

Minutes of:	The New York State Society of Certified Public Accountants Executive Committee Meeting
Date & Time:	Wednesday, February 12, 2020, 9:01 a.m. to 3:29 p.m.
Location:	14 Wall Street, 19 th Floor, New York, NY
Presiding Officer:	Ita M. Rahilly, <i>President</i>
Executive Committee Members Present:	Edward L. Arcara, <i>President-elect</i> Barbara E. Bel, <i>Vice President</i> Renee Rampulla, <i>Vice President</i> Kevin Matz, <i>Secretary/Treasurer</i> William H. Dresnack Kimberly G. Johnson Janeen F. Schrann Joanne S. Barry, <i>Executive Director</i>
Executive Committee Members Participating via Conference Call:	Joseph A. Maffia, <i>Vice President</i> Denise M. Stefano, <i>Vice President</i> Maria E. Suppa
Guests Present:	Rumbi N. Bwerinofa-Petrozzello Michael R. Durant
Guests Present via Conference Call:	Kelly R. Capron Patricia A. McGrath
Staff Present:	Revira Brennan Ernest J. Markezin Patrick Payano Jovan C. Richards
Staff Present via Conference Call:	Timothy Twofoot Boulette

MINUTES

EC20 – A – 0 Call to Order	Mrs. Rahilly called the meeting to order at 9:01 a.m. and noted that a quorum was present. Mrs. Rahilly informed the Committee that Ms. Schrann had resigned, due to other obligations.
EC20 – A – 1 Action Items	a. Approval of Minutes of November 6, 2019 Ms. Johnson made a motion to approve the minutes. Mr. Arcara seconded the motion. The motion passed unanimously.

b. Financial Statements for the Seven Months Ending December 31, 2019

Mr. Payano presented the Financial Statements.

Mr. Matz made a motion to approve the Financial Statements for the seven months ending December 31, 2019. Ms. Rampulla seconded the motion. The motion passed unanimously.

c. Membership Report

Ms. Brennan presented the Membership Report that highlighted changes in membership population and programs.

Ms. Johnson made a motion to accept the Membership Report. Mr. Matz seconded the motion. The motion passed unanimously.

d. Approval of FY 2020/2021 Budget

Mr. Payano presented the proposed budget for the 2020/2021 fiscal year. A discussion followed.

Mr. Arcara made a motion to approve the 2020/2021 fiscal year budget. Mr. Matz seconded the motion. A long vote was requested and taken:

- Mr. Arcara: Aye
- Ms. Bel: Aye
- Mr. Dresnack: Aye
- Ms. Johnson: Nay
- Mr. Matz: Aye
- Ms. Rahilly: Aye
- Ms. Rampulla: Aye
- Ms. Stefano: Aye
- Ms. Suppa: Aye

The motion passed: 8-1.

e. Approval of Audit Committee Motion Regarding Chapter Accounting

Ms. McGrath presented a proposal by the Audit Committee, with regard to Chapter accounting, and noted that the accounting function for eight of the Chapters was already handled by the State Society. Ms. Johnson noted that the Governance Committee had also reviewed and supported the proposal.

Ms. Johnson made a motion to migrate the accounting functions of the seven remaining Chapters (Adirondack, Manhattan/Bronx, Nassau, Southern Tier, Suffolk, Westchester and Buffalo) to the State Society's offices, authorizing Society staff to schedule the transition over a time period sufficient to allow for the full and effective transition of each Chapter. Ms. Rampulla seconded the motion. The motion passed unanimously.

f. Approval of Proposed Changes to FAE Governance

Mr. Twofoot Boulette presented proposed changes regarding FAE Governance. A discussion followed.

