



MIDYEAR MEETING

FCLB Board of Directors

January 21-22, 2011: Greeley, Colorado

NBCE Elliott Conference Center

APPROVED MINUTES

NOTE: Minutes are not totally chronological, as discussion and motions related to a specific agenda item are consolidated under that topic.

PRESENT:

OFFICERS:

Daniel Saint-Germain, D.C., President
Lawrence O'Connor, D.C., Vice President
LeRoy Otto, D.C., Treasurer
Oliver "Bud" Smith, Jr., D.C., Immediate Past President

EXECUTIVE BOARD OF DIRECTORS:

Carol Davis, D.C., District I Director (unable to attend)
Gary Pennebaker, D.C., District II Director
Ali Jafari, D.C., District III Director
Maggie Colucci, D.C., District IV Director
Farrel Grossman, D.C., Board Chair & District V Director

ADMINISTRATIVE FELLOW DIRECTOR:

Larry Spicer, D.C., Administrative Fellow Director

ALTERNATE DIRECTORS:

Donn Fahrendorf, District I Alternate Director

STAFF:

Donna M. Liewer, Executive Director
Joan Carl, Finance & Benefits Manager
Julie Finn, Executive Assistant & Meeting Planner
Bridget Seader, CIN-BAD/Program Administrator
Kelly Webb, PR & PACE Coordinator

LEGAL COUNSEL:

Dale Atkinson, J.D., Atkinson & Atkinson

GUEST:

Dan Cain, Cain Consulting Group, Inc.

MEETING DETAILS

- I. Dr. Grossman called the meeting to order at 8:05 a.m. MST, January 21, 2011. Ms. Liewer noted board members, alternates, staff, and legal counsel present as listed.

Dr. Grossman welcomed Dr. Fahrendorf, District I Alternate Director and confirmed he will be voting in the absence of Dr. Carol Davis. Hearing no objections, the directors were seated.

Dr. Grossman noted that the minutes of the 11/09/10 board meeting were approved previously via e-ballot and posted on the FCLB public website.

M/S Fahrendorf / Colucci to approve the motions in the consent agenda as written. *Passed, no opposition*

CONSENT AGENDA MOTIONS:

1. To ratify all electronic minutes and ballots since the last in-person meeting of the FCLB Board of Directors in May 2010.
 2. To approve agenda and modify as needed to accommodate guests or discussion.
 3. To adopt a board policy requiring that written reports be submitted no later than 10 days following attendance at any meeting on behalf of the FCLB.
- II. Dr. Grossman introduced Mr. Cain who, at the board's invitation, facilitated a workshop on developing board policies. Mr. Cain led the board through the process of developing, monitoring, and following through of board policies. A draft board policy book prepared by the executive director was available for review.

M/S Smith / Jafari to have legal counsel review the board policy book.
Passed, no opposition

Legal counsel, Mr. Atkinson, agreed to review the policy book and report to the board by the March 8th board meeting. It was the consensus of the board to review the policy book in several sections, at subsequent board meetings following legal suggestions. The board also agreed that while personnel policies and guidelines are the purview of the executive director, they should be reviewed regularly by legal counsel and the board.

M/S Spicer / Smith to have legal counsel review the FCLB personnel handbook.
Passed, no opposition

The board discussed the need for and ways to orientate new board members and alternates. The board agreed it is the job of the district directors to keep their alternates apprised of FCLB workings through regular phone calls and other communication processes.

They also discussed the duty to evaluate the executive director. Mr. Cain agreed to send the board his executive director evaluation kit.

M/S Jafari / O'Connor to have Mr. Cain observe and critique the board meeting throughout Friday and provide a report of his findings to the board. *Passed, no opposition*

GOVERNANCE

1. Financial Report

1.1 Budgetary Issues

Dr. Otto referred members to the finance reports in their meeting materials. He reviewed the reserved funds report noting the increase in operating reserves as FCLB was able to move the 5% of expenses to reserves at the end of 2010 as budgeted. A newly board-designated reserve fund has been established for the chiropractic board administrators committee.

Dr. Otto presented a PowerPoint report giving a snapshot of the 2010 finances as well as highlighting the 2011 proposed budget. He noted additional travel for 2011 has been budgeted as the FCLB is increasingly involved in regulation both nationally and internationally.

Ms. Liewer reported that gutting and re-building the entire FCLB technological infrastructure has taken longer than projected by the professionals, but is near completion. The cost has remained the same even though the original timeframe was extended. It was initially planned that FCLB would have to tap reserves for \$150,000 but due to project economy and the extension of time, expenses to date have been available from general operating funds. The project is anticipated to be completed in 2011. It is projected that approximately \$33,000 will be needed from the Tech Development fund upon completion of the project. Ms. Liewer will speak to the contractor to develop a timeline for project completion and report to the board at the March meeting.

