



MSA EXECUTIVE BOARD OF DIRECTORS

MINUTES

Gerard Batista, President
Xavier Mendez, Vice President
Randy Carnahan, Secretary
Adin Selby, Treasurer

Thursday, May 11, 2017

1:00 PM

Napa Room

1. Call to Order: President **Batista** called the meeting to order at 1:00 p.m. in the Napa Room of the South Point Hotel in Las Vegas, Nevada.
 - a. Pledge of Allegiance: Vice President **Mendez** led the Pledge of Allegiance. Delegate **Valdez** followed with the invocation.
 - b. Introductions: President **Batista** welcomed the Delegate Alternates and guests.
2. Roll Call: Secretary **Carnahan** took the roll.

Arizona	Lory Warren – present	Janet Martin – absent*
Central Coast	Bob Morgenstern – absent*	Randy Carnahan - present
Central Valley	Hal Berg – present**	Vacant
Greater Ventura Area	Steven Cruz – absent*	Kevin Wilson – absent*
Inland Empire /Desert	Xavier Mendez - present	Ken Fischer - present
Los Angeles/Orange Area	Gerard Batista - present	Bill Ornelas – present
North Central Valley	Adin Selby - present	Lyle Waite - present
Redwood Empire	Gary Dogali - absent	Vacant
San Diego Area	Rudy Cancio - present	Tony Ulloa - present
San Francisco Bay Area	Tsutomu Imamura - present	Carl Valdez - present
Vendor Rep. / North	Joe Fouret - present	Carol Dennis - absent
Vendor Rep. / Central	Gary Lewis - present	Erick Gustafson - present
Vendor Rep. / South	Ben Howseman - absent	Rob Manriquez - present
Maintainer Reps.	Mike Brooks - present	Bill Copeland - present
Financial/Website Asst.	Jerry Dankbar - absent	
Administrative Asst.	Susie Evans - present	

*Matt Manthey attended in Delegate Martin’s absence; Marvin Maggio attended in Delegate Morgenstern’s absence; Tom Singleton attended in Delegate Cruz’ absence; and Rick Fulmer attended in Delegate Wilson’s absence.

Delegate **Berg arrived at 2:56 PM.

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- a. Approval of Minutes: Motion by Delegate **Fischer**, seconded by Delegate **Warren**, to approve the Minutes of the January 20, 2017 Executive Board meeting with correction to the spelling of Lou Ginocchio’s name on page 5. Motion carried unanimously.
- b. Secretary’s Report & Certificates: Secretary **Carnahan** had nothing to report.
3. President’s Report: President **Batista** reported on the following:
- a. Presidential Visits Report:
- Arizona Chapter – visited in March for their annual Tom Sheetz Rodeo and thanked them for their gracious greeting. It was a successful event with group putting in lots of work for the event.
 - LA/Orange Area Chapter – attended the Annual Trade Show event, with over 500 people in attendance, five training sessions with one outside, and 50 vendors.
 - North Central Valley Chapter - plans to visit on June 1 at Lodi Lakes.
 - Inland Valley/Desert Chapter - will attend their event on June 25.
 - San Diego Area Chapter - plans to participate in the July 6 Annual Training and Equipment Show.
 - Central Coast Chapter – will attend the Annual Conference in Santa Maria in September.
 - San Francisco Bay Area Chapter – will attend their November 7 meeting.
 - Greater Ventura Area Chapter – couldn’t make it to their Golf Tournament, but will work out a visit to another chapter event.
 - Central Valley Chapter – is having a tough time getting a response back from the Chapter reps. to coordinate a visit.
- b. President’s Remarks: He understands the work-life balance to be President, stay involved in the local chapter, and still have an impact at the EBoard level. His goal is to continue the momentum that previous Presidents **Warren**, **Waite** and **Valdez** had going ahead of him. He would like to “push the reset button”, by taking a look at the bylaws and guidelines to make sure we are doing what we are supposed to be doing and to make note of what isn’t documented for future Board Officers. The vendors are important to the organization and he would like to make sure they are appreciated and know their duties to be able to hand down that information. So, he would like to clean the slate when people change positions. He found an MSA Guidelines for Board Representatives handbook that he would like to make sure vendor representatives have access to. He also thanked Vendor Rep. **Lewis** for following up on getting vendors to fill the vacant positions and thanked Vendor Reps. **Gustafson** and **Manriquez** for filling those vacancies.
4. Treasurer’s Report: Treasurer **Selby** reported the following:

