



The National Association for the Employment of People who are Blind

**NAEPB Board of Directors and Membership Meeting**

Hyatt Regency Crystal City  
2799 Jefferson Davis Highway  
Arlington, VA 22202

**REGENCY B BALLROOM**

Wednesday, September 14, 2016  
10:00am – 12:00pm EST  
Dial-in number: 1-877-860-3058  
Pass Code: 925356

\*\*\*Callers should plan to dial in at least 5 minutes prior to the start of the meeting. Please place your phones on mute to minimize background noise. \*\*\*\*

**Membership Meeting: 10:00am – 10:30am**

- 1. Call Membership Meeting to Order Stueckrath
- 2. Member Agency Roll Call Garrett
- 3. Minutes for Approval Garrett
  - a) NAEPB Membership Meeting (5/24/16)
- 4. Kevin Lynch NAEPB Board Resignation Letter Stueckrath
- 5. NAEPB ByLaw Changes (Article V, Sections 2, 4 and 5) Garrett
- 5. Adjourn Membership Meeting Stueckrath

**Board Meeting: 10:30am – 11:45am**

**Member Open Forum: 11:45am – 12:00pm**

- 1. Call Board Meeting to Order Stueckrath
- 2. Board Roll Call Garrett
- 3. Minutes for Approval Garrett
  - 3A. NAEPB Board Teleconference Minutes (8/8/16)
- 4. Treasurer's Report D'Amico
  - 4A. NAEPB Treasurer's report Financial Statements and 2017 Budget Sept 14 2016
- 5. Consent Calendar Reports Stueckrath
  - 5A. NAEPB Strategic Planning Report (Monteferrante)
- 6. High-Level Committee Update Committee Chairs

- |   |                         |
|---|-------------------------|
| 7. President's Remarks                                | Stueckrath              |
| 8. Reciprocity Awards Presentation                    | Mike Gilliam            |
| 9. Partnership in Excellence Award Presentation       | Kevin Lynch             |
| 10. National Conference and Expo Welcome and Overview | Stueckrath              |
| 11. 2017 Winter CEO Advance                           | Monteferrante           |
| 12. NIB Update  | Lynch                   |
| 13. Other Business and Open Forum Q&A                 | NAEPB Members and Board |
| 14. Adjourn Board Meeting                             | Stueckrath              |



**The National Association for the Employment of People who are Blind**

**NAEPB Board of Directors Meeting**

**Monday, August 8, 2016**

**10:30am EST**

**APPROVED SEPTEMBER 14, 2016**

**Call to Order**

The meeting of the NAEPB Board of Directors was called to order by President Eric Stueckrath on Monday, August 8, 2016 at 10:34am EST. Secretary Garrett proceeded with the Board Roll Call, after which he announced that a complete quorum was reached. Names of the NIB Staff attendees, agency CEO guests attending were also captured below.

**NAEPB Board Roll Call**

Erika Arbogast	Vice President, Public Policy
Rudy D’Amico	Treasurer
Ken Fernald	
Robert Garrett	Secretary
Jim Kerlin	Vice President, Marketing
Reinhard Mabry	Vice President of Services
David Horton	Vice President, Base Supply Chains
Dennis Steiner	Vice President, Operations
Dave Wells	Chair, Ethics
Eric Stueckrath	President
Michael Monteferrante	Vice President, Strategic Planning
Kevin Lynch	President, CEO of NIB

**NIB Staff Present**

Angela Hartley	Executive Vice President/Chief Program Officer
Steve Brice	Chief Financial Officer
Marie-France Vareilles	Vice President, Strategic Customer Partnerships
John Qua	Senior Vice President, Operations
Rick Webster	Vice President, Public Policy
Carla Williams	Coordinator, NAEPB

**Agencies and CEO’s Present**

Mississippi Industries for the Blind	Michael Chew
Cincinnati Association for the Blind and Visually Impaired	John Mitchell
Chester County Branch PAB	Allen Connelly
Keystone Vocational Services	Jonathan Fister
South Texas Lighthouse for the Blind	Nicky Ooi
Lighthouse Louisiana	Renee Vidrine
The Lighthouse Inc., Seattle	Harry Egler
IB Milwaukee	CJ Lange
Dallas Lighthouse	Hugh McElroy
NewView Oklahoma	Lauren Branch
Arizona Industries for the Blind	Dick Monaco
East Texas Lighthouse	Dave Huffman
Lighthouse Works!	Lee Nasehi

**Approval of Minutes - Bob Garrett, Secretary**

Mr. Garrett presented three sets of minutes in draft form as follows (May 19, 2016 Board and Membership Meeting); (May 19, 2016 Special Board Meeting); (June 17, 2016 Special Board meeting); for Board approval. As there were no changes to the minutes, Mr. Garret called for a motion for acceptance. Mr. Fernald made a motion to approve the minutes, seconded by Ms. Arbogast. Following a vote, the three sets of minutes were approved unanimously.

#### **Treasurer's Report - Rudy D'Amico**

Mr. D'Amico reported to the Board the Treasurer's Report, which read as follows – Please see the financial statements ending 6/30/16. The checking account value was \$2,857 and savings account \$218,230. Accounts receivable balance remains at \$2,000. To date, 57 agencies have paid out of 61. Collection efforts continue. Accrued expenses consist of 9 months of accrued accounting fees of \$1,125 and 31 months of accrued web site maintenance fees of \$12,600. Total equity at the end of June was \$209,361. Revenue for the year to date was \$31,000 a result of dues and \$121 from interest. Net income year-to-date is \$20,069.

