



**Governing Council Meeting
January 16, 2019
Conference Call**

Minutes

The ACA Governing Council conference call meeting was called to order at on Wednesday, January 16, 2018 at 2:05pm ET. President Simone Lambert presided. Governing Council members present for all or part of the meeting were as follows:

Simone Lambert, President
Heather Trepal, President-elect
Gerard Lawson, Past President
Thelma Duffey, Treasurer, *Ex-officio*
Niloufer Merchant, Process Observer
Judy Daniels, Parliamentarian
Richard Yep, CEO, *Ex-officio*
Suzanne Degges-White, Governing Council Representative, AADA
Elsa Soto Leggett, Governing Council Representative, ACAC
Shane Haberstroh, Governing Council Representative, ACC
Monica Osburn, Governing Council Representative, ACCA
Marty Jencius, Governing Council Representative, ACES
Mark Scholl, Governing Council Representative, AHC
Jane Rheineck, Governing Council Representative, ALGBTIC
Carlos Hipolito-Delgado, Governing Council Representative, AMCD
H. Gray Otis, Governing Council Representative, AMHCA
Paige Nicole Dunlap, Governing Council Representative, ARCA
Elizabeth O'Brien, Governing Council Representative, ASERVIC
Edil Torres Rivera, Governing Council Representative, CSJ
Paul R. Peluso, Governing Council Representative, IAMFC
Lynna Meadows Morton, Governing Council Representative, MGCA
Lisa Severy, Governing Council Representative, NCDA
Michele Kerulis, Governing Council Representative, Midwest Region
Summer Reiner, Governing Council Representative, North Atlantic Region
Melanie J. Drake Wallace, Governing Council Representative, Southern Region
Elizabeth Forsyth, Governing Council Representative, Western Region
Stacey A. Litam, Governing Council Student Representative

Seneka Arrington, Governing Council Representative, NECA; Donna Gibson, Governing Council Representative, AARC; Leigh Falls Holman, Governing Council Representative, IAOC; Jonathan Orr, Governing Council Representative, ASGW were not present.

Others in attendance at the meeting as guests or observers include:

Tiffany Erickson, Chief Communications and Engagement Officer
David Kaplan, Chief Professional Officer
Dave Jackson, Chief Financial Officer
Lynn Linde, Chief Knowledge and Learning Officer
Brandi McIntyre, Executive Assistant to Chief Financial Officer
Natasha Rankin, Chief Operations Officer
Amy Smith, Governance Administrator
Angela Thompson, Chief Human Resources and Diversity Officer

Welcome and Chair's Remarks

President Lambert thanked the members of the Governing Council for being on the call.

Approval of Agenda

- It was moved by E. Leggett and seconded by C. Hipolito-Delgado to approve the agenda as presented.
MOTION CARRIED

Meeting Minutes

- The minutes of the November 26, 2018 Governing Council meeting were approved by consensus.

American Mental Health Counselors Association (AMHCA)

CEO Yep updated the Board on ongoing negotiations with the American Mental Health Counselors Association (AMHCA) on its voluntary separation from the American Counseling Association. ACA received a letter from the law firm of Webster, Chamberlain & Bean, which is representing AMHCA. ACA is consulting with its legal counsel of BakerHostetler and alerted our insurance company and our auditors concerning the potential of litigation per standard operating procedure. ACA is within its rights to enforce our policies that could include keeping the division's name and their intellectual property and also has the right to charge for the expenses incurred in a disaffiliation. CEO Yep with suggest a meeting of the two organization's CEOs and respective legal counsel continue a more meaningful and productive dialogue than what has been proposed by AHMCA. ACA is still seeking a March 1, 2019 timeline for resolving the separation.

H. Gray Otis, Governing Council Representative, AMHCA voluntarily departed the conference call meeting following expression of his thanks for his time serving on the Governing Council and a desire to see everyone at the 2019 Annual Conference & Expo in New Orleans in March.

President Lambert and CEO Yep answered several questions posed by members of the Governing Council regarding how ACA, Branches, and/or Divisions could collaborate with ASCA or AHMCA in the future, noting that these types of collaboration would be the same as how ACA approaches partnerships with other organizations: specifically that ACA looks for alignment of interests when considering collaboration opportunities, such as joint advocacy work or professional development events.

