

Local Government Attorneys of Virginia | Board of Directors Meeting Minutes
October 5, 2023 at 9 a.m. | Hyatt Regency Reston, Reston

2023 Fall Quarterly Meeting

Attendees: Lesa Yeatts (President), Andy Herrick (Vice President), Mark Popovich (Immediate Past President), Courtney Sydnor (Secretary), Kelly Lackey (Treasurer), Michael Abbot, John Blair, Martin Crim, Brandi Law (remote), Patrick Murphrey, Ryan Samuel, Tyler Southall, Alan Spencer

Staff: Amy Sales, Christy Jenkins, Bill Murrill, David Wagoner

Guests: None

Absent: None

Ms. Yeatts declared a quorum and started the meeting at 9:10 a.m.

Minutes

- A. Ms. Yeatts presented the July 20, 2023 Retreat Summary. No approval is required.
- B. Ms. Yeatts moved to approve the July 21, 2023 Minutes. Mr. Popovich seconded the motion. The minutes were approved unanimously (Mr. Crim and Mr. Samuel not yet present).
- C. Ms. Yeatts moved to approve the August 15, 2023 Minutes., Mr. Popovich seconded the motion. The minutes were approved unanimously (Mr. Crim and Mr. Samuel not yet present).

Officer's Reports

- A. President (Yeatts)
 1. 2024 Spring Conference Committee: Ms. Yeatts shared that the Chair will be Andrew McRoberts and listed the committee members and their experience. She asked for Board input on the Chair's request to appoint additional Sands Anderson staff.
 - i. DISCUSSION: Ms. Lackey shared that a larger committee helps the workload. Ms. Sydnor shared the need to have a Board Liaison.
 - ii. ACTION: Ms. Law agreed to serve as Board Liaison.
 2. Update on Annual Sponsor Calls: Ms. Yeatts presented the summary chart of annual sponsorship discussions. Ms. Sales noted that AquaLaw was not contacted and that Kaufman & Canoles is not an annual sponsor, but they are interested. McGuire Woods will support at the \$12,000 level. Sands Anderson and Hunton Andrews Kurth, will support at \$15,000 and Pender & Coward and Troutman Pepper did not specify an amount, but shared that the speaking opportunities are the biggest benefit. Ms. Yeatts shared that Briglia Hundley will stay at \$10,000 and shared that the principals are concerned about LGA's financial structure and asked for a meeting with major sponsors.
- B. Vice President (Herrick): Mr. Herrick shared the VSBA litigation issue. He was unsure what it meant for LGA and whether they want to have a role in the litigation. There was a question about VML and VACo involvement. No action is being taken.
- C. Treasurer (Lackey):
 1. Approval of FY2023 year-end budget reports: Ms. Lackey presented the report.
 - i. DISCUSSION: Mr. Murrill shared some financial highlights including: dues were up over estimates by \$7,000. He shared that the financial position is good, but the operational deficit remains an issue that needs to be fixed.

- ii. ACTION: Mr. Crim moved to accept the FY-2023 year-end financials. Mr. Spencer seconded the motion. The motion was approved unanimously.
 - iii. Mr. Murrill added that the CPA who provides the annual audit may no longer provide that service. He asked if there needs to be a formal Board decision to move to a different firm. Ms. Sales will search the P&P for service agreement requirements.
- 2. FY2024 -- September 2023 financial reports:
 - i. DISCUSSION: Ms. Lackey shared that because of the early October meeting, the information in the Board packet is incomplete. The report was provided during the meeting. Mr. Murrill shared the September Treasurer's Report, reviewing the reconciliation summary, credit card charges, advances, Truist activity, and the P&L, noting that membership renewals were down and that early discount affected conference revenue.
 - ii. ACTION: Ms. Yeatts asked for a motion to approve the September 2023 Treasurer reports. So moved by Mr. Blair and seconded by Mr. Samuel. The reports were approved unanimously.
 - iii. DISCUSSION: Ms. Lackey added that there was a sponsorship request for the Local Government Paralegals Association conference, which LGA has supported in the past at \$500. She shared that the donations budget line item is \$700 and asked for Board input on providing this sponsorship. Ms. Lackey also shared the agenda items and speaker list for the upcoming conference. Ms. Custer shared that LGA has given this group support without Board approval. She noted that there is a \$200 balance if the Board wants to provide other donations or gifts. Ms. Lackey shared that LGA eliminated general charitable donations, but acknowledged that this organization directly supports local government work.
 - iv. ACTION: The Board decided by consensus to sponsor the paralegal event.
- 3. Vanguard and Truist Account Authority
 - i. DISCUSSION: Ms. Lackey shared that the Vice President and the Treasurer have access and asked if Mr. Murrill may have view-only access.
 - ii. ACTION: Mr. Abbott moved to ratify the Truist account to remove Ms. Custer as a signatory and add the Vice President and Treasurer as signatories, and to grant the CFO with view only access to the Truist and Vanguard accounts. Mr. Blair seconded the motion. The motion was approved unanimously.
- D. Secretary (Sydnor): There were no electronic votes to report. However, Ms. Sydnor asked when the annual sponsorship support change would be implemented. Ms. Sales shared that FY2024 billing occurred in September 2023 and that new levels of commitment and benefits could occur at the beginning of FY2025, or September 2024. Ms. Sydnor asked for follow up conversations with annual sponsors acknowledging their level of commitment and benefits and providing a timeline.

Conference Administration (Jenkins)

- A. Approval of the 2023 Regional Seminar Financial Statement: Ms. Sales presented the final financials showing a profit.
 - a. DISCUSSION: Ms. Sales noted that 15 of the 42 in-person attendees were speakers.
 - b. ACTION: There was no official vote.
- B. 2023 Fall Conference Update:
 - a. Second budget estimate. Ms. Jenkins shared that registration is at 257 with more than 30 first-time attendees, or double the typical amount. Ms. Sales shared that

sponsorships are at \$31,000, the most since Fall 2019. She noted that the Dual Program is gaining interest, from \$8,500 last year to \$12,500 this year. Ms. Jenkins noted that AV was higher than anticipated due to room changes, but she saved on printing. Mr. Abbott asked about the hotel waitlist, and Ms. Jenkins shared that all received rooms.

- b. Early registration discount and registration timing. Ms. Custer noted that the early discount reduced revenue by \$8,000 and that it was only promised once to help members adjust to the increase. Research showed that the majority of registrations occur in the first two weeks and that registration started seven weeks before the conference and was open for six weeks: two weeks of early registration without the program, two weeks of the regular fee with the program, two weeks of a late fee, then one week for staff planning. She shared that 167 people registered at the early rate.
 - i. DISCUSSION:
 - 1. Ms. Jenkins noted that the timing of the early registration impacted sleeping rooms access for speakers since the program was not finalized.
 - 2. Mr. Herrick asked if there is issue with a five-week registration. Ms. Sales shared that historically registration opened five weeks before the conference for four weeks with regular and late fees.
 - 3. Mr. Murrill shared the \$8,000 loss due to the early fee needs to be acknowledged. Ms. Custer shared that the Conference Policy Committee made the recommendation to increase the fees before the supply/demand issues and inflation increased prices.
 - ii. ACTION: Mr. Herrick moved to remove the early registration discount and to open registration five weeks before the conference for a period of four weeks. Mr. Murphrey seconded the motion. The motion passed unanimously.
- c. Update on 2024 conferences and regional seminar: Ms. Jenkins reviewed the dates and locations of 2024 programs. She has connected with the Spring Conference Chair.
- d. Selection of the 2025 Spring Conference Site: Ms. Jenkins presented the proposal summary noting that Kimpton (Charlottesville) did not provide a proposal following our Thursday through Saturday date pattern Caesars (Danville) is unable to submit, then reviewed highlights and items to consider.
 - i. DISCUSSION:
 - 1. There was a lengthy discussion about space needs, rooming requirements, and meeting the food and beverage minimums.
 - 2. Mr. Herrick shared that Kimpton has a large food and beverage minimum, and attendees would pay a high room rate at Omni.
 - 3. There was a discussion to seek a proposal from Wintergreen, but accessibility issues were noted and it was dismissed.
 - 4. Mr. Herrick asked for room rate history, and Ms. Sales showed the table of expenses, rates, and income showing that room rates have not exceeded \$200 per night. Ms. Jenkins was asked to seek a lower rate from Omni and a revised proposal from Kimpton.
 - ii. ACTION: The Board decided to delay the decision until the items are received.
- e. Selection of 2026 Fall and Spring region:
 - i. 2026 Spring: Ms. Lackey suggested Harrisonburg, but the Fall 2025 Conference will be nearby at The Homestead. The Board asked for Williamsburg proposals.
 - ii. 2026 Fall: Ms. Sales asked the Board to delay selecting a region. In the past she suggested contracting both locations at one time, but it impacts our hotel partners' ability to sell space due to date holds and may hurt our relationships.

