

**FIRST QUARTER 2018
IFTA, INC. BOARD OF TRUSTEES MEETING
JANUARY 24 - 25**

Board Members:

Cindy Arnold	Nevada Department of Motor Vehicles
Trent Knoles	Illinois Department of Revenue
Scott Bryer	New Hampshire Department of Safety
Stephen Nutter	Virginia Department of Motor Vehicles
Joy Prenger	Missouri Motor Carrier Services
Antoinette Tannous	Quebec Revenue
Rick Taylor	Kentucky Transportation Cabinet
L. Michael Romeo	Connecticut Department of Revenue Services

IFTA, Inc. Personnel:

Lonette Turner	CEO
Jason DeGraf	Information Services Director
Tom King	Webmaster
Debora Meise	Senior Director
Tammy Trinker	Office and Events Administrator

Guests:

Robert Pitcher	American Trucking Associations, Inc.
Dennis Vanderslice	ARI Fleet
Tim Adams	IRP, Inc.

1) Call to Order

Mr. Stephen Nutter (VA) called the meeting to order and officially welcomed the new Board member, Mr. Scott Bryer (NH). It was noted that Ms. Virginia Barnett (ON) was not present and unable to dial in to participate during the two-day meeting.

Motion: Mr. Nutter moved that the Board go into closed session. Ms. Joy Prenger (MO) seconded the motion. The motion passed.

2) Announcement of Board Officers for 2018

Following the closed session roll call was taken. The officers of the Board were announced: Mr. Nutter, President, Ms. Prenger, First Vice President, and Mr. Bryer, Second Vice President. The terms are effective until December 31, 2018.

3) Approval of the Minutes

(a) Approval of 4Q17 Board Meeting Minutes

Motion: Mr. Bryer moved to approve these minutes as amended. Ms. Prenger seconded the motion. The motion passed.

(b) Approval of Minutes of Actions by Email

October through December 2017

Motion: Ms. Prenger moved to approve as written. Mr. Rick Taylor (KY) seconded the motion. The motion passed. Mr. Bryer abstained.

4) Financial Report

(a) *Funds Netting Report*

Ms. Lonette Turner, IFTA, Inc. CEO, announced that no jurisdictions were late for the last quarter of 2017 and that all funding was done in a timely manner. The financial audit is in and will be presented to the Board during the Second Quarter 2018 Board meeting. This audit is being conducted by David A. Lapinski, CPA PC.

(b) *IFTA, Inc. Financial Report*

Ms. Kathy Queen, CPA, reviewed the financial report in depth, including the investment accounts. A new process is being designed regarding the banking reconciliations, etc. IFTA, Inc. will forward the balance sheets dated September 30, 2017 to the Board for review.

5) Industry Advisory Committee (IAC) Report

Mr. Dennis Vanderslice, ARI Fleet, Committee Chair, explained that the committee has been working to clarify the reporting issues between DOT, IRP, and IFTA for ELDs. The committee also wants to assist with the emergency relief notices so that the IAC can better assist with carriers and aiding with disaster relief.

The committee is looking forward to meeting with representatives from the IFTA Audit Committee to discuss industry representation on the committee. Mr. Vanderslice explained that this would be a non-voting position that could offer industry perspective that could aid in redirecting ballot language. Ms. Prenger is in support of industry representation on IFTA committees.

6) IT Update

(a) *Clearinghouse*

Mr. Jason DeGraf, Information Services Director, spoke briefly about IFTA Short Track Final Ballot Proposal (STFBP) 04-2017. The intent of this ballot was to clarify that the upload done on a daily basis for each business day is an upload of the full demographic data. This change would have required the full demographic data to be uploaded to the Clearinghouse each business day for accuracy and timely information; however, the ballot did not pass due to an insufficient number of votes. Mr. DeGraf noted that many jurisdictions are currently uploading full demographic data into the Clearinghouse.

Mr. DeGraf also spoke regarding Full Track Final Ballot Proposal (FTFBP) 02-2017. The intent of this ballot was to require jurisdictions track and upload serialized decal numbers issued to carriers. It was explained that IFTA, Inc. currently has a separate database and file definitions for decal information. FTFBP 02-2017 did not pass.

IFTA, Inc. contacts jurisdictions once they are ten (10) days late with their demographic data. Errors are also being fixed so that data is clean and up to date. IFTA, Inc. is working with the Program Compliance Review Committee (PCRC) to provide a one stop shop for reviewers which would include a collection of reports that would aid in conducting the program compliance reviews.

(b) *Data Center Colocation*

Mr. DeGraf reported on a possible data center colocation for the IFTA, Inc. servers. The colocation could either be as a backup location for the business data or a secondary operational location. IFTA, Inc. currently has twelve (12) servers at its office location. Colocations are typically manned 24/7 and can provide an optional hands on service in addition to billing for both space and electrical necessity.

IFTA, Inc. currently uses a third party location for daily back up services in addition to the servers housed at the office. Mr. DeGraf recommended adding additional back up servers for each live server utilized at a colocation facility and ensuring that fire walls are purchased for each additional server as well. IFTA, Inc. will continue researching this issue.

