O’Brien, Hon. ASLA Treasurer
- Kay Williams, FASLA Parliamentarian

Trustees:
- Aaron A. Allan, ASLA Arizona Chapter
- Melissa Bagga, ASLA Rhode Island Chapter
- W. Phillips Barlow, ASLA Connecticut Chapter
- Robert D. Berg, ASLA Colorado Chapter
- Shannon Blakeman, ASLA Louisiana Chapter
- Duane Border, ASLA Southern California Chapter
- Gary A. Brown, FASLA Wisconsin Chapter
- Kevin W. Burke, ASLA Georgia Chapter
- Wm. Christopher Cline, ASLA Prairie Gateway Chapter
- Patrick F. Dunn, ASLA Iowa Chapter
- Alisha Eley, ASLA Tennessee Chapter
- Scott V. Emmelkamp, ASLA St. Louis Chapter (VP Candidate Membership)
- William T. Eubanks, III, FASLA South Carolina Chapter
- Melissa M. Evans, ASLA Arkansas Chapter
- David V. Ferris, Jr., ASLA Florida Chapter
- Robert E. Ford, ASLA Michigan Chapter
- Nick Gilliland, ASLA Ohio Chapter
- David Gordon, ASLA Indiana Chapter
- Jon Henney, ASLA Kentucky Chapter
- James A. Jackson, ASLA Mississippi Chapter
Lucy B. Joyce, ASLA _______________ Nevada Chapter
Roger J. Kennedy, ASLA ____________ West Virginia Chapter
Randy Knowles, ASLA _____________ New Hampshire Chapter
  Proxy for Susanne Smith Meyer, ASLA
Marieke Lacasse, ASLA ____________ Washington Chapter
Lucille C. Lanier, FASLA ____________ Virginia Chapter
Dalton M. LaVoie, ASLA ____________ California Sierra Chapter
Ed Leonetti, ASLA _________________ Alaska Chapter
  Proxy for Mark Kimerer, ASLA
Robert Loftis, ASLA _______________ New Mexico Chapter
Jeanne M. Lukenda, ASLA ____________ Boston Chapter
Timothy W. May, ASLA _____________ Texas Chapter
Bradley McCauley, ASLA ____________ Illinois Chapter
Douglas C. McCord, ASLA __________ New York Upstate Chapter
Ann Milovsoroff, FASLA ____________ Vermont Chapter
Jennifer Nitzky, ASLA _____________ New York Chapter
Dennis R. Nola, ASLA ______________ Maryland Chapter (VP Candidate Membership)
April Philips, FASLA ______________ California Northern Chapter
Jeff Pugh, ASLA _________________ Oklahoma Chapter
John D. Roters, ASLA ____________ Idaho/Montana Chapter
John P. Royster, FASLA ____________ Great Plains Chapter
Stephen W. Schrader, ASLA ________ Alabama Chapter
Jean Senechal Biggs, ASLA __________ Oregon Chapter
Brian H. Starkey, ASLA ____________ North Carolina Chapter
Mark A. Steyaert, Jr., ASLA ________ California San Diego Chapter
Judith Stilgenbauer, ASLA __________ Hawaii Chapter
Adam A. Supplee, ASLA _____________ Pennsylvania/Delaware Chapter
Rob Tilson, FASLA ________________ Potomac Chapter
  Proxy for Ron Kagawa, ASLA
Nicholas Tufaro, ASLA _____________ New Jersey Chapter
W. Bryce Ward, ASLA _____________ Utah Chapter
  Proxy for David Harris, ASLA
Thomas J. Whitlock, ASLA __________ Minnesota Chapter

Non-voting Members:
  Abigail M. Reimel, Student ASLA _____ National Student Representative
  Magdalena Aravena, Associate ASLA _ National Associate Representative
  Jennifer Guthrie, FASLA _____________ LAF Representative
  Barbara L. Deutsch, FASLA ___________ LAF Representative

Staff:
  Susan Apollonio ___________________ Director, Education Programs
  Roxanne L. Blackwell, Hon. ASLA ___ Director, Federal Government Affairs
  Shawn Balon, ASLA _________________ Manager, Career Discovery and Diversity
  Kelli Bland ______________________ Manager, Meetings and Special Programs
  Susan Cahill-Aylward, Hon. ASLA__ Managing Director, Professional Practice
  Joyce E. DePass _________________ Director, Meetings and Special Programs
  Makeeya Hazelton ________________ Coordinator, Honors and Awards Program
3. Swearing-In of New Trustees
President Miller swore in all new trustees who took office following the 2017 annual meeting in Los Angeles. In addition, he swore in proxies for the meeting.