Checking	\$	9,663.93
Time Deposit – 7561-3	\$	34,864.16
Time Deposit – 7601-7	\$	13,089.65

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Conference Advances	\$	-
Total	\$	57,617.74

He indicated that Jerry **Dankbar**, EBoard Bookkeeper, reported that the vendor website advertisements, a few chapter's dues and also some other deposits of \$5,000 are not reflected in this report dated May 1, 2017.

Delegate **Imamura** inquired about the difference between the last report total and this report.

Vice President **Mendez** mentioned that without Jerry **Dankbar** present to provide details of the expenditures, we'd have to wait to get more information from him.

Mike **Brooks** mentioned that money was paid back to the San Francisco Bay Area Chapter as approved at the last Board meeting.

President **Batista** acknowledged that we would need to get more details from Jerry **Dankbar**.

Delegate **Warren** added that actual expenses between January and May note the difference when also taking into account the other money that hasn't yet been deposited.

Delegate **Imamura** indicated he would like to see details of the expenses. Delegate **Waite** noted that this was also brought up at the last meeting and Jerry **Dankbar** indicated he could provide details for anyone requesting it. What isn't provided for this meeting is the itemized detail of the expenditures.

Motion by Delegate **Fischer**, seconded by Vice President **Mendez**, to accept the Treasurer's Report as submitted. Motion carried by majority. Delegate **Imamura** opposed.

Vice President **Mendez** noted that as part of the Budget Committee, he would make sure to have detailed listing of the expenses.

- a. Approval of Bills & Claims: None.
 - b. Budget/Finance Committee: Nothing more to report. Treasurer **Selby** indicated he would be collecting money for the group dinner this evening.
 5. Maintainer Report: Mike **Brooks**, Three B Enterprises, reported that they also visited the Arizona Chapter Rodeo and will have an article about it in the May edition of the *Maintainer*. He also attended the LA/Orange Rodeo this month. A few advertisers left (Hawkins – is now out of business and Tapco has left the area and is now based in another state) and they also gained a few advertisers. The next publication will go out the first few weeks of June after the minutes are received. The *Maintainer* goes out to 1500 members quarterly in January, June, August, and October.
 6. Education Program Report: Delegate **Warren** reported that there are five classes in progress right now. There are over 100 people waiting to take the classes and also some requests from people in Ohio who found the information on our website. The two new classes, Inspections and Street Maintenance, will be ready by the end of June.
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Introduction to Public Works and Supervision classes will start in mid-June. President **Batista** noted that he discussed with Delegate **Warren** about the amount of time needed to build the courses. As people step up to put together a course, it can take 50-60 hours to put the class together behind the scenes. We have the curriculum and syllabus for the courses, but have to then put the whole course together. Delegate **Warren** indicated there are 26 students right now. Classes are advertised on the website. She noted we could put a schedule together. Mike **Brooks** said if he can get a copy of the schedule, he could add it to the *Maintainer* at no charge. Delegate **Warren** noted she has some instructors for some topics that need the full program to be put together and some are areas that she isn't knowledgeable enough to put together. It should take two years for a student to complete the full program of classes. Vendor Rep. **Lewis** asked if there is information that vendors can provide to people that they see at meetings. Delegate **Valdez** noted that the Education Program should be brought up at every membership event throughout the chapters. The brochure is on the website. MSA hasn't printed brochures for people to hand out, other than it being emailed to the chapters. Delegate **Warren** said she could print a couple hundred to hand out at the conference if the EBoard will pay. President **Batista** asked EBoard Administrative Assistant **Evans** to email the brochure to the Delegates so they can print them out themselves for their membership.

