

MEETING MINUTES

2024-2025 Board of Directors Meeting #2 - Minutes

September 11, 2024, at 2:30 pm

Location: Hilton Harrisburg, Penn Harris Room, Harrisburg, PA

Attendees Present:

Board Members: Mark Markosky (President), Mike Bougher (Immediate Past President/National Director), Mike Girman (President Elect), Rosanna Smithnosky (Vice President), Eric Meyer (Treasurer), Casey Moore (Secretary), Maggie Talarico (remote), Colleen Meiswich, Mark Kinnee (remote), Josh Wilson (remote), Tony Dougherty, Damon Rhodes, Dan Laird, Scott Zeevaart, Jim Maloney, Joseph Riley, Matt Macey, Larry Bankert (**Quorum satisfied**)

ACEC/PA Executive Director: Brent Sailhamer

ACEC/PA Staff: Sarah Babski, Jean Brackbill

Not present: N/A

Guests: Todd Morris, Jim Ritzman, Pete Kaplan, Crystalann Deardorff

I. Call to Order/Roll Call

- Mark Markosky called the meeting to order at 2:30 PM.
- Roll call was conducted by Casey Moore. Quorum confirmed.

II. Antitrust Policy

- Markosky reminded attendees of the antitrust policy and to review.
- Attendees were informed the meeting would be recorded to prepare a summary of minutes.

III. Consent Agenda – Mark Markosky

- Reviewed board and annual meeting minutes from June 2 and June 4, 2024.
- Minor spelling corrections noted; no further discussion needed.
- *Motion made by Eric Meyer; Damon Rhodes seconded to approve consent agenda. Unanimously passed.*

IV. Financial Report and Audit – Eric Meyer/Jean Brackbill

Financial Report

- Refer to Treasurer's memo provided in Board packet for meeting – budget vs. actuals
- Membership dues recorded as earned annual revenue.
- Scholarship outing budget and net revenue discussed.
- Unbudgeted expenses noted, including \$7,000 from membership transition to Novi.
- Increased insurance expenses noted.
- Non-operating income of \$20,000 due to unposted event income.
- Question and discussion on cyber policy premium increase. Budget increase for future and

get cost comparisons.

- *Motion to approve made by Rosanna Smithnosky; seconded by Casey Moore. Financials unanimously passed.*

FYE2024 Audit

- Finance committee reviewed draft audit of financial statement documents. Moved to advance to BOD for any discussion or questions.
- Hearing none, *motion to concur with draft audit materials was made by Larry Bankert and was seconded by Eric Meyer. Unanimously passed.*

V. Membership Report – Rosanna Smithnosky/Sarah Babski

- Membership report for August 2024 was reviewed.
- Discussion held on three dropped members (RIG, Carroll Eng., and KMJ Consulting) and reasons for dropping.
- Stronger collections YTD with two-thirds members paid to date.
- Although dropped members, increase in membership at \$10k over budgeted amount.
- Plans for a member survey to be crafted and sent to membership to support strategic planning. Rosanna to prepare.
- Discussed a few possible NEW members (GDH and Drive Eng.). Board members Colleen Meiswich and Larry Bankert to reach out to them.
- *Motion to approve membership report was made by Tony Dougherty and seconded by Damon Rhodes. Unanimously passed.*

VI. National Director & PAC Report – Michael Bougher

ACEC National News

- Fall 2024 conference in New Orleans in October mentioned.
- Discussed forums and legislative efforts.
- Noted upcoming webinar on tax changes with Katherine Mottley.

PAC Report

- Board contributions to CEPA PAC and National PAC discussed.
- Sweepstakes for National PAC reminder provided to Board.
- Brent to send out email reminder to primary ACEC/PA members about PAC support.
- National and ACEC/PA state PAC goal progress provided.

VII. Events Report – Sarah Babski

- Refer to attached report update from Sarah.
- Scholarship golf outing (9/9) and Fall Infrastructure Conference (9/10-9/11) concluded.
- Golf outing expected to raise \$14k for scholarship (similar to 2023), even with revenue/sponsors down combined with expense reductions and competing outings on same day.
- Infrastructure Conference to yield about \$12k vs \$27k budgeted, due to lower attendee numbers and some decrease in sponsorships.
- Discussion on event attendance and potential changes to improve participation with

competing conferences. Considering different programs, length/layout of days, and even uncoupling the golf outing from conference were among them.

- Dan Laird made suggestion on having presenters meet virtually with those sponsoring as a group in advance of conference.
- Sarah to gather metrics for both events to consider future payout and timing changes.
- Regional meetings kick off in late September/early October and the Diamond Awards are next big upcoming events. Calendar and new website have all the details.
- Diamond Awards committee may have new award this year.
- Discussed a member-referred Trailblazer Award potential. Item to be sent to the Awards Committee to vet idea and potential criteria. Board generally likes an idea of an individual award, but criteria and how sponsored need to be carefully considered.
- Rosanna recommended that subconsultant's should be presented with a paper certificate when the PRIME on the project wins at Diamond Awards.

VIII. Government Affairs – Jim Ritzman

- 26 people serving on the committee
- New Government Affairs meetings are to be a reception-style format. 10/16 is first event.
- Emphasis on attendees getting to know legislators.
- Fall Day on 11/20 at the Capital will be different format.

IX. Committee Reports – Crystalann Deardorff, Pete Kaplan, Todd Morris

- **Diversity, Equity, Inclusion, and Belonging/Diverse Partnerships Committee (Deardorff):** Meetings scheduled, but low attendance. Criteria for Diamond Awards being revised. Trying to get DOT and Turnpike folks involved with committee. Support to PennDOT Mentor-Protégé Program.
- **Safety Committee:** Collaboration with PennDOT and Turnpike on safety videos, development of resources. Discussed starting ACEC/PA meetings with Safety Tip.
- **Workforce Development Task Force:** Has key support from John Robinson and Mahmood Shehata. Focus on K-12, young leaders, and non-traditional students. Held two meetings this fiscal year to date.
- Sarah stated that the Scholarship Committee needs additional support going forward.

X. Strategic Plan Update – Jim Maloney

- Initiating to prepare our new three-year strategic plan for 2025-2028, while closing out items in the current plan. Scorecard to be updated in December 2024.
- Facilitator/moderator will be Rose Bougher.
- Workshop planned for February/March 2025.
- Member survey to be developed for feedback. Committee chairs to provide input.
- Industry advisory/adhoc group to gather input for plan focus areas.

XI. Executive Director's Report – Brent Sailhamer

- ACEC National Item
 - Released status of lump sum discussion. Brent to send to Board to read.
 - Conversations with PA Turnpike and others indicate reservations about scope

creep, but efforts are being made to address these concerns. Arrange a meeting with experienced individuals to narrow the project scope and avoid issues.

- A report is due to be sent to relevant parties, including PennDOT.
- Concerns raised by membership about the push for lump sum projects.
- The conversation highlighted the need for education, both for members and clients, on how lump sum contracts work, and how they can be beneficial by removing certain administrative burdens, such as oversight on overhead rates.
- Suggestions were made for educational opportunities, including joint sessions or webinars, to help both members and clients understand the value and process of lump sum contracts. Possibly sponsor member lunch & learn with ACEC's Steve Hall as a webinar.
- Board discussed ensuring that members are on board before pushing for national initiatives, like lump sum contracts.
- Dues Payment Timeline
 - Current outstanding dues amount to nearly \$203,000, representing 37% of overall dues.
 - 71 days into the new fiscal year, many invoices remain unpaid despite billing having occurred at the start of July.
 - Last fiscal year, dues were still being collected as late as March and April.
 - Multiple excuses for delayed payments were cited, such as invoices being lost in spam or sent to incorrect individuals.
 - Discussion about setting a formal cutoff for dues payment. Comparisons were drawn to ACEC National, which operates on a much shorter timeline than the current informal practice of waiting nearly a year.
 - It was suggested that access to events, communications, and member benefits (e.g., Diamond Awards) be revoked if dues remain unpaid after the cutoff period.
 - Currently, two invoices have been sent, with reminders being sporadic.
 - There is a recommendation for a structured invoicing schedule: one invoice at the beginning of July, followed by additional reminders at the beginning of August and September.
 - Firms that remain delinquent past 90 days would face suspension from benefits.
 - Bylaws (Section 3.6) already state that firms must pay dues within 90 days or face automatic suspension.

There was agreement to enforce this rule more strictly going forward.

- There was a debate over whether a reinforcement policy should be added to the bylaws or simply included in governance materials.
- Members can log into their accounts to view payment status in real-time using the Novi system, reducing the need for frequent manual reminders.
- It was suggested that future invoices include a direct statement regarding the consequences of non-payment after 90 days, with potential inclusion of the bylaw language.
- The group agreed to formalize the 90-day cutoff and ensure reminders are sent out on a set schedule (July, August, September).
- **Action Item** - The finance committee will determine the best approach for

enforcing dues collection, including possible public reminders or personal follow-ups by board members.

- Website Transition to NOVI
 - The organization's website transitioned to a new platform on September 1st, with content migration ongoing.
 - The new website is significantly more user-friendly and functional for both members and administrators.
 - Members can now view their account standing in real-time and see dues payments and invoices.
 - The new system features extensive automation, reducing manual data entry and increasing efficiency.
 - The Novi database is integrated with QuickBooks Online, automating income recording and credit card payments. Reduced administrative workload, as payments are automatically processed and deposited into the organization's bank account.
 - If users notice any missing content, please be patient and send a note to staff.
- BISECT Proposal

Originally discussed at June Board meeting, the Bisect Proposal aims to fund road and bridge repairs using revenues from a capped sales tax on vehicle sales in Pennsylvania.

 - To secure consistent funding, Sen. Pittman proposed legalizing and regulating Video Gaming Terminals (VGTs), often seen in places like truck stops and social clubs. Tax revenues from these terminals would help cover transit agencies' \$283 million and road/bridge repairs.
 - This approach would create a guaranteed revenue stream by adjusting the number of terminals based on funding needs.
 - Senate Majority Leader stated that sales tax alone is insufficient, necessitating funding from the general fund—a complex process due to differing legislative priorities.
 - The proposal has divided opinions: Senate Republicans support VGT regulation, while House Democrats prefer revenue from casinos (which generate more urban, concentrated income).
 - Governor's role is crucial: his stance could sway House Democrats toward approving VGT regulation.
 - With limited legislative days left in the fall, it is unlikely to be action on this proposal and will be delayed until next year.

XII. President's Report – Mark Markosky

- Committee Assignments
 - Now complete. Find in Board meeting packet.
- PennDOT Leadership Update
 - Brent and 3P's had excellent first meeting with PennDOT executive committee and Secretary Carroll.
 - Thanked DOT for supporting indemnification language.
 - Board discussed the merit of having legislation to support the indemnification

- language, but ACEC/PA not to push.
- Matt Macey noted that the Turnpike has not signed off on the language PennDOT had.
- 3 P's touched base with DOT on BISECT proposal and ACEC/PA support.
- Discussed Design Build Best Value – nothing new
- House Transportation Hearing
 - Mark Markosky provided his first testimony in his President role for ACEC/PA and went well.

XIII. New Business – Mark Markosky

- Member Feedback
 - Conflict of interest concern on disqualification (DQ).
 - Discussed if anyone knew how PennDOT determines DQ status. Tony Dougherty expressed that conflict matrix in construction committee with DOT helps with DQ status.
 - **Action** - Need to discuss further with DOT about how old job #'s and new job #'s could be found to determine if a conflict of interest would exist, or list conflicted firms. A tool should be provided if DOT has a way they can determine conflicts. Mergers or acquisition of firms adds further confusion.
- PTC Scope of Work
 - Issue brought forward for one member firm. Issue tabled for later time and should be a broad problem and not a one-off issue.

XIV. Executive Session – Mark Markosky

- N/A

XV. Meeting adjourned at 5:35 PM.

- Motion to adjourn made by Eric Meyer, seconded by Larry Bankert, and unanimously approved.

Action Items

- **Financials:** Follow up on cyber policy premium and future projections.
- **Membership:** Conduct member survey and gather feedback on strategic planning topics.
- **Events:** Analyze golf outing and conference attendance data and format accordingly.
- **Strategic Plan:** Prepare for workshop and gather input from various sources.
- **Conflicts of Interest:** Work with PennDOT to establish tool for ease to determine.

Follow-up Points

- **Audit Documents:** Ensure final documents are signed and submitted.
- **Membership Dues:** Implement a formalized process for dues payment timeline and consequences for non-payment. Communicate to members.
- **Website Transition:** Continue migrating content and address any missing information.
- **Legislative Update:** Monitor the BISECT proposal & video gaming terminals.