

<b>Minutes of:</b>	The New York State Society of Certified Public Accountants Executive Committee Meeting	
<b>Date &amp; Time:</b>	Thursday, May 19, 2016 9:04 a.m. to 11:59 a.m.	
<b>Location:</b>	14 Wall Street, New York, NY, Conference Room #1	
<b>Presiding Officer:</b>	Joseph M. Falbo, Jr. , <i>President</i>	
<b>Executive Committee Members Present:</b>	F. Michael Zovistoski, <i>President-elect</i> John Lauchert, <i>Secretary/Treasurer</i> Stephen S. Surace, <i>Vice President</i> Michael M. Todres, <i>Vice President</i> Jan Herringer Joanne S. Barry, <i>Executive Director</i>	
<b>NYSSCPA Executive Committee Members Participating via Conference Call:</b>	Christopher G. Cahill, <i>Vice President</i> Jennifer R. George, <i>Vice President</i> Tracy D. Tarsio	
<b>Staff Present:</b>	Ernest Markezin Patrick Payano Joanne Thelmo Tekana Abel	

## MINUTES

<b>EC15— F— 0</b>	<p><b>a. Call to Order</b></p> <p>Attendance was taken and President Joseph Falbo, Jr. established that a quorum was present and called the meeting to order at 9:04 a.m. Mr. Falbo thanked everyone for attending the final meeting for the current fiscal year.</p>
<b>EC15— F— 1 Action Items</b>	<p><b>a. Approval of Minutes of February 23, 2016, Executive Committee Meeting</b></p> <p>Mr. Falbo asked the Committee to consider and approve the minutes of the February 23, 2016 meeting. Mr. Lauchert noted that item J, which refers to the by-laws, was not brought forward as indicated at the previous Executive Committee meeting. Ms. Barry stated Ms. Thelmo would provide the Committee with an update on this matter regarding the revised Bylaws requested by the Professional Ethics Committee later on in the</p>

meeting. Mr. Surace moved to approve the minutes of the Executive Committee meeting, and Mr. Lauchert seconded the motion. The motion passed without objection.

**b. Financial Statements Ending February 28, 2016**

Mr. Lauchert presented the financial statements and explained certain variances in the statement of activities. Mr. Zovistoski moved to approve the financial statements, and Mr. Todres seconded the motion. The motion passed without objection.

**c. Membership Report**

Ms. Barry presented the membership report to the Committee. She requested approval of 251 new members to bring the total membership up to 26,284. Ms. Barry noted that new members are now required to pay their membership dues upfront when they join NYSSCPA. Previously, new members were invoiced after approval by the Executive Committee, which often led to non-payment of dues and a large termination number at the end of the calendar year. In addition, 1,225 members have participated in the auto-renewal process and auto-pay their dues to NYSSCPA. Ms. Barry updated the Committee on other new membership initiatives. A lively discussion followed.

Mr. Lauchert moved to accept the membership report as presented, and Mr. Todres seconded the motion. The motion was approved without objection.

**d. NYSSCPA/FAE Affiliation Agreement**

Ms. Thelmo stated that NYSSCPA will be using a similar affiliation agreement with FAE as in prior years but the agreement has been updated with current information and practices.

Discussion followed to understand NYSSCPA's contribution to FAE and its accounting. Mr. Surace moved to accept the Affiliation Agreement as presented and Ms. Herringer seconded the motion. The motion passed without objection.

**e. Approval of Staff Healthcare Insurance Program**

Patrick Payano presented to the Committee NYSSCPA's new staff insurance program with Oxford United Healthcare. Mr. Payano explained that NYSSCPA's current healthcare plan with Cigna was being discontinued by Cigna, due to ACA as of June 1, 2016. After further discussion of the new plan's details Michael Todres moved to approve the health care insurance program, and Mr. Zovistoski seconded the motion. The motion passed without objection.

**f. Monthly Estimated Accounting Entry for NYSSCPA Contribution to FAE**

Mr. Payano explained to the Committee the estimated monthly entry of the contribution from NYSSCPA to FAE. Discussion followed and how this worked with the Affiliation Agreement. Mr. Surace moved to approve the monthly estimated accounting entry, and Mr. Cahill seconded the motion. The motion passed without objection.

**g. Investment Account for Future Expenditures**

Mr. Lauchert provided a detailed explanation to the Committee the investment account for future expenditures process. This subject was presented to the Committee for discussion purposes only and no action was required by the Committee.

