IHN Board of Directors

Veronica Briseño
President

Rolando Fernandez
President-Elect

Magda Gonzalez
Immediate Past President

Raymond Gonzales
Vice President for Membership

Maria Hurtado
Vice President for Programs

At Large Directors

Carlos Baia
ICMA Board Liaison

Yocelyn Galiano

Tommy Gonzalez

Ramiro Inguanzo

Claudia Lujan

Daro Mott

Vacant

Patricia E. Martel
Past ICMA Board Member

David Mora
ICMA Staff Liaison

Rod Alcázar
ICMA-RC Liaison

Agenda

A. Call to Order/Roll Call/Welcome

B. ACTION: Consent Agenda – Receive and Approve
   1. Minutes for Board Meeting of April 7, 2017*
   2. Board Meeting Attendance Report for 2016/17*
   3. Financial Report through April 30, 2017*

C. ACTION: Approve Nomination Committee Recommendations for 2017-2019 IHN Board of Directors

D. DISCUSSION/ACTION: Use of LGHN Logo by Chapters*

E. DISCUSSION/ACTION: IHN Chapter Agreement*

F. DEMO: Workplace by Facebook

G. Review IHN Website Tracking Information

H. Committee Reports/Updates/Committee Chairs/Vice Chairs
   1. Executive Committee: Veronica Briseño | Rolando Fernandez
   2. Communications: Angelita Palma | Gabe Rodriguez
      a) Update: Annual meeting online
   3. Membership: Ray Gonzales |
   4. Programs: Maria Hurtado |
   5. Nominations: Magda Gonzalez | Pat Martel | Jane Bias DeSessa
   6. University Partnerships: Magda Gonzales |
   7. Fund Development: Magda Gonzales |
   8. Awards (separate committee for each)
      a) Civic Engagement Award
      b) Emerging Leaders Award
      c) Joel D. Valdez Legacy Award

I. Information Items
   1. Update on Annual Meeting – June 9

J. Future Board Meeting Agenda Items
   1. Approval of IHN Chapters (Austin and Phoenix)
   2. Website Tracking (Quarterly)
   3. Fundraising Status

K. Adjournment & Future Meeting Dates
   1. Friday, June 2, 2017 – IHN Board Meeting
   2. Friday, June 9, 2017 – Annual Meeting
   3. Friday, July 7, 2017 – IHN Board Meeting
   4. Friday, August 4, 2017 – IHN Board Meeting

*Supporting documents provided in board packet
5. Friday, September 1, 2017 – IHN Board Meeting
6. Friday, October 6, 2017 – IHN Board Meeting
7. October 22-25, 2017 – ICMA Conference, San Antonio, TX
8. Friday, November 2, 2017 – UHN Board Meeting
9. Friday, December 1, 2017 – IHN Board Meeting
10. Friday, January 5, 2018 – IHN Board Meeting
11. Friday/Saturday, February 2-3, 2018 – IHN Board Retreat (Location TBD)

*Supporting documents provided in board packet*
Board of Directors Meeting
April 7, 2017
MINUTES

Advancing Hispanic leadership in local government

Board Members Present
Veronica Briseño, President
Magda Gonzalez, Immediate Past President
Maria Hurtado, Vice President for Programs
Raymond Gonzales, At Large Director
Tommy Gonzalez, At Large Director
Claudia Lujan, At Large Director
Patricia E. Martel, Past ICMA Board Member
Daro Mott, At Large Director
David Mora, ICMA Staff Liaison
Rod Alcazar, ICMA-RC Liaison

Board Members Absent
Rolando Fernandez, Vice President for Membership
Carlos Baia, At Large Director
Yocelyn Galiano, At Large Director
Ramiro Inguanzo, At Large Director

Others Present
Karen Davis, Executive Director

A. Call to Order/Roll Call/Welcome
Roll call was conducted and eight voting members were present, a quorum was established.

B. ACTION: Consent Agenda – Receive and Approve
1. Minutes for Board Meeting of January 6, 2017
2. Minutes/Board Retreat Notes of February 3-4, 2017
3. Minutes for Board Meeting of March 3, 2017
4. Board Meeting Attendance Report for 2016/17
Pat Martel moved approval of the consent agenda; Claudia Lujan seconded the motion; the motion was approved unanimously.

