1. **CALL TO ORDER**

a. The Regular Meeting of the Board of Directors of the California Society of Enrolled Agents was called to order on Tuesday, May 31, 2011 at 8:00 a.m. at the Grand Sierra Resort & Casino, Reno, NV. The President and Chair, Kim Kastl, EA, and the Secretary, Alma Guenther, EA, were present.

b. Paul Cheatham, EA, led the Pledge of Allegiance.

c. The President called for a moment of silence in remembrance of Memorial Day.

d. Roll Call

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<tr>
<th>OFFICE</th>
<th>NAME</th>
<th>PRESENT</th>
<th>ABSENT</th>
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<tr>
<td>President</td>
<td>Kim Kastl, EA</td>
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<tr>
<td>First Vice President</td>
<td>Jean Nelsen, EA</td>
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<td>Second Vice President</td>
<td>Raven Deerwater, EA</td>
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<td>Treasurer</td>
<td>Don Stacy, EA</td>
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<td>Secretary</td>
<td>Alma Guenther, EA</td>
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<td>Immediate Past President</td>
<td>David Shaw, EA</td>
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<tr>
<td>Director (Palomar)</td>
<td>Ronald Watts, EA</td>
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<td>Director (San Fernando Valley)</td>
<td>Robert Woodford, EA</td>
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<td>Director (Solano-Napa)</td>
<td>Sherri Scarrott, EA</td>
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<td>Director (Sacramento Valley)</td>
<td>Nichole Ralls</td>
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<td>Director (Central California)</td>
<td>Jerry Satterberg, EA</td>
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<td>Director (Big Valley)</td>
<td>Tim Flavin, EA</td>
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<td>Director (North Bay)</td>
<td>Gary Anspach, EA</td>
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<td>Director (San Diego)</td>
<td>Steven Leibold, EA</td>
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<td>Director (Far Northern)</td>
<td>Rose Hablitzel, EA</td>
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<td>Director (Orange County)</td>
<td>Patricia Kappen, EA</td>
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<td>Director (Channel Islands)</td>
<td>Robert Cantu, EA</td>
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<td>Director (South Bay)</td>
<td>George Van Buren, EA</td>
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<td>Director (Mission)</td>
<td>James Houston, EA</td>
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<td>Director (San Gabriel Valley)</td>
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<td>Director (Golden Gate)</td>
<td>Michael Huff, EA</td>
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<td>Director (Inland Empire)</td>
<td>Paul Cheatham, EA</td>
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<td>Howard Wiggert, EA</td>
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<td>Director (East Bay)</td>
<td>Patty Pringle, EA</td>
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<tr>
<td>Director (Central Coast)</td>
<td>Kittie Vicars, EA</td>
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**ACTION** The Chair declared a quorum present.
2. WELCOME OF MEMBERS AND GUESTS IN ATTENDANCE

ACTION The Chair welcomed the many Members and guests in attendance.

3. PRESIDENT’S REPORT

ACTION The Chair remarked on the following items:

- **EVP Transition Team**: Ms. Kastl announced that it was decided that the EVP transition team was no longer necessary and thus disbanded on 5/30/11.
- **NAEA**: Ms. Kastl remarked that she will continue to participate in the NAEA Affiliate monthly conference calls. She attended the NAEA Fly-in, where she met with OPR Director, Karen Hawkins. At the NAEA Board meeting, the Board voted not to move forward with a name change.
- **Supers**: Ms. Kastl mentioned that CSEA rolled out badge scanning for the first time in Las Vegas.
- **Awards**: Ms. Kastl remarked that the original Awards form that was sent out mistakenly had the Distinguished Service Award on the form, however, the Board does not vote for this award. Similarly, the form also had the Thomas P. Hess Award on the form and this was not correct and she requested that the Board disregard this. Finally, she mentioned that Ms. Mulak was really nominated for EA of the Year, not the Distinguished Service Award.

4. STRATEGIC ISSUES DISCUSSION

ACTION Ms. Nelsen led the discussion relative to the 2010-2011 Board Goals.

*The Board recessed at 8:50 a.m. until 8:00 a.m. on Wednesday, June 1, 2011.*
June 1, 2011

The Board was back in session at 8:03 a.m.

ACTION Ms. Nelsen continued the strategic issues discussion 2010-2011 Board Goals, the January 8 – 9, 2011 Board meeting evaluation summary, and EA Professionalism.

5. APPROVAL OF CONSENT AGENDA

ACTION The Consent Agenda was approved as presented, which included approval or appropriate action of the following items:

- Board Meeting Minutes: January 8-9, 2011
- Committee Change/Addition Recommendation: Updated Awards subcommittee Charter

6. SPECIAL ORDER OF BUSINESS

MOTION # 1 The Finance and Budget Committee moved that the Board approve the 2011-2012 budget, as presented.

*Motion passed.*

MOTION # 2 The Finance and Budget Committee moved that the Board authorize the Treasurer to borrow up to $25,000.00, if needed, during the 2011-2012 fiscal year.

*Motion passed.*

MOTION # 3 The Audit Committee moved that the Board approve a three year audit contract with John Waddell & Company, CPA’s, to cover audits for both CSEA and the Education Foundation for the fiscal years 2010-2011, 2011-2012, and 2012-2013.

*Motion passed.*

MOTION # 4 The Membership and Chapter Development Committee moved that Board confer an Honorary Membership to Catherine Apker, CAE.

*Motion passed.*

ACTION The Chair indicated the need for Board approval that must pass by 2/3 vote to hear the Executive Committee motion.

Action passed.

ACTION The Board of Directors went into closed session.

The Board recessed at 9:15 a.m.

The Board was back in session at 9:25 p.m.
ACTION The Chair indicated the need for Board approval that must pass by 2/3 vote to hear the PIA Committee motion. Action passed.

MOTION # 5 The PIA Committee moved that the Board approve PIA be permitted to spend $3,500 from the 2011-2012 advertising budget for the production of advertising videos. 
Motion passed.

ACTION The Chair indicated the need for Board approval that must pass by 2/3 vote to hear the Legislative Committee motion. Action passed.

MOTION # 6 The Legislative Committee moved that the Board approve CSEA join the coalition led by the California Taxpayers Association, that opposes SB 653. 
Motion passed.

7. UNFINISHED BUSINESS

There was no unfinished business to come before the Board.

8. NEW BUSINESS

ACTION The Chair announced that one additional name had been added to those previously listed for the Nominating Committee: Tim Flavin, EA.

ACTION The Chair called for additional nominations.

MOTION # 7 It was moved and seconded to close nominations. 
Motion passed.

ACTION The Chair appointed Connie Ferrell, EA, as Chief Teller and Irene Lawrence, EA, as Teller for all voting.

ACTION The Tellers distributed the ballots for the 2011-2012 Nominating Committee.

ACTION The Chair asked if there were any questions with regards to the items under Reports; there were none.

ACTION Mr. Cantu provided the Board with an overview of how Instant Run Off Voting would work.

ACTION The Tellers distributed the ballots for Chapter of the Year, EA of the Year, Professional Associate Service Award, and Public Information and Awareness Award.
ACTION The Chair reported that 25 ballots were passed out and that 25 ballots were collected, and the Chair stated that there was no need for an additional ballot.

ACTION The Chair announced the following individuals as the 2011-2012 Nominating Committee: Kim Kastl, EA, Kathy Rocha, EA, Sandy Danioth-Jones, EA, Paul Cheatham, EA, and Steven Leibold, EA.

ACTION The Chair appointed Kathy Rocha, EA, as temporary Chair until the Nominating Committee can elect its own Chair.

ACTION The Chair announced that the awards ballots will be tabulated and results will be announced at the upcoming Annual Meeting in Pasadena, CA.

MOTION # 7 Michael Huff, EA, moved that the Board approve that CSEA survey its Members to ascertain their wishes regarding a possible name change from EA to a name more reflective of the tax profession.

Motion failed.

The Board recessed at 10:40 a.m.
The Board was back in session at 10:59 a.m.

ACTION The Chair announced that the Nominating Committee selected Kim Kastl, EA, as Nominating Committee Chair for 2011-2012.

ACTION The Chair asked if there were any other items to come before the Board; there were none.

ACTION The Chair called for any Chapters interested in hosting the 2014 and/or 2015 Annual Meeting; there were none.

10. ADJOURNMENT

ACTION There being no further business to come before the Board of Directors, the Chair adjourned the meeting at 11:44 a.m., until 8:00 a.m. on Saturday, June 25, 2011 at the Hilton Pasadena, Pasadena, CA.

Respectfully submitted,

Alma Guenther, EA
Secretary

Approved: By Board of Directors Date: June 26, 2011