- f. Selection of the 2025 Regional Seminar site: Ms. Jenkins reviewed the proposal from The Inn at Virginia Tech and noted that staff contacted Berry Hill with no response.
 - i. DISCUSSION: There was no discussion.
 - ii. ACTION: Ms. Sydnor moved to contract with The Inn at Virginia Tech for the 2025 Regional Seminar. Mr. Southall seconded the motion. The motion passed unanimously.
 - iii. Ms. Sydnor asked staff for input on locations once regions are picked.

Issues for Board Consideration

- A. Conference Daily Event Fees: Ms. Sales shared that the Opening Night Party (ONP) fee is \$60 and the banquet is \$80. She said that the focus has been to increase awards attendance, as evidenced by the basket giveaway started in Fall 2022, and suggested equal fees. She researched through 2019 and the actual costs are \$100 for the ONP and \$80 for the banquet.
 - a. DISCUSSION: Mr. Crim suggested setting both fees at \$80. Ms. Lackey asked if there is a cost difference between holding a lunch or a dinner. Ms. Sales said lunch is about 20% less. Ms. Jenkins shared that nearly all pay the full fee, so for many this is a non-issue.
 - b. ACTION: Mr. Herrick moved to set both social event fees at \$80 starting the Spring 2024. Mr. Crim seconded the motion. The motion passed unanimously.
- B. Regional Seminar Format: Ms. Sales shared that the Seminar has been a hybrid event since 2021 and that registration types are evenly split. She asked for direction on future event set up.
 - a. DISCUSSION: Ms. Lackey shared that she supports the hybrid format and asked for in-person incentives. She said that the hybrid format is a service to members with in-person attendance issues. Ms. Sales shared that the remote attendee giveaway could be eliminated to help cover the increased AV cost to host remotely.
 - b. ACTION: The Board agreed by consensus to continue with the hybrid format.
- C. Creation of an Artificial Intelligence (AI) Committee: Ms. Yeatts shared Leo Rogers' request to create a committee. The Board was receptive and ask for a proposal on the function.
- D. P&P issues:
 - a. Additional Flipping Book license: Ms. Custer shared the licensing situation and that the license can be used for the Handbook, but Ms. Sales will need a license to update the P&P. The additional license starts at \$300.
 - i. DISCUSSION: There was a discussion about Easter purchasing a FlippingBook license to use for other client work. The Board can proactively decide to buy an additional license if Easter decides not to universally use the program.
 - ii. ACTION: The decision was deferred until Easter decides how they will proceed.
 - b. P&P to online Flipping Book only: Ms. Custer shared that the P&P is on the website as a Flipping Book document and as a .pdf file on the three database and website tools: MemberClicks, Drupal, and HigherLogic. She asked that Flipping Book be the sole format. She suggested that P&P .pdf files be removed and replaced with Flipping Book.
 - i. DISCUSSION: There was no discussion.
 - ii. ACTION: The Board agreed by consensus to provide Flipping Book P&P only.
 - c. Documents and archives: Ms. Custer shared that she and Ms. Sales worked on this in 2021, but COVID issues overshadowed and caused a delay. She is willing to do the work, although it is a duty of the Executive Director. She feels that if it is given to Amy Sales in her new role, it will be delayed again until she gets settled.
 - i. DISCUSSION: Ms. Custer shared that the project would take a few weeks to update the references to the documents.
 - ii. ACTION: The Board asked Ms. Custer to provide a proposal for this work.

