

1 Funeral Consumers Alliance
2 Board of Trustees Meeting
3 Seattle, Washington
4 May 19-20, 2017
5

6 **KEY: Action items bold. Motions in italic.**
7

8 AGENDA
9

10 I. Approval of Minutes and call to order

- 11 a. Approve minutes of March 29, 2017, teleconference
12

13
14 II. Finances and Fundraising

- 15 a. YTD 2017 Income v Expense Budget v Actual with 2017 YTD for comparison
16 b. YTD 2017 Balance Sheet with 2017 YTD for comparison
17 c. Major Undertaking Campaign—ED requests help building committee
18

19
20 III. Executive Director's Report
21

22 IV. Ongoing and Upcoming Projects

- 23 a. Standardized format for funeral home price lists—John Lantz
24 b. Update on FTC Funeral Rule reform—Josh Slocum
25 c. Possible joint project with National Home Funeral Alliance: reaching out to American
26 Hospital Association on policies on releasing bodies to kin
27

28 V. Affiliate Relations

- 29 a. Report on Affiliate phone calls and results from all board members
30 b. A unified FCA board-staff position on failing affiliates and standards for success and merger
31 policy
32

33 VI. Governance

- 34 a. Discussion of amending bylaws to address donations from industry—Karen Smith
35 b. Proposed bylaws change to allow for non-audit financial inspections—Alison Rector
36 c. Appointment of Committee to carry out 2018 financial inspection, with deadlines
37

38 VII. Staff

- 39 a. Personnel Committee to set salary range for staff by November, 2017
40 b. Nastassia Strackbein, office manager, performance review
41

42 VIII. Biennial Conference

- 43 a. Form Working Committee to plan programming
44 b. Decide on location (some materials enclosed)
45

46 IX. Web and Publications

- 47 a. FCA visibility, Google Ad Sense—Holly Shreve Gilbert
48 b. Update on literature/pamphlets—Marcy Klein
49

50 Friday, May 19, 2017

51 Meeting called to order at 7:05 p.m.

1 Members present:

2 Alison Rector, Marcy Klein, Nancy Petersen, Rod Stout, Philip Olson, Karen Smith, John Lantz, Holly
3 Gilbert

4 Members absent: George Sanders, excused

5
6 Additions to agenda:

7
8 Attendance issue

9 Dates and location for next meeting

10 Dialogue about affiliate challenges and successes

11 Social media marketing for website

12
13 I. Approval of Minutes and call to order

14 a. Approve minutes of March 29, 2017, teleconference with correction noting that George
15 Sanders was absent

16
17 II. Attendance issue.

18 a. Marcy points out that George has not been in attendance for about 75 percent of the
19 meetings since his appointment

20 *Phil makes a motion that Marcy call George to assess the situation. Concerns include*
21 *unexcused absence*

22 *Nancy seconds the motion*

23 Unanimous approval

24 **Action item: Marcy will contact George and discuss his future as a board**
25 **member**

26
27 III. Staff

28 b. Discussion of Nastassia Strackbein performance evaluation

29 *Motion to approve her evaluation and salary increase by Karen, second by Phil. Approved*
30 *unanimously.*

31
32 IV. Literature (web and publications)

33 b. Update on literature/pamphlets—Marcy Klein

34
35 Marcy presents literature report. She has completed a comprehensive revision of FCA
36 brochures and is in process of revising more. YAY, Marcy. Karen proposes a brochure on
37 medical implants. Marcy proposes a brochure “what to do when a loved one dies.”