7. Vendor Report: Vendor Rep. **Lewis** reported there have been changes to the Vendor Reps.; Gary Lewis represents the Central area with Erick Gustafson as the Alternate, Ben Howseman represents the South area with Rob Manriquez as the Alternate. President **Batista** thanked the vendor representatives for stepping up and filling the positions on the Board. He asked the vendors for their opinions on what vendors in general are looking for from MSA. Vendor Rep. **Lewis** noted there are many vendors who don't know much about MSA, so there are several vendors they can reach out to and see if they want to join and participate. He noted that as long as members are attending the monthly meetings, it is beneficial for vendors to participate.

Vendor Rep. **Gustafson** noted that there are changes happening in the organization as a whole and there are still many retirees still involved. He is thankful for their participation, but as a vendor it may be less beneficial for vendors to attend meetings with high retiree attendance.

Delegate Alternate **Singleton** noted that Delegate **Cruz** put on a training class with vendors who helped train and the vendors were able to meet up with new contacts.

Delegate **Cancio** noted the San Diego Chapter had more one-day training classes, recently training for San Diego Regional Standards Drawing and Roadway Construction & Maintenance, which has attracted lots of new agencies who aren't members with MSA and who didn't know what MSA was. The classes have averaged 50-60 people each classes.

Delegate **Ulloa** stated that the San Diego Chapter would like to reach out to non-members to participate in training and meetings and just charge a higher rate for their

attendance, giving members a lower rate with the hope the non-members would join MSA.

Vendor Rep. **Gustafson** mentioned that he visited an agency involved with MSA and he asked them why they weren't at a recent Equipment Rodeo and was told that they didn't know about it.

Delegate Alternate **Singleton** mentioned that it would be helpful to go to agencies that are no longer members and find out what their needs are and let them know what MSA offers in terms of training because they may not be aware of what MSA is offering.

President **Batista** stated that having the *Maintainer* sent to those who aren't members is also beneficial.

Delegate **Waite** noted he appreciated the dialogue on how to grow and promote MSA and the involvement of the vendors. For the 2019 Conference, he has been asked specifically for a location that would facilitate training, but the places he's contacted doesn't have capacity for an outdoor area for the Equipment Show. He asked the Vendor Reps to go back to their vendors to see if they would be open to only having a tabletop display instead of bringing in the equipment. He mentioned that their Chapter has an annual Vendor Appreciation where vendors are able to bring their equipment at that time. He doesn't need an immediate response, but does need to get their comments back soon because they are in the works of getting a location for the conference. He noted there are two types of draws for agencies to send their staff, which is training and to see the new things that vendors offer.

Delegate Alternate **Singleton** stated that he's participated in equipment shows where vendors only have tabletop displays.

Treasurer **Selby** noted the conference in San Diego where there was both an indoor tabletop area and an outdoor area with the equipment for the vendors.

Vendor Rep. **Manriquez** stated as a vendor, he wouldn't have an issue with only having a tabletop display. If vendors with big equipment want to bring it out, they could reach out to members in advance and make arrangements to bring the equipment out.

Mike **Brooks** offered that some vendors are members of only one chapter and don't necessarily know about events taking place in other chapters to join that too. Perhaps chapters should let the vendors know that they can join multiple chapters.

Vendor Rep. **Lewis** noted there are other conferences he attends, but they have a big room and have booths set up around the main room, which is a good set-up.

Vendor Rep. **Gustafson** stated he was at a different conference recently where it was tabletop only and everyone was encouraged to visit the booths and provide their business cards at each booth.

Vendor Rep. **Lewis** mentioned that if a vendor wants to bring equipment, they could park it in the parking lot and have it available to show if they want, but don't have to have a separate exhibit area for that.

Delegate **Waite** wanted to make mention something about retiree's involvement in chapters because he recently moved to an agency in the Redwood Empire Chapter area where Mark Powell was an EBoard Delegate before his recent retirement. He stated that the Redwood Empire Chapter Board is full of retirees and now that Mark Powell is retired, there are no others interested in participating as delegates for the EBoard.

Vice President **Mendez** mentioned that retirees do have a place with the EBoard, perhaps as directors on the Chapter Board, but feels the Board should be non-retirees.

President **Batista** called for a break at 2:12 p.m. and called the meeting back to order at 2:24 p.m.