- E. Registered Agent Selection: Ms. Custer shared that she is the registered agent.
 - a. DISCUSSION: Ms. Custer shared that it must be an officer or a lawyer, it can be assigned to a position or a person, or she can remain in the role.
 - b. ACTION: The Board agreed by consensus that Ms. Custer will be the registered agent.

Membership Dues Update (Sales): Ms. Sales shared that as of September 18, nearly 100 members had not renewed. A reminder was distributed on September 30 prompting renewals and she will make calls.

Leadership Training Program Update (Law):

- A. Approval of Agreement: Ms. Law said that the budget has not been created. VSB contracted the space, but VIG is determining speakers and will charge fees. As a program sponsor, they will waive one speaker fee, but there will be about \$5,000 in speaker costs, including fees, hotel cost, and travel expenses. VSB is unable to pay speaker costs and LGA will need to pay those fees. She stated that because a budget is not yet available, a Board decision cannot be made.
- B. Approval of Sponsorship Solicitation letter: Ms. Law shared that Kathleen Dooley drafted a letter to solicit sponsorships for Board review because it varies from our typical practice.
 - a. DISCUSSION: Ms. Sydnor noted that we already ask sponsors to fund our programs and this is a leadership development event. Ms. Custer shared that sponsors may fund this event to access future Chief Counsels and the ask would come from all three organizations. Mr. Crim suggested that funding come from registration fees. There was a discussion about similar program fees.
 - b. ACTION: Ms. Law will ask that the registration fee be increased to cover expenses.

Staff Reports

- A. Executive Director (Sales): Ms. Sales thanked Ms. Custer for the training and staying on through October. She reviewed a request from JLARC to share our 2021 Salary Survey results.
 - a. DISCUSSION: Mr. Herrick shared that if the “notes” column is removed, the other content is public record. Ms. Sales will ask them to define their request as to whether they want salary only or hourly, too.
 - b. ACTION: The Board agreed by consensus to share the 2021 Salary Survey as noted.
- B. Associate Director (Jenkins): Ms. Jenkins was thankful for Board support in her new role.
- C. CFO (Murrill): Mr. Murrill thanked Ms. Custer and noted that he enjoyed working with her.
- D. NLRG (Wagoner): Mr. Wagoner shared that the Handbook is a great resource. He shared the update process and that the 2024 update is underway. Ms. Lackey asked if an office management chapter could be added by the Leadership Program Committee. Ms. Custer said that a proposal can be submitted to the Publications Committee with content and an author. Ms. Law will ask the committee for consideration.

Committee/Practice Group Reports Received: There was no discussion.

Future Meetings: President Yeatts reviewed future meeting dates and locations. There was no discussion.

Other Business

- A. Hospice of Virginia note: Ms. Sales shared that LGA provided a donation on behalf of Kathleen Hefty, daughter of Past President Bill Hefty, and received a thank you.
- B. Lunch with annual sponsors: Ms. Yeatts asked the Board to visit with these supporters.

The meeting adjourned at 11:53 a.m.

Minutes, provided by Amy Sales, were approved by Courtney Sydnor, Secretary, on January 16, 2024.