38
39 **Action items: We need to obtain photos and Marcy and Holly will work on**
40 **procuring.**

41 **Rod will ask PMA who they use to translate brochures and what the pricing is,**
42 **for translation to Spanish.**

43
44 Discussion about possibility of adding Spanish to FCA website

45
46 **Action item: Josh will check number of downloads of on-line brochures to help**
47 **determine which are most popular and should be translated into Spanish first.**
48 **Also will check with FCA of Arizona re their preferences, and whether they**
49 **might help pay for translation.**
50

1 **V. Ongoing and Upcoming Projects**

- 2
3 b. Update on FTC Funeral Rule reform—
4 Josh Slocum reports that things are moving slowly
5

6
7 *Phil moves to adjourn at 7:58 p.m. Second by John. Unanimously approved.*
8

9 **Saturday, May 20**

10 **Meeting called to order at 9 a.m.**

11 **Members present:**

12 Alison Rector, Marcy Klein, Nancy Petersen, Rod Stout, Philip Olson, Karen Smith, John Lantz, Holly
13 Gilbert

14 **Members absent:** George Sanders, excused
15

16 **II. Finances and Fundraising**

- 17 a. YTD 2017 Income v Expense Budget v Actual with 2017 YTD for comparison
18 b. YTD 2017 Balance Sheet with 2017 YTD for comparison
19

20 Major challenges this year include, as always, fundraising Josh says.

21 Affiliate dues appear to be on target to meet budget. Josh reminds that the bulk of these
22 donations are made in the fall.

23 “Before I Go” sales have increased since they’ve been promoted on the front of the website.
24

- 25 c. Major Undertaking Campaign—ED requests help building committee
26

27 This committee is trying to build consistent large donors. What it needs to be successful is to
28 have a larger group of people on the committee who are not affiliated with FCA and who are
29 enthusiastic enough to make the “asks.” Josh asks for help in building the committee and for
30 ideas in general.
31

32 Alison suggests we focus on putting together a fundraising committee. Alison asked to share
33 some information from a training she attended ("Big \$ for Small Groups"). She shared a
34 fundraising organizational flowchart "The Cycle of Fundraising" where fundraising tasks are
35 broken into manageable pieces. Alison suggests that the board needs training. In the fall we
36 need to devote a big portion of our time to this specifically
37

38 Josh would like to cultivate ideas such as small house parties with affiliates
39

40 **Action item: Josh will facilitate a meeting with Consumer Federation of America**
41 **when he is in Washington. Ask if they have a process for courting corporate**
42 **underwriting.**
43

44 **Marcy and Josh will schedule large block of time devoted to fund-raising in**
45 **November agenda**
46

47 Josh suggests that we have a fundraising committee to take some responsibility for this. His
48 days are overly full.

49 Alison suggests we focus on putting together a fundraising committee
50

51 *Phil moves that we form a fundraising committee. Second by Alison. Unanimous approval.*

1 **Action item: Alison and Nancy will serve on the committee. Marcy is happy to**
2 **contribute.**

3 **The task of the fundraising committee is to come up with idea and to come up**
4 **with specific assignments. Committee should look at ideas about should we be**
5 **producing a video.**
6

7
8 **III. Executive Director's Report**
9

10
11 **IV. Ongoing and Upcoming Projects**

12 a. Standardized format for funeral home price lists—John Lantz

13
14 John suggests we create and adopt a form for GPL (or similar) that is “searchable.”

15 Nancy encourages us to focus on what FCA does that is unique, advocacy and education and
16 empowerment

17 Holly suggests five-year plan

18 John suggests we have a five-year plan committee. This is to be added to our discussion on
19 Sunday.
20

21
22 b. Update on FTC Funeral Rule reform—Josh Slocum (see Friday's minutes)

23 c. Possible joint project with National Home Funeral Alliance: reaching out to American
24 Hospital Association on policies on releasing bodies to kin
25

26 Josh is working with NHFA's Lee Webster on developing a model body release policy. Karen
27 will volunteer to help and she has access to legal counsel from Henry Ford Hospital. Josh says
28 most of the time these hospital policies are not about the law. These are the issues: #1. They are
29 violating the family's rights to the body #2. What is their motivation to do this? #3. Why does a
30 hospital believe it has the authority to make these decisions?
31

32 **V. Affiliate Relations**

33 a. Report on Affiliate phone calls and results from all board members
34

35 Nothing exciting to report from most affiliates. There were a lot of non-responses.

36 Minneapolis affiliate has some issues with national, Marcy and Josh have been thoughtfully
37 responding to concerns.
38