C. DISCUSSION/ACTION: Use of LGHN Logo by Chapters
The board tabled discussion of this item until the May board meeting. Karen Davis will provide examples of how chapters might use the logo similar to the ICMA affiliates use of the ICMA logo.

D. DISCUSSION/ACTION: Approve $500 expenditure to Sonova to develop design standards for use of logo
Ray Gonzales presented the proposal by Sonova to develop standards for use of the new logo. Sonova is providing this service at a discounted rate; Ray Gonzales moved approval; Pat Martel seconded the motion; the motion was approved unanimously. The board agreed to postpone implementation of this work until after further discussion of use of the logo (Item C) in May.

E. ACTION: Board Commitments
Magda Gonzalez presented information from the discussion at the IHN board retreat in February about a desire to be clear upfront what is expected of board members. Maria Hurtado expressed support for the process. Magda Gonzalez moved approval; Maria Hurtado seconded the motion; the motion was
approved unanimously. Karen Davis will send a final draft to current board members for signature. The document will also be used when meeting with potential IHN board candidates.

F. ACTION: Approve Nomination Committee recommendation to fill vacancy for President-Elect

Magda Gonzalez explained the process for filling the president-elect vacancy. The bylaws state that the vice president for membership is next in line, followed by the vice president for programs. Rolando Fernandez currently serves as vice president for membership and has accepted the position of president-elect. This leaves a vacancy in the vice president for membership position. The nominating committee recommended Ray Gonzales to fill that position and Ray has accepted the nomination. The recommendation also included extending current executive committee terms one year to provide consistency in implementing current priorities and to provide mentoring and support to the new appointments. Claudia Lujan moved approval; Maria Hurtado seconded the motion; the motion was approved unanimously. The vacancies will be filled immediately.

G. Emerging Leaders Award Criteria and Process

Karen Davis presented background information on the IHN emerging leaders award. The subcommittee for this award was Maria Hurtado, Claudia Lujan, Ramiro Inganzo and Daro Mott. There was discussion about having the award submittal signed by the person making the nomination and the nominee’s supervisor. The board concurred that it is desirable to have the nominee’s supervisor aware of the submittal to increase the possibility of the awardee attending the event. Karen said that the fund development committee had discussed raising funds to provide financial support so the awardee could attend the IHN dinner at the ICMA conference. Dave Mora suggested that IHN ask ICMA to comp the ICMA conference registration fees for the awardee, which they do for ICMA award winners. Karen will follow up with Rita Ossilinski with a request. The goal is to have the award announcement go out in late April.

H. Committee Reports/Updates

1. Appoint Co-Chairs or Vice-Chairs for Each Committee

   At the February retreat, the board discussed getting board members and the general membership more involved in committees by adding a vice/co-chair position for each committee. Maria Hurtado commented that this is an important part of mentoring and developing IHN members. Karen Davis will contact each committee chair and reach out to board members to identify a member to fill this role.

2. Call for Volunteers

   Karen Davis provided board members with a description of each IHN committee. Committee chairs and board members were asked to review the committee descriptions for accuracy and provide comments to Karen the week of April 10. The call for volunteers will be sent to members the end of April after the call for ICMA volunteers is completed to avoid confusion with that process.

3. Work Plans
   a) Executive Committee
      i) Set date for annual membership meeting

      The board set June 9 in Brighton, CO as the annual membership meeting.

   b) Communications
      i) Demo: Facebook Workplace as tool for member communication
      ii) Annual meeting online

   Ray Gonzales reported that the communications committee is reviewing this option but did not have enough committee members at the March meeting to demo and make a recommendation. He will reschedule for the April committee meeting and bring back to the board at the May meeting, even if
the committee is unable to meet. He also stated that they will have facilities to host an online membership meeting and would work with the communications committee and the board to advertise and encourage attendance at the meeting.

c) Membership
   i Update/Discussion on IHN Chapters
   This was deferred to the May meeting. Karen Davis said that the goal is to be able to implement this in the June time frame so it would be necessary to set aside adequate time for discussion in May. She will work with the membership committee to put together a final product and will send to the board in advance of the May meeting to allow time to review. The membership committee’s meeting is April 19.

d) Programs
   i Set cost for IHN dinner at ICMA – actual cost $66.55 inclusive
   The board set a price of $75.00 for the IHN dinner at ICMA.

e) Nominations
   i Board nomination process – expressions of interest due April 14
   ii ICMA committees

f) University Partnerships

Information was included in the board packet but not discussed.

g) Fund Development

Information was included in the board packet but not discussed.

h) Awards (separate committee for each)
   i Civic Engagement Award
   ii Emerging Leaders Award(s)
   iii Joel D. Valdez Legacy Award

Information was included in the board packet but not discussed.

I. Information Items

   1. Website Tracking

   Information was included in the board packet but not discussed.

   2. IHN Conference Sessions at ICMA
      a) Dealing with Immigration Issues: The Real Story and Lessons Learned
      b) Believe It or Not, We’ve All Got Bias (with NFBPA)
      c) Collaboration and Partnerships to Improve Diversity in University Programs (University Partnerships Committee)

   Item was not discussed.

J. Future Board Meeting Agenda Items

   1. Relationship with IHN Chapters – schedule for May board meeting
   2. Facebook Work Place – schedule for May board meeting
   3. Website Tracking | details on what is trending – schedule for May board meeting
   4. Fundraising Status
# 2016-2017 IHN Board of Directors
## Board Meeting Attendance

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Note: Excused v. unexcused absences are not differentiated on the chart.

*Attendance for Saturday, February 4 when board actions were taken. A quorum was present.
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<td>65190 · Special Projects</td>
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<td><strong>Net Ordinary Income</strong></td>
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International Hispanic Network
Profit & Loss
January through April 2017

Net Income

-4,739.77

bank balance as of 4/30/17

63,017.49
## Benefits of IHN Membership

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<td>Host/co-sponsor regional events</td>
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<td>Reduced rates at regional events and biannual conference</td>
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<td>Access to online training</td>
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<td>Routine communications/announcements</td>
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<td>Access to IHN database</td>
<td>Access to IHN database</td>
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<td>Access to student chapters (thru ICMA)</td>
<td>Access to student chapters (thru ICMA)</td>
<td>Access to student chapters (thru ICMA)</td>
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<td>7 or 15 designated members from local governments</td>
<td>Unlimited designated chapter members (must sign up) also members of IHN through chapter membership</td>
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<td>Unlimited job postings</td>
<td>Unlimited job postings (required local government base membership fee)</td>
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<td>Dedicated City &amp; IHN board or membership committee partners</td>
<td>Dedicated City &amp; IHN board or membership committee partners</td>
<td>Use of IHN tax exempt status</td>
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<td>Use of logo (or variation) TBD</td>
<td>Use of logo (or variation) TBD</td>
<td>Fiscal support (optional)</td>
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<td>Host chapter website (optional) and/or access to chapter site</td>
<td>Fundraising support</td>
<td>Chapter recognition in brochures</td>
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<td>Semi-annual chapter meetings</td>
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Working Timeline

April 19, 2017: Membership Committee review of benefit levels and chapter agreement (dues structure amounts to be finalized in October/November as part of overall review of dues)

May 5, 2017: IHN board review/approval of chapter agreement

June 2, 2017: IHN board approval of agreements with Austin and Phoenix (dues will be implemented in 2018)

July – November:
• Approve dues structure
• Review and refine agreement as necessary
• Develop marketing strategy and timeline
CHAPTER AFFILIATION AGREEMENT
International Hispanic Network and [Chapter]

This Affiliation Agreement is made by and between the International Hispanic Network (IHN), a national nonprofit incorporation and [Chapter] and is made this day of _______ 20__,

The purpose of this Agreement is to acknowledge by both the above parties the agreement to the following terms:

I. Recognition of Affiliation

A. Affiliate. IHN hereby recognizes _________________________________ as a Chapter organization and in accordance therewith, authorizes it to use the name “International Hispanic Network,” acronym “IHN” and logo of IHN in or in connection with Affiliate’s name, acronym and logo, with the authority to use such marks in connection with Affiliate’s activities authorized under this Agreement, subject to the terms and conditions of this Agreement and any written guidelines attached here in, or subsequently provided to the Chapter by IHN.

B. Term and Termination. The Term of this Agreement shall commence on the effective date set forth above and shall continue until revoked by either party, pursuant to the terms of this Agreement. Either party may request revisions to this agreement to enhance mutual partnership benefits.

C. Territory. Affiliate shall represent IHN as IHN’s Affiliate in ________________________________ (the “Territory”) pursuant to and in accordance with IHN’s mission and purposes as set forth in IHN’s Articles of Incorporation and Bylaws or as otherwise established by IHN’s Board of Directors. The Chapter acknowledges that this designation is non-exclusive in the Territory and that IHN may, in its sole discretion, designate other affiliates in the Territory or may sponsor or conduct programs, accept members, and perform other activities within the Territory.

D. Authorized Activities. IHN encourages the Chapter to conduct the following activities within the Territory: membership recruitment, professional development, education and training activities, networking activities, career enhancement and awareness activities and such other activities as may be consistent with the mission and purposes of IHN and in which IHN may from time to time authorize the Chapter to engage.

II. Membership

Members of the Chapter organization shall be considered to be members of IHN. The terms and conditions of membership in IHN shall be determined by IHN. The terms and conditions of membership in the Chapter shall be determined by the Chapter. The Chapter shall provide Chapter members’ names, positions, and contact information to IHN. The dues for IHN membership for all chapter members shall be included in Chapter dues to IHN.
III. Obligations of IHN

A. IHN’s obligations under this Agreement shall include:

   a. Maintain a national office of IHN and promote the organizations’ mission, goals and objectives to enhance the reputation and goodwill of IHN.

   b. Maintain tax-exempt status.

   c. Maintain IHN Bylaws.

   d. Maintain a comprehensive membership database, provide for maintenance and advancement of a membership program for individuals, students, institutions and private sector organizations in accordance with a dues structure approved by the Board of Directors.

   e. Collect dues and invoice IHN members for dues renewal. Conduct professional development programs that will benefit members.

   f. Maintain a national committee structure.

   g. Conduct national education and training conferences, regional seminars and networking activities in locations throughout the United States for the benefit of IHN members. Conduct national biannual conferences (contingent upon local representatives’ ability to organize conference activities) with logistical and technical assistance to conference planners/organizers, including fundraising support.

   h. Conduct on-line training opportunities throughout the year.

   i. Provide marketing and educational publications, brochures and other promotional materials that may be made available to Chapters for their use.

   j. Maintain an IHN website to serve members and enhance promotion of IHN and the recruitment of members. All Chapters shall be listed on the website with a link to local/regional website, if available. IHN shall coordinate access to local/regional activities on the IHN website.

   k. Assign an IHN board member to be a liaison with each Chapter.

   l. Work with Chapters to identify and provide information on national issues impacting local governments.

   m. Serve as primary link with ICMA through the ICMA/IHN affiliate agreement.

   n. Optional obligations (*requires semi-annual financial reporting to IHN and may require additional fees commensurate with services provided):

      i. *Allow Chapters use of the IHN tax-exempt status to fundraise.

      ii. *Provide banking and fiscal accounting services for Chapters.

      iii. Recruit members for Chapters.
iv. Provide technical assistance and resources to Chapters for activities such as facilitation and strategic planning.

IV. Obligations of Chapter

A. The Chapter certifies it was established as an IHN Chapter on [insert date] and has submitted bylaws approved by its governing body. The Chapter will provide bylaws updates to the IHN national organization. The Chapter shall have as its purposes those set forth in their bylaws, shall conduct its activities at all times in accordance with such bylaws and all other Chapter-related policies, procedures or other written guidance.

B. The Chapter certifies that it is and shall remain in full compliance with all applicable laws, regulations and other legal standards that may affect its performance under this agreement. The Chapter shall make all required filings, such as annual corporate reports and tax filings that may affect its corporate or tax status.

C. The Chapter shall maintain reasonable records related to all of its programs, activities and operations. The Chapter shall submit regular written reports, no less than once a year, to IHN summarizing its programs, activities and operations; and a list of officers and directors.

D. Develop and promote Chapter mission, goals and objectives; promote IHN mission, goals and objectives.

E. Develop and maintain Chapter board and committee structure.

F. Board Participation. Develop members to increase their eligibility to serve on the IHN and ICMA boards of directors.

G. Annual Reporting. Chapter is requested to submit an annual report outlining its officers and directors, program activities, and a statement of financial standing for the 12 month period ending December 31 not later than March 1 of the following year.

H. Programs and Activities. Affiliate shall endeavor to sponsor and conduct programs and activities that further the purposes and objectives of IHN and shall use its best efforts to ensure that such programs and activities are of the highest quality with respect to content, materials, and logistical preparation. Examples include chapter programs and networking activities.

I. Chapter Affiliation Dues: The Chapter shall pay annual affiliation dues, established to provide for local support of the activities of the national office, particularly those that support chapter activities including administration and program activities. The annual dues assessment shall be established by the IHN board of directors and be effective January 1 of each year. The Chapter shall provide the list of all Chapter members and contact information for each when submitting dues payment. The normal payment schedule calls for Chapters to be invoiced in November of each year with payment due no later than March 31.
J. Optional obligations:
   a. Assist with logistics and planning for biannual conference.
   b. Recruit members to become members of IHN national organization.
   c. Provide speakers for ICMA and IHN conference sessions and regional meetings.

V. Obligation of both IHN and Affiliate

A. Promote Hispanic cultural heritage.

B. Promote IHN national organizational and Chapter identity.

C. Promote IHN awards, including Civic Engagement and Emerging Leader awards.

D. Conduct semi-annual chapter meetings, one of which will be at the annual ICMA conference.

E. Develop annual activities report to the IHN national organization. This information will be shared with other chapters to assist with program development in other regions.

F. IHN encourages Affiliate to submit articles about their activities for publication in IHN publications and on the IHN website. These articles may be submitted to ICMA for publication.

G. Development of a mutual annual work plan that addresses:
   a. Membership development
   b. Professional development opportunities (including ICMA/IHN webinars)
   c. Conferences and/or seminars

H. Both IHN and Chapter shall receive the following benefits with respect to each other’s conferences, if held:
   a. 2 complimentary registrations
   b. Free exhibit space
   c. Conference program advertisement
   d. Recognition of mutual affiliate organizations during opening and closing ceremonies
   e. Recognition, links and promotion of mutual affiliate organizations on the IHN and Affiliate Web sites, including placement of logos
   f. If possible, the privilege of IHN presenting at least one educational session at Affiliate’s conference or events.

VI. Indemnification

Affiliate shall indemnify, save and hold harmless IHN, its subsidiaries, affiliates, related entities, partners, agents, officers, directors, employees, members, attorneys, heirs, contractors, successors and assigns and each of them from and against any and all claims, actions, suits, demands, losses, damages judgments, settlements, costs and expenses (INCLUDING REASONABLE ATTORNEYS’ FEES AND EXPENSES), and liabilities of every kind and character whatsoever (a “claim”), which may arise by reason of any act or omission by Affiliate or any of its subsidiaries, related entities, partners, officers, directors, employees, members, shareholders or agents or the inaccuracy or breach of any of the covenants, representations and warranties made by Affiliate organization in this Agreement.
VII. Revocation or Surrender of Agreement

A. Revocation of Agreement. The affiliation granted by IHN to the organization hereunder shall remain in full force and effect unless and until revoked by IHN or surrendered by its Board of Directors by an affirmative vote of at least two-thirds of the Board.

B. Surrender of Agreement. Chapter may surrender its affiliation agreement by delivering to IHN written notice of its intention to do so no less than thirty (30) days prior to the effective day of such surrender.

INTERNATIONAL HISPANIC NETWORK  [NAME OF AFFILIATE]

By: ________________________  By: ________________________
Name: ______________________  Name: ______________________
Title: _______________________  Title: ______________________
Date: ______________________  Date: ______________________