

ASSOCIATION OF EDUCATIONAL PURCHASING AGENCIES, INC.

MEETING REPORT #1

April 24, 2007

Louisville, Kentucky

This was the first meeting of AEPA Incorporated (AEPA), and served as the Organizational and Annual Meeting of the Board. The meeting was held at the Holiday Inn Lakeview in Clarksville, Indiana and commenced on Tuesday, April 24, 2007, at 8:00 a.m. An overview of the agenda indicated the following tasks: Call to Order, Review of Enabling Documents, Admission of Members, Committee Reports, Preparation of Bid #8, Election of Officers, Committee Assignments and Additional Concerns of Vendors and Members.

Call to Order

Expressions of thanks were provided to vendors for hosting the meals and breaks. It was stated that this was the first meeting of AEPA, Inc. and that the Bylaws, Policies and Procedures have not been adopted. By unanimous consent the proposed Bylaws, Policies and Procedures shall be governing documents until adoption of these enabling documents. This was to provide structure during the formation of the corporation. According to the AEPA Procedures, at least half of the members present at the meeting shall constitute a quorum that when duly assembled is legally competent to transact business. The meeting was appropriately convened.

Roll Call

The meeting began with introductions of all in attendance. There were currently eighteen members of AEPA. Agency representatives indicated the Member that they represent, as well as the state where their agency is located. The following Members, Potential Members, Vendors, and Guests were represented as indicated below:

Members

Colorado
Connecticut
Indiana
Iowa
Kansas
Kentucky
Michigan
Minnesota
Missouri
Nebraska
New Mexico
North Dakota
Ohio
Oregon
Pennsylvania
Virginia
Washington
Wyoming

Representatives

John Tillman, Dan Stratman
Cara Hart
Larry Risk, Pam Clover
Dan Dreyer, Bud Carruthers, Jamie Moran
Brad Stefanoni, Cinda Holms
Liz Storey, Ann Burden
Mike Rangos, Katrina Brunette
Gary Nytes, Mike Hajek
Tom Post, Bob Slama, Stephen Keyser
Paul Utemark
Max Luft, Llew Perry, Rebecca Tafoya
John Jankowski, Jane Eastes
Elmo Kallner, Tammy Hurst, Ken Swink
Tammy Standley
Jeff Kimball, Jim Randecker, Chris Kerwin
Tony Crosby, Regina Mumford-Rush
Dave Uglem, Jim Borrow
Julie Cudmore, Laurie Walsh

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The following potential member was not represented:

Arkansas

The following potential members were represented as indicated below:

<i>Potential Members</i>	<i>Representatives</i>
California	Ted Witt, Tim Blanton
Montana	Frank Loehding, Rhonda Houston
Texas	Pete Paul, Stuart Verdon

The following vendors were represented during part or all of the meetings on Sunday, Monday, and Tuesday as indicated below:

<i>Vendors</i>	<i>Representatives</i>
Aries Technology	Wayne Quach, Molly Powell, Shar Lee
Atlas Tracks	Sarah Morehead, Brenda Thompson, George Fisher, Kathy O'Brien, Bob Watts
BSN Sports	John Bals
CDW-G	Mark Ellis
Corporate Express	Chuck Luchen, Jay Thomas, Dawn Krysiak, Brian Vail, Gregg Malmstrom, Wayne Lajoie
Dan Grubb Ford	Jim Mitchell
Husky Trucks, Inc.	Jon Patrick Gould
Konica Minolta	Denise Blackwell-Burns, Russell Dixon, Scott Massey, Gary Ell, Larry Pardoe, Marjorie Smith
Kyocera Mita	Philip Borchart, John Green, Dennis Lees
Learnkey, Inc.	Bret Barben, Jared Baker, Chandra Boyd, Don Lee
Lone Star Auctioneers	Ed Lanford, Marilyn Burgess
Mackin Library Media	Becca Michael
Mity Lite, Inc.	Jeff Scott
Mobilease Modular Space	Pete Barton
Modern Building Systems	Ken Mero, Jim Rasmussen
Pacific Triangle Software	Diane Carpenter
Robert Cohen Co.	Robert Cohen
Samson Weight Training	Linda Schroeder, Scott Schroeder
SchoolDude.com	Brian Holland
School Specialty, Inc.	Peter Jones, Cole Peyron, JJ VanPletzen
School Link Technologies	Rosemary Surina
Spectrum Industries	James Lloyd
The Master Teacher	Brad Roberts, DeAnn Spade
Trapeze Software Group	David Hamel
Weatherproofing Technologies	Craig Nelson, Dave Adams, Steve Nicholson
Williams Scotsman, Inc.	Steve Yantzer, Patrick O'Malley, Matt Dickinson, Dan McGinnis, Mike Nuechterlein, Craig Behr