It was noted that the final installment of the NCMIC \$15,000 annual tech upgrade grant will be received in 2011.

Dr. Smith reminded the board that the FCLB's financial position is reported to the NBCE board twice annually. In 2010 \$500,000 was received from NBCE in accordance with the funding grant, and an additional \$15,000 was contributed as a conference supporter. FCLB continues to function under a balanced budget.

On Saturday, the board approved the following motion:

M/S Fahrendorf / Saint-German to approve the 2011 budget totaling \$753,450.
Passed, no opposition

1.2 District Meetings

Dr. Otto referred the board to the 2010 district meeting report in their materials. The board discussed possible ways to reduce district meeting costs and generate increased attendance. The board also recommended that fall meetings move to roundtable reports shortly after the meetings open. Some discussion about rotating and recombining districts occurred. On Saturday, the board agreed that combining the fall regional meetings into one large meeting would not be advisable.

There was discussion about offering CE for attendance. Mr. Atkinson remarked that there may be certain conditions under which PACE could be involved in approving FCLB sponsored programs, as other federations have done.

1.3 Member Dues

Ms. Liewer reported a properly completed membership application was received from the Chiropractic Board of Australia January 17, 2011.

M/S Jafari / Spicer to extend FCLB services to the Chiropractic Board of Australia immediately, with formal admittance in the 2011 calendar year membership in accordance with the bylaws. *Passed, no opposition*

1.4 Wolfson Scholarship Fund

The board reviewed the fund balance and discussed the process for selecting the Wolfson Scholarship recipients.

M/S Pennebaker / Jafari to invite two Wolfson Scholar nominations from the two doctor of chiropractic programs in proximity to the 2011 conference. *Passed, no opposition*

The meeting was adjourned for lunch where the board and staff met with the students attending the Student Leadership Forum at the NBCE.

The chair called the meeting back to order 1:10 p.m.

2. FCLB Board of Directors

2.1 Special Meetings

The board discussed the opportunity to convene a special caucus meeting immediately prior to each district meeting to discuss any necessary issues. All attendees are to be invited to attend. Additional caucuses could be held throughout the meeting if necessary with individual breakouts provided for each district.

2.2 Board of Directors' Policies

Dr. Grossman proposed inviting Mr. Cain back for a strategic planning session.

M/S Smith / Colucci to schedule a long-range planning session preferably prior to the annual conference or as soon thereafter as possible, and appropriate funds from the reserves, if needed, to accommodate expenses. *Passed, no opposition*

The executive director will coordinate a date.

2.3 Endorsements of Nominees For Other Organizations

M/S Spicer/Pennebaker to establish a policy to be voted on by the board that FCLB doesn't send letters of endorsement to any organization. *Passed, no opposition*

2.4 Is FCLB a "Member Organization"?

M/S Smith / O'Connor to engage legal counsel, Dale Atkinson, to draft a letter to the CCE concerning the question of membership organizations and its relationship to appointment to the CCE. *Passed, no opposition*

3. Personnel

3.1 Personnel

M/S O'Connor / Saint-Germain to enter into executive session. *Passed, no opposition*

Staff and Mr. Cain were excused.

The board came out of executive session. *Passed, no opposition*

No actions were taken in executive session

OPERATIONS

4. FCLB Tech Update, Website Report

4.1. Website Usage Report

Dr. Grossman thanked Ms. Webb for her work on this project. Ms. Webb discussed the statistics for the website usage, noting there has been a 6% increase in use of the website over the past year. A summary report was included in the board materials.

4.2. Centralized Database Software (IMPAK)

A written report was provided about the progress with the contractor to date. Additional discussion took place as part of the Finance report.

5. Committees

5.1 Current Committees and Task Forces

Dr. O'Connor referred members to the written reports in their materials.

5.1.1 Model Practice Act

The board reviewed the continuing work of the Model Practice Act committee under the leadership of Dr. Kirk Shilts. Discussion of the Model Practice Act is on the conference agenda. The board deferred to the March board meeting discussion concerning adding an international perspective to this document. It was agreed that the Model Practice Act committee should propose a new title for their task force for consideration by the board, and that this process is likely to be lengthy to ensure widespread input.

5.1.2 Sports Mobility Committee

The president had recently convened a Sports Mobility task force with Dr. Maggie Colucci (NV) and Dr. Marc Gamerman (MD) agreeing to serve on this task force. Their first meeting was Thursday, January 20, 2011. A PowerPoint presentation was given by Dr. Colucci and Ms. Liewer. Mobility was addressed on both the national and international level and the need to bring regulatory jurisdictions on board to facilitate this program. By consensus, the board encouraged the task force to continue to develop the concepts presented.