4. Minutes of Previous Regular Meeting
IT WAS MOVED BY MR. EUBANKS AND SECONDED BY MR. EMMELKAMP TO APPROVE THE MINUTES OF THE PREVIOUS MEETING OF THE ASLA BOARD OF TRUSTEES. MOTION CARRIED UNANIMOUSLY.

5. Presidents Report
President Miller reviewed his activities since taking office last October to include the annual meeting kick-off meeting in Philadelphia, planning meetings at ASLA in December, the winter ExCom meeting, the Presidents Council meeting in San Diego, the New Jersey Chapter annual conference, LABash at Penn State, the Twin States annual meeting in Jackson, Mississippi, the Texas chapter conference, CELA, APA, and visits to Texas A&M College Station.

6. Program and Operations Report
EVP Somerville reviewed the strategic priorities and programs survey results and provided highlights on World Landscape Architecture Month, events at the Center for Landscape Architecture, the leadership development training held earlier this week, advocacy and public awareness efforts, licensure efforts, and continuing ongoing special focuses of emerging professionals, career diversity and discovery and climate change.

7. Finance and Investments Report

2017 Year-End Report
VP Mroz provided a 2017 year-end report. ASLA’s net assets increased by $.3 million; revenue was 101 percent of the budget; expenses were 98 percent of the budget; and $300,000 was contributed to the long-term reserve.

**2017 Audit Committee Report**
Audit Committee Chair Kotowicz reviewed the 2017 audit report and explained that it presents a clean opinion with no material weaknesses in internal controls in financial reporting.

IT WAS MOVED BY MR. MCCAAULEY AND SECONDED BY MR. NOLA TO ACCEPT THE AUDIT AS PRESENTED AND RECOMMENDED BY THE AUDIT COMMITTEE. MOTION CARRIED UNANIMOUSLY.

**2018 1st Quarter Report**
VP Mroz and Treasurer O’Brien provided a report on the first quarter 2018. They reviewed revenue and expenses to date in 2018 compared to 2017. Mroz explained that the Society is in a loss position every year until the annual meeting revenue is reconciled at the end of the year. He also provided a summary of cash and reserves as of March 30, 2018, to include cash and money market, short-term reserve, and long-term reserve.

8. **Membership Dues Recommendation**
VPs Mroz and Warren, Treasurer O’Brien, and Director Lent presented the evaluation of dues by the Finance and Investments Committee and the Member Services Committee. The committees’ recommendation is a dues increase of four (4) percent or fifteen ($15.00) dollars, effective January 1, 2019, for Full, International, and Affiliate Members. No dues increase in 2020.

IT WAS MOVED BY MR. BROWN AND SECONDED BY MS. BLAKEMAN TO ACCEPT THE FINANCE AND INVESTMENTS AND MEMBER SERVICES COMMITTEES’ DUES RECOMMENDATION. MOTION CARRIED WITH ONE OPPOSING (MR. NOLA).

9. **Candidate Presentation – VP Finance**
The candidates for 2019-2020 VP Finance, SuLin Kotowicz, ASLA, and Matthew Langston, ASLA, addressed the Board of Trustees prior to the vice presidential election on April 28, 2018.

10. **Review of the ASLA Mission, Vision, Values, and Culture**
The mission statement was reviewed and revised five years ago. At the same time, a vision statement and values and culture attributes were also developed. As a best practice, ASLA reviews its governance documents every five years. Therefore, the Board began discussion to determine if any revisions or updates need to be made. The Executive Committee and staff will continue discussion over the summer and bring back any revisions to the Board in the fall.

11. **ASLA Fund**
See separate minutes.

12. **Open Forum – Part I**
Open Forum discussion topics were introduced (see Open Forum – Part 2 for topics addressed).
13. Candidate Presentation – VP Membership
The candidates for 2019-2020 VP Membership, Scott Emmelkamp, ASLA, and Dennis Nola, ASLA, addressed the Board of Trustees prior to the vice presidential election on April 28, 2018.

