

**CITY CLERKS ASSOCIATION OF CALIFORNIA  
SPECIAL EXECUTIVE BOARD MEETING  
MINUTES**

**February 10, 2006 - 2:00 P.M.  
Teleconference Meeting**

**1. CALL TO ORDER**

President Abrahamson called the special meeting of the CCAC Executive Board to order at 2:00 p.m.

**2. ATTENDANCE/EXCUSED ABSENCES**

**BOARD MEMBERS PRESENT**

Dawn Abrahamson, President  
Shalice Reynoso, 1<sup>st</sup> Vice President  
Pamela McCarthy, 2<sup>nd</sup> Vice President  
Connie Strohmayer, Recording Secretary  
Lisa Pope, Communications Director  
Jamie Anderson, Treasurer  
Kay Vinson, Legislative Director  
Katherine Meissner, Professional Development Director  
Margaret Roberts, Northern Division Professional Development Representative  
Pat Hammers, Southern Division Professional Development Representative  
Irma Torrez, Northern Division Chair  
Rick Caldeira, Central Division Chair  
Leslie Cook, Northern Division Trustee (Teleconference)  
Colleen Nicol, Southern Division Trustee  
Joann Tilton, Immediate Past President

**BOARD MEMBERS EXCUSED**

Jamie Anderson, Treasurer; Rhonda Greenlee, Central Division Prof. Dev. Rep.; and Marie Macias, Southern Division Chair

**BOARD MEMBERS ABSENT**

Katherine Meissner, Professional Development Director; and Cynthia Heidorn, Central Division Trustee

**3. PROPOSED AMENDMENTS TO THE IIMC CONSTITUTION BYLAWS**

President Abrahamson stated that the purpose of today's special meeting is to consider taking action regarding the proposed amendments to the IIMC Constitution. Ms. Abrahamson recalled that at its November 3, 2005, Board meeting, the CCAC supported four amendments to the IIMC Constitution and directed the CCAC President to send letters to Region IX Directors Pierce and Waibel, outlining the proposed amendments and

to ask them to carry these forward to the entire IIMC Board at its mid-year board meeting in November 2005. The CCAC Board was provided a copy of this letter via email, which is incorporated herein by reference. Ms. Abrahamson added that at its January 17, 2006, meeting, the CCAC Board considered proposed amendments to the IIMC Constitution submitted by the Oregon Association of Municipal Records (OAMR). It was the consensus of the Board to table the item for additional information. OAMR proposed deleting the reference to the Executive Committee (EC), to eliminate the EC as a stand-alone decision making body within the Board and to change the voting status of the Immediate Past President from a “voting” member to a “non-voting” member. OAMR’s proposal was provided to the CCAC Board via email and is incorporated herein by reference.

Since the January 17, 2006, CCAC Board meeting, President Abrahamson said recent events necessitate CCAC’s immediate attention and action. Region IV (Oklahoma, Texas, Louisiana, Arkansas, and Mississippi), with the assistance of Region IV Director Mary Lynn Stratta, formed a committee after the 2005 IIMC Conference and developed a comprehensive proposal for the following six changes to the IIMC Constitution: 1) Expand provision for calling a special meeting; 2) Restructuring of officers; 3) Elimination of the Executive Committee; 4) Sanctions for unethical conduct; 5) Included power and duties of Executive Director; and 6) Ratification of dues by membership. The proposed amendments were provided to the CCAC Board via email with the proposed changes depicted in red.

Ms. Abrahamson said the overall goal is to improve the operations of IIMC through Constitutional amendments and to have Regions IV, V, IX, and VIII stand united in its proposed recommendations to ensure the amendments are approved at the IIMC Conference in Anaheim.

President Abrahamson asked CCAC Board Member Nicol, who has been very involved with this issue, to provide her observations and recommendations regarding the proposed IIMC Constitution amendments.

Ms. Nicol explained the rationale prompting the discussion which includes: proposals from Region IV and the State of Oregon, concern to clarify powers and duties of the Board, concern to clarify powers and duties of the Executive Committee, and review and comment on IIMC Constitution Task Force proposed amendments.

In the information gathering process, Ms. Nicol reported that she communicated with five IIMC Past Presidents and President Morrow. She spoke with the IIMC Executive Director, and communicated with many IIMC members and State leaders, and she conducted extensive deliberations with the Chair of the Constitution Review Task Force and its Region IX member. Ms. Nicol also reviewed the Constitution Task Force final report, Region IV proposal, Oregon proposal, and the current IIMC Constitution.

In describing the process of how the final proposal was reached, Ms. Nicol related that

the task Force conducted an extensive review of the Constitution, and IIMC members engaged in meaningful and thoughtful dialogue. In addition, she said consensus-building emerged among Region members and leaders, State and Provincial members and leaders, the Constitution Task Force, and IIMC Members.

Ms. Nicol then summarized her position regarding the following major issues discussed:

Executive Committee

The February 8, 2006, amended language further clarifies the EC and Board roles and shares the spirit of the members' concerns. Strengthening the definition of the EC's powers and duties and electing the right people will ensure a solid check and balance system.

Voting Status of Immediate Past President

IIMC's Immediate Past President brings valuable experience and historical knowledge and should be retained.

Ethics and Censure

The February 8, 2006, Task Force amended language adds an ethics provision tailored to the IIMC Board of Directors and Officers, which should be supported.

Absentee Voting

It was felt that this measure warrants thoughtful deliberation and extensive dialogue among the full membership and IIMC Board prior to a vote. Referral to a Task Force and the Elections Committee for development of Constitutional language, policies, and procedures is appropriate.

Dues

Ms. Nicol said this requires further study and recommended this be studied in the coming year, as the IIMC Board deems appropriate.

Ms. Nicol submitted the following recommendations for the Board's consideration:

1. Support the recommendations of the Constitution Review Task Force endorsed by the IIMC Board of Directors, as amended on February 8, 2006, subject to review of the final document.
2. Request the IIMC President to appoint a Task Force to prepare, in cooperation with the Elections Committee, amendments and associated policies for consideration by IIMC members regarding mail balloting for all IIMC Board positions, Constitutional amendments, and other ballot measures, with the report to be submitted at the mid-year meeting in November 2006.
3. Request CCAC President Abrahamson to forward CCAC's action to all State and Provincial Presidents, the IIMC Executive Committee, and the IIMC Board of

Directors for further communication and deliberation for the purpose of achieving consensus.

4. Request President Abrahamson to return to the CCAC Board with this matter if anything changes.
5. Request President Abrahamson to send a letter to Task Force Chair Jean Bailey and all members thanking them and a letter to Region IX Task Force Member Kathryn Marshall expressing appreciation for her efforts in bringing forward California IIMC member concerns and communication Task Force updates.

In closing, Ms. Nicol stated that the engagement of the Executive Committee, Board, its Task Force, and the full IIMC membership is healthy for the organization. Discussions, collaboration, and consensus will continue to make IIMC a stronger organization through time and global change. She added that Colorado and all Region IV support these recommendations.

**MOTION: It was moved by Southern Trustee Nicol/Tilton to support the recommendations of the Constitution Review Task Force, as amended on February 8, 2006, and related actions as outlined above in items 1 through 5. The motion carried unanimously.**

**ADJOURNMENT:**

The special meeting was adjourned at 2:24 P.M.

Respectfully submitted,

Connie Strohmayer,  
CCAC Recording Secretary