



Board of Directors National Business Meeting Agenda

Wednesday, April 19, 2023

2 PM PT; 3 PM MT; 4 PM CT; 5 PM ET

ZOOM

- 1) **Call to order**
 - a. Roll call and Quorum Confirmation Secretary Marilee Hakkinen
 - b. Agenda Approval President Lauren Layman
 - c. Business Meeting Minutes Approval President Lauren Layman
 - d. Designation of Minutes Review Committee President Lauren Layman
 - i. President-Elect Marie Guzman
 - ii. Vice-President Annette Watkins
 - iii. Secretary Marilee Hakkinen
- 2) **Welcome and Acknowledgement of Guests** President Lauren Layman
 - a. Email Attendance to: natsecretary@napmw.org
- 3) **Unfinished Business** President Lauren Layman
- 4) **Financial Reports**
 - a. Monthly Financial Report Treasurer Ellie Wade
- 5) **Administrative Report** Cris Poole
 - a. Email local events/meeting notices to admin@napmw.org
- 6) **Committee Reports**
 - a. Ad Hoc Memorabilia President Lauren Layman
 - b. Bylaws and Operating Procedures Kelly Byers
 - i. Bylaws Vote Results
 - c. Education & Leadership PNP Paula Berg
 - d. Ethics PNP Frances Reinhardt
 - e. Internal Audit Open
 - f. Local Associations Reporting NVP Annette Watkins
 - g. Member Benefits PNP Susan Kerr
 - h. Membership/Extension President Elect Marie Guzman
 - i. National Annual Education Conference and Meeting PNP Susan Kerr, PNP Mark Jennings
 - j. Nominating PNP Mark Jennings
 - i. Board Election Results
- 7) **New Business** President Lauren Layman
 - a. Scheduling Installation for 2023-2024 Board
- 8) **Announcements** President Lauren Layman
- 9) **Recess to Executive Session** President Lauren Layman

Next Board Meeting via Zoom

Wednesday, May 17th 2:00pm PT, 3:00pm MT, 4:00pm CT, 5:00pm ET



MARCH 15, 2023

BOARD OF DIRECTORS NATIONAL BUSINESS MEETING MINUTES

Zoom

1. CALL TO ORDER

National Board Members Present

Lauren Layman	National President
Marie Guzman	National President-Elect
Ellie Wade	National Treasurer
Annette Watkins	National Vice President
Marilee Hakkinen	National Secretary

Parliamentarian and Administrator Present

Paula Berg, PNP	Parliamentarian
Cris Poole	Administrative Coordinator

- A. Roll Call and Quorum Confirmation:** Following roll call a quorum was confirmed to President Layman. With notice of the meeting having been duly given, President Layman called the BOARD OF DIRECTORS NATIONAL BUSINESS MEETING to order at 2:01 pm Pacific Time on March 15, 2023.
- B. Agenda Approval:** Approved as presented
- C. Minutes Approval:** Approved as presented
- D. Designation of Minutes Review Committee**
 - a. President Elect Marie Guzman
 - b. Treasurer Ellie Wade
 - c. Secretary Marilee Hakkinen

2. Welcome and Acknowledgement of Guests **President Lauren Layman**

- a. Email attendance to natsecretary@napmw.org

Kelly Byers,	Dave Jackson	Mary Ellen Heathcote PNP
Mark Jennings, PNP	Susan Kerr, PNP	Cynthia Danzy
Abigayel Nesti	Laura Dimmer	

3. Unfinished Business **President Lauren Layman**

Nothing to report.

4. Financial Reports: **Treasurer Ellie Wade**

One item, the balance sheet is off and will be corrected after tax season.
Filed as presented.

5. Administrative Report **Cris Poole**

Nothing to report. Email local events and meetings to admin@napmw.org

6. Committee Reports

a. Ad Hoc Memorabilia **President Lauren Layman**

A few things will be brought to the National Annual Education Conference and Meeting to discover the history behind those items.