8. Committee Reports:

- a. Education/Training Committee: Delegate **Valdez**, Committee Chair, reported that the education program has been a success and they want to work on how to keep it going. The vendors, marketing, etc., is all tied together. He feels it's important to keep this investment. The committee met earlier and they will be coming back with a proposal for the EBoard to provide a commitment to put together 5-6 classes a year and have a one-time cost to put the class together and then move forward. Perhaps increasing the class cost by \$25 can offset the costs and the money can go towards paying someone to put the classes together. Also, software is needed for the classes, an investment for the program. He anticipates having a formal proposal to present in September. He noted that Delegate **Warren** has graciously been working on this, but more dedicated work needs to be done. He spoke about different chapters who are putting education trainings on at chapter events. He wouldn't mind being a data collector for who is providing training as a resource for when chapters are looking for trainers.

They also discussed having corporate sponsors.

Vendor Rep. **Fouret** asked if the classes are open to non-agency people, like vendors. Delegate **Warren** indicated they are.

Delegate **Ornelas** stated that an education person should be a paid position who can dedicate at least five years to the program instead of having a new leader every year. He also mentioned how the EBoard stopped providing scholarships of \$200/year, which he was against, but perhaps the money can be put towards the education.

Bill **Copeland** noted that MSA has been trying to get the education portion off the ground for many years and the cost of it has always been a concern. The discussion later about the 501(c)(3) may help address that concern.

Delegate **Warren** noted there is a job description for an education facilitator and have a proposal from someone who is interested in doing it for \$27,000/year, but the Board was against it. But, the payoff to build the organization and members is the education.

Vendor Rep. **Lewis** wanted to comment on Delegate **Valdez'** comment about collecting the training information, and he wanted to add also having the information about the monthly meeting trainings. Having a single source with that information would be helpful as a resource and to help bring people in. He asked if the \$75 education class fee is something the agencies pay for or do the students pay on their own? Delegate **Warren** answered that many are self-paid and some chapters provide scholarships.

President **Batista** noted that as a member of a different organization, they had an online resource available of previous trainings.

Delegate **Ornelas** said their chapter puts their training schedule on their website.

- b. Past President's Committee: Delegate **Waite**, Committee Chair, reported that IMSA (International Municipal Sign Association) has cornered the market on training certification, but their costs are very high coupled with the costs of the books. He would like MSA to consider a way to provide an alternate training.

At the last meeting, the EBoard asked the Past President's Committee to put together a formal letter for the Northern Nevada/Tahoe Chapter to memorialize that the EBoard took action to note them as inactive and to request the funds. He got in touch with Lou Ginocchio about closing the chapter. Lou Ginocchio said he would make arrangements to close the account and hand the money over to Jerry **Dankbar**. Delegate **Waite** told him he would like that money back by the next meeting.

Delegate **Warren** asked about the Health of the Organization report and stated she would like to add to the form about what the membership rate is for agency and vendor members in order to have a cost comparison.

President **Batista** asked for the Health of the Organization report to be completed by the next meeting at the Conference.

- c. Conference Advisory Committee: Delegate **Waite**, Committee Chair, reported that nobody has come to him for assistance. He is available as a resource and also has a written resource available. Based on today's conversation, some of that may be changed.
- d. Communication Committee: Secretary **Carnahan**, Committee Chair, reported that the AskMSA on Facebook has been working really well. There have been some jobs posted along with some questions posted and feedback provided. He suggested that perhaps the training information could be incorporated into Facebook.

- e. Marketing Committee: Vendor Rep. **Lewis**, Committee Chair, reported that Secretary **Carnahan** said there are belt-buckles available for \$10 each. Treasurer **Selby** said they are going to get some pens, but suggested having some other items with a slogan of some sort. Perhaps have a contest for the slogan. President **Batista** noted that chapters come up with their own t-shirts and perhaps it would be beneficial for the EBoard to have a standard marketing item also.

Vendor Rep. **Lewis** asked what is needed to in order to get Board approval to propose marketing items.

Vendor Rep. **Gustafson** noted that MSA is embarking upon a milestone and suggested they really market that milestone.

Delegate Alternate **Singleton** suggested increasing the conference fee by \$5 or so and include a t-shirt for every attendee.

Delegate **Berg arrived at 2:56 PM.

President **Batista** asked for a proposal for a logo and design to be provided to the Board for approval before items are purchased.

- f. Website Advisory Committee: Jerry **Dankbar**, Committee Member, was not present and nothing was reported.
- g. Awards and Recognition Committee: Delegate **Fischer**, Committee Chair, reported that any Founders Award nominations are due to him by the end of the meeting today.

OLD BUSINESS

9. Status of Northern Nevada/Tahoe Chapter: Delegate **Waite** reported this was discussed earlier in the meeting under item 8B. Past President's Committee Report.
10. Status of 501(c)(3): Delegate **Imamura** reported that as of Monday, we are officially a 501(c)(3). The one thing to do today is the five-member Board for the 501(c)(3) is going to meet today after the EBoard meeting to approve the Bylaws. The address right now is the lawyer's office, but we can change it at any time and will change it to Jerry Dankbar's. The lawyer recommended having five members to start, but can add more members at any time.

Delegate **Fischer** noted that at a previous meeting, chapters were to be given the option to join the Board for the 501(c)(3), but that hasn't been offered up yet.

Delegate **Imamura** reported that to start, the 501(c)(3) consists of:

President, Carl Valdez
Vice President, Gerard Batista
Secretary, Tsutomu Imamura

Treasurer, Randy Carnahan
Director, Michael LaRocca

Delegate **Imamura** will need to take the minutes from that meeting to the lawyer to get it finalized.

Bill **Copeland** wanted to bring it to the Board's attention the amount of time and effort of Delegate **Imamura** and others to get this accomplished. They are now ready to change the financing of the educational program once this gets in operation. We can fund any program that we want. We already have several donors that have committed money. We have to work on the results of the money the donations earn, to make sure the funds are invested.

Delegate **Fischer** asked for clarification that after this meeting, the chapters would be notified on how to participate and the official information to move forward. He also mentioned that what Bill **Copeland** is talking about sounds more like an endowment and not a foundation.

Delegate **Valdez** stated that something will be written up to explain how this all works.

Delegate **Imamura** said a separate account would need to be created for this. Also, the Bylaws that were submitted were good, but needed to be solidified. He wanted to recognize that Michael LaRocca, Mary Bates, and Bill Copeland also contributed to starting this.

Mike **Brooks** asked if a presentation could be done at the Conference while everyone is there.

Delegate **Warren** suggested a brochure that could be included in the registration packet.

NEW BUSINESS

11. Request for Reimbursement to San Francisco Bay Area Chapter for the 501(c)(3) in the amount of \$2,000: Delegate **Imamura** reported that the San Francisco Bay Area Chapter paid \$2,000 separately to the lawyer and this request is to get reimbursed for that. Delegate **Warren** asked if this is for the expenses of the attorney. Delegate **Imamura** clarified that it is for the lawyer's fees to establish the 501(c)(3). The EBoard already voted to approve payment of \$3,000, but the additional \$2,000 covers the lawyer's fees in full. The Chapter paid the State filing fees, and this reimbursement request is for the lawyer's fees. [Motion by Delegate Fischer, seconded by Delegate Warren, to approve the reimbursement to San Francisco Bay Area Chapter for the 501\(c\)\(3\) lawyer's fees in the amount of \\$2,000. Motion carried unanimously.](#)
12. Vendor Information: Delegate **Imamura** reported a few years back there was a vendor displaying at the conference that was also displaying a similar product of another vendor at the conference. The one vendor spoke badly about the other vendor. This went to court between these two vendors. Now, there is a vendor out there that has cropped up

at their local chapter that may be doing the same thing, so chapters may be experiencing this locally.

Delegate **Valdez** said he reviewed every chapter's bylaws on ethics and approval of members.

Vendor Rep. **Gustafson** wondered why it would be an MSA issue.

Delegate **Waite** stated that chapters should consider if they allow or deny membership to vendors who want to participate in MSA events.

This is just an informational item to be aware of.