39 Karen suggests we figure out we do some data match-up about affiliates who aren't responding
40 and who aren't making contributions to assess viability. She suggests there are three scenarios:
41 #1. Affiliate is not functional #2. Affiliate doesn't want to work under the auspices of national
42 FCA and #3. Affiliate is fine
43

44 Josh suggests that we revisit the affiliate dynamic and assess affiliate operations. Success is not
45 based on the size of your mailing list. People need to get used the idea that they have to
46 measure their success differently. Nancy posits the idea of the “new-fangled” affiliate. She
47 suggests that an affiliate launch is overwhelming and we need to come up with different ways
48 to be an affiliate.
49

50 Marcy suggests we draft a letter from the board to begin the process of introducing new
51 affiliate model. Karen suggests that we have a clear vision of what this looks like first.

1
2 Nancy suggests we can have “representatives” of FCA, as an option to being an “affiliate.”
3 Rod suggests the word “partners.” He suggests that we will alienate a significant portion of
4 people. Suggested that we work this new concept in gradually.
5

6 Josh suggests we need board agreement on these points:
7 Do we agree that we will encourage multiple small affiliates in same area to merge?
8

9 John reports on the Atlanta affiliate process of changing the plan from one of a \$30 lifetime
10 membership to one that is free.
11

12 b. A unified FCA board-staff position on failing affiliates and standards for success and merger
13 policy
14

15 **“New FCA Affiliate” look brainstorming**

16
17 Josh feels we should encourage smaller, struggling affiliates to merge.

18 Karen: Should affiliate members join? Is that the model we want to keep?

19 Phil: Affiliate should actually offer advocacy and resources. Should know the laws in their state.
20 They should have a website providing resources.

21 Josh no more Americans really understand funeral rule. Even our membership doesn’t
22 understand.

23 Karen’s striving for Excellence model -

- 24 • Minimum standards – education, advocacy and a website with resources
- 25 • Support expansion of funeral rule and make sure you understand it
- 26 • Work to have a legislative agent
- 27 • Plan for next 5 years of FCA management- succession plan
- 28 • Conduct an annual meeting
- 29 • Memberships on other community organizations as FCA to share notices of educational
30 events and info
- 31 • Connect with your community, consider joining the Chamber of Commerce
- 32 • Create a FB page and LIKE other FCA FB pages share, share, share
- 33 • Encourage FCA to address funeral industry wrongs – let national know and guide you in
34 your response
- 35 • Goal to get people thinking ahead
36

37
38 What can we do to lighten Josh’s load? Perhaps board members can be affiliate ambassadors.
39 Josh has moved away from seeing FCA as “emergency” funeral service and it’s not necessarily
40 the job of affiliates. If they can’t provide personal attention, they can still be a functioning,
41 contributing affiliate.
42

43 Phil suggests “de-escalating” the emergency language. Avoid words like “hotline.”
44

45 **Action item: Karen will look into getting us access to the “striving for excellence”**
46 **language**

47 **Action item: Make sure the “new affiliate look” is put on the fall agenda and given**
48 **significant time**
49

50 **VI. Governance**

51 a. Discussion of amending bylaws to address donations from industry

1
2 Karen recommends that \$1,000 is a reasonable guideline for such donations.

3
4 **Action item: Karen will draft language for the bylaws for tomorrow's meeting**

5
6 b. Proposed bylaws change to allow for non-audit financial inspections

7
8 Alison presents handouts of examples of best practices from FCA affiliates and a draft of a
9 proposed change to the annual audit requirement currently in place for FCA.
10 See attached.