14. Presentation of 2018 Nominees for ASLA Honors
Immediate Past President Rinner reviewed the nomination process and the nominees with the Board. She explained that the process is confidential. All nominations were reviewed by the Executive Committee and, where required, were narrowed to no more than two finalists for consideration by the Board. Rinner provided additional background on each of the awards and the nominees in preparation for the Board’s voting by secret ballot later in the meeting.

15. Candidate Presentation – VP Professional Practice
The candidates for 2019-2020 VP Professional Practice, Kona Gray, FASLA, and Emily O’Mahoney, FASLA, addressed the Board of Trustees prior to the vice presidential election on April 28, 2018.

16. Report of the National Student and Associate Representatives
National Student Representative Abigail Reimel, Student ASLA, and National Associate Representative, Magdalena Aravena, Associate ASLA, provided updates on the work of the Student Advisory Committee and the Associate Advisory Committee to date since last fall.

17. Round Robin Q&A with Vice Presidential Candidates
The Board broke into six round-robin groups for question-and-answer sessions with the six candidates for vice president.

18. Public Policy: Urban Growth and Development
VP Martin and Director Hebron presented the Policy Committee’s recommendations to update the Urban Growth and Development Policy.

IT WAS MOVED BY MR. EUBANKS AND SECONDED BY MR. BROWN TO APPROVE THE POLICY COMMITTEE’S RECOMMENDATIONS TO THE URBAN GROWTH AND DEVELOPMENT POLICY. AFTER DEBATE THE POLICY WAS AMENDED AS FOLLOWS:

The second sentence was amended to read: “ASLA encourages orienting growth toward biophilic urban centers at a variety of scales, remediating urban sites, promoting green infrastructure, parks and open space, and developing safe transportation systems that provide mobility and access for all.”

MOTION PASSES WITH EIGHT OPPOSED (MR. SUPPLEE, MR. BROWN, MR. TILSON, MR. MAY, MR. HENNEY, MR. FERRIS, MR. FORD, AND MR. BARLOW) AND 2 ABSTAINING (MR. JACKSON AND MS. STILGENBAUER).

19. Introduction to the Federal and State Priorities Process
VP Martin and Directors Blackwell and Hebron discussed the 2018-2019 state and federal priorities survey and process.
20. **Ballots**
Ballots for the 2018 vice presidential election and for the 2018 ASLA honors selections were distributed and collected. SuLin Kotowicz, ASLA, was elected Vice President for Finance; Dennis Nola, ASLA, was elected Vice President for Membership; and Kona Gray, FASLA, was elected Vice President for Professional Practice. President Miller also announced the winners of the honors selections.

21. **Membership Category and Privileges**
The Board broke into six groups to discuss several emerging opportunities to expand and refine ASLA membership. Following the breakouts, representatives from each group reported out to the full body.

22. **Candidate Presentations and Q&A – President-Elect**
President-elect candidates David Cutter, ASLA, and Wendy Miller, FASLA, addressed the Board of Trustees in separate presentations and then joined in a question and answer period. The general election will be conducted from May 1 through June 4, 2018.

23. **LAF Update**
Ms. Deutsch reported on updates and initiatives for the coming year at the Landscape Architecture Foundation.

24. **Diversity Training**
As part of ASLA’s career discovery and diversity goals, the Board of Trustee members participated in a group diversity training. The exercise was the second training session for ASLA leadership.

25. **BOT Nominating Committee Appointment**
President Miller took nominations from the floor to select a trustee for service as a member of the ASLA Nominating Committee. Jennifer Nitzky, ASLA, was elected to a two-year term.

26. **Open Forum – Part 2**
Open forum topics/discussion included the following:

- Council of Fellows task force group on growing the profession
- Request for information on Frameworks Initiative
- Request for a SITES update
- Guidance to chapters on harassment/equity issues
- Concern about lack of membership growth
- ACE mentor program
- Status of STEM recognition

27. **Other Business**
Other business included discussion of when policies are revised.

28. **Time and Place of Next Meeting**
The 2018 annual meeting of the Board of Trustees will be held Thursday and Friday, October 18-19, in Philadelphia, PA.
29. Adjourn

There being no further business at 5:00 pm on Saturday, April 28, 2018,

Prepared by: Curt Millay, ASLA
Approved: