Minutes of: New York State Society of Certified Public Accountants Board of Directors Meeting

Date & Time: Friday, December 12, 2014, 9:00 a.m. to 1:23 p.m.

Location: NYSSCPA Offices, 14 Wall Street, 19th Floor, New York, New York

Presiding Officer: Scott M. Adair, President

NYSSCPA Board Members Present:
- Joseph M. Falbo, Jr, President-elect
- Harold L. Dieters III, Vice President
- Timothy Hedley, Vice President
- Scott D. Hosler, Vice President
- Cynthia A. Scarinci, Vice President
- F. Michael Zovistoski, Secretary/Treasurer
- Anthony T. Abboud
- William Alken
- Gregory J. Altman
- Paul E. Becht
- Barbara E. Bel
- Christopher G. Cahill
- John F. Craven
- Peter H. Frank
- Rosemarie Giovinazzo-Barnickel
- Elizabeth A. Haynie
- Jan C. Herringer
- Scott Hotalen

NYSSCPA Board Members Absent:
- Anthony S. Chan
- J. Michael Kirkland

Staff Present:
- Lisa Axisa
- Polina Brandis
- Robert Busweiler
- Colleen Lutolf

Guests Present:
- Edward J. Torres, Chair, Virtual Currency Task Force
Attendance was taken, and President Scott M. Adair established that a quorum was present and called the meeting to order at 9:00 a.m.

**Action Items**

a. **Approval of Minutes of September 12, 2014, Board of Directors Meeting**

Mr. Adair asked the Board to consider and approve the minutes of the September 12, 2014, meeting. Ms. Giovinazzo-Barnickel moved to approve the minutes, and Mr. Hosler seconded the motion. Ms. Giovinazzo-Barnickel suggested that the chapter representative report be amended to state that $200,000 was raised “over 12 years.” The motion passed with the amendment without objection.

b. **Financial Statements Ending September 30, 2014**

Mr. Zovistoski presented the financial statements to the Board. Mr. Deiters moved to approve the financial statements, and Ms. Bel seconded the motion. After discussion, the motion passed without objection.

c. **Appointment of Nominating Committee Chair**

Mr. Adair announced that Ms. Renee Rampulla had been appointed Chair of the Nominating Committee.

d. **Membership Report/Dues Update**

Ms. Barry presented the membership report and announced that after approval of the 212 new members, the Society’s membership total would be 28,821, not including the student members. With the student members, the total is up to 29,537. Mr. Frank moved to approve the membership report, and Mr. Milisits seconded the motion. The motion passed without objection.

e. **Selections Subcommittee Report**

Mr. Falbo presented the subcommittee report, which listed those members who had submitted an interest in serving on the AICPA Council. He called for any additional nominations
from the floor. Mr. Adair gave the Board an overview of the role of the AICPA Council and asked if there were any nominations from the floor. There being none, Mr. Adair announced that the nominations process had closed. Messrs. Hedley and Van Osten were designated vote counters.

A vote was held and Mr. Peter Frank was appointed to a three-year term, Ms. Barbara Bel was appointed to a three-year term, and Ms. Ita Rahilly was appointed to a one-year term.

f. NYSSCPA Speaker Policy
Mr. Adair presented the proposed speaker policy. Discussion followed on possible changes to the speaker policy. Mr. Surace motioned to approve the policy as amended, and Ms. Giovinazzo-Barnickel seconded the motion. The motion passed without objection.

g. Appointment of Auditor
Mr. Ruppel announced the end of the auditor selection process led by the Audit Committee. He noted that an RFP was issued and nine responses were received, out of which four firms were interviewed. The final decision was to select CohnReznick LLP for four years. Mr. Craven motioned to approve the firm, and Mr. Zovistoski seconded the motion. The motion passed without objection.

### Officer Reports

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a. Chapter Updates
Messrs. Hosler and Deiters pointed out that attendance was light on the previous day’s chapter presidents call. They requested that someone from each chapter be on the monthly chapter meeting calls, if possible. Mr. Adair commented that it would be good if chapter reps were on the call.

b. Reports from Chapter Representatives:
   I. Mr. Aiken from the Manhattan/Bronx Chapter reported that the chapter is doing well. They have done 11 events, including 7 CPE events about ethics, identity theft, and seniors. He noted that chapter’s involvement in the NY Cares event, then gave a detailed calendar overview of each event and detailed future events.
II. Mr. Becht from the Suffolk Chapter reported that the recent chapter meeting was well attended. He announced that the chapter has held three meetings and hosted several large events, including networking events; the chapter also participated in the Toys for Tots charity. Mr. Becht talked about the NextGen Long Island beach cleanup event. He noted that the chapter has several active committees that hosted over two dozen events and noted the addition of a new Forensic Accounting Committee. He discussed his conference call with the Board regarding the streamlining of processing CPE and non-CPE registration. Mr. Adair mentioned that the FAE Board was also discussing a streamlining process. Mr. Becht announced that an issue the chapter faced was attracting members for the NextGen Committee. Mr. Adair asked the present Board members for suggestions, and some were provided.

III. Mr. Milisits from the Rockland Chapter reported that the chapter was facing timing and subject matter issues at their events. He noted that members did not want non-CPE events. Mr. Milisits announced that the chapter had done a survey midyear and will now use this survey to plan the year ahead. Overall, the chapter held seven seminars and 25 CPE hours. Mr. Milisits announced that at the beginning of the fiscal year, the officer induction turnout was poor. However, the chapter is in line with the budget. NextGen initiatives included mock interviews and a presentation to students at North Rockland High School.