	<p>Mr. Arcara made a motion to approve the proposed FAE governance changes. Mr. Dresnack seconded the motion. The motion passed. Ms. Rampulla and Mr. Matz abstained.</p> <p>g. Approval of Merger of Business Valuation and Litigation Services Committees</p> <p>Mr. Maffia presented a brief explanation regarding the proposed merger of these committees.</p> <p>Ms. Johnson made a motion to merge the Business Valuation and Litigation Services committees. Ms. Bel seconded the motion. The motion passed unanimously.</p> <p>h. Approval of New Committee Action Plan for Sustainability Committee</p> <p>Mr. Maffia presented the new Committee Action Plan for the Sustainability Committee.</p> <p>Mr. Dresnack made a motion to approve the Committee Action Plan. Mr. Arcara seconded the motion. The motion passed unanimously.</p> <p>i. Approval of Revised Joint Conflict of Interest Policy</p> <p>Mr. Twofoot Boulette presented an overview and timeframe for the Joint Conflict of Interest Policy.</p> <p>Ms. Johnson made a motion to approve and adopt the Joint Conflict of Interest Policy. Ms. Bel seconded the motion. The motion passed unanimously.</p>
<p>EC20 – A -2 Officer Reports</p>	<p>a. President’s Report</p> <p>i. Town Hall Meetings Update</p> <p>Ms. Rahilly noted that the Northeast and Westchester Town Halls were not held due to scheduling conflicts.</p> <p>ii. Membership Task Force Update</p> <p>Ms. Capron presented a Membership Task Force update and noted an increase in members serving on the Task Force, reviewed ongoing projects and membership data, and presented new objectives.</p> <p>iii. Women’s Leadership Forum Update</p> <p>Ms. Rahilly presented a brief overview of the Women’s Leadership, held on January 29, 2020.</p> <p>iv. Formation of Real Estate Task Force</p> <p>Ms. Barry discussed the formation of a Real Estate Task Force to explore opportunities of new office space(s) or staying at 14 Wall Street. A discussion was held.</p> <p>v. Report of Governance Subcommittee</p> <p>Ms. Johnson presented notable responses from the Board’s survey/questionnaire.</p> <p>vi. Update on Board Contributions and New Member Outreach</p>

	<p>No discussion was held.</p> <p>vii. Awards Committee Report</p> <p>The Committee was referred to the provided written materials for this agenda item.</p> <p>b. Secretary/Treasurer’s Report</p> <p>i. Nominating Committee Report</p> <p>Mr. Matz presented the Nominating Committee Report.</p> <p>c. Executive Director’s Report</p> <p>i. Update on Strategic Plan</p> <p>Ms. Barry discussed the new Strategic Plan and how it is reflected in the proposed 2020/2021 FY budget.</p> <p>ii. Update on FAE Transition documents</p> <p>Mr. Twofoot Boulette provided an update on the status of the amended bylaws and related documents for the change to FAE governance.</p> <p>iii. Future of Accounting Education Committee Update</p> <p>Ms. Barry discussed the impact of the changes being considered for the CPA exam.</p>
<p>EC20 – A – 3</p> <p>Professional Excellence</p>	<p>a. Committees Update</p> <p>The Committee was referred to the provided written materials for this agenda item.</p> <p>b. Chapter Update</p> <p>The Committee was referred to the provided written materials for this agenda item.</p>
<p>EC20 – A – 4</p> <p>Advocacy</p>	<p>a. Society Comment Letters</p> <p>b. State Board Meeting Update</p> <p>c. Legislative and Regulatory Update</p> <p>The Committee was referred to the provided written materials for these agenda items. Ms. Johnson made a motion to accept all advocacy matters. Mr. Matz seconded the motion. The motion passed unanimously.</p>
<p>EC20 – A – 5</p> <p>Membership Growth & Development</p>	<p>a. Leadership Institute Update</p> <p>The Committee was referred to the provided written materials for this agenda item.</p> <p>b. NextGen Conference/40 Under 40 Awards Update</p> <p>The Committee was referred to the provided written materials for this agenda item.</p> <p>c. Student Symposium</p>

	<p>The Committee was referred to the provided written materials for this agenda item.</p> <p>d. NextGen Update</p> <p>Mr. Durant proposed a number of ideas for increasing NextGen membership and generate younger leaders in the Society.</p>
<p>EC20 – A – 6</p> <p>Public Awareness</p>	<p>a. Media Relations Update</p> <p>The Committee was referred to the provided written materials for this agenda item.</p>
<p>EC – A – 7</p> <p>Proactive Transformation</p>	<p>a. Establishment of Work Group</p> <p>The Committee was referred to the provided written materials for this agenda item.</p>
<p>EC20 – A – 8</p> <p>Executive Session</p>	<p>Mr. Arcara made a motion to enter an Executive Session at 2:18 p.m. Mr. Dresnack seconded the motion. The motion passed unanimously.</p> <p>The Board came out of the Executive Session at 3:28 p.m.</p>
<p>AJOURNMENT</p>	<p>Ms. Rampulla made a motion to adjourn the meeting. Ms. Bel seconded the motion. The meeting was adjourned at 3:29 p.m.</p>

Respectfully submitted,
Kevin Matz
Secretary/Treasurer

Approved at the May 27, 2020 Executive Committee Meeting

Item # EC20 – C – 1.