11
12 *John motions to amend the bylaws with new language for Article XIII: Financial review, as*
13 *follows. Rod seconds. Unanimously approved.*

14
15 *"At the end of odd-numbered calendar year, or at the end of a treasurer's term, members*
16 *from the membership at large to inspect the Association's financial records of that year,*
17 *unless an independent financial review is requested by a majority of the Directors then in*
18 *office at a meeting of the Board. These two (2) members shall have sufficient expertise to*
19 *follow and interpret the accounting processes. After financial review, the two members*
20 *shall prepare a report on the state of the treasury, and the amount of money needed for the*
21 *ensuring financial year which report shall be submitted to the Board of Directors."*

22
23 **Action item: Marcy will appoint two people to review the books by the end of the**
24 **year.**

25 **Action item: Josh will revise the bylaws with new wording and circulate to board**
26 **(add to action items at end)**

27
28
29 c. Appointment of Committee to carry out 2018 financial inspection, with deadlines.

30
31 **VII. Staff**

32 a. Personnel Committee to set salary range for staff by November, 2017

33
34 *Phil moves that office manager position salary range be capped at \$38K. Rod seconds.*
35 *Unanimously approved.*

36
37 *Nancy moves: Salary cap for Executive Director be set at \$62K, with bonuses to be given*
38 *upon board approval. Reduce retirement contribution to 6 percent in 2018 and 5 percent in*
39 *2019 for all employees. Karen seconds. Unanimously approved.*

40
41 Josh's review will be addressed at the November meeting.

42
43 b. Nastassia Strackbein, office manager, performance review. Attached.

44
45 **VIII. Biennial Conference**

46 a. Form Working Committee to plan programming

47
48 **Action item: Marcy and Josh will work together and ask members to help. Assign**
49 **specific chores.**

50
51 b. Decide on location (some materials enclosed)

1
2 *Phil moves to hold 2018 conference in Rochester, NY. Karen seconds. Unanimous approval.*

3
4 *Phil moves to adjourn at 4 p.m. John seconds. Unanimous.*

5
6 **Sunday, May 21**

7 **Meeting called to order at 9 a.m.**

8 **Members present:**

9 Alison Rector, Marcy Klein, Nancy Petersen, Rod Stout, Philip Olson, Karen Smith, John Lantz, Holly
10 Gilbert

11 **Members absent:** George Sanders, excused

12
13
14 **VIII. Biennial Conference (cont'd)**

- 15 a. Form Working Committee to plan programming
16 b. Decide on location (some materials enclosed)

17
18 Consideration of Plan B location for conference, in case Rochester hotels don't pan out.
19 Board would like Nastassia to attend this conference.

20
21 Tentative date for conference, June 21-24, 2018

22
23 **Possible topics for FCA:**

- 24 • Mergers
25 • Obit writing (Holly)
26 • History of FCA
27 • Succession planning: The Before I Go, You Should Know for Your FCA
28 • Social media
29 • Embracing the new FCA partner model (we need to flesh this out ... 10 commandments
30 of FCA affiliates, and what are partners?)
31 • New death frontiers panel with open mic
32 • Share your successes panel with open mic
33 • The death you want (Karen)
34 • Educational development for affiliates ... what you should have on your radar
35 • Direct mail fundraising
36 • Legislation: It's not that scary
37 • Storytelling (Josh)
38 • Fundraising (Alison)
39 • Holly will contact someone from Leo Burnett (marketing) about possibility of presenting
40 on social media and marketing
41 • Holly will investigate possibility of intern attending and helping with conference

42
43 **Action item: If Rochester is chosen, Marcy will contact local hospice**
44 **organizations to see if interest in CEU's for Karen's workshops. Karen will send**
45 **Marcy course descriptions.**

46
47 **IX. Web and Publications**

- 48 a. FCA visibility, Google Ad Sense—Holly Shreve Gilbert
49 b. Update on literature/pamphlets—Marcy Klein

1 Holly proposes idea of posting a student internship for FCA.
2 *Karen moves to post the internship, Alison seconds. Approved.*
3 Discussion about possibility of having intern speak at conference.
4

5 **Action item: Holly will advertise for an intern to do social media for FCA and will**
6 **connect with Josh regarding Google Ad Sense.**
7

