



Registry of Interpreters for the Deaf, Inc.

**Board of Directors Meeting  
Thursday, February 19, 2009  
Official Minutes**

**ATTENDANCE**

Cheryl Moose, President	X	Lisa Schaefermeyer, Region II Representative	X
Rob Balaam, Vice President	X	Kelly Flores, Region III Representative	X
Rachel Coppelli, Secretary	X	Amie Seiberlich, Region IV Representative	X
Brenda Walker Prudhom, Treasurer	X	Jonathan Webb, Region V Representative	X
Anthony Aramburo, Member at Large	X	Angela Jones, Immediate Past President	
Rebekah Barkowitz, Region I Representative	X	Clay Nettles, Executive Director	X

**FUTURE BOARD MEETINGS**

March 25-29, 2009	Face to Face - RID National Office	Alexandria, VA
April 30, 2009	Conference Call	6 – 9 PM EDT
June 4, 2009	Conference Call	6 – 9 PM EDT
July 9, 2009	Conference Call	6 – 9 PM EDT
July 29 – August 7, 2009	2009 RID Conference Philadelphia	7/25 – 8/7/2009

The meeting was called to order at 6:03 PM (EST) by Vice President, Rob Balaam.

**Additional agenda items to be considered** (time permitting)  
Recommendations from the CDILC.

**Philosophy, Mission, Goal and Diversity Statements** were read by Jonathan Webb, Region V Representative.

**Minutes**

***Motion #2009.01***

To accept the minutes, as revised, of the December 4, 2008 meeting of the RID Board of Directors.

*Rachel Coppelli/Cheryl Moose*  
Carried Unanimously

**Doing Good Even Better Review** - Rebekah Barkowitz, Region I Representative.

Chapter 3 – Organizational Greatness Begins with People.  
Chapter 4 – Making Room for Greatness.

## **Policies and Procedures Manual Revisions**

### ***Motion #2009.02***

To approve the February 2009 version of the RID Policies and Procedures Manual as submitted by the national office.

*Brenda Walker Prudhom/Cheryl Moose*

Carried Unanimously

### **2009 National Office Strategic Plan Review and Consideration**

The RID Board of Directors has reviewed and approves this strategic plan as presented by the national office.

**Rulemaking Proposal** – Responses received to date for Motion 2008.30 were shared with the board.

## **Global Principles for Socially Responsible Associations & Nonprofits**

### ***Motion #2009.03***

The RID Board of Directors accepts the Global Principles for Socially Responsible Associations and Nonprofits created by the American Society of Association Executives (ASAE) and the Center for Association Leadership.

*Amie Seiberlich/Brenda Walker Prudhom*

Carried Unanimously

## **NATIONAL OFFICE UPDATES AND REPORTS**

Membership numbers will soon be at an all-time high.

In an effort to increase outreach and collaboration, Executive Director, Clay Nettles has begun to meet more often with stakeholders who have a shared interest in the field of interpreting.

While the number of members taking certification tests is at an all-time high, the national office staff has, through tremendous protocols, been able to assure that tapes are being copied and sent to raters in an efficient manner. As well, raters are responding with a great deal of proficiency resulting in having no tapes in the queue longer than the standard 90-day range.

## **STANDING COMMITTEES**

### ***Motion #2009.04***

To assign the responsibilities of the Code of Professional Conduct Committee to the Professional Standards Committee.

*Brenda Walker Prudhom/Anthony Aramburo*

Carried Unanimously

The RID Board approves the National Conference Core Group recommendations with minor edits.

The RID Board is in favor of accepting the 2009 Conference Standing Rules with minor edits. The Standing Rules will be made available for review by members following the rulemaking process.

**Motion #2009.05**

To accept Audit Committee recommendation # 2009.01 which approves the financial statements of fiscal year 2008 and the accompanying auditor's report from Kathy Flaherty, CPA, of Eric Cohen and Company.

*Brenda Walker Prudhom/Rachel Coppelli*

Carried Unanimously

**Approve the Management Letter and Additional Recommendations**

**Motion #2009. 06**

To accept the Audit Committee recommendation # 2009.02 which approves the management letter regarding fiscal year 2008 from Kathy Flaherty, CPA, of Eric Cohen and Company and the additional committee recommendations.

*Brenda Walker Prudhom/Anthony Aramburo*

Carried Unanimously

**RATIONALE:**

*Audit Committee Recommendation 2009-02*

*As charged by the BOD, on December 13, 2008, the Audit Committee reviewed the management letter and encourages the BOD to consider the recommendations included by the independent auditor. In addition, we recommend the following:*

- a. *RID Board of Directors work aggressively to reduce or eliminate deficit spending.*
- b. *RID Board of Directors work aggressively to build a cash reserve of 6 months or more of operating expenses and other fiscal or programmatic needs of the organization. (\$500,000 - \$1,000,000)*
- c. *Upon touring the office and meeting the staff and the review of the comments about the internal controls in the management letter, the Audit Committee recognizes the need to increase attention on processes and procedures to assure compliance around certification, testing and maintenance during periods of staff turnover.*
- d. *In light of increasing oversight of non-profits by the IRS and other non-governmental interests, the Audit Committee recommends strong attention be directed to the current structure and relationships of RID to its regional, state and local affiliates. These relationships impact the association and represent eminent risk at multiple levels such as governance, financial and legal. Clearly, action is needed to define all these areas of concern during this period of high external oversight. The Audit Committee recommends a first step solution is to increase transparency through information around each of the areas. (i.e., a regular column in VIEWS to share the current changes set forth through the IRS form 990 regulations and the impact these changes will have on the national, regional, state and local affiliates.)*

**Revise the Audit Committee Profile**

**Motion #2009.07**

To accept Audit Committee recommendation # 2009.03 which revises the committee profile.

*Brenda Walker Prudhom/Rob Balaam*

Carried Unanimously

**Approve the Fiscal Year 2008 990 Form**

**Motion #2009.08**

To acknowledge receipt and review of the prepared fiscal year 2008 990 form prior to filing with the Internal Revenue Service.

*Brenda Walker Prudhom/Rachel Coppelli*

Carried Unanimously

**Motion #2009.09**

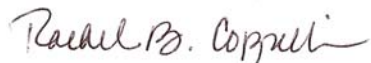
To approve the profile, with minor edits, of the Video Interpreter Member Section.

*Brenda Walker Prudhom/Rachel Coppelli*

Carried Unanimously

Meeting adjourned at 9:03 PM.

Submitted by,

A handwritten signature in cursive script that reads "Rachel B. Coppelli".

Rachel B. Coppelli  
Secretary