13. Award Nominations: Delegate **Fischer**, Committee Chair, handed out the ballots for the Peter Walsh and Stellar Vendor Awards and gave directions for filling them out.

a. Founder's Award: Delegate Fischer stated that Founder's Award Nomination packets are due by the end of the meeting today.

b. Peter Walsh Award: The nominee names were read in alphabetical order:

- Gerard Batista, City of San Gabriel (nominated by LA/Orange Area Chapter)
- Randy Carnahan, Santa Barbara County (nominated by Central Coast Chapter)
- Adin Selby, City of Galt (nominated by North Central Valley Chapter)
- Carl Valdez, City of Fremont (nominated by San Francisco Bay Area Chapter)

c. Stellar Vendor Award: The nominee names were read in alphabetical order:

- Michele Burt, Powerland Equipment, Inc. (nominated by San Diego Area Chapter)
- Joseph Fouret, Precision Concrete Cutting (nominated by North Central Valley Chapter)
- Frank Wheeler, III, Municipal Maintenance Equipment, Inc. (nominated by San Francisco Bay Area Chapter)

The Delegates voted and Delegate **Fischer** collected their completed ballots in order to tally the votes. The nominees will be notified of their nomination and the winners will be announced at the Annual Conference.

Vendor Rep. **Lewis** asked about possibly reducing the number of years that the vendor in good standing should be for the Stellar Vendor Award nominations. The vendors spoke about the struggle to find vendors who fit the current vendor minimums. He asked about how that would be accomplished.

Delegate **Valdez** mentioned that the idea was to have a "lifetime achievement" award and that's why it was set up for the 10-year minimum. He mentioned that chapters have vendor of the year awards where maybe other vendors can be recognized.

Delegate **Ornelas** stated the award was put together by the vendors for the vendors, so if the vendors want to change it, let them change it.

President **Batista** suggested this item be brought up at the next meeting under Vendor Report for any proposed changes to be voted on.

Delegate **Warren** stated that the EBoard was supposed to be “hands-off” for the Stellar Vendor Award, which is why the vendors put it together.

Vendor Rep. **Gustafson** noted that Chapters provide the nominations.

14. Conference Reports:

- a. 2017 Central Coast Chapter: Secretary **Carnahan** reported the theme is “Mine your Future”. Everything should be up on the website. They have most of the events confirmed, but not many registrations yet. The training classes are set-up and confirmed. They are going to shut down the training after lunch on Wednesday so that attendees can visit the vendor area. For information on the hospitality rooms, contact Delegate **Morgenstern**. The training list will be posted after the Conference committee’s next meeting. They will send out the registration forms to each chapter for chapters to send to their members.
 - b. 2018 Inland Empire/Desert Chapter: Vice President **Mendez** reported the location is secured at the Fantasy Springs Resort Convention Center and the golf course has been secured, which is a few miles away. The Equipment Show will be indoors with controlled climate. The food area will be right where the Equipment Show is along with the training classes. They are going to have food stations in the vendor area to help with foot traffic near the vendors. They are working on the food details. All of the training will be around the same area for close proximity. They will be doing the Taste of MSA in the vendor hospitality area.
 - c. 2019 North Central Valley Chapter: Delegate **Waite** reported they are looking at venues to have the conference, which is why he asked earlier in the meeting about vendor preferences for tabletop only displays. The conference committee will be meeting soon. They were in discussions with a hotel, but want to look at other options.
15. Request to Host Conferences: Delegate **Cancio** reported the San Diego Area Chapter provided a written request to the EBoard to host the 2020 Conference. [Motion by Delegate Ornelas, seconded by Delegate Fischer, to approve the San Diego Area Chapter to host the 2020 Conference. Motion carried unanimously.](#)
16. Request for Conference Advance Loans: Treasurer **Selby** indicated the North Central Valley Chapter may request a Conference Advance Loan at the September 2017 meeting.

President **Batista** asked for a moment of silence in remembrance of Bev Copeland.

ANNOUNCEMENTS

17. Next Executive Board Meeting: President **Batista** reported the next Executive Board Meeting would be held at 8:00 a.m. on Friday, September 15, 2017 at the Radisson Hotel in Santa Maria, CA.
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Motion by Delegate **Fischer**, seconded by Treasurer **Selby**, to adjourn the meeting at 3:59 p.m. Motion carried unanimously.

Respectfully submitted,
Randy **Carnahan**, Secretary
Prepared by: Susie **Evans**