The following guests were present as indicated below:

<i>Company</i>	<i>Guests</i>
Sportexe	Mark Nicholls, Ted Bernharot

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Reading Notice and Proof of Mailing

The members had been notified by email of the meeting, during the last meeting and initially on February 3, 2007. All members had responded indicating that they had received the meeting notice.

Agenda Approval

The Tentative Agenda had been provided to all Members prior to the meeting via email. Printed copies were also distributed when members arrived at the AEPA meeting. The Chair indicated that the Roofing Report should be moved to immediately follow the Approval of Agenda. A motion was made by Paul Utemark from Nebraska and seconded by Tom Post from Missouri to approve the Agenda as amended with flexibility. The motion passed unanimously.

Stuart Verdon from Texas requested that the Board move the item considering membership to this part of the agenda. He noted that if accepted as a member, Texas could participate in the discussion and voting, and if not accepted could be excused from the meeting. The motion to move the voting on new members to this part of the Agenda was made and passed unanimously.

The process of voting on members was reviewed. Liz Storey from Kentucky objected to the method of approving states. It was noted by the Chair that this had been approved by the predecessor unincorporated AEPA group previously.

A motion was made by Liz Storey from Kentucky and seconded by Gary Nytes from Minnesota to approve Texas for membership. A roll call vote indicated 17 votes for admission and one vote (Connecticut) abstaining. The motion passed and Texas was officially welcomed into the membership.

A motion was made and seconded to approve Arkansas as an AEPA member. After considerable discussion, a motion was made by Texas and seconded to call for the question. That motion passed by a vote of 11 to 6 with one abstention, Arkansas was admitted to membership.

The table below indicates the roll call vote regarding the motion to approve Arkansas as a member.

For	Against	Abstain
Colorado	Indiana	Missouri
Connecticut	Kansas	
Iowa	North Dakota	
Kentucky	Nebraska	
Michigan	New Mexico	
Minnesota	Ohio	
Pennsylvania	Oregon	
Texas		
Virginia		
Washington		
Wyoming		

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It was noted that AEPA had twenty members.

The request for Montana’s membership was presented. A letter by Frank Loehding from Montana was reviewed requesting membership. After discussion, it was agreed that this was a policy issue and that the intent of the policy is to have 501 (c) (3) or public entities as members.

Committee Reports

Roofing Committee Report

The Roofing Committee from the previous meeting of the unincorporated AEPA presented the request from WTI/Tremco to add additional items to their line items. A written request to include full envelope maintenance had been provided to the committee by WTI/Tremco. The committee recommended approving the request. It was noted that the IFB under which the contract functions permits such maintenance. It was also noted that such maintenance must be in relationship to a roofing problem since the bid was not for generic general contracting. A motion to approve the recommendation was made by Mike Hajek from Minnesota and seconded by Liz Storey from Kentucky. The motion passed.

Discussion of AEPA Structure

A motion was made and seconded to go into Executive Session to discuss the structure of AEPA. A roll call vote, as follows, indicated the motion passed.

For	Against	Abstain
Connecticut	Iowa	Colorado
Kentucky	Indiana	Kansas
Minnesota	Missouri	Michigan
Nebraska	New Mexico	
Texas	North Dakota	
Virginia	Ohio	
	Oregon	
	Washington	

Because the Executive Session was not to discuss personnel issues, potential litigation or other issues permitted by their state governments the following members withdrew from the meeting and did not participate in the Executive Session: Iowa, Missouri, New Mexico, North Dakota, Ohio, Oregon and Washington.