**h. Approval of § 29.10 Special Provisions for the Profession of Public Accountancy**

Joanne Barry provided the Committee with an update on NYSSCPA's review requested by the State Board of Accountancy regarding § 29.10 Special Provisions for the Profession of Public Accountancy. Given the importance of a thorough review and understanding of the comments and revisions received, Ms. Barry requested that this matter be removed from the Committee's agenda and be discussed by the Board of Directors at the June 1<sup>st</sup> meeting. The Committee agreed that this item be removed.

**Update from the PEC Proposed Bylaw Changes**

Ms. Thelmo provided the Committee with an update on the Professional Ethics Committee's (PEC) request to have NYSSCPA's Bylaws revised. In addition, as draft revisions of NYSSCPA's Bylaws have not yet been provided to the Committee or the Board of Directors for its consideration, Ms. Thelmo asked for the Committee's formal approval of an interim guidance memo to provide PEC with direction when dealing with members' egregious noncompliance with continuing professional education and applicable peer review requirements until the requested revisions of NYSSCPA's Bylaws are affected. Discussion followed. Ms. George made the motion to approve formal guidance memo and Mr. Surace seconded the motion. There was unanimous of approval of the motion.

**i. Approval of Banking Proposal**

Mr. Payano presented to the Committee the banking proposals he received and explained the process. Although the proposal from Investors Bank was the strongest overall, the loan pre-payment penalty fee from the

	incumbent, Citibank of approximately \$52,000 negated the savings from making the switch. Therefore, no action was taken on the item.
<b>EC15— F— 2 Officer Reports</b>	<p><b>a. President’s Report</b></p> <p>i) <b>AICPA Council Update:</b> The Committee was updated on the recent AICPA Spring meeting of Council</p> <p>ii) <b>Office Reconstruction:</b> Ms. Barry updated the Committee on the reconstruction of the executive offices as a result of the water damage from the tenant on the 19<sup>th</sup> floor. The Society will be completely reimbursed for all damages. Ms. Barry noted that Mr. Surace was particularly helpful in resolution of the issue.</p> <p><b>b. Chapter’s Update</b></p> <p>Mr. Cahill and Mr. Surace provided an update on the Society Chapters to the Committee.</p> <p><b>c. Society Comments</b></p> <p>Ms. George presented an update on the Society comment letters to the Committee.</p> <p><b>d. Committees Update</b></p> <p>Mr. Todres presented an update on the level of committee activity to the Committee.</p> <p><b>e. Election Process Update</b></p> <p>Mr. Lauchert presented an update on the election process to the Committee. He noted that the final proxy ballots would be presented this evening and that for this year’s election members were provided two modes to cast their ballots either electronically or paper. He also highlighted that the Nominating Committee process for the Committee.</p>
<b>EC15— F— 3 Professional Excellence and Integrity</b>	<p><b>a. FAE Update</b></p> <p>Ms. Osorio provided an update on the Foundation for Accounting Education activities.</p>
<b>EC15— F— 4 Advocacy</b>	<p><b>a. Legislative and Regulatory Updates</b></p> <p>Ms. Barry presented the legislative and regulatory update and provided the Committee with information regarding the non-CPA Firm ownership.</p>
<b>EC15— F— 5 Public Awareness</b>	<p><b>a. Media Relations Update</b></p> <p>Ms. Barry referred the Committee to the Media Relations Update report.</p>

	<p><b>b. Excellence in Financial Journalism Awards</b></p> <p>Ms. Barry provided an update on the Excellence in Financial Journalism Awards luncheon held on May 6, 2016 at Tribeca Grill in New York.</p> <p><b>c. Annual Dinner/NYSSCPA Gala</b></p> <p>Joanne Barry provided the Committee with an update on the total sales of approximately \$242,000. This amount is comprised of firm sponsorships, ticket sales and, dues donations. Approximately 400 in attendance, more than doubling the annual dinner attended in previous years.</p>
<b>EC15— F— 6 Executive Session</b>	None was held.
<b>ADJOURNMENT</b>	<p>Mr. Falbo thanked Ms. Barry and all of the Society staff for their hard work and assistance during this past year. He also thanked the officers and Members of the Executive Committee for their dedication and commitment of volunteer time. Mr. Falbo stated “without your support and dedication, I would not have been able to do my job as President this year; thank you for all you did for the Society and me personally, it has been a of fun.”</p> <p>Mr. Zovistoski moved to adjourn the meeting at 11:59 a.m. The motion was seconded by Mr. Surace. There being no objections the meeting was adjourned.</p>

Respectfully Submitted,