

International Registration Plan, Inc.
Board of Directors Meeting
MINUTES
Incline Village, Nevada
November 8, 2004

Attendance

The following Board members were present:

Region I: John Goggin, NB; Kurt Myers, PA; Deborah Rogers, MD
Region II: Anna Amos, SC; Sydney Andrews, VA
Region III: Jim Poe, IN; Ruth Skluzacek, IA
Region IV: Jaki Berry, CO; Gregg Hook, AB
AAMVA Representative: Keith Kiser, ND

The following Industry Advisors were present:

Carolyn Barr, CNF Transportation, Inc.
Richard Harris, Penske Truck Leasing
Oscar Cruz Ruiz, Mexico
Rodolfo Giacoman, TML
Victor Parra, United Motorcoach Association

AAMVA/IRP, Inc. Staff:

David Saddler; Joelle Becker; Joan Kalvaitis; Danelle Gee; Brad Richards; Tim Adams

Guests:

Jerry Dike, Texas – AAMVA Chair
Paul Cooney, AAMVA/IRP Attorney

Chair Jim Poe called the meeting to order by congratulating the board of directors on a successful year and thanked the board and the AAMVA chair for their assistance with his term as chair. Chair Poe also asked for self-introductions from the Board and those in attendance in the audience at the meeting.

Swearing-In

Keith Kiser, ND, was sworn in as the AAMVA representative.

Approval of Minutes:

Motion to approve the minutes of August 18-19, 2004. Motion seconded and carried.

Executive Committee Elections:

Jaki Berry, Chair of the Nominating Committee, reviewed the procedures for the election of officers to the IRP, Inc. Board of Directors.

The election was divided into two segments, first to elect the chair and vice chair and second to elect the treasurer and secretary. The initial vote for the chair and vice chair resulted in a decision for the chair but a tie for the vice chair. The second vote for the vice chair broke the tie.

The election for the treasurer and secretary resulted in the election of the treasurer and a tie for the secretary, at which point one nominee removed their name from consideration.

The following were elected officers to the IRP, Inc. Board of Directors:

- Kurt Myers, PA – Chair
- Jaki Berry, CO – Vice Chair
- Ruth Skluzacek, IA – Secretary
- Syd Andrews, VA – Treasurer

Treasurer's Report

The Board reviewed the financial statements from September 30, 2004, which represented year-end figures that are unaudited. Following is a brief summary of the report:

- IRP finished the year with \$1,214,151.00 in revenue. This is \$50,300.000 under the budgeted amount of \$1,264,451.00.
- IRP finished the year with \$1,096,312.00 in expenses. This is \$165,730.00 under the budgeted amount of \$1,262,042.00.
- IRP finished FY 2004 with \$57,980.00 in investment income.

The Board directed that \$67,119.00 of the IRP investment fund be designated solely for Clearinghouse purposes. The Board noted that the amount is based on unaudited figures and is subject to the final audited figures for FY 2004. The \$67,119.00 represents the revenue over expense from the previous two years and fulfills a motion made by the Board in November of 2003.

Staff was instructed to work with AAMVA's Finance Department on the best method to accomplish the original motion and the subsequent recommendation.

Strategic Plan

Dues/Investments Task Force

The Board was presented with the latest report from the Dues/Investments Task Force, per the instructions of the Board from the Bismarck meeting. After discussion, the Board decided to narrow its focus of study down to two options presented, one with a \$6,000 base fee with an adjusted power unit scale combination and the other with a \$10,000 base fee with an adjusted power unit scale combination, plus reduce the expense projections from 5% to 2%. The goal is to have a focus group of jurisdiction members to provide feedback on the proposal.

Motion to go forward with Option 3B and to submit charts with a 6,000 base and a 10,000 base, with expenses recalculated at a 2% growth, to selected member jurisdictions for comment. Motion seconded and carried.

Plan Rewrite Working Group

IRP has named the task force for the Plan Rewrite/Update Project. The group will meet face to face in either December of 2004 or the beginning of 2005 to map out its strategy, work plan and budget considerations.

Standing Committee Reports

Audit Committee

Syd Andrews, Board Liaison, reported on the progress of the annual IFTA/IRP Audit Workshop, being held January 8-11, 2005, in Tempe, Arizona. The Audit Committee submitted a proposed ballot at the open meeting on November 7, 2004, following which the committee will send the proposed ballot to the membership for vote. Mr. Andrews reported that 56 jurisdictions are signed up to exchange audits via email.

Mr. Andrews reported that a subcommittee has been formed to address the issue of auditing distances from the current or following registration year to determine if this constitutes an audit.

Clearinghouse Committee

Board Liaison Jaki Berry reported that the IRP Clearinghouse Committee developed and presented guidelines for how enhancements and/or change requests are evaluated and implemented in the system. The guidelines will be posted on the IRP, Inc. web site. Ms. Berry also reported that by the end of 2004 there would be 43 jurisdictions participating in production in the Clearinghouse.

Dispute Resolution Committee

Chair Ruth Skluzacek reported that three voting members and one industry member were absent from the DRC meeting held November 5-6, 2004. Board chair Jim Poe served as an alternate to make quorum.