In response to a question asked by Mr. Kerlin, Mr. D'Amico responded that the website maintenance fees accrual of \$12,600 would be cleared, but the company has yet to submit invoices. Mr. D'Amico and Mr. Garrett have been working together to secure an alternate web site host. Ms. Arbogast made a motion to approve the Treasurers report, seconded by Mr. Garrett. Mr. Kerlin stated that the Board needed to monitor closely the accrued expenses. Mr. D'Amico stated that the \$12,000 amount doesn't necessarily mean that the NAEPB will pay the total, as the services provided for the last 3 years has not amounted to the fees charged. Mr. D'Amico will start the negotiations as soon as he can get in contact with the web site hosts. Following a vote, the Treasurer's Report was approved unanimously.

#### **Consent Calendar – Eric Stueckrath, President**

Mr. Stueckrath introduced the consent calendar, consisting of five reports as follows: 5a. NAEPB Public Policy Committee Update June (Arbogast); 5b. NAEPB Public Policy Strategic Plan tasks (Arbogast) 5c. NAEPB BSC Committee Report (Horton) 5d. NAEPB Strategic Planning Committee Report (Monteferrante). 5e. NAEPB Services Committee Report (Mabry). Mr. Kerlin moved approval of the reports, seconded by Ms. Arbogast. As there were no changes, discussion or comments, the consent calendar was approved unanimously.

#### **High Level Committee Reports – Committee Chairs**

Ms. Arbogast, on behalf of the Public Policy Committee, reminded everyone about the importance of the Grassroots Forum and encouraged agencies to invite their legislators to come out and make visits. Mr. Horton, on behalf of the BSC Committee, stated that the Committee and NIB has been working to meet the August 19 deadline for the proposed rule requiring explanation of purchases and supplies for the government when FSSI is not utilized. There is concern regarding what will happen to the BSC Program and to those agencies that don't have BSC's, but who sell products to them. Mr. Lynch added that the BSC's are among the top 3 channels for the office and janitorial products. He added that NIB will continue to work with Mr. Horton and the BSC operators until a resolution is met. Mr. Lynch will have the Public Policy team distribute the proposed comments to the NAEPB Agency CEO's.

#### **By-Law Modification - Bob Garrett, Secretary**

Mr. Garrett stated that as a part of the Cooperative Agreement that NIB has with the Commission, a requirement was mandated stating that Kevin Lynch could no longer serve as a member of the NAEPB Board of Directors. Article V, Sections 2, 4 and 5 of the NAEPB By-laws would change as a result of the new requirement. In response to a question raised by Mr. Kerlin, Mr. Garrett stated that it was very important for Mr. Lynch and his staff to remain a part of the NAEPB Board and Membership meetings. After a brief discussion, Mr. Stueckrath asked for a motion to approve the by-law changes for advancing to the membership as suggested and written by Mr. Garrett. The motion was made by Mr. Fernald and seconded by Mr. D'Amico. The motion passed unanimously. Mr. Stueckrath stated that the membership would receive the By-law change document via email, well in advance of the next meeting for review and approval.

#### **President's Remarks – Eric Stueckrath, President**

Mr. Stueckrath stated that the landscape surrounding the program was changing rapidly. He encouraged the NAEPB membership to keep the questions coming and engage Mr. Lynch and his team with further questions

that arise. There have been many strategic initiatives at this halfway point of the year. There is a lot of work to do still, and hoping to finish the year strong going into the 2017 Strategic Advance. He stated that the engagement from the Board and member agencies has been great. Adversity in the program is helping the group stay focused. He commended the BSC Committee and work that has been done within the group to move efforts forward and to educate non-BSC Operators of the importance of the work done on behalf of the BSC's.

#### **2017 CEO Retreat Location Update – Eric Stueckrath, President**

The 2017 CEO Strategic Advance will take during place the week of January 23 in Tampa, FL. The NIB Conference staff is narrowing the search down to two hotels, which will be chosen soon. Mr. Stueckrath urged NIB staff to send a reminder message to CEO's when the hotel is solidified so that the date can be added to calendars.

#### **2016 Public Policy Forum Wrap Up and Survey Results – Erica Arbogast, Vice President, Public Policy**

Ms. Arbogast stated that strategic plan goals were met as a result of a new record of 40 agencies attending the Public Policy Forum. Initially there 125 agency representatives attended, which was also a new record. Initially, there were 175 meetings scheduled by Soapbox, however 200 meetings occurred. She stated that people recognized how important it was to speak with their legislators given the environment that surrounds the program at the moment. The goal will be set higher next year. The in-depth detailed survey is not yet available, but Ms. Arbogast provided an overview. After sending multiple reminders, only 30% of participants completed surveys (38 out of 125). Ms. Arbogast reported that the overall event was rated favorably by 91% of participants, which is down from 96% last year. Forum logistics rated at 90%, essentially unchanged from last year. Forum hotel was rated more favorable this year with a rating of 85% approval versus 70% from last year. Meetings on Capitol Hill were rated favorable (80%), which is a decline from last year. Early analysis is limited but negative experience with Soapbox on appointment scheduling was cited. The committee is pleased with 91% favorability rate and pleased with the overall participation rate.

#### **National Conference and Expo Update - Eric Stueckrath, President**

Mr. Stueckrath stated that the conference is coming up a month earlier this year, scheduled for September 13-15. Planning and efforts are moving forward. Mr. Stueckrath thanked Tammy Owens and Dave Wells for being on the planning committee, working with Laura Reimers and her team providing their feedback on sessions, speakers and various conference related items. Ms. Hartley stated that conference planning was moving ahead really well. She echoed Mr. Stueckrath's comments and thanked agencies and all who had been assisting in the planning efforts surrounding conference. She spoke to the earlier timeframe for hosting conference by stating that the hotel rates were favorable for the time of year. Attendance is trending well, sponsorships are up, expo attendance and registration is coming along well. The U.S. AbilityOne Commission meeting has been scheduled and all updates made to the conference agenda can be found on the NIB website.

#### **NIB Update – Kevin Lynch, President and CEO of NIB**

##### **Business Lines**

Mr. Lynch provided an update on business results through June FY16. Revenue is at \$559 million, which is 5% above the forecast and 12% over 2015. Major drivers for the business were commercial wholesalers, Department of Defense, VA, E-Commerce and BSC's. NIB is awaiting the final report for blind work hours. It's anticipated that there will be an increase between 3.5% – 4.0%.

##### **Cooperative Agreement**

NIB has been going through and meeting the deliverable requirements that have been established, but the Commission has advised that this is a transition period, so FY17 October 1 will be the official start of requirements. Mr. Lynch has a meeting with Mr. Soroka, Ms. Ballard which will reveal more details. The Commission in October plans to have a CEO Forum on the Flow down of the Cooperative Agreements for the non-profit agencies. More information is to come, which will be disseminated to the agencies.

##### **Fee Ceiling**

NIB is awaiting guidelines for establishing the fee ceiling. NIB will not go through the process until September or October. The assumption is that the Commission will be seeking a RFP, along the lines of what has been submitted in the past (budget and business plan). Updates will be made available as details unfold. Last week, the Commission brought an Air Force detailee to NIB to meet with Steve Brice and his team to gain a better understanding of NIB's financial systems. The Air Force detailee gained a better understanding of NIB, its structure and the work that is being done as a result of the visit.

### **Staffing Changes**

As a result of the Cooperative Agreement, NIB has realigned and made several staffing changes. Improving the overall communication exchange from NIB to the agencies is a goal. Soon, level 3 NIB managers will be traveling to agencies to sit down with the agency Executives and staff to have a better understanding of what is taking place at the associated agency level.

### **Other**

NIB has passed ISO recertification, which will last for a year. Mr. Webster distributed information on the WIOA regulations to agencies last week. He is available to the NAEPB agencies for more in-depth questions or discussion regarding the WIOA regulations topic. The FSSI comment period is open. NIB will work with BSC operators and others who wish to submit comments. There will be lots of comments, not necessarily in favor of what is being proposed by GSA. Small businesses will be very vocal and not react favorably. At the conference, NIB will provide an update on the new NIB building. Renderings will be shown on what is being proposed at the NIB Board meeting. Groundbreaking will start in October. Agencies will have an opportunity to attend the NIB Board meeting to receive an update on the status.

Mr. Lynch stated that there is an increase in requirements for information and data. Proactive actions are necessary to make sure that NIB has the capabilities to share data and information with the appropriate security measures in place. GSA has stated that this will give the government a centralized way to collect transactional data to determine if they are getting competitive deals. NIB wants to minimize manual interventions and to become more efficient. The NIB Board designated up to \$1 million to be used to assist agencies to enhance their transaction and data sharing systems. Mr. Brice has been tasked with getting the information out to the associated agencies, with an explanation of what NIB is seeking to establish by providing the funding. NIB is putting together reports that Congress has requested that have been enhanced through the Cooperative Agreement. NIB will work with the agencies to obtain the appropriate data and has asked Mr. Brice will distribute information prior to FY17 with the appropriate guidelines to obtain funding if needed. NIB will continue to work with agencies to obtain the appropriate data and information that has been requested.

### **Member Open Forum Q&A – NAEPB Member Agencies**

Member Question from Ken Fernald, AVRE, Binghamton, NY: Q: Now that we are past the signing of the Cooperative Agreement, can you describe the environment/tone between NIB and the Commission?

Kevin Lynch response: The Operational side has remained the same with the Commission. There are some challenges getting timely responses, as there was before. The exchanges are routine or normal. I do not get the feeling that the Commission is making NIB jump through more hoops than normal. Mr. Soroka has stated that the relationship with SourceAmerica and the Commission is generally the same. It is a much more formalized approach now, such as going over the financials, for example. All in all, we are in a new world, and there will not be the informal processes like before. It's going to resemble working with any other government agency, but more challenging due to the Commission's limited resources. Barry Lineback will retire in September, which we view as a major loss, so we will see how things materialize from there.

Member Question from Michael Monteferrante, Envision: Q: As Jack Glasscock is pending departure from NIB, from a commercial aspect, what types of impact will that have on agencies and what are your thoughts on shoring up that area going forward?

Kevin Lynch response: Annelie Eyre has been in the organization for a number of years and has been involved significantly in those areas where Jack has worked. She is in the Director, FAS/Channel Management position in

an acting capacity, but NIB will go through a full search for a replacement. I don't feel too concerned; we have a pretty good team with lots of depth in place. We will continue to watch it closely. We have better relationships with GSA within the Channel Management area, so the election will be important. There are a lot of key positions that are occupied with persons that are not necessarily in favor of the AbilityOne Program. Any persons with questions in this area should direct their inquiries to Annelie. Additional concerns and questions should be directed to me or John Qua.

**Other Business – NAEPB Board Members**

Mr. D'Amico stated that the NAEPB Board had received the letter of resignation from Mr. Lynch, but inquired if the Board needed to accept his NAEPB Board resignation letter formally, so that it is reflected in the minutes. Mr. Stueckrath will add the topic to the September Board meeting agenda for discussion during the upcoming National Conference and Expo in September.

**Adjournment**

As there were no further questions or comments to be brought before the Board, President Stueckrath adjourned the meeting at 11:30am EST.

NAEPB Treasurer's Report  
For the period ending 07/31/2016

Please see the financial statements ending 07/31/16. The balance sheet includes the checking account value of \$2,857 and savings account \$218,244. The accounts receivable balance remains at \$2,000. Past due notices were resent on July 27, 2016. Accrued expenses consist of 10 months of accrued accounting fees of \$1,250 and 39 months of accrued web site maintenance fees of \$12,900. Total equity at the end of July was \$208,950.