8 Agreed that next phone conference will be Tuesday, September 5, 7-8 p.m. ET.
9 Agreed that fall board meeting will be in Detroit, November 10-12. Members can find FREE
10 accommodations at Holly's and Karen's (more at Holly's) and we will look for meeting rooms on
11 the Oakland University campus.
12

13 **We need to talk about airport transportation and so forth.**
14

15 Phil moves to adjourn at 11:08 a.m. Second by Karen. Unanimously approved.
16
17
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19 ACTION ITEMS
20

21 **Marcy will contact George and discuss his future as a board member**
22

23 **Marcy and Holly will work on procuring photos for brochures.**
24

25 **Rod will ask PMA who they use to translate brochures and what the pricing is,**
26 **for translation to Spanish.**
27

28 **Josh will facilitate a meeting with Consumer Federation of America when he is**
29 **in Washington. Ask if they have a process for courting corporate**
30 **underwriting.**
31

32 **Alison and Nancy will serve on the fundraising committee. Marcy is happy to**
33 **contribute.**
34 **The task of the fundraising committee is to come up with idea and to come up**
35 **with specific assignments. Committee should look at ideas about should we be**
36 **producing a video.**
37

38 **Karen will look into getting us access to the "striving for excellence" language**
39 **to build affiliate success materials.**
40

41 **ALL: Make sure "new affiliate look" is put on the fall agenda and given**
42 **significant time.**
43

44 **Marcy will appoint two people to review the financial books by the end of the**
45 **year.**
46

47 **Marcy and Josh will work together and ask members to help plan biennial.**
48 **They will assign specific chores.**
49

50 **Holly will advertise for an intern to do social media for FCA and will connect**
51 **with Josh regarding Google Ad Sense.**

1
2 **Josh will check number of downloads of on-line brochures to help determine**
3 **which are most popular and should be translated into Spanish first. Also will**
4 **check with FCA of Arizona re their preferences, and whether they might help**
5 **pay for translation**
6

7 **Marcy and Josh will schedule large block of time devoted to fund-raising in**
8 **November agenda**
9

10 **Action item: Josh will revise the bylaws with new wording and circulate to**
11 **board (add to action items at end)**
12

13 **Action item: Karen will draft language for bylaw revision re industry**
14 **donations for discussion at September teleconference.**
15
16
17

18
19 **“To Audit or Not to Audit”** by Alison Rector , May 2017
20 **Bylaws clauses addressing financial review from other non-profits**
21

22 **Funeral Consumers Alliance, Inc. (Bylaws June 2014)**
23 **This is how the FCA bylaws are currently written:**
24

25 Article XIII: Financial Review

26 The financial records of this organization shall be reviewed by an independent auditor at least once a year.

27 Article XV: Amendment of Bylaws

28 Amendments to these Bylaws may be made at any meeting of the Directors by two thirds (2/3) vote. The
29 content of the amendments shall be mailed or emailed ten (10) days in advance of such meeting; such notice
30 may be waived by unanimous consent telephonically and otherwise. The voting may be made by mail, by
31 proxy, telephone, or any other means of communication.

32 **Here are some other examples:**
33

34 **People’s Memorial Association, Seattle WA (Bylaws 4/9/16)**

35 Article 16- Financial Inspection

36 Sect. 16.1 At the end of each calendar year, the President shall appoint two members from the membership at
37 large to inspect the Association’s financial records of that year, unless an independent financial review is
38 requested by a majority of the Directors then in office at a meeting of the Board.
39

40 Sect. 16.2 Twenty-five (25) members may request an inspection by petition. The request shall be delivered to
41 the Secretary of the Board one month before the close of the calendar year.
42

43 **Memorial Society of Georgia (Bylaws 6/2/2015)**

44 Article V- Audit.

45 An Audit of the Society’s financial records shall be made no less than every three years, within two months of
46 the close of the Society’s fiscal year, which shall be the calendar year. The selection of an auditor shall be at
47 the discretion of the Board of Directors.