- b. ByLaws and Operating Procedures** **Kelly Byers**
Ballots to be sent out March 16, 2023 to membership to approve three ByLaws Amendments.
- c. Education and Leadership** **PNP Paula Berg**
Report has been distributed and positive feedback received.
- d. Ethics** **PNP Francis Reinhardt**
Nothing to report.
- e. Internal Audit** **Open**
Nothing to report. Position still open. Reach out to President Layman if interested.
- f. Local Associations Reporting** **NVP Annette Watkins**
Going well; several associations are knocking it out of the park and showing consistent growth.
- g. Member Benefits** **PNP Susan Kerr**
Nothing to report.
- h. Membership/Extension** **President Elect Marie Guzman**
Nothing to report.
- i. National Annual Education Conference and Meeting** **PNP Susan Kerr, PNP Mark Jennings**
Two speakers have been confirmed. Keynote speaker to be confirmed by Friday. Two new members added to the committee. Emails to be sent out to local Presidents with importance of promoting sponsorships. Registration for Conference is \$295.00 for two-day session. Promote!
- j. Nominating** **PNP Mark Jennings**
Electronic balloting will start tomorrow, 3-16 through 4-13, 2023.
President Elect: Jackie Weeden
Secretary: Marilee Hakkinen
National Vice President: Annette Watkins
- 7. New Business** **President Lauren Layman**
a. Spirit Award: to those deserving and need to be recognized; Description and criteria on website.
Georgine Lee Lifetime Achievement Award
Gwen Oliver Rising Star Award
Norma Sharrock Education Innovator Award
Dorcas Ewell Leadership Award
PNPC Spirit Award
- 8. Announcements** **President Lauren Layman**
Nothing to report.
- 9. Recess to Executive Session** **President Lauren Layman**
Recessed to Executive Session at 2:37 pm Pacific Time.
- 10. Reconvene to General Session**
Reconvened to Business Meeting at 3:37 pm Pacific Time.
A motion was made by President-Elect Marie Guzman;:
“I move to ratify all business held in Executive session to Business Session”.
The motion was seconded by Treasurer Ellie Wade.
Motion passed.
- 11. Adjournment**
The meeting was adjourned at 3:39 pm Pacific Time.

Marilee Hakkinen,
NAPMW National Secretary

NAPMW

Profit and Loss

March 2023

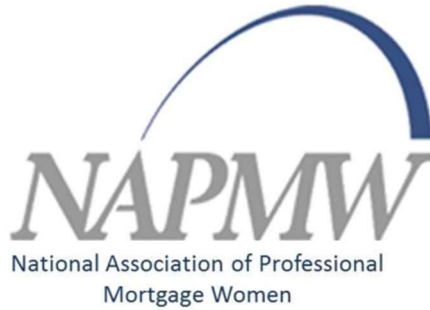
	TOTAL
Income	
Membership Dues	2,440.00
Total Income	\$2,440.00
GROSS PROFIT	\$2,440.00
Expenses	
Management Fee	500.00
Monthly Service Fee	284.14
Natl Board Conference Exp	
National Conference	3,565.00
Total Natl Board Conference Exp	3,565.00
Uncategorized Expense	-1,829.00
Website	63.87
Total Expenses	\$2,584.01
NET OPERATING INCOME	\$ -144.01
NET INCOME	\$ -144.01

NAPMW

Balance Sheet Summary

As of March 31, 2023

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	24,208.00
Other Current Assets	-18,000.00
Total Current Assets	\$6,208.00
TOTAL ASSETS	\$6,208.00
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	3,131.44
Total Current Liabilities	\$3,131.44
Total Liabilities	\$3,131.44
Equity	3,076.56
TOTAL LIABILITIES AND EQUITY	\$6,208.00



Date: April 19, 2023
 To: NAPMW President and National Board
 Committee: Bylaws
 Committee Chair: Kelly Byers
 Overview: The committee has the following motion.

I move to present the following amendments to the membership for a vote.

Bylaws Article VI-Officers, Qualifications, Duties, Tenure, Vacancies, and Removal from Office

6.1, c. Tenure

4.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
The officers shall hold no more than one office on any one level at a time and shall be eligible to serve in the same office for no more than two (2) consecutive terms.	The President and President-Elect shall not hold an officer position on a local board during their term or terms on the National Board. The National Vice President, Treasurer, Secretary, and all Director positions may serve on a local board, if they so choose.	The President and President-Elect shall not hold an officer position on a local board during their term or terms on the National Board. The National Vice President, Treasurer, Secretary, and all Director positions may serve on a local board, if they so choose.

Proposed by: Bylaws Committee

Rationale: *During their terms as President and President-Elect, these officers should be focusing on the business of leading the National Association. Given the extend of the job duties of these positions, it is felt that these leadership roles should not hold any other officer positions or have voting privileges on a local board. The other positions on the National Board may serve on a local board if they so choose.*

AMENDMENT 2: ARTICLE VI-OFFICERS, QUALIFICATIONS, DUTIES, TENURE VACANCIES AND REMOVAL FROM OFFICE

6.1, c. Tenure

5.

CURRENT WORDING	PROPOSED AMENDMENT	IF ADOPTED WILL READ
None	A National Officer shall be eligible to serve in the same office for not more than two (2) consecutive terms. In the event a National Officer is appointed to an open position by the National President, they may serve for two more consecutive terms.	A National Officer shall be eligible to serve in the same office for not more than two (2) consecutive terms. In the event a National Officer is appointed to an open position by the National President, they may serve for two more consecutive terms.

Proposed by: Bylaws Committee

Rationale: Proposing this amendment be added separately to address officer term of office if there is an open position on the board that the National President may fill with appointment. Serving only two (2) terms allows for other members to serve on the national board.

Next Steps: If approved by the board, the ballot to the membership would need to be sent out by April 20th with 30 days to collect ballots to May 20th to have it completed for Installation of the 2023-2024 Board of Directors.