IV. Mr. Young from the Rochester Chapter announced that the chapter president, Ms. Spina, personally reached out to local firms on behalf of NextGen, and as a result, 14 people joined. He announced that 60% more people were at the annual Clambake event; the chapter is getting technology committees off the ground. He also noted the chapter’s involvement with Habitat for Humanity and the success of the Sunrise Program. Mr. Young briefly discussed plans for next year. Several people from the Board made positive comments about the chapter president.

V. Ms. van Bladel from the Northeast Chapter announced that the chapter was struggling with programming. She focused
on some engagement issues the chapter is having. Suggestions from the Board followed. She noted that procuring resources from local firms was challenging.

c. Society Comments
Mr. Hedley made some positive comments about the high quality and good editing of the letters. There were 13 letters issued. Mr. Adair expressed gratitude, and moved the meeting forward.

d. Committees Update
Ms. Scarinci reported that 97 committee meetings and 17 CPE events were held. As a result, 16 new members have been added. She announced that the age group statistics are as follows: 21% were 21 years old and younger, and 52% were 41 years old and younger. She announced that recruiting efforts are good; the technical publication is also doing well. Ms. Scarinci noted that the meeting of the Awards Committee is February 13, and that the Banking Committee is being refocused and reinstated.

e. Nominating Process Update
Mr. Zovistoski announced a nominating process update: There were seven people vetted so far who could potentially fill vacant seats. He noted that January 8, 2015, would be the next event when the committee will meet and vet candidates.

f. AICPA Council Update
Mr. Adair announced that the dates of the AICPA Council meeting were October 19–22. He reported that discussion topics included CPE blocks, a “big data” guest speaker, and a “disruption of business opportunity” guest speaker.

a. IT Compliance
Mr. Adair gave the floor to Ms. Barry. She announced that the NYSSCPA is focused on IT compliance and that the Society has a security data consultant (PCI). Ms. Barry noted that, according to the security data consultant, the Society passed compliance testing.
Mr. Adair announced that the committee met and the core values had been developed. He also noted that during the forthcoming March meeting, there will be a new mission and vision statement on which the Board will vote.

**a. FAE Update**

Ms. Barry announced that overall conference registration has increased by 3%. In-person registration decreased by 15%, while web registration increased by 49%. She noted that there were fewer seminars this year; however, registration has gone up 26%. In-person registration has decreased 9%, while web registration increased by 27.56%. Ms. Barry noted that these are good numbers in terms of bodies in seats, but because the prices online are lower, it will only be clear how FAE is doing at the end of the busy season.

Ms. Barry further discussed FAE programming in development including succession planning courses, a CAMICO risk management certification program, and offering micro courses.

**a. Communications and Marketing Report**

Ms. Lutolf announced that the goal of Communications was to raise visibility and raise membership. She noted that in four months, there were 32 placements in a series of publications, including TV and radio. She reported that there was an initiative to move from print to digital sources. Ms. Lutolf highlighted the Albany Chapter’s doing a one-hour television segment, which she wanted to expand to other chapters.

Ms. Lutolf spoke about the website redesign project, with a launch scheduled for Spring 2015. Mr. Falbo suggested that the timing of the new website can be used to entice members to pay their dues as something new and exciting happening at the Society.
Recruitment and Retention

a. Membership Department Initiatives
Ms. Axisa reported that during the 2014 recruitment events, over 25 new members were recruited.

The NextGen program is growing to include career fairs and other events. There is also a move toward a 100% Membership Program that participating firms can offer on their websites, such as customizable brochures that members can use, and other tools to promote themselves as 100% members. Other initiatives mentioned were Member-Get-a-Member, and lapsed member/nonmember/CPA Journal subscribers e-mail campaigns.

Ms. Axisa talked about retention and engagement. She noted that the retention process starts in January, with special attention given to people who are almost Lifetime Members, as well as those who are moving between dues categories. Member benefits and services were discussed. It was noted that there are two dedicated people in the Membership Department who deal with chapter activities.

Ms. Axisa also reported that the COAP program has approximately 250 students each year, with approximately 3,000 students total over the life of the program.

Advocacy

a. Discussion of 2014/2015 Legislative Agenda
Mr. Busweiler announced that the state Legislature is out of session and that he was following a few federal items. He announced that activity since September included increased outreach through legislative breakfasts in Buffalo and Rochester. Mr. Adair commented that Senate Majority Leader Joseph D. Morelle appreciated the breakfast event, which is helping to make personal connections with Assembly leaders.

b. State Board Update
Mr. Pryba reported on items discussed at the recent State Board meeting, including revisions to Rule 29.10 of the Board of Regents, as well as staffing issues plaguing the department which have created a license processing backlog.
Mr. Adair announced that Ms. van Bladel’s chapter issues should be discussed at a subsequent meeting. He asked if there were other suggestions; there were none.

No executive session was held.

Mr. Frank moved to adjourn the meeting at 1:23 p.m., and Mr. Deiters seconded the motion. There being no objection, the meeting was adjourned.

Respectfully submitted,

F. Michael Zovistoski
Secretary/Treasurer