5.2 Committee / Task Force Appointments

Dr. Saint-Germain announced Dr. Albert Stabile would continue to serve as the FCLB representative to CCGPP. The board members indicated their support.

M/S Jafari/Fahrendorf	<u>to approve the president's reappointment of the current members of the Finance committee and the Bylaws & Resolutions committee.</u> <i>Passed, no opposition</i>
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M/S Spicer / O'Connor	<u>to approve the president's appointment of Dr. Colucci as chair of the PACE committee.</u> <i>Passed, no opposition</i>
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M/S Otto / Smith	<u>to give courtesy approval to the president's reappointment of the current members of the Government Issues committee.</u> <i>Passed, no opposition</i>
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M/S Jafari / Colucci	<u>to give courtesy approval to the president's reappointment of the current members of the Informed Consent committee and to add Dr. Pennebaker to the committee.</u> <i>Passed, no opposition</i>
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6. Legal Issues

6.1 Trademark

FCLB now has registered trademarks for both the FCLB and PACE logo.

6.2 Kirchofer Suit

M/S O'Connor / Spicer to enter in to executive session at 3:25 pm. *Passed, no opposition*

M/S Spicer / Fahrendorf to exit executive session at 3:35 p.m. *Passed, no opposition*

No actions were taken in executive session.

FCLB PROGRAMS & SERVICES

7. Marco Island, Florida 2011 Conference

7.1 Theme: Building Great Regulators

7.2 Overall Schedule & Deadlines

The board was referred to the information in their materials.

7.3 Annual Business Meeting

7.3.1 Delegate Registration Policy - Review

M/S Smith / Colucci to retain the wording in the Delegate Registration policy as adopted in 2010. *Passed, no opposition*

7.3.2 Proposed Bylaws Amendments

New Member Boards

The board discussed language submitted by Drs. Spicer and Shilts (MA) allowing new member boards to join FCLB midyear. The chair deferred further discussion until the following day. On Saturday Mr. Atkinson described the processes followed by other federations and recommended this be handled at the board level. The board requested that its draft amendment language be withdrawn and redeveloped for consideration in 2012.

Deadline for Submitting Amendments

The board noted its proposed amendment on deadlines for submission of proposed amendments was submitted timely and will be considered by the Bylaws and Resolutions Committee. The proposal is to change the deadline from 120 to 90 days prior to the annual business meeting, to allow the FCLB board of directors to discuss and suggest amendments that may be necessary at its midyear meeting.

7.4 Conference Supporters

Dr. Colucci referred members to the list of potential supporters. She has contacted all the colleges and asked for volunteers to help with follow-up phone calls.

Dr. Colucci suggested additional ways to raise funds to help offset conference expenses. These will be reviewed with the accountant and legal counsel for future conferences.

7.5 Guest Tour

Ms. Seader reviewed the options. By consensus the board agreed to allow staff to decide on the venue.

7.6 Awards

Nominations for the George Arvidson Award and the Earl L. Wiley, D.C. Outstanding Board Award are due February 28, 2011.

The president invited the board to submit suggestions for recipients of the Pillars of Chiropractic Regulation and special recognition awards.

7.7 Letters of Invitation / Promotions

Personalized letters of invitation will be sent to chiropractic and regulatory organizations, past presidents, members of the PACE Committee and Review Team, and other FCLB committees. Additional promotions will be sent via paper and electronic format. The board noted that state associations may benefit by attending the FCLB conference and agreed to expand the invitation list to include them.

7.8 Registration

On Saturday, Ms. Webb presented a demonstration of the new IMPAK registration program. There was discussion about the conference registration fees and various scenarios including discounts for multiple attendees from the same boards to encourage and enable boards to have greater participation. The chair requested Ms. Liewer prepare an analysis of the scenarios for future conferences. This will be provided following the Marco Island conference.

Dr. Saint-Germain requested the registration program be available online by February 1.

8. Future Conferences

8.1 2012 Annual Conference: San Antonio

Dr. Smith discussed some possible welcome reception venues.

8.2 2013 Annual Conference

M/S Jafari / Smith to select the Hyatt in San Francisco as the location for the FCLB 2013 annual conference. *Passed, no opposition*

8.3 2014 Annual Conference

Discussion was deferred until the May 3, 2011, board meeting

9. District Meetings

See discussion under Financial Report.

10. PACE

10.1 PACE Fees

The board discussed the current and proposed PACE fee structure.

10.2 PACE Appellate Commission

M/S Jafari / Pennebaker to approve the president's appointments of Drs. Otto, Tripp, and Spicer to the 2011 PACE Appellate Commission. *Passed, no opposition*

11. CIN-BAD

The board thanked Ms. Seader for her written report.

12. Official Directory

The chair referred members to the written report.

REGULATORY ISSUES

13. Physical Examinations

FMCSA regulations have been delayed until August 5, 2011. Dr. Megehee was thanked for his continued efforts to monitor this US federal legislation.