The Executive Session ended with no action being taken. All members returned to the meeting.

Review of Enabling Documents

Review of Articles of Incorporation

The Articles of Incorporation had been prepared, disseminated to the members, reviewed with suggestions and amended prior to submission to the State of Nevada in the formation process for AEPA, Inc. They were again reviewed by the membership. It was noted that the modification process for the Articles of Incorporation are more rigorous than the other enabling documents, and should the enabling documents disagree, the Articles of Incorporation take precedence.

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Review of Bylaws

The Bylaws had been drafted and disseminated prior to the meeting. A discussion of suggested changes to the Bylaws ensued. It was stated that the Bylaws take precedence over the Policies and the Procedures.

Review of Policy

The Policies had been drafted and disseminated prior to the meeting. A discussion of suggested changes to the Policy ensued. It was stated that the Policies take precedence only over the Procedures.

Review of Procedures

The Procedures had been drafted and disseminated prior to the meeting. A discussion of suggested changes to the Procedures ensued. It was stated that the Articles of Incorporation, Bylaws and Policies take precedence over the Procedures.

Memorandum of Understanding

The Memorandum of Understanding had been drafted and disseminated prior to the meeting. The history and purpose of the Memorandum of Understanding was made. A discussion of suggested changes to the Memorandum of Understanding ensued.

After all of the documents had been reviewed, it was the consensus of the group that suggested changes would be incorporated and the modified documents submitted to the members for approval.

Committee Reports

Committee Report on Common Administration Fee

Katrina Brunette from Michigan had been appointed to prepare a report for AEPA about the request of vendors for a common administration fee. The report indicated that many states were prohibited from adjusting their current administrative fee, and there was no single percentage that would meet the needs of all the members. The committee's recommendation is that the vendors accommodate their billing to the current fee structure, and that the committees reviewing the bid responses be certain that responding vendors can meet the accounting requirements prior to recommending the approval of a vendor for a contract. In the absence of Katrina, Tom Post from Missouri hosted a conversation regarding the adoption of a common administrative fee. Following the discussion, no action was taken.

Identification of Nominating Committee

The Chair indicated that the Nominating Committee will be composed of Tammy Standley from Oregon as Chair with Paul Utemark from Nebraska and Gary Nytes from Minnesota as members.

Report on Budget

Max Luft from New Mexico presented the budget for the 2007 calendar year. Income is projected at \$57,750 and expenses at \$43,950 with a \$13,800 contingency. A motion was made by John Jankowski from North Dakota to accept the budget. The motion was seconded by Llew Perry from New Mexico and passed unanimously.

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Set Next Meeting Date

Board Policy indicates that an AEPA Annual Meeting shall be held in the spring. Discussion was held regarding a location, and three sites were suggested. They included Lake Tahoe, San Antonio and Washington DC. Several dates were discussed and the time that met most schedules was Thursday evening, Friday and Saturday, April 10, 11, and 12 with a reception prior to the meeting. A survey of the members indicated the following choices for a meeting.

Lake Tahoe	San Antonio	Washington DC
Iowa	Kentucky	Colorado
Pennsylvania		Connecticut
		Indiana
		Kansas
		Minnesota
		North Dakota
		New Mexico
		Ohio
		Texas
		Washington
		Wyoming

The Annual Meeting of AEPA will be held April 10, 11, and 12 in the Washington D.C. area, and it will convene at 6 p.m. on Thursday.

Preparation of Bid #8

Preparation of Bid #8

Selection of the items for the bid was the next item on the Agenda. A request had been made to the members to identify items for the solicitation. These were reviewed, and additionally Indiana made a suggestion regarding curricular materials. Elmo Kallner from Ohio made a motion to only bid the items that were expiring under the AEPA contract, which means items whose contracts terminate February 28, 2008. The motion was seconded by Larry Risk from Indiana and passed.