Revenue for the year to date was \$31,135, with \$31,000 from dues and \$135 from interest. Expenses year to date were \$11,478, leaving \$19,657 in net income.

Next please turn to the 2016-2017 proposed budget. Budgeted is \$31,000 in dues, \$100 in interest and potential reimbursement from NIB of \$50,000. Expenses remain consistent with past years, except for a reduction in website maintenance. Total expenses are anticipated at \$58,000 resulting in a surplus of \$23,100.

Respectfully submitted,  
NAEPB Board Meeting  
Rudy D'Amico, Treasurer

NAEPB  
Balance Sheet  
As of July 31, 2016

ASSETS

Current Assets

Cash Checking 2,857

Cash Savings 218,244

Accounts Receivable 2,000

Total Current Assets 223,100

TOTAL ASSETS 223,100

LIABILITIES & EQUITY

Current Liabilities

Accounts Payable 0

Accrued Expenses 14,150

Total Current Liabilities 14,150

Equity

Opening Equity Balance 189,293

Net Income/ (Loss) 19,657

Total Equity 208,950

TOTAL LIABILITIES & EQUITY 223,100

NAEPB  
Income Statement  
For the Period Ending July 31, 2016

REVENUE	ACTUAL YTD	BUDGET YTD	VARIANCE	Budget 2015
Investment Income	135	83	52	100
Membership Dues	31,000	30,000	0	30,000
Voluntary Donations	0	0	0	0
<b>TOTAL REVENUE</b>	<b>31,135</b>	<b>30,008</b>	<b>52</b>	<b>30,100</b>
<b>EXPENSES</b>				
Business Expenses	3,032	0	-3,032	0
Accounting Fees	1,920	1,250	-670	1,500
Website Maintenance	3,400	3,333	-67	4,000
Postage	0	0	0	0
Supplies	0	0	0	0
Telephone / Communications	0	0	0	0
Awards / Honors	0	417	417	500
Insurance - Liability / D&O	1,126	1,000	-126	1,200
Bad Debt Expense	2,000	2,500	500	3,000
Miscellaneous Other Costs	0	167	167	200
Officers Expenses	0	4,167	4,167	5,000
Meetings/Conferences	0	12,500	12,500	15,000
Conference Planning	0	0	0	0
Service Committee	0	4,167	4,167	5,000
Operations Committee	0	4,167	4,167	5,000
BSC Committee	0	4,167	4,167	5,000
Public Policy Committee	0	2,500	2,500	3,000
Communications Committee	0	1,667	1,667	2,000
G4 Committee	0	0	0	0
Medical Advisory	0	0	0	0
CMS Committee	0	0	0	0
(NIB Reimbursement)	0	0	0	0
Annual Audit Meeting	0	417	417	500
CEO Annual Training	0	417	417	500
Miscellaneous Meetings & Travel	0	3,333	3,333	4,000
NIB Reimbursement	0	-37,500	-37,500	-50,000
<b>TOTAL EXPENSES</b>	<b>11,478</b>	<b>8,667</b>	<b>-2,811</b>	<b>5,400</b>
<b>SURPLUS (DEFICIT)</b>	<b>19,657</b>	<b>21,341</b>	<b>-2,759</b>	<b>24,700</b>

**NAEPB**  
**Budget 2016 - 2017**

REVENUE	PROPOSED BUDGET 2017
Investment Income	100
Membership Dues	31,000
NIB Support	50,000
	<hr/>
TOTAL REVENUE	81,100
EXPENSES	
Accounting Fees	1,500
Website Maintenance	1,600
Awards / Honors	500
Insurance - Liability / D&O	1,200
Bad Debt Expense	3,000
Miscellaneous Other Costs	200
Officers Expenses	5,000
Conference Annual	20,000
Service Committee	5,000
Operations Committee	5,000
BSC Committee	5,000
Public Policy Committee	5,000
Annual Audit Meeting	500
CEO Annual Training	500
Miscellaneous Meetings & Travel	4,000
	<hr/>
TOTAL EXPENSES	58,000
SURPLUS (DEFICIT)	<hr/> <hr/>
	23,100



**The National Association for the **Employment** of People who are Blind**

**NAEPB Membership Minutes**

**NIB/NAEPB Public Policy Forum**

**Crystal Gateway Marriott**

**Tuesday, May 24, 2016**

**8:30am - 10:30am EST**

**(Note: Board section of the combined meeting approved on 8/8/16)**

**Call to Order of the Membership Meeting**

President Eric Stueckrath called the Membership Meeting of the NAEPB to order at 8:32am EST on Thursday, May 24, 2016. Secretary Garrett proceeded with an agency roll call. ***Representatives from the following 26 agencies were in attendance, constituting a quorum:***

**Membership Roll Call**

Georgia Industries for the Blind – Luis Narimatsu  
Beacon Lighthouse - Deanna Dockman  
Raleigh Lions Clinic for the Blind - Janet Griffey  
Lighthouse for the Blind St. Louis – John Thompson  
Cincinnati Association for the Blind and Visually Impaired – John Mitchell  
Lighthouse Louisiana – Renee Vidrine  
Seattle Lighthouse for the Blind – Harry Egler  
Blind Industries and Services of Maryland – Fred Puente  
IB Milwaukee – CJ Lange  
Beyond Vision – Jim Kerlin  
Blind and Vision Rehabilitation Services of Pittsburgh - Erika Arbogast  
Central Association for the Blind and Visually Impaired – Rudy D’Amico  
Association for Vision Rehabilitation and Employment – Ken Fernald  
North Central Sight Services – Bob Garrett  
Winston-Salem Industries for the Blind – David Horton  
Alphapointe – Reinhard Mabry  
Envision – Michael Monteferrante  
VisionCorps – Dennis Steiner  
Outlook Nebraska, Inc. – Eric Stueckrath  
West Texas Lighthouse for the Blind – David Wells  
National Industries for the Blind – Kevin Lynch  
Louisiana Association for the Blind – Shelly Taylor  
Bosma Enterprises – Lou Money maker  
Midwest Enterprises for the Blind – Karen Walls  
Virginia Industries for the Blind – Matt Koch  
Lighthouse Works! Lighthouse Central Florida – Richard Alleyne

**NIB Staff and Guests Present**

Angela Hartley  
John Qua

NIB, Executive Vice President and Chief Program Officer  
NIB, Vice President, Services



**The National Association for the Employment of People who are Blind**

**NAEPB Membership Minutes**

**NIB/NAEPB Public Policy Forum**

**Crystal Gateway Marriott**

**Tuesday, May 24, 2016**

**8:30am - 10:30am EST**

**(Note: Board section of the combined meeting approved on 8/8/16)**

Heather Lyons	NIB, General Counsel
Laura Reimers	NIB, Vice President, Communications
Marie France Vareilles	NIB, Vice President, Products
Anne Marie Wallace	NIB, Military Resale Program Director
Niels Marino Thiebaud	NIB, Vice President, Business Development
Matt Wieseler	NIB, Director Strategic Intelligence
Cross Cove Innovations	Bill Deringer
San Antonio Lighthouse	Mike Gilliam
Blind Industries and Services of Maryland	Monica Best James
Beyond Vision	Rob Buettner
Louisiana Association for the Blind	Libby Murphy
AVRE	Jennifer Small
South Texas Lighthouse	Nicky Ooi

**New Agency for Membership Consideration - Eric Stueckrath, President**

Mr. D'Amico nominated Southern Tier Association for the Blind of Elmira, NY, Timothy Hertlein (President/CEO), to be voted in as an agency member of NAEPB. Southern Tier has been a member of NYSPS and NIB for about 6 years, they employ individuals who are blind working on a number of different projects. Mr. D'Amico has confirmed receiving dues from the agency. Mr. D'Amico moved membership approval, followed by a second by Mr. Garrett. Mr. Stueckrath took a vote of the membership by hand. The show of hands displayed a majority vote. Southern Tier was voted in as a new agency member of NAEPB.

**Approval of Minutes - Bob Garrett, Secretary**

Mr. Garrett presented minutes from the October 13, 2015 in draft form for member approval. Mr. Kerlin made a motion to approve the minutes, seconded by Ms. Arbogast. As there were no changes or modifications to the minutes, the minutes were approved unanimously and approved as distributed.

**Board Meeting Overview – Eric Stueckrath, President**

Mr. Stueckrath advised that the membership meeting would move fairly quickly, and that the Board meeting would immediately follow. He stated that the Board, in an attempt to keep reporting to a single layer, had decided to abbreviate the membership meeting, so that all reporting would take place in the Board of Director Meeting that would immediately follow.

**Special Presentation – Karen Walls, CEO Midwest Enterprises for the Blind and John Mitchell, CEO CABVI**

Ms. Walls and Mr. Mitchell presented Dennis Steiner with the bronze owl award for his stellar service, leadership and commitment as NAEPB's immediate Past President. Mr. Mitchell also provided background on the award. He went on to say that Mr. Steiner led the NAEPB through some turbulent times. Mr. Steiner thanked the NAEPB for allowing him to serve and stated that it had been a pleasure to work with so many smart and dedicated people.



**The National Association for the Employment of People who are Blind**

**NAEPB Membership Minutes**

**NIB/NAEPB Public Policy Forum**

**Crystal Gateway Marriott**

**Tuesday, May 24, 2016**

**8:30am - 10:30am EST**

**(Note: Board section of the combined meeting approved on 8/8/16)**

**Adjournment of the Membership Meeting**

Mr. Stueckrath stated that there would be reports on NAEPB committee activities in addition to an Open Forum allowing members to ask questions during the Board meeting. As there were no other questions brought before the membership, the membership meeting was adjourned at 8:46am EST.



1310 Braddock Place  
Alexandria, VA 22314-1691  
703-310-0500  
www.nib.org

June 22, 2016

Mr. Eric Stueckrath  
President  
NAEPB  
c/o Outlook Nebraska  
4125 South 72 Street  
Omaha, NE 68127

Dear Eric:

Per the requirements of the Cooperative Agreement signed between NIB and the AbilityOne Commission, I am required to resign my NAEPB Board position. This agreement restricts any NIB employee from serving on associations which represent associated nonprofit agencies involved with the AbilityOne Program.

My resignation is effective with the date of the signed agreement which was June 17, 2016.

Thank you to you and the Board for the opportunity to be a part of this vibrant organization. NIB will continue to provide support to the NAEPB.

Sincerely,

A handwritten signature in blue ink, appearing to read "K. Lynch", is written over the typed name.

Kevin A. Lynch  
President and CEO

Cc: Carla Williams  
Heather Lyons



# **AMENDED CODE OF BY-LAWS OF THE NATIONAL ASSOCIATION FOR THE EMPLOYMENT OF PEOPLE WHO ARE BLIND**

## **ARTICLE I**

### **Name**

The name of this organization shall be: the National Association for the Employment of People Who Are Blind (NAEPB).

## **ARTICLE II**

### **Mission Statement**

The Mission of the National Association for the Employment of People Who Are Blind is to represent and protect the collective interests of its member organizations to enable them to strengthen and maximize opportunities for people who are blind.

## **ARTICLE III**

### **Membership**

#### **Section 1. Eligibility**

A. Charter Members: Any organization which properly voted on these By Laws at the meeting of the General Council of Industries for the Blind where these By Laws were adopted became a Charter Member of NAEPB.

B. Additional Members: Any nonprofit organization or state agency devoted to serving persons who are blind shall be eligible for membership in NAEPB.

C. Agency Mergers: When two or more agencies merge, the surviving agency, if it is an NAEPB member, will retain or be eligible for NAEPB

membership with one vote. The agency that was acquired ceases to exist and no longer has a vote.

D. Subsidiaries: Subsidiaries are considered to be part of the parent company and are considered under the same single membership.

***Agency subsidiaries established prior to October 1, 2014 are “grand-fathered” and not affected by this rule.***

***Additional notes for clarification:***

C. Agency Mergers

- Board governance of newly merged agencies will be reviewed by the Ethics Committee
- Foundations formed by member agencies do not qualify for NAEPB membership

## Section 2. Categories of Membership

The Board of Directors may establish membership categories as long as they do not conflict with Section 1 above.

## Section 3. Admission

Any eligible organization that makes written application to NAEPB may become a member of NAEPB upon being elected by a majority of the members of NAEPB present at any regular or special meeting of the members and upon the payment of the first year's dues which may be prorated as applicable. Nothing in these By Laws is to be interpreted to prevent the Board of Directors from establishing a payment plan as appropriate.

## Section 4. Suspension and Expulsion

The Board of Directors, for just and reasonable cause, after not less than 15 days' notice and opportunity for hearing before the Board, may recommend to the membership at the next scheduled regular or

special membership meeting that any member organization who, in the opinion of said Board of Directors, shall have abused the privilege of its membership or is otherwise guilty of conduct detrimental to NAEPB or its membership, be suspended or expelled from membership. If the recommendation of the Board of Directors is approved by a vote of two-thirds (2/3) of the members present at said regular or special meeting, such member shall be expelled from membership or suspended upon such terms and for such time as shall be specified. A suspended member is not eligible to vote on any matter considered by the membership during their period of suspension.

#### Section 5. Readmission

An expelled member must seek readmission pursuant to ARTICLE III including the payment of any outstanding fees or dues. A suspended member may apply for readmission at the end of the suspension period by formally applying to the Board of Directors. The suspended member will formally be reinstated upon recommendation of the Board of Directors and after a majority vote of the members of NAEPB present at any regular or special meeting and upon payment of any outstanding fees or dues.

#### Section 6. Annual Dues

Each member organization shall pay annual dues as established from time to time by the Board of Directors. Dues become payable October 1 and delinquent on November 1 each year.

#### Section 7. Delinquency

In case of delinquency the Board of Directors may:

- Declare a member organization in financial hardship and adjust or waive annual dues for any given year.
- Establish a payment plan as appropriate.

- Assess a fee of 10% per month on memberships delinquent by more than 30 days.
- Refer memberships delinquent by more than 180 days for action under Article III, Section 4, Suspension and Expulsion.

## ARTICLE IV

### Membership Meetings

#### Section 1. Annual Meeting.

The Annual Meeting of the membership shall be held during the first quarter of the fiscal year at such place and time as determined by the Board of Directors. Notice of the date and place of the meeting shall be mailed (hereinafter defined as United States mail, electronic mail and any other recognized mail carrier) to each member at least thirty (30) days prior to the meeting.

#### Section 2. Special Meetings.

Special membership meetings may be called by the President or shall be called upon a request in writing by one-third (1/3) of the Board of Directors or shall be called upon written request of fifty percent (50%) of the membership in good standing. Notice of the date and place of any special meeting shall be mailed to each member at least fifteen (15) days prior to the meeting. Notice of any special meeting shall contain a statement of the purpose of purposes thereof, and no business shall be transacted at any special meeting other than that stated in the notice of such meeting.

#### Section 3. President

The Presiding Officer at any meeting shall be the President and in the event of his/her absence, the President shall designate one of the Vice Presidents to serve, or any other person upon a majority vote of the members present in person.

## Section 4. Voting Rights.

Each member organization in good standing shall be entitled to one vote on each matter considered at any meeting of members. Each member organization shall appoint its Designated Representative. The Designated Representative will act on behalf of said member organization at any meeting of the members, and whenever possible should be an employee who has responsibility for the general administration of said member organization. The Secretary of the Board shall prepare a membership book containing a complete list of all members entitled to vote. At each meeting, the membership book shall be filed with the Presiding Officer of the meeting. Upon the demand of any member present at a meeting in person, the membership book, together with any mail-in votes that have been filed with the Secretary of the Board shall be made available for inspection prior to the vote on any matter.

## Section 5. Proxy Representatives

Should a member organization's Designated Representative be unable to attend a meeting, that organization will be entitled to name a Proxy Representative. A Proxy Representative will have all the rights of the Designated Representative with the exception of filling a seat on the Board of Directors. A Proxy Representative must be an employee of the Designated Representative's member organization. Proxy Representative assignments must be written and either hand delivered or received by mail by the Secretary prior to the opening of the meeting for which the Proxy Representative is assigned. The assignment of a Proxy Representative must be signed by the Designated Representative and the Proxy Representative.

## Section 6. Mail-In and Proxy Voting

Should a member organization be unable to send its designated Representative or Proxy Representative to attend a meeting, and it would like to cast a vote on a particular matter, it will be entitled to a

mail-in vote or to name a Proxy Voter. Mail-in votes and Proxy Voter names may be sent by mail, but where confirmation of receipt is desired by the sender, it is his or her responsibility to secure this confirmation. Authorization of a Proxy Voter must clearly state the name of the individual entitled to vote on behalf of the member organization and must identify the issue on which the vote will be cast. The authorization must be signed by the organization's Designated Representative. Issues on which mail-in votes will be placed before the membership must be circulated to the membership at least 30 days prior to the date of the scheduled meeting. The unanticipated presence of a Designated Representative or Proxy Representative from a member organization will automatically nullify the mail-in vote and/or Proxy Voter. Mail-in votes and the names of Proxy Voters must be delivered to the Secretary of NAEPB or the Presiding Officer for that meeting not less than 72 hours prior to the scheduled meeting.