1
2 **The Kennebec Land Trust in Maine (Bylaws 8/18/2013)**

3 Article VI- Committees

4 Section 2. Financial Oversight Committee. The Board of Directors shall, during each fiscal year, appoint a
5 Financial Oversight Committee of one or more members or certified public accountant who shall audit, review,
6 or cause the accounts of the corporation to be audited or reviewed at the close of that fiscal year and its report
7 shall be presented to the Board. An audit or review by an independent certified public accountant shall be done
8 at least once every three years.
9

10 **Funeral Consumers Alliance of Maine (Bylaws 11/7/15)**

11 ARTICLE VIII: FINANCE

12 Section 1. An audit of the Corporation's financial records shall be made annually by two (2) members appointed
13 by the President. Such audit shall be made promptly after (1) the close of the Corporation's fiscal year, or (2)
14 the creation of a mid-term vacancy in the office of Treasurer.

15 Section 2. The fiscal year of the Corporation shall commence on January 1 and end on December 31 of each
16 calendar year.

17 **Maine Conference of the United Church of Christ UCC (Bylaws June 2011)**

18 5. Standing Committees of the Coordinating Council:

19 (c) Finance Committee

20 The Finance Committee shall consist of two (2) members of the
21 Coordinating Council appointed annually, two (2) other persons appointed for (staggered)
22 2 year terms, renewable one time, and the Conference Treasurer. At least two (2)
23 members shall have sufficient expertise to follow and interpret the accounting and
24 auditing processes. The chair of the Finance Committee shall be elected from among and
25 by the Committee. The chair shall serve as a member of the Coordinating Council. This
26 Committee shall advise in relation to the general finances of the Conference, and shall
27 make a report thereof to the Coordinating Council as it may require. Prior to the Annual
28 Meeting, this committee shall prepare a report on the state of the treasury, and the amount
29 of money needed for the ensuing financial year and ways and means for acquiring it,
30 which report shall be submitted to the Conference through the Coordinating Council.

31 Bicycle Coalition of Maine:

32 ED Bicycle Coalition describes their process, what they uses for audit (an email from BCM board
33 member/VP):

- 34 1. *Because we get so much government (MaineDOT) funding, we have to do an "Overhead Audit"*
35 *every year. This is in compliance with a document called MAAP, (Maine Uniform Accounting and*
36 *Auditing Practices for Community Agencies).*
37 2. *Once we started applying for foundation grants, we also started asking MacPage (accounting firm)*
38 *for a "financial report". We do the middle level, "review", that is much less than a full audit*
39 *(prohibitive!)*

- 1 3. MacPage also does our annual 990.
2 4. To complete the above, they come in once a year (in May) to do our audit.
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20 **“To Audit or Not to Audit”** **by Alison Rector , May 2017**

21
22 **Funeral Consumers Alliance, Inc. (Bylaws June 2014)**

23
24 **This is how the FCA bylaws are currently written:**

25
26 **Article XIII: Financial Review**

27 The financial records of this organization shall be reviewed by an independent auditor at least once a year.

28 **Article XV: Amendment of Bylaws**

29 Amendments to these Bylaws may be made at any meeting of the Directors by two thirds (2/3) vote. The
30 content of the amendments shall be mailed or emailed ten (10) days in advance of such meeting; such notice
31 may be waived by unanimous consent telephonically and otherwise. The voting may be made by mail, by
32 proxy, telephone, or any other means of communication.

33
34 **FIRST DRAFT OF PROPOSED CHANGE TO BYLAWS**

35
36 **Article XIII: Financial Review**

37 At the end of odd-numbered calendar year, the President shall appoint two members from the membership at
38 large to inspect the Association’s financial records of that year, unless an independent financial review is
39 requested by a majority of the Directors then in office at a meeting of the Board. These two (2) members shall
40 have sufficient expertise to follow and interpret the accounting processes. After financial review, the two
41 members shall prepare a report on the state of the treasury, and the amount of money needed for the ensuing
42 financial year and ways and means for acquiring it, which report shall be submitted to the Board of Directors.

