Funeral Consumers Alliance
Board of Trustees Meeting
Seattle, Washington
May 19-20, 2017

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

AGENDA

I. Approval of Minutes and call to order
   a. Approve minutes of March 29, 2017, teleconference

II. Finances and Fundraising
   a. YTD 2017 Income v Expense Budget v Actual with 2017 YTD for comparison
   b. YTD 2017 Balance Sheet with 2017 YTD for comparison
   c. Major Undertaking Campaign—ED requests help building committee

III. Executive Director’s Report

IV. Ongoing and Upcoming Projects
   a. Standardized format for funeral home price lists—John Lantz
   b. Update on FTC Funeral Rule reform—Josh Slocum
   c. Possible joint project with National Home Funeral Alliance: reaching out to American Hospital Association on policies on releasing bodies to kin

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

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

VII. Staff
   a. Personnel Committee to set salary range for staff by November, 2017
   b. Nastassia Strackbein, office manager, performance review

VIII. Biennial Conference
   a. Form Working Committee to plan programming
   b. Decide on location (some materials enclosed)

IX. Web and Publications
   a. FCA visibility, Google Ad Sense—Holly Shreve Gilbert
   b. Update on literature/pamphlets—Marcy Klein

Friday, May 19, 2017
Meeting called to order at 7:05 p.m.
Members present:
Alison Rector, Marcy Klein, Nancy Petersen, Rod Stout, Philip Olson, Karen Smith, John Lantz, Holly Gilbert
Members absent: George Sanders, excused

Additions to agenda:

- Attendance issue
- Dates and location for next meeting
- Dialogue about affiliate challenges and successes
- Social media marketing for website

I. Approval of Minutes and call to order
   a. Approve minutes of March 29, 2017, teleconference with correction noting that George Sanders was absent

II. Attendance issue.
   a. Marcy points out that George has not been in attendance for about 75 percent of the meetings since his appointment
      *Phil makes a motion that Marcy call George to assess the situation. Concerns include unexcused absence*
      *Nancy seconds the motion*
      Unanimous approval
      Action item: Marcy will contact George and discuss his future as a board member

III. Staff
   b. Discussion of Nastassia Strackbein performance evaluation
      *Motion to approve her evaluation and salary increase by Karen, second by Phil. Approved unanimously.*

IV. Literature (web and publications)
   b. Update on literature/pamphlets—Marcy Klein
      Marcy presents literature report. She has completed a comprehensive revision of FCA brochures and is in process of revising more. YAY, Marcy. Karen proposes a brochure on medical implants. Marcy proposes a brochure “what to do when a loved one dies.”
      Action items: We need to obtain photos and Marcy and Holly will work on procuring.
      Rod will ask PMA who they use to translate brochures and what the pricing is, for translation to Spanish.
      Discussion about possibility of adding Spanish to FCA website
      Action item: Josh will check number of downloads of on-line brochures to help determine which are most popular and should be translated into Spanish first. Also will check with FCA of Arizona re their preferences, and whether they might help pay for translation.
V. Ongoing and Upcoming Projects

b. Update on FTC Funeral Rule reform—
   Josh Slocum reports that things are moving slowly

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

Saturday, May 20
Meeting called to order at 9 a.m.

Members present:
Alison Rector, Marcy Klein, Nancy Petersen, Rod Stout, Philip Olson, Karen Smith, John Lantz, Holly Gilbert

Members absent: George Sanders, excused

II. Finances and Fundraising

a. YTD 2017 Income v Expense Budget v Actual with 2017 YTD for comparison
b. YTD 2017 Balance Sheet with 2017 YTD for comparison

Major challenges this year include, as always, fundraising Josh says.
Affiliate dues appear to be on target to meet budget. Josh reminds that the bulk of these
donations are made in the fall.
“Before I Go” sales have increased since they’ve been promoted on the front of the website.

c. Major Undertaking Campaign—ED requests help building committee

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

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

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

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

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

Josh suggests that we have a fundraising committee to take some responsibility for this. His
days are overly full.
Alison suggests we focus on putting together a fundraising committee

Phil moves that we form a fundraising committee. Second by Alison. Unanimous approval.
Action item: Alison and Nancy will serve on the committee. Marcy is happy to contribute.
The task of the fundraising committee is to come up with idea and to come up with specific assignments. Committee should look at ideas about should we be producing a video.

