

IN – ABC meeting minutes
May 19, 2006
Glendale Mall Library, Indianapolis

Meeting called to order by President, Gail Kahl at 10:30a.m. Board members present: Gail Kahl, President, Kelly Hartman, Vice President, Jane Ford, Secretary, Bridget Harrison, Treasurer, and Jim Sanders, Director

New Business:

- Guests were introduced, including John Dickerson, ARC of Indiana Executive Director; and Mary Held, IIDC.
- John Dickerson spoke about possibilities for crisis intervention services in the State.
- Andrew Einterz was introduced as the attorney for IN-ABC.
 - He presented introductory information regarding views of behavior management consultants from the lay viewpoint.
 - Discussion of for-profit versus non-profit status and types of corporations. A for-profit has owners. Non-profit has participants and/or members but not owners. A for-profit corporation entails investment. In a non-profit, contributions can be made. Donations can be made. Membership fees could be charged. Membership is dictated by by-laws, whether profit or nonprofit. He recommended against for-profit status. He said that for-profit would include provision of dividends and the ability of owners to dissolve the corporation. He discussed the potentiality of lawsuits brought against the association. As an association, there is a shield around individuals as long as there is not criminal activity. This would include protections against ignorance, and other potentialities, except for criminal activity. As a non-profit, personal investment will not be involved. He noted that advice given by behavioral consultants as an association lives in a gray area in terms of its advisability.
 - Question was asked as to where we are in the process with Andrew. He will be prepared to file for profit or non-profit organization as soon as a decision is made by the association. It would be important for the association not to “play favorites” with subcontracting with specific companies. A corporate resolution would be made if any changes of substances needed to occur, for example, to bylaws. Andrew reported that he put the bylaws into legal terms. These were adjusted to comply with non-profit status. Articles of incorporation are written and awaiting association approval. In terms of officers, it would need to be determined, via bylaws, as to whether officers would be different individuals from the Board members. It is crucial to adhere to corporate structure and paperwork. Weighted votes would be allowed as long as it is commensurate with membership dues.
 - Gail raised the question of whether for profit or non-profit would need to be voted. Andrew advised that this be done by silent vote so there is no coercion possible.
 - Kelly moved that the association approve the adoption of non-profit status. The motion was seconded. The members then wrote paper votes as to their preference. The votes were collected and tallied. 26 votes were received. 26 votes agreed with the adoption of non-profit status. The votes were witnessed

by Kelly Hartman and Jim Sanders, in addition to Jane Ford, Secretary. The motion was carried.

- ❑ Following the vote, the present membership discussed the voting procedures, for example whether each individual person would have a vote or whether weighted membership votes per agency would occur. It was discussed that the Ethics committee would discuss this issue during the breakout session on this date. Following that discussion, the membership would be involved in discussing this issue at the next meeting during a lunch roundtable discussion.
- ❑ During a working lunch, the present membership received a report of statewide developments from Executive Committee members.
- ❑ A discussion occurred regarding the use of the association's email list for recruiting employees or otherwise notifying membership of employment openings. The issue was discussed. Jane Ford made a motion that the President of the Executive Committee would send an email to the protected Association list at least twice per year, to include the parameters for postings to go to the Association email list, and to include a note regarding the availability of the Yahoo discussion list on behavior consulting in Indiana for the posting of job openings. The protected Association email list would only receive emails from the current President of the Executive Committee. The motion was seconded by CJ Gallihugh. The Association membership present then voted by a show of hands regarding this motion. The motion was carried.
- ❑ Motion to begin procedure seeking state level certification for BMAN by CJ Gallihugh. Seconded by Kelly Hartman. Votes will be sought by proxy due to lack of quorum at that point of the meeting (per by laws).
- ❑ Mary Held from IIDC was introduced and discussion occurred regarding developments in the State of Indiana (INTRAIN).

Treasurer report:

- ❑ Not given at this meeting.

INABC Committee reports

Licensure and Certification Committee: forthcoming in Forum summary report

Professional Liaison Committee: forthcoming in Forum summary report

Ethics Committee: forthcoming in Forum summary report

Next meeting 7/21/06 at Glendale Mall Library

Meeting adjourned 4:00 pm.

Respectfully submitted by Jane A. R. Ford, Secretary 5/19/06