Ms. Skluzacek reported on the actions taken by the DRC at the meeting. The board discussed DRC procedures, and the following suggestions will be reviewed and considered by the DRC for future meetings:

- The DRC should review issues thoroughly before accepting them on the DRC meeting agendas.
- After discussions are held at DRC meetings, the DRC should provide written explanations of how and why decisions were reached. The DRC will discuss with the AAMVA/IRP legal counsel about how much information should be shared in open meetings.
- The DRC should remind jurisdictions that if issues are under judicial review or in appeals, the issues will not be heard by the DRC. The DRC will also consider an alternate recommendation that all jurisdictions deserve interpretation, whether or not the issue is in the court of a jurisdiction.

Ms. Skluzacek reported that the committee is in the process of researching changes to the committee charter that would not require board members to be chair and vice chair of the DRC. Recommended changes to the charter will be presented to the board in May 2005.

Industry Advisory Committee

Carolyn Barr, IAC Chair, reported on the success of the IAC meeting November 4, 2004. There were over 75 people in attendance at the meeting. The IAC has created a Communications Committee to provide IRP training for industry members. The IAC will have three members participating on the Plan Rewrite Working Group and is working more closely with AAMVA's Motor Carrier Services Committee. Joan Kalvaitis will work with the IAC's Communications Committee.

Peer Review Committee

Board Liaison Ruth Skluzacek reported on peer reviews conducted in 2004. Lorraine Bigelow, MT, resigned from the committee and was replaced by George Garcia, OR. Ken Carey, Peer Review Coordinator, has successfully completed training and has participated in three peer reviews, with positive feedback from the committee.

Ms. Skluzacek presented the agenda for the committee's annual meeting, which was held November 9-10, 2004. The committee is updating the compliance guide, which will be presented to the board for approval in May 2005.

Plan Procedures and Education Committee

Board Liaison Deb Rogers reported on the plans for the 2005 IRP Managers/Supervisors Workshop in Salt Lake City, Utah, April 9-11, 2005. The theme for the workshop is "The Road to Learning." The committee will have a more proactive role in future activities involving education and training.

The committee presented the board with an updated charter to replace "maintain" with "monitor" in Section II, "Purpose and Authority."

Motion to accept the changes to the committee charter to "~~maintain~~-monitor, review and recommend" to the "Purpose and Authority" section. Motion seconded and carried.

The committee presented two ballots at the open meeting, which will be prepared to be sent out for vote in December 2004. One of the ballots will introduce a short-track balloting process. If approved, the new language will become effective October 1, 2005.

Law Enforcement Issues Update

Anna Amos reported on the high attendance of law enforcement at the IFTA Managers Workshop in October 2004. Ms. Amos recommended increasing outreach efforts to include law enforcement in IRP activities by including law enforcement in IRP educational/training programs, seeking more attendance from law enforcement at IRP meetings, and including law enforcement in ballot issues.

Motor Carrier Services Report

Tim Adams reported on a meeting with the IRS regarding HVUT legislation. Mr. Adams recommended adding more motor carrier services issues at the IRP annual meetings. Additionally, Mr. Adams reported on other initiatives in MCS, including work with FMCSA on NAFTA issues, work on the Highway Watch program, expanded CVISN and many other projects.

IRP, Inc. Report

Oklahoma Lawsuit

AAMVA/IRP legal counsel Paul Cooney updated the board on activities surrounding the Oklahoma lawsuit. Oklahoma had asked for an injunction, which was denied by the Oklahoma courts and which Oklahoma is appealing. In addition, the district court trying the case is reviewing whether it has authority to rule on the dollar amounts in the case.

Peer Review Contractor

David Saddler reported on the success of the peer review coordinator position, asked the contractor, Ken Carey, to address the board, and thanked him for his efforts.

Annual Meeting Review

Joelle Becker reported that attendance at the November IRP Annual Meeting reached an all-time high with over 150 registered attendees. Based on evaluations received, attendees were pleased with the location and program content.

FY 2005 Dues Collection Report

David Saddler reported that IRP dues collection and IRP Clearinghouse fee collection were going very well. He indicated that the majority of jurisdictions, 51, had paid their IRP dues. He also said that Clearinghouse fee collection was lagging behind but only because the invoices for Clearinghouse are sent after invoices for IRP dues.

Board Elections Update – New Process

David Saddler reported on the new process for the nomination and election of IRP Board members, as per the language in the updated IRP Plan, effective October 1, 2004. He also reported on the actual elections taking place.

AAMVA Report

AAMVA chair of the board Jerry Dike commended IRP, Inc. and the IRP community for exemplifying uniformity with the IRP program. Mr. Dike reported that he appointed Keith Kiser to serve as the AAMVA representative on the IRP board.

Mr. Dike reported that AAMVA is preparing for its new committee structure in 2005. The restructured committee will oversee ten disciplines, and several of the disciplines will reintroduce workshops beginning with the FY2006 budget year.

New Business

- Syd Andrews asked the board for approval to task the Audit Committee with examining the audit requirements within the Plan and potentially recommending changes that would improve the effectiveness of audits and ensure greater compliance.

Motion that the Audit Committee be charged with providing to the board of directors alternatives to the 3% audit requirement, which will allow flexibility in the audit function without jeopardizing compliance efforts by member jurisdictions. Motion seconded and carried.

- Deb Rogers recommended that IRP, Inc. adopt a standard format for board reports, including all pertinent information, such as budget impacts.
- **Motion to remove estimated distance program from IRP, Inc. Web site. Motion seconded and carried.**
- It was suggested that a task force be formed to determine the use of AAMVA's conference facilities for once-a-year meetings.

- The board showed its appreciation to outgoing Chair Jim Poe, who was honored by newly elected Chair Kurt Myers for his leadership and dedication to the organization.

Meeting adjourned.