## Section 7. Manner of Voting

The vote on any matter shall be by voice or show of hands. Upon demand of at least ten percent (10%) of the members present at a meeting either in person or by mail-in, the vote shall be made by secret ballot or by roll call.

## Section 8. Inspectors

Before or at any meeting of the membership, the Board of Directors may appoint three Inspectors. If no appointment shall have been made by the Board, the Presiding Officer at the meeting may appoint three Inspectors. The membership book containing the list of members entitled to vote shall be made available to the Inspectors. If the right of any person to vote shall be challenged, the Inspectors shall determine such right.

## Section 9. Tellers

In balloting in a meeting where the voting is in the same room as the meeting, the Presiding Officer appoints Tellers to distribute, collect and count the ballots and report the vote to the Presiding Officer who declares the result. In the event the vote taken is eligible for mail votes they shall be counted in accordance with Article IV, Section 6. The Tellers determination of any vote as described in this Section shall be binding on all the membership.

#### Section 10. Quorum

The presence, in person, at any regular or special meeting of the membership, of thirty percent (30%) of the members entitled to vote shall constitute a quorum. Proxy Representatives present in accordance with Article IV, Section 5 of these bylaws shall be counted in calculating a quorum. Proxy Voters or mail-in votes of any kind will not be counted towards a quorum.

#### Section 11. Waiver of Notice

A member, either before or after any regular or special meeting, may waive notice of the meeting, and the waiver shall be deemed the equivalent of giving notice. Attendance by a member at any meeting of NAEPB , shall constitute a waiver of notice of the meeting, unless the member attends for the express purpose of objecting to the transaction of business on the grounds that the meeting was not lawfully called or convened.

#### Section 12. Order of Business

The order of business will be as determined by the President. The usual parliamentary rules as laid down in Robert's Rules of Order Newly Revised shall govern when not in conflict with these Bylaws.

### **ARTICLE V**

#### **Board of Directors**

## Section 1. Powers and Duties.

The affairs of NAEPB shall be managed by the Board of Directors whose duties and responsibilities shall be to:

- Conduct business for and on behalf of the membership of NAEPB between meetings of NAEPB.
- Elect the officers of NAEPB.
- Plan and develop the Annual Meeting of the Membership of NAEPB.
- Plan and develop the Annual Retreat of the Board of Directors and Membership Meeting of NAEPB to be held in the month of January each year.
- Prepare the Annual Budget for NAEPB.
- Prepare the Strategic Plan and its regular updates for NAEPB.
- Serve as final internal authority in disputes brought by member organizations to the Ethics and Practices Committee.
- Take whatever other action it deems necessary to carry out the purposes of NAEPB.

## Section 2. Qualifications

All Directors, must be the representative of a member organization in good standing.

## Section 3. Nominations and Elections

The Designated Representative of any member organization in good standing may nominate one or more Designated Representatives of an organization in good standing, including themselves for the position of Director. Nominations must be in writing, signed by the nominator, and mailed to the Secretary, postmarked no less than 30 days prior to the next scheduled election, unless the Secretary instructs the membership otherwise. Elections are to be held no less than 30 days prior to the Annual Retreat of the Board of Directors and Membership Meeting, and in any case must be completed prior to the end of the

calendar year preceding the Annual Retreat of the Board of Directors and Membership Meeting. Newly elected Directors will be seated at the beginning of the Annual Retreat of the Board of Directors and Membership Meeting in January of each year. The out-going Board members may remain in the Annual Retreat of the Board of Directors Meeting. They may comment but will have no voting rights.

#### Section 4. Composition and Term

The Board of Directors shall consist of eleven elected members. Elected members will be elected by the membership to two-year terms. Five of these positions will be elected in even-numbered years and six will be elected in odd-numbered years. An elected Director shall serve no more than three consecutive terms but is eligible to be elected after the lapse of one year from the third consecutive elected term in office. Each elected Director shall continue in office until his/her successor has been elected and seated, or until his/her death, resignation, or removal.

#### Section 5. Vacancy and Removal

A member of the Board of Directors may be removed by a vote of two thirds (2/3) of the Board of Directors or by a two thirds (2/3) vote of members present at a Regular or Special meeting of NAEPB. In the event of a vacancy, for whatever reason, the position on the Board of Directors shall be filled with the qualified person receiving the most votes of the members at a Regular or Special meeting of NAEPB.

#### Section 6. President

The Presiding Officer shall be the President, and in the event of absence, the President shall designate one of the Vice Presidents to serve, or any other member of the Board of Directors upon a majority vote of the Board of Directors present in person.

#### Section 7. Regular Meetings

The Board of Directors shall meet at least four times annually and at such time and places as it may designate, except that one of these shall be the Annual Board of Directors Retreat and Membership Meeting, to take place in the month of January. Notice of the date and place of such regular meetings must be mailed to the members of the Board of Directors at least 30 days prior to the regular meetings.

#### Section 8. Special Meetings

Special Meetings of the Board of Directors may be called by the President at times and places to be fixed by the President on at least 5 days' written notice to each member of the Board of Directors. Special meetings shall be called by the President in like manner on the written request of five (5) members of the Board of Directors.

#### Section 9. Waiver of Notice

Any member of the Board of Directors may waive any notice of any meeting in writing either before or after the meeting.

