



IMAGIN Inc.
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2014/2015 Board of Directors:

Thomas Van Bruggen: President (2015)	Chad Collins (2015)	Shane Pavlak (2015)
Sarah Merz: Vice President (2016)	Andrew Giguere (2016)	Bill Rowe (2016)
Scott Ambs: Treasurer (2015)	Brodey Hill (2016)	Lori Schultz (2015)
Pete Schneider: Secretary (2016)	Dharmesh Jain (2015)	Scott Swan (2016)
Andrew Brenner (2016)	Diane O'Connell (2016)	Michael Woods (2015)

Minutes of the IMAGIN Inc. Board of Directors Meeting

Friday, September 12, 2014

Location: Teleconference

1. Call to Order - Board Member Roll Call

1.1. President Thomas Van Bruggen called the meeting to order at 9:02 am

1.2. Roll Call

President Thomas Van Bruggen: Present
Vice President Sarah Merz: Present
Treasurer Scott Ambs: Present
Secretary Peter Schneider: Present
Andrew Brenner: Present
Andrew Giguere: Present
Brodey Hill: Present
Chad Collins: Present
Dharmesh Jain: Absent, ex
Diane O'Connell: Present
Shane Pavlak: Present
Bill Rowe: Present
Lori Schultz: Present
Scott Swan: Present
Michael Woods: Present

Others Present:

Maryellen Jansen – Riehl Solutions

Quorum Obtained

2. Approval of Agenda

Moved by Pete Schneider and supported by Scott Ambs to approve the agenda

Motion carried

3. Approval of Minutes from August 8, 2014 IMAGIN Board of Directors meeting

Scott Ambs moved to approve the minutes and was supported by Bill Rowe

Motion carried

4. Treasurers Report

Scott Ambs reported a balance of \$8,408.59. Ambs noted that profit/loss looked pretty good this year.

Ambs mentioned he expects financials to increase slightly with membership renewals being distributed in October.

Moved by Scott Ambs and supported by Brodey Hill to approve the Treasurers Report

Motion carried

5. Old Business

Thomas Van Bruggen presented old business and gave clearance to close the following action items:

- AI-2014-07 All team chairs need to prepare and submit their budget requests by the September 8, 2014
- AI-2014-10 All Board members are asked to review the IMAGIN by-laws prior to the 9/12/14 teleconference meeting.
- AI-2014-12 Each team chair must compile a list of services that Riehl Solutions typically provides for each team and provide to Exec by 8/22/2014

6. Riehl Solutions Contract Proposal Review and Service Selection

Thomas Van Bruggen started the review with a brief address to the Board of Directors. In summary, Van Bruggen expressed concern over IMAGIN's current mindset. Van Bruggen referred to IMAGIN's decision making as being reactive opposed to being proactive. He stated that IMAGIN needs to be making decisions right now that will for next year. Right now IMAGIN is too busy taking tasks on as they come. He closed by stating that he would like to have a conference location and date set up by the 2015 conference so the 2016 conference information can be distributed at that time.

Thomas Van Bruggen presented to the board a proposal from Riehl Solutions covering only what the Executive Team specified, and the tasks covered by action item AI-2014-12. Van Bruggen then presented the Executive Team's recommendation to decline the proposal based on uncertainty and lack of time to properly address tasks that would no longer fall under Riehl Solutions jurisdiction. Van Bruggen identified the following deficiencies that led to the recommendation from the Executive Team:

- A 2 ½ week window existed before the end of the current contract with Riehl Solutions, effectively giving IMAGIN nineteen (19) days to determine the best courses of action
- A consolidated member database must be constructed
- IMAGIN would need to answer phone calls
- IMAGIN would need to set up a *Constant Contact* account for email distributions
- IMAGIN would need to take over all communication mediums including email and social media
- Any other services that are no longer part of the contract that would still need to be identified
- Document storage – Riehl Solutions would only store documents pertaining to general administration level documents (tax and other legal documents). IMAGIN would need to find storage for its other documentation

The following Board members expressed comments during this time:

Brodey Hill inquired if IMAGIN needed a landline phone.

Maryellen Jansen informed the Board that several calls come in during conference time, however, most communication is done via email first, and phone second. Jansen also noted that a large portion of the calls are from the Board of Directors.

Andrew Giguere asked about the budgets of other similar organizations.

Thomas Van Bruggen offered a limited recap of another organization.

Andrew Brenner offered insight into another organization outside of the State of Michigan

Chad Collins wondered about the volume of calls and emails.

Maryellen Jansen stated that it depends on the time of year, but there is considerable contact before the conference

Collins also brought up how the conference budget.

Bill Rowe stated that he supported the Executive Teams decision based on the facts given. He noted that IMAGIN needs time to plan for these potential changes. Rowe also said that IMAGIN needs a concerted focus on increasing membership and conference attendance.

Andrew Brenner questioned whether IMAGIN can afford to decline the final proposal (attached at the end of this document) from Riehl Solutions. Brenner continued on reaffirming that IMAGIN needs to either increase revenue or reduce costs.

Scott Ambs commented that the Executive Team had covered everything stated previously during their deliberation of their recommendation to the Board.

