

BOARD OF DIRECTORS AND MEMBERSHIP MEETING

MINUTES

January 15th, 2015

Sacramento, CA.

A regular meeting of the Board of Directors of the California Tow Truck Association was held on Thursday, January 15th, 2015 at 9:00 at the Embassy Suites, Sacramento, California.

Board Members Present (unless otherwise indicated as "absent"):

From the Executive Committee:

Sherry White, President
Kathy Gean, Secretary
Terry Warford Jr, 1st Vice President
Casey Horvath, 2nd Vice President
Gene Inderrieden 4th Vice President
Rick Bays, 3rd Vice President (absent)
Randy Levitt, Treasurer
Perry Shusta, Immediate Past President
Glenn Neal, Past President
Dion Bracco member at large

From the Chapters:

Capitol:

Bruce Johnson
Douglas Nelson
Dan Charlebois

Central Valley:

Andrea Oliverez
Beverly Meyers

Desert:

Trent Butzlaff (absent)

Golden Empire:

Greater Bay Area:

Tracy Koehler
Alex Gorshen
Gavin Leonard
John Reynolds

Inland Empire:

Michael Payne
Terry Jordan

Los Angeles:

Carvel Gay
Adriana Gomez (absent)
Bill Salazar
Rodney Sellers

Eleanor Sommers (absent)
Kenneth Wilson

Monterey:

North State:
Earl Peterson
Lori Rodriguez

Orange County:
Jay Van Arsdale

Palomar:
Open seat

Redwood:

San Diego:

San Joaquin:
Kevin McCracken
Open Seat

Tri Counties:
John Coulter

Quorum Report: With 29 Board Members present and 4 absent, Madam Secretary announces and the Chair recognizes the presence of a quorum.

Also Present Were: Danny Levitt-Greater Bay, Balinda Coulter- Tri-Counties, Robert Inskeep-Redwood, Jim Kruger- past president & T-ROC, Matt Curtis-Associate Member, Mike Haney-Associate member, Ty Lambert- Associate member, Todd Larabee-HR/Associate Member, Jonathon Mills-Presenter, Dan Shalimar, Doug DiBiassi, Dave Shalet

CTTA Staff

Karly Worl, Vickie Young, Sophia Flores

General Counsel

Brooks Ellison, Kirk Blackburn, Pat Whalen

Call to Order: The meeting was called to order at 9:00 am by President and Board Chair Sherry White. Invocation by Member at large Dion Bracco and Carvel Gay led the Pledge of Allegiance.

Establishment of a Quorum

Secretary Kathy Gean conducted roll call and with the attendance of 29 members, 4 absent members, established a quorum.

Swearing in of new Directors-by Brooks Ellison

Brooks Ellison started with a presentation regarding the duties and roles of directors within the CTTA Association. He then performed the swearing in of all new directors.

Sherry White then informed membership of all the open seats still un filled. She then presented the board with her recommendations for persons willing to fill some of the vacant seats. These

recommendations are as follows: Desert- Robert Kaufman, North State- Scott Bambauer, Redwood- Robert Inskip, Golden Empire- Dave McDanell, San Diego- Steve Hendrickson, there are still 5 open seats. Dion Bracco made a motion to accept the directors as stated. Motion was seconded by John Coulter. All were in favor with no abstentions or no votes.

Jim Kruger introduced presenter, Jonathon Mills who was with Fruition. His presentation covered marketing for our businesses through the web. (Digital and web based marketing).

Executive Session @ 10:00 am

Returned to Open session at 1:30

Nomination of Officers: Sherry White appointed 3 members that were not running for positions on the Board to the nomination committee. These were Jay Van Arsdale, Kevin McCracken and Dan Shalimar.

Nomination for the office of Treasurer; Kathy Gean nominated Randy Levitt who accepted. No other nominations for the office of Treasurer.

Nominations opened for the office of Secretary: Rodney Sellers nominated Bill Salazar who declined that nomination, Billy Meyers nominated Andrea Oliveres, who accepted her nomination.

Nomination for the office of Southern Vice president for Education: Earl Peterson nominated Rodney Sellers who accepted, no other nominations forthcoming.

Nomination for Southern Vice President for T-ROC: Terry Warford nominated Casey Horvath who accepted, Gene Inderriden self nominated.

Nominations for North Vice President for Education: Doug Dibassi nominated Bruce Johnson who accepted. Gavin Leonard self nominated.

Nomination for the office of North Vice President for T-ROC: John Coulter nominated Tracy Koehler who accepted, Dion Bracco self nominated.

Nominations for the office of President: Casey Horvath nominated Terry Warford Jr., who accepted, Michael Payne nominated Casey Horvath, who declined. Bruce Johnson nominated Sherry White who declined.

The floor then was opened for speeches from all who were nominated. Gene Inderriden withdrew his nomination for South Vice President for T-ROC.

Approval of Minutes:

Kathy Gean asked for a motion to accept minutes as given. Motion to accept minutes as written, made by Alex Gorshen, seconded by Carvel Gay. Motion passed with none opposed.