The items that will be bid include:

- Sports/Athletic Equipment and Supplies
- Administrative Software for Facilities and Maintenance
- Synthetic Flooring
- Hardwood Flooring
- Track and Courts
- Artificial Turf
- Athletic and Field Lighting
- Athletic and Stadium Seating

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Election of Officers

Nominating Committee Report

Tammy Standley from Oregon, as Chair of the nominating committee indicated that she, Gary Nytes from Minnesota and Paul Utemark from Nebraska had met to select nominees for the officers of AEPA. Her report indicated the following.

Nomination of President

The nominating committee identified Max Luft from New Mexico as their sole nominee as President.

Nomination of Vice President

The nominating committee identified Paul Utemark from Nebraska as their sole nominee as Vice President.

Nomination of Secretary

The nominating committee identified Pam Clover from Indiana as their sole nominee as Secretary.

Nomination of Treasurer

The nominating committee identified John Jankowski from North Dakota as their sole nominee as Treasurer.

Nomination of Bid Coordinator

The nominating committee identified Jeff Kimball from Pennsylvania as their sole nominee Bid Coordinator.

A motion was made by Tammy Standley from Oregon and seconded by Elmo Kallner from Ohio to close nominations, accept the recommendation of the committee, and elect the identified nominees by acclamation. The motion passed unanimously.

Identification of Committee Assignments

Identification of Administrative and Oversight Committees

The President said that three types of committees are needed to guide the association. There are a dozen administrative committees that focus in the administrative functions. There are oversight committees for each item that was previously bid, vendors approved and whose contracts are still in use. There are the oversight committees for Bid #8 that are in charge of developing the specifications, terms and conditions for the solicitation to be published in September 2007. Members were assigned to committees as listed on the following Tables 1, 2, 3, and summarized on Table 4.

Comments from Members and Vendors

There were no comments.

Adjourn

The meeting was adjourned at 4:45 p.m. on Tuesday, April 24, 2007.

Table 1 Administrative Committee Assignments for 2007-2008

Committee	Representative	State
Bid Acceptance	Pam Clover*	IN
	Ann Burden	KY
Bid Committee	Jeff Kimball*	PA
	Matthew Mackel	TX
	Tammy Standley	OR
Bid Distribution	Pam Clover*	IN
	Ann Burden	KY
Bid Questions and Answers	Tammy Standley*	OR
Bid Utilization (Members)	Laurie Walsh*	WY
Bid Utilization (Vendors)	Dave Uglem*	WA
	Jim Borrow	WA
Marketing	Mike Hajek*	MN
	Steve Keyser	MO
New Membership	Max Luft*	NM
	Tom Post	MO
Nominating	Larry Risk*	IN
	Gary Nytes	MN
Partnership	Jim Randecker*	PA
	Max Luft	NM
	Larry Risk	IN
Procedures, Policy, Bylaws	John Jankowski*	ND
	Elmo Kallner	OH
	Chris Kerwin	PA
Web Site	Pam Clover*	IN
	Jamie Moran	IA

* Denotes Committee Chairperson elected by the committee

Table 2 Oversight Committees for Bids 5, 6, and 7 for 2007-2008

	Oversight Committee	Representative	State
5A	Roofing	Liz Storey* Mike Hajek	KY MN
5B	Carpet	Jeff Kimball* John Tillman	PA CO
5C	Copiers	John Jankowski* Stuart Verdon	ND TX
5D	Vehicles	Paul Utemark* Cinda Holmes	NE KS
6A	Technology Catalog	Elmo Kallner* Bud Carruthers	OH IA
6B	Furniture	Tom Post* Brad Stefanoni	MO KS
6C	Online Training	Jim Randecker* Regina Mumford-Rush	PA VA
6D	Health and Sports Catalog	Katrina Brunette* Jamie Moran	MI IA
6E	Portable and Modular Buildings	Jim Borrow* Tammy Standley	WA OR
7A	Office Supplies	Jane Eastes* Dan Dreyer	ND IA
7B	Classroom Supplies	Jim Randecker* Dave Uglem	PA WA
7C	Web Based Auctions	Tony Crosby* Tammy Hurst	VA OH
7D	Administrative Software (Food)	Llew Perry* John Tillman	NM CO
7E	Administrative Software (Student Transportation)	Llew Perry* John Tillman	NM CO
7F	Administrative Software (Professional Development)	Llew Perry* John Tillman	NM CO
7G	Janitorial Supplies	Paul Utemark* Tom Post	NE MO