III. Executive Director’s Report

IV. Ongoing and Upcoming Projects
   a. Standardized format for funeral home price lists—John Lantz

       John suggests we create and adopt a form for GPL (or similar) that is “searchable.”
       Nancy encourages us to focus on what FCA does that is unique, advocacy and education and empowerment
       Holly suggests five-year plan
       John suggests we have a five-year plan committee. This is to be added to our discussion on Sunday.

   b. Update on FTC Funeral Rule reform—Josh Slocum (see Friday’s minutes)
   c. Possible joint project with National Home Funeral Alliance: reaching out to American Hospital Association on policies on releasing bodies to kin

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

V. Affiliate Relations
   a. Report on Affiliate phone calls and results from all board members

       Nothing exciting to report from most affiliates. There were a lot of non-responses. Minneapolis affiliate has some issues with national, Marcy and Josh have been thoughtfully responding to concerns.

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

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

       Marcy suggests we draft a letter from the board to begin the process of introducing new affiliate model. Karen suggests that we have a clear vision of what this looks like first.
Nancy suggests we can have “representatives” of FCA, as an option to being an “affiliate.”
Rod suggests the word “partners.” He suggests that we will alienate a significant portion of people. Suggested that we work this new concept in gradually.

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

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

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

“New FCA Affiliate” look brainstorming

Josh feels we should encourage smaller, struggling affiliates to merge.
Karen: Should affiliate members join? Is that the model we want to keep?
Phil: Affiliate should actually offer advocacy and resources. Should know the laws in their state. They should have a website providing resources.
Josh no more Americans really understand funeral rule. Even our membership doesn’t understand.
Karen’s striving for Excellence model -
• Minimum standards – education, advocacy and a website with resources
• Support expansion of funeral rule and make sure you understand it
• Work to have a legislative agent
• Plan for next 5 years of FCA management- succession plan
• Conduct an annual meeting
• Memberships on other community organizations as FCA to share notices of educational events and info
• Connect with your community, consider joining the Chamber of Commerce
• Create a FB page and LIKE other FCA FB pages share, share, share
• Encourage FCA to address funeral industry wrongs – let national know and guide you in your response
• Goal to get people thinking ahead

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

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

Action item: Karen will look into getting us access to the “striving for excellence” language
Action item: Make sure the “new affiliate look” is put on the fall agenda and given significant time

VI. Governance
a. Discussion of amending bylaws to address donations from industry
Karen recommends that $1,000 is a reasonable guideline for such donations.

**Action item: Karen will draft language for the bylaws for tomorrow’s meeting**

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

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

See attached.

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

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

**Action item: Marcy will appoint two people to review the books by the end of the year.**  
**Action item: Josh will revise the bylaws with new wording and circulate to board (add to action items at end)**

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

**VII. Staff**

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

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

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

Josh’s review will be addressed at the November meeting.


**VIII. Biennial Conference**

a. Form Working Committee to plan programming

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

b. Decide on location (some materials enclosed)
Phil moves to hold 2018 conference in Rochester, NY. Karen seconds. Unanimous approval.

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

Sunday, May 21
Meeting called to order at 9 a.m.

Members present:
Alison Rector, Marcy Klein, Nancy Petersen, Rod Stout, Philip Olson, Karen Smith, John Lantz, Holly Gilbert

Members absent: George Sanders, excused

VIII. Biennial Conference (cont’d)
   a. Form Working Committee to plan programming
   b. Decide on location (some materials enclosed)

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

Tentative date for conference, June 21-24, 2018

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

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

IX. Web and Publications
   a. FCA visibility, Google Ad Sense—Holly Shreve Gilbert
   b. Update on literature/pamphlets—Marcy Klein
Holly proposes idea of posting a student internship for FCA.

Karen moves to post the internship, Alison seconds. Approved.

Discussion about possibility of having intern speak at conference.

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

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

We need to talk about airport transportation and so forth.

Phil moves to adjourn at 11:08 a.m. Second by Karen. Unanimously approved.