#### Section 10. Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

#### Section 11. Proxy Director

Should a member of the Board of Directors be unable to attend a Board meeting, that Board member will be entitled to name a Proxy from the remaining members of the Board of Directors. Board Proxy assignments must be written and either hand delivered or mailed prior to the opening of the meeting for which the Proxy is assigned. The designation must be signed by the Board member who is assigning the Proxy.

#### Section 12. Executive Session

The President may, at the initiation of any officer, or as part of a published agenda, adjourn any meeting of the Board to Executive Session. Executive Session shall include only members of the Board. The Secretary will keep confidential minutes of Executive Sessions.

### Section 13. Committees

The following shall be Standing Committees of The National Association for the Employment of People Who Are Blind, and the officers assigned to chair them:

- Finance and Budget: Treasurer
- Membership: Secretary
- Operations: Vice President for Operations
- Services: Vice President for Services
- Public Policy and Communications : Vice President for Public Policy and Communications
- Base Supply Centers: Vice President for Base Supply Centers
- Strategic Planning: As appointed by the President
- Ethics and Practices: As appointed by the President

Each Standing Committee will be made up of individuals who are employees of member organizations in good standing with NAEPB. Non-members may serve as non-voting consultants to committees.

The President of NAEPB shall appoint such other committees as the President may consider advisable.

## ARTICLE VI

### Officers

#### Section 1. Qualification

The Officers of NAEPB shall be a President, a Vice President for Operations, a Vice President for Services, a Vice President for Base Supply Centers, a Vice President for Public Policy and

Communications, a Secretary, and a Treasurer, which positions may be combined temporarily from time to time at the discretion of the Board of Directors with these exceptions: neither the positions of President and Secretary, nor the positions of President and Treasurer are to be combined. All Officers must be the representative of a member agency in good standing and elected as a member of the Board of Directors. No member shall hold more than one Office at a time. All Officers serve until their successor has been properly elected by the Board of Directors.

## Section 2. Election and Term

At the Annual Board of Directors Retreat and Membership Meeting, an Executive Session of the Board will be called for the purpose of seating the newly elected Directors and conducting the annual election of Officers of the Corporation. Election shall be by a majority of the members of the Board of Directors. Officers may be re-elected without limits except for those imposed in Article V, Section 4 of these Bylaws.

## Section 3. Vacancy and Removal

An Officer of NAEPB may be removed by a vote of two thirds ( $2/3$ ) of the Board of Directors or by a two thirds ( $2/3$ ) vote of members present at a Regular or Special meeting of NAEPB. In the event of a vacancy in the Office of President, for whatever reason, the unexpired term shall be filled with the qualified person receiving two thirds ( $2/3$ ) vote of the Board of Directors. A vacancy in all other Offices shall be filled by a qualified member chosen by the President of NAEPB for the unexpired term.

## Section 4. Powers and Duties

The duties and powers of these officers shall be the same as generally pertain to their respective offices as well as such powers and duties as

may from time to time be conferred on them by the Board of Directors.

## ARTICLE VII

### Financial Management

#### Section 1. Fiscal Year

The Fiscal Year of NAEPB shall be October 1 through September 30.

#### Section 2. Budget

The Budget and Finance Committee shall, with the Board of Directors and the Standing Committees, prepare an annual budget, to be approved by the membership on or about beginning of each Fiscal Year.

#### Section 3. Audits

The Budget and Finance Committee will ensure that the Financial Statements of the Corporation are audited each year. The results of said audit will be presented to the Board of Directors for approval at the first Board of Directors Meeting following the completion of the audit. Once approved by the Board of Directors, the audit will be made available to member organizations.

## ARTICLE VIII

### Dissolution

In the event of dissolution, any and all remaining assets of the Corporation, after the payment of obligations and necessary expenses, shall be distributed to member organizations in good standing at the time of dissolution. The dissolution will be made in a manner consistent with the current dues structure.

## ARTICLE IX

## Amendments

These Bylaws may be amended by participation of two thirds (2/3) of the membership, by attendance, Proxy Representative mail-in vote or Proxy Voter and a simple majority of that number for passage. Any proposed amendment or amendments must be mailed to the President at least 60 days prior to the date of the meeting at which the proposed amendment or amendments are to be considered. Any proposed amendment of amendments must be mailed to each member at least 30 calendar days prior to the date of the meeting at which the proposed amendment or amendments are to be considered.



**The National Association for the Employment of People who are Blind**

## **Services Committee Report**

### **Submitted by: Reinhard Mabry**

The Strategic Initiatives subcommittee has drafted a new grant program that will be considered at an upcoming meeting of the NIB Board of Directors. The program under consideration would assist agencies in developing a pipeline of talent for customer care contracts and thereby assist blind or visually impaired individuals to reach more upwardly mobile outcomes.

The Customer Care Solutions Subcommittee has also met multiple times to focus on business development and to draft an MOU for shared projects.

The Services Committee will be meeting on Wednesday, September 14 at 8am.



**The National Association for the Employment of People who are Blind**

**NAEPB Strategic Planning Committee Report**  
**Submitted by: Michael Monteferrante, VP Strategic Planning**

Strategic Plan team members have convened twice during the past 2 months to discuss updates. Some members are having an easier time than others in regards to reporting in on current progress per the plan. We may want to discuss in more detail at CEO retreat for most efficient way to add value in this process. The teams that are reporting in are making excellent progress and are demonstrating marked progress in regards to plan. This is encouraging.

The CEO Strategic Advance Planning Team has had their initial meeting with Ron Morey to discuss outline of ideas to share with all CEO's for feedback and counsel. This planning team consists of Eric Stueckrath, Michael Monteferrante, Reinhard Mabry, Lauren Branch and Jeffery Hawting. Discussion will take place at board meeting to ensure we have NAEPB board alignment before further action.