Interstate Professional Licensure Compacts

In October 2018, the Governing Council authorized President Lambert and CEO Yep to negotiate a contract for the Interstate Professional Licensure Compact initiative. In November and December ACA brought the questions from the Governing Council to the National Center for Interstate Compacts (NCIC)/The Council for State Governments (CSG), and reviewed and negotiated specific terms of the agreement. Following a few

perfunctory edits, the agreement will be in place by March 1, 2019. The total cost of all phases will be just under \$600,000. D. Kaplan was credited for his work with NCIC/CSG on the agreement.

CEO Update

CEO Yep updated the Board on the following:

- Human Resources
 - New Executive Assistant for the CEO Brandi McIntyre hired and introduced
 - Established “The Way We Work” Initiative which includes the roll-out of office norms to further support ACA’s culture and strengthen our ability to work and communicate with one another consistently. So far established norms/processes include:
 - The Way We Work: Flexible, Creative, Empowered, Inquisitive, Collaborative, Respectful
 - Meeting Norms
 - Office Door Manners
 - ACA Email Etiquette
 - ACA staff in partnership with the City of Alexandria, Department of Community and Human Services (DCHS) adopted a family for the holidays, and the team donated gifts above and beyond what was on the family’s wish list. Two ACA staff members personally delivered the gifts to the family.
- Government Affairs
 - Government Affairs is creating a *New Congress Tool Kit* for ACA members to use when introducing counseling issues to new Members of Congress and advocate with all Members. ACA is working with House and Senate champions to reintroduce Medicare Reimbursement and School Counseling legislation in the new Congress as well as updating ACA members on the upcoming SUD Workforce Loan Repayment program applications and highlighting our concerns with treatment of migrant children at the Southern border. ACA continues to monitor bills being introduced in Congress and the statehouses, engaging with state branches and national partners about legislative strategy.
- Membership
 - Total Members as of today – January 16, 2019: 53,771
 - Total Members as of July 1, 2018: 52,663 (+1,108)
 - Membership Type Composition
 - Professional Members: 38%
 - Students: 40%
 - New Pro 1: 11%
 - New Pro 2: 4%
 - Regular: 5%
 - Retired: 2%
- School Counseling
 - ACA offers a number of services and products to support school counselors. This information can be found on the newly updated webpage for school counselors - <https://www.counseling.org/knowledge-center/school-counselor-connection>. The products and resources include a one-page description of school counseling; a handout on counseling as a profession for use at career fairs; sessions at conference for school counselors; Practice Briefs on school counseling and additional briefs on topics of interest to school counselors; a webinar on school counseling; books, journal articles, and Counseling Today articles about school counseling; two electronic communities for school counselors; a partnership with the Center for School Counseling Outcome and Research Evaluation Center (CSCORE) at the University of Massachusetts Amherst, and the Dorothy Ross Trust scholarship essay contest for students in school counseling programs. Additionally, ACA team members respond to questions about school counseling and requests for assistance.
- 2019 ACA Annual Conference & Expo

- Registration/Exhibit Sales Data | 70 days out
 - 3,445 Registrants, 10% ahead 2018 registration numbers
 - \$1,240,588 Revenue
 - 81 Booths sold from 78 exhibitors
 - 69 fully paid (1 unpaid is a government entity, 3 unpaid are divisions and 5 others we are following up with)
 - 5 of those 78 exhibitors are complimentary (HPSO & Walden as part of their larger sponsorship, 3 Regions)
 - As of 9 weeks out last year we had 95 booths and 92 exhibitors.
- FY19 Budget Goals:
 - 4,073 Fully Paying Registrants = 84% of goal met
 - 5,000 Registrants (stretch goal) = 68% of goal met
 - \$1,450,000 Registration Revenue = 85% of goal met
 - For comparison:
 - 2018, Atlanta – 3,115 Registrants | \$1,045,000 Revenue
 - 2017, San Francisco – 2,774 Registrants | \$824,000 Revenue
 - 2016, Montreal – 2,403 Registrants | \$789,000 Revenue
- City Wide Hotels: 3,625 room nights sold | 75% of contracted block sold
 - Hilton New Orleans Riverside – 2,444 room nights sold = 72%
 - Omni Riverfront Hotel – 279 room nights sold = 56%
 - Spring Hill Suites New Orleans – 466 room nights sold = 95% sold out!
 - Courtyard New Orleans – 436 room nights sold = 94% sold out!