CFO/"Treasurer's Report": Randy Levitt gave a treasurers report. Members asked where the individual chapters account reports were. Floor was opened for discussion. Members requested that Vickie Young was to provide an excel spreadsheet showing the requested information from all compliant chapters at the next board meeting. Motion was made by Jay Van Arsdale to accept the Treasurers Report as given. This was then seconded by John Coulter. Motion carried with one opposed and two abstentions. John Coulter then asked for a re-vote on treasurer's report which was seconded by Rodney Sellers. More discussion. Kathy Gean then made a motion to accept the Treasurers report as long as all future reports include a chapter accounting and trending reports. This was seconded by John Coulter. Vote as follows: 9 ayes, 14 opposed, 3 abstentions. Motion did not carry. Michael Payne made a motion to pend accepting the treasurer's report until the next board meeting when it includes the requested documents. Vote as follows: 17 ayes, 13 nays and 3 abstentions. Motion carried.

Executive Director/Staff Report

Karly Worl introduced Sophia Flores as the CTTA new clerical employee. Then gave her Western States Tow Show report for the convention in Reno.

Vickie Young gave a report on the Train the Trainer event at the CTTA Office. Karly Worl updated members on Office business. Tracy Koehler made a motion to explore the concept of sending a newsletter to once a year at the end of each year to all members and non-members highlighting CTTA accomplishments and benefits. This motion was seconded by Gavin Leonard. Motion passed.

Members were presented with a list of potential new members that want to join CTTA. Jim Kruger made a motion to accept all members as presented. Seconded by Terry Warford Jr. motion passed.

T-ROC Committee Report:

Casey Horvath and Terry Warford Jr. updated Board on the TROC application process. T-Roc is open for applicants. They also gave a TSAC update. Casey Horvath asked for the Board to consider changing the T-ROC voting requirements from the current $\frac{3}{4}$ to $\frac{2}{3}$ of the committee. (from 14 members to 12) It was stated that that would require an amendment to the by-laws. No motion was made. They notified the Board that the T-ROC had selected Greg Baker as the T-ROC representative on the CTTA Education Committee pursuant to CTTA Bylaw section 8.5 and urged the Education Committee to appoint its representative on the T-ROC at its earliest opportunity. Kirk Blackburn went over the legislative overview for T-ROC. Motion to accept the T-ROC Committee Report as given by Jay Van Arsdale, seconded by Carvel Gay. Motion passed with no one opposed.

Education Report:

Danny Levitt gave the Education report. Bruce Johnson made a motion to keep the current Education committee and allow new chairs to join and accept new applicants. This was seconded by Carvel Gay. Motion passed.

General council Report continuation: Kirk Blackburn continued with discussion into Policy and procedures. He asked for input from membership on Chapter reimbursement policies. Board is required to come up with a policy that is consistent throughout every chapter to deal with this. Michael Payne made a motion to accept an interim policy that states that up and until a formal Chapter Funding policy is adopted by the Board pursuant to Section 6.7, a properly formed Chapter may expend its Chapter-specific funds and may be reimbursed by CTTA for such expenditures only if the Chapter Finance and Governance Committee – consisting of the President, Secretary, and Treasurer – approves the expenditure as accomplishing one or more permissible activities of a Chapter as described in Section 6.3. This was seconded by Terry Warford Jr. Motion carried.

Kirk Blackburn gave a list of the following items that needed to be addressed:

A formal long-term chapter reimbursement policy.

Non-voting membership types need to be clarified. EC was directed to work on this item.

Need input on current dues structure.

Need input regarding voting district boundaries,

Input needed on election policies.

Need input on Reimbursement policies regarding travel expenses for delegates attending meetings.

Jim Kruger made a motion to have no reimbursement for travel expenses. Motion died as there was no second. Sherry White suggested we delegate this issue to the budget committee who will bring back suggestions to the Board.

Input on alternate Delegate selection policy. We need a formal policy to notify board of delegates.

Need to enact a formal attendance policy.

Board meeting organization policy.

Committee staggered terms policy

New member approval policy

Terry Warford made a motion to accept three policies as presented. The Antitrust Policy, Sexual harassment policy and Conflict of Interest Policy. This was seconded by John Coulter. Motion passed.

Karly Worl presented the Board with 5 chapters that had completed their formal Chapter Status request. Terry Warford Jr. made a motion to accept Capitol Chapter, Greater Bay Chapter, Los Angeles Chapter, North State Chapter and Redwood. This was seconded by Tracy Koehler. Motion carried. The remaining chapter must request Chapter status by submitting the petition and getting it filed before March 1st, 2015.

Elections: President Sherry White passed out ballots. While the votes were being counting by the election committee she passed out recognition plaques to all EC Board members.

The results of the elections were as follows:

Secretary: Andrea Oliverez

Treasurer: Randy Levitt

Vice President Education South: Rodney Sellers

Vice President Education North: Bruce Johnson

Vice President T-ROC North: Tracy Koehler

Vice President T-ROC South: Casey Horvath

President: Terry Warford Jr.

Past President: Sherry White

Glenn Neal Installed the new EC Board.

Old Business: none

New Business: none

Meeting adjourned at 5:00 pm by President Sherry White