14. Accreditation

14.1 CFCREAB (Canada)

Dr. Saint-Germain pointed out that in Canada, the federation has a separate committee to accredit the chiropractic educational programs. Australia functions similarly.

14.2 CCE-USA

Ms. Liewer reported on the January 14, 2011, meeting she attended. New Standards were adopted and many of the FCLB suggestions were included. The new Standards take effect in 2012 with the Admissions requirements phasing in until 2014.

The meeting was recessed at 4:55 p.m. with plans to reconvene at 8:00 a.m. the following day.

SATURDAY, JANUARY 22, 2011

Dr. Grossman called the meeting to order at 8:15 a.m. Ms. Liewer noted all directors, staff, and legal counsel continued to be present as listed. Mr. Cain had departed.

15. Certified Clinical Chiropractic Assistants
Dr. Smith reported NBCE is on standby to develop the test.
16. Member Boards: Specific Issues
 - 16.1 Scope Issues: Survey
Ms. Liewer reported modifications to the survey are being finalized. It will be posted live via the website next week to enable member boards, administrators, chairs, and others to complete the survey electronically.
 - 16.2 Are DCs Primary Care Healthcare Providers?
The many facets of this issue were explored by the board, with consensus that the question is not easily answered. Certainly DCs serve as portals of entry to the health care system with no referrals required and also as primary contact providers. The board agreed that the Federation cannot take a position on this complex issue at this time.
17. International Issues
 - 17.1 FCLB / WFC International Regulatory Issues Forum: April 6, 2011
Dr. Saint-Germain reported that the Forum will take place in Rio de Janeiro, Brazil. Ms. Liewer represents FCLB on the program committee which includes representatives from the UK, Australia / CCEI, WFC, South Africa, FCLB, CFCREAB, and IBCE. Dr. O'Connor will be in attendance representing FCLB along with Ms. Liewer. Dr. Saint-Germain will attend on behalf of IBCE and will also represent FCLB. The content of the program is excellent and FCLB has the responsibility for the registration. There was discussion of the possibility of the CIN-BAD program being utilized internationally. Dr. Smith suggested the topic of FCLB's involvement in the international community be added to the long-range planning session.
18. Examinations
 - 18.1 NBCE, CCEB, IBCE: There were no reports

STAKEHOLDER INTERACTION

19. Chiropractic Professional Organizations
 - 19.1 Keeping Stakeholders Informed About Chiropractic Regulation
Dr. Grossman stated that letters of invitation to the annual conference will be sent over Dr. Saint-Germain's signature to all the Summit partners. Dr. Saint-Germain thanked Dr. Grossman for representing FCLB at the Summit meetings and asked if he would continue to serve, to which he agreed.
20. Upcoming Meetings
 - 20.1 FARB
Dr. Grossman announced the FCLB Executive Director, Donna Liewer, has been slated for the office of FARB president for the 2011 elections to be held next week.
Ms. Liewer will be attending the January 28-30, 2011, meeting to be held in New Orleans.
 - 20.2 National Chiropractic Legislative Conference
Ms. Liewer has been asked to speak to state association executives on February 13, 2011, in Washington, D.C., but does not plan to stay for the Summit.
 - 20.3 Summit XII: February 16, 2011 - Washington, D.C.
Dr. Grossman is scheduled to attend.
 - 20.4 ACC/RAC: March 16-19, 2011 - Las Vegas, Nevada
Drs. Saint-Germain and O'Connor and Ms. Liewer will attend. Dr. Colucci will also attend certain meetings as her schedule permits.
 - 20.5 CFCREAB: March 31 - April 2, 2011 - Edmonton, Alberta Canada
FCLB is not budgeted to attend .

- 20.6 WFC Biennial Congress
FCLB/WFC International Regulatory Forum: April 6, 2011 - Rio de Janeiro

Dr. O'Connor and Ms. Liewer will be in attendance representing FCLB. Dr. Saint-Germain will be in attendance on behalf of IBCE and will also represent FCLB.

NEW BUSINESS

21. Malpractice Insurance

Ms. Liewer distributed an advertisement from a malpractice carrier indicating different insurance rates for different "categories" of chiropractors. The board took this under advisement.

22. As treasurer, Dr. Otto advised the board regarding proper completion of the travel vouchers, to include elimination of meal allowance for those days in which all meals are provided by the Federation.

M/S Spicer / O'Connor to adjourn. *Passed, no opposition*

The meeting was adjourned at 11:50 a.m.

The next board meeting was scheduled for Tuesday, March 8, 2011, 6:30 p.m. MST, via teleconference.

Donna M. Liewer
Recording Secretary

With appreciation to Joan Carl and Bridget Seader for assistance with the Minutes