* Denotes Committee Chairperson elected by the committee

Table 3 Oversight Committees for Bid 8 for 2007-2008

	Oversight Committee	Representative	State
8A	Synthetic Flooring	Llew Perry* Ann Burden	NM KY
8B	Hardwood Flooring	Llew Perry* Mike Hajek	NM MN
8C	Track and Courts	Llew Perry* Jeff Kimball Jim Borrow	NM PA WA
8D	Artificial Turf	Llew Perry* Gary Nytes Tony Crosby	NM MN VA
8E	Lighting	Llew Perry* Ken Swink Tom Post	NM OH MO
8F	Seating	Llew Perry* Diane Treadwell	NM AR
8G	Athletic Equipment	Mike Rangos* Julie Cudmore Tom Post	MI WY MO
8H	Administrative Software	Cara Hart* Don Stratman Bob Slama	CT CO MO

* Denotes Committee Chairperson elected by the committee

Table 4 Summary of Committee Participation for 2007-2008

State	Administrative	Oversight Bid 5, 6, 7	Bid 8 Specifications
Arkansas			Seating (DT)
Colorado		Carpet (JT) Admin Software (Food) (JT) Admin Software (Student Transportation) (JT) Admin Software (Professional Development) (JT)	Administrative Software (DS)
Connecticut			Administrative Software* (CH)
Indiana	Bid Acceptance* (PC) Bid Distribution* (PC) Nominating* (LR) Partnership (LR) Web Site* (PC)		
Iowa	Web Site (JM)	Technology Catalog (BC) Health & Sports Catalog (JM) Office Supplies (DD)	
Kansas		Vehicles (CH) Furniture (BS)	
Kentucky	Bid Acceptance (AB) Bid Distribution (AB)	Roofing* (LS)	Synthetic Flooring (AB)
Michigan		Health & Sports Catalog* (KB)	Athletic Equipment* (MR)
Minnesota	Marketing* (MH) Nominating (GN)	Roofing (MH)	Hardwood Flooring (MH) Artificial Turf (GN)
Missouri	Marketing (SK) New Membership (TP)	Furniture* (TP) Janitorial Supplies (TP)	Lighting (TP) Athletic Equipment (SK) Administrative Software (BS)
Nebraska		Vehicles* (PU) Janitorial Supplies* (PU)	
New Mexico	Partnership (ML) New Membership* (ML)	Admin Software(Food)* (LP) Admin Software (Student Transportation)* (LP) Admin Software (Professional Development)* (LP)	Synthetic Flooring* (LP) Hardwood Flooring* (LP) Track and Courts* (LP) Artificial Turf* (LP) Lighting* (LP) Seating* (LP)
North Dakota	Procedures, Policy, Bylaws* (JJ)	Office Supplies* (JE) Copiers* (JJ)	
Ohio	Procedures, Policy, Bylaws (EK)	Technology Catalog* (EK) Web Based Auction (TH)	Lighting (KS)
Oregon	Bid Committee (TS) Bid Q & A* (TS)	Portable & Modular Buildings (TS)	
Pennsylvania	Bid Committee* (JK) Partnership* (JR) Procedures, Policy, Bylaws (CK)	Carpet* (JK) Online Training* (JR) Classroom Supplies* (JR)	Track and Courts (JK)

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Texas	Bid Committee (MM)	Copiers (SV)	
Virginia		Online Training (RMR) Web Based Auctions* (TC)	Artificial Turf (TC)
Washington	Bid Utilization (V)* (DU) Bid Utilization (V) (JB)	Portable & Modular Buildings* (JB) Classroom Supplies (DU)	Track and Courts (JB)
Wyoming	Bid Utilization (M)* LW		Athletic Equipment (JC)

* Denotes Committee Chairperson elected by the committee