A motion was set by Thomas Van Bruggen, and supported by Scott Ambs to decline the proposal from Riehl Solutions in the amount of \$24,000.00. A roll call vote was taken:

Name	Vote		
	Yes	No	Abstain
Thomas Van Bruggen	X		
Sarah Merz	X		
Scott Ambs	X		
Pete Schneider	X		
Andrew Brenner		X	
Andrew Giguere		X	
Brodey Hill	X		
Chad Collins	X		
Dharmesh Jain			X
Diane O'Connell		X	
Shane Pavlak		X	
Bill Rowe	X		
Lori Schultz	X		
Scott Swan			X
Michael Woods			X
Total	8	4	3

Motion carried

Scott Ambs motioned, and Bill Rowe supported a motion to authorize a one-year contract for management services with Riehl Solutions in the amount of \$30,000.00. A roll call vote was taken:

Name	Vote		
	Yes	No	Abstain
Thomas Van Bruggen	X		
Sarah Merz	X		
Scott Ambs	X		
Pete Schneider	X		
Andrew Brenner			X
Andrew Giguere	X		
Brodey Hill	X		
Chad Collins		X	
Dharmesh Jain			X
Diane O'Connell	X		
Shane Pavlak		X	
Bill Rowe	X		
Lori Schultz	X		
Scott Swan	X		
Michael Woods	X		
Total	11	2	2

Motion carried

7. 2015 IMAGIN Budget Presentation and Adoption

Scott Ambs presented the proposed annual operating budget for IMAGIN and the annual conference budget (as prepared by Andrew Brenner). Ambs noted a proposed short-fall between expenses and overall income.

Discussion was had relating to both budgets.

Moved by Sarah Merz and supported by Andrew Brenner to adopt both the proposed 2014 conference budget and the 2014 IMAGIN operating budget.

Motion carried

8. Review of IMAGIN By-Laws Discussion

By-law review has been tabled until October face-to-face meeting

9. IMAGIN Team Reports

9.1. Executive Team

Thomas Van Bruggen reported that the Executive Team spent considerable time deliberating budget considerations, conference items, and the proposed Riehl Solutions contract.

9.2. Conference Team

9.3. Communications Team

Sarah Merz reported the team is gearing up for an early October release of the IMAGIN newsletter.

9.4. Membership Team

Shave Pavlak reported that the Membership Team has not met recently. Pavlak noted that the team now has a better sense of direction with a budget in place.

9.5. Student Paper & Poster Competition

Pete Schneider informed the Board that the Student Paper & Poster Competition has a new location. The SPPC will be held at Constitution Hall in Lansing, MI. He noted that the competition will be coordinated with the State of Michigan GIS User Group meeting. The competition is scheduled to be held Thursday April 2, 2015.

Schneider also noted that academic contacts will begin this month. He also informed the Communications Team that he will need a flyer drawn up with the appropriate information.

9.6. Nominating & Governance

The Nominating & Governance Team has no pertinent updates as reported by Bill Rowe.

10. Closing Roundtable

Maryellen Jansen informed the Board that "Save the Date's" are scheduled to be distributed on Monday September 15, 2014 for the 2015 conference location.

Chad Collins asked the Board if it was appropriate to contact members of the MiCAMP Board of Directors to distribute an educational topic survey at their conference. The Board approved.

Thomas Van Bruggen addressed a question posed by Andrew Giguere about State assessing credits.

11. Next Meeting Date – Face to Face Meeting

October 17, 2014 9:30 AM – 1:00 pm
City of Mt. Pleasant City Hall
320 W. Broadway St
Mt. Pleasant, MI 48858

12. Adjournment

Scott Ambs moved and was supported by Sarah Merz to adjourn the IMAGIN Board of Directors September 12, 2014 teleconference meeting at 11:00 AM.

Minutes respectfully submitted by Pete Schneider, Secretary - IMAGIN



September 4, 2014

Proposal for Conference and Association Management services for the period of October 1, 2014 – September 30, 2015 between Riehl Solutions, Inc. and IMAGIN, Inc.

Conference Management Contract:

Riehl Solutions, Inc. shall manage logistics, budget, timeline, breakout sessions, speakers and sponsorship. Work with conference committee to define event. Coordinate evening activities, manage registration, and coordinate with all vendors. Provide content for website and market the conference via electronic batch mailing via constant contact (no service fees charged to client). Use of one projector, easels, registration supplies box and registration printer included.

IMAGIN Conference Committee shall:

- Secure Speakers
- Provide contacts for marketing activities, including individual and institutional names and e-mail address.
- Create ad hoc committees to plan SPPC winners participation in conference; social activities; map gallery and silent auction. Riehl Solutions will work with committees to integrate those activities into the general conference
- Provide leads and contact information for potential sponsors and vendors.
- Provide speaker related content for e-mail blasts and website promotion

Total Contract: **\$12,000**



Association Management Contract:

Riehl Solutions will provide

- Financial and Accounting Support
 - Accounting support and reporting – to be transmitted to the Treasurer prior to each board meeting
 - Accounts payable / accounts receivable
 - Tax preparation services as in the past
 - Membership dues invoicing – based upon excel file provided to Riehl Solutions by IMAGIN that includes full contact information and rate to be invoiced
- Executive management support
 - Keeping IMAGIN in compliance with laws and governance for non-profits
 - For continuity of information and board relationships Riehl Solutions will call into board meetings and attend annual strategic planning meeting.
- Document Management and Retention
 - Hold all needed tax related documentation on file
 - Maintain one (1) copy of hard-copy newsletters on file
 - No other records storage shall be provided
 - Digital data storage via Dropbox

Total Contract: \$12,000

Sincerely,

Traci Riehl