**ACTION ITEMS**

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

Marcy and Holly will work on procuring photos for brochures.

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

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

Alison and Nancy will serve on the fundraising committee. Marcy is happy to contribute.

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

Karen will look into getting us access to the “striving for excellence” language to build affiliate success materials.

ALL: Make sure “new affiliate look” is put on the fall agenda and given significant time.

Marcy will appoint two people to review the financial books by the end of the year.

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

Holly will advertise for an intern to do social media for FCA and will connect with Josh regarding Google Ad Sense.
Josh will check number of downloads of on-line brochures to help determine which are most popular and should be translated into Spanish first. Also will check with FCA of Arizona re their preferences, and whether they might help pay for translation.

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

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

Action item: Karen will draft language for bylaw revision re industry donations for discussion at September teleconference.

“To Audit or Not to Audit” by Alison Rector, May 2017

Bylaws clauses addressing financial review from other non-profits

Funeral Consumers Alliance, Inc. (Bylaws June 2014)

This is how the FCA bylaws are currently written:

Article XIII: Financial Review

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

Article XV: Amendment of Bylaws

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

Here are some other examples:

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

Article 16- Financial Inspection

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

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

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

Article V- Audit.

An Audit of the Society’s financial records shall be made no less than every three years, within two months of the close of the Society’s fiscal year, which shall be the calendar year. The selection of an auditor shall be at the discretion of the Board of Directors.
The Kennebec Land Trust in Maine (Bylaws 8/18/2013)
Article VI- Committees
Section 2. Financial Oversight Committee. The Board of Directors shall, during each fiscal year, appoint a
Financial Oversight Committee of one or more members or certified public accountant who shall audit, review,
or cause the accounts of the corporation to be audited or reviewed at the close of that fiscal year and its report
shall be presented to the Board. An audit or review by an independent certified public accountant shall be done
at least once every three years.

Funeral Consumers Alliance of Maine (Bylaws 11/7/15)
ARTICLE VIII: FINANCE
Section 1. An audit of the Corporation’s financial records shall be made annually by two (2) members appointed
by the President. Such audit shall be made promptly after (1) the close of the Corporation’s fiscal year, or (2)
the creation of a mid-term vacancy in the office of Treasurer.
Section 2. The fiscal year of the Corporation shall commence on January 1 and end on December 31 of each
calendar year.

Maine Conference of the United Church of Christ UCC (Bylaws June 2011)
5. Standing Committees of the Coordinating Council:
(c) Finance Committee
The Finance Committee shall consist of two (2) members of the
Coordinating Council appointed annually, two (2) other persons appointed for (staggered)
2 year terms, renewable one time, and the Conference Treasurer. At least two (2)
members shall have sufficient expertise to follow and interpret the accounting and
auditing processes. The chair of the Finance Committee shall be elected from among and
by the Committee. The chair shall serve as a member of the Coordinating Council. This
Committee shall advise in relation to the general finances of the Conference, and shall
make a report thereof to the Coordinating Council as it may require. Prior to the Annual
Meeting, this committee shall prepare a report on the state of the treasury, and the amount
of money needed for the ensuing financial year and ways and means for acquiring it,
which report shall be submitted to the Conference through the Coordinating Council.

Bicycle Coalition of Maine:
ED Bicycle Coalition describes their process, what they uses for audit (an email from BCM board
member/VP):
1. Because we get so much government (MaineDOT) funding, we have to do an “Overhead Audit”
every year. This is in compliance with a document called MAAP, (Maine Uniform Accounting and
Auditing Practices for Community Agencies).
2. Once we started applying for foundation grants, we also started asking MacPage (accounting firm)
for a "financial report". We do the middle level, "review", that is much less than a full audit
(prohibitive!)
3. MacPage also does our annual 990.
4. To complete the above, they come in once a year (in May) to do our audit.

“To Audit or Not to Audit” by Alison Rector, May 2017

Funeral Consumers Alliance, Inc. (Bylaws June 2014)

This is how the FCA bylaws are currently written:

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FIRST DRAFT OF PROPOSED CHANGE TO BYLAWS

Article XIII: Financial Review

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