Financial and Investment Update

Treasurer Duffey provided an overview of ACA's financials, referencing November 2018 information shared with the Governing Council.

- Our net operations were \$183,000 better than expected by our budget
- Net revenues were a little behind budget through November, at about \$52,000 under budget. However, no particular revenue area is alarming or dramatically off our budget expectations at this point. For example, membership dues revenue was about \$38,000 behind budget; this same the previous year, membership was \$265,000 behind budget.
- While revenues are a little behind budget, expenses are more than offsetting the budget shortfall. Through November, expenses are about \$235,000 under budget.
- There are a few different reasons for expenses being under budget thus far. One of the reasons is we had favorable budget results from both the Governing Council meeting and ILT in July. The Governing Council meeting only cost about \$55,000 compared to a budget of \$91,000; ILT had a net direct loss of \$28,000 while we had budgeted for a net direct loss of \$50,000. The main reason for these favorable results was each event was less expensive to put on based on the venue choices (GC at ACA Headquarters, ILT in Alexandria instead of DC).
- Other reasons for this result is we've done well in managing expenses essentially across all areas. Almost every expense area is either performing to budget or coming in under budget thus far. For example, printing and postage costs are \$40,000 under budget as ACA continues to shift more activity digitally.
- One area not covered by the financials but worth mentioning is Conference. Per accounting guidelines, ACA doesn't recognize Conference revenues or expenses until the event occurs (which will be March 2019). While ACA hasn't recognized any Conference activity in the November financials, ACA is tracking very well with registration thus far. The number of registrants as of last week was 15% ahead of last year for Atlanta this many days out from the event.

- Aside from the Governing Council and ILT meetings, ACA is doing well with managing expenses essentially across all areas, with almost every expense area performing to budget or coming in under budget thus far
- ACA's balance sheet also remains strong, with a little over \$1 million in cash and almost \$7.5 million in investments as of September 30, 2018
- The ACA Insurance Trust (ACAIT)
 - Along with solid financial results from our operations through November, in early November 2019, ACA received a payment of \$1.2 million in regards to the equity claim of The ACA Insurance Trust (ACAIT) against The Reciprocal Alliance (TRA).
 - Starting in 1991 and lasting until late 2002, ACA provided professional liability insurance to its members through a program administered by ACAIT. ACAIT was a separate legal entity who administered the program by underwriting, issuing policy, and collecting premiums. ACAIT partnered with TRA, who was the insurance carrier for the program and the organization responsible for handling and paying liability claims for ACA members.
 - Due to financial problems and activities by TRA's executives that were legally dubious, TRA went into receivership via the authority of the state of Tennessee (where the entity was legally domiciled) in January 2003. Since going into receivership, the state of Tennessee has spent the last 15 years liquidating TRA and resolving all outstanding claims of the organization. With TRA going into receivership, ACAIT obtained new professional liability insurance carrier coverage for all member policyholders that included an endorsement that extended prior acts coverage (tail coverage) to all ACA insureds to cover the gap between TRA and the new insurance carrier.
 - After 15 years, the state of Tennessee has finally resolved all outstanding claims for TRA. The only remaining claim was the equity claim in TRA from ACAIT. Because ACAIT previously dissolved and, as part of that dissolution, decreed that all remaining ACAIT funds are to be contributed to ACA, ACA is receiving the funds from TRA that have been granted by the state of Tennessee as the remaining equity in TRA. Those funds thus far have been determined be valued at \$1.2 million.
- Balance Sheet
 - Since receiving the ACAIT check, these funds, along with an additional \$100,000 from surplus operations thus far, have all been transferred to ACA's investment reserve account during December.
 - As a result, in the November financials, ACA's balance sheet has grown stronger with these unexpected funds.

Adjournment

- The meeting adjourned by consensus at 2:49 pm ET.