Motion: Ms. Prenger moved to further discuss the colocation issue and an ad hoc committee. Mr. Taylor seconded the motion.

The Board discussed a colocation and combining of clearinghouse operations with IRP, Inc., where feasible, and creation of an ad hoc committee. A colocation would be a solution to the physical location issue and an ad hoc committee could resolve the levels of partnering with IRP, Inc. and address the concern for continuity of the Clearinghouse operations. A priority level of issues showed that the continuity of service as the highest priority followed by the physical location and personnel issues, followed then by partnering with IRP.

Motion: Mr. Nutter moved to develop a charge and a subsequent ad hoc committee to research the IT and Clearinghouse operations continuity. Mr. Michael Romeo (CT) seconded the motion.

During discussions the motion was clarified to ensure that the ad hoc committee contains an array of representation.

Amended Motion: Mr. Nutter moved to develop a charge and a subsequent ad hoc committee that contains representation from the various types of shops maintained in different jurisdictions. Mr. Romeo seconded the amended motion. The motion passed.

(c) Website

Mr. Tom King, Webmaster, presented a demonstration of the IFTA, Inc. website and explained that, following the recent office move, the webserver is relatively new and there are multiple backup copies of the website should it be necessary.

Annual Reports prior to 2008 were removed from the website but remain in the data archives. The March and May Compliance imitative forms have also been uploaded to the website.

Following the 2017 ballot voting, a diagnostic was run to ensure that there were no issues with voting. This diagnostic showed that everything was in proper, working order; the lack of recorded votes was a direct result of a failure to vote. Iowa, Montana, and Nevada have requested a mechanism be offered to allow members to view which jurisdictions have not voted.

IFTA, Inc. will be working on tutorials for the website to aid membership in maneuvering the web pages and finding data more quickly. The Board asked that a mobile app for the website be researched and presented to the Board during the April 2018 Board meeting.

7) Program Compliance Review Update

Ms. Debora Meise, IFTA, Inc. Senior Director, reported that three of the ten Canadian reviews from 2016 have been closed, three have been posted to the message board, and four are under jurisdiction review for their responses.

The 2017 reviews have all been completed to date and most are awaiting jurisdiction responses. To date, one review from 2017 has been closed. It is intended that all outstanding reviews will be completed by May 2018.

Regarding the 2018 reviews, both Alabama and Arkansas are underway and things are going very well with the new review process. More information will be provided during the 2Q18 Board meeting as two reviews will have been completed at that time. Ms. Maria Coronado, IFTA, Inc. Membership Services Officer, is working with the new ratified process and leading the 2018 reviews. IFTA, Inc. will present to the committee the Board's request for a webinar explaining the new ratified process.

8) Program Compliance Review Committee (PCRC)

Request for Annual Face-to-Face Meeting

Mr. Trent Knoles (IL), Board Liaison to the PCRC, presented this committee request.

Motion: Mr. Knoles moved that the Program Compliance Review Committee be permitted to hold a face-to-face meeting. Ms. Cindy Arnold (NV) seconded the motion.

During discussion the Board took into consideration the necessary funding of the event. The Board believes that, with the new process effective January 1, 2018, it would be beneficial for the committee to meet and, if time permitted, work on webinars.

Amended Motion: Mr. Taylor moved that the PCRC face-to-face meeting not exceed \$25,000. Mr. Bryer seconded this motion. The motion passed.

Following discussion the original motion to hold the face to face meeting had not been voted on prior to the amended motion. A vote of the original motion was then conducted to include the amended motion. The original motion was passed. IFTA, Inc. will work with the committee and review hotel locations for this event.

9) Audit Committee (AC) Report

(a) Best Practices Guide

Ms. Prenger, Board Liaison, presented the Audit Committee's Best Practices Guide for approval.

Motion: Mr. Bryer moved to open the discussion regarding the Audit Committee's Best Practices Guide. Mr. Taylor seconded the motion.

Motion: Ms. Prenger moved to adopt the Best Practices Guide presented by the IFTA Audit Committee. Mr. Bryer seconded. The motion passed. Ms. Antoinette Tannous (QC) abstained as she had not reviewed the guide.

(b) Industry Committee Representation

Motion: Ms. Prenger moved to discuss an error regarding the representation of industry on the IFTA Audit Committee. Mr. Taylor seconded the motion.

It was noted that prior Board Meeting minutes indicated a Board decision was required to allow industry participation on the committees. It was explained that the AC could meet with representatives from the Industry Advisory Committee (IAC) to discuss this issue and then present their recommendation to the Board for final approval.

10) Clearinghouse Advisory Committee (CAC) Report

(a) Demographic Data Best Practices Guide for Approval

Ms. Arnold explained that this guide was originally presented to the Board during the 4Q17 Board meeting. Following this meeting, the CAC made the amendments requested by the Board. The guide was presented again for the Board's consideration.

Motion: Mr. Bryer moved to approve the Demographic Data Best Practices Guide presented by the Clearinghouse Advisory Committee. Ms. Arnold seconded the motion. The motion passed.

(b) Committee Charter for Approval

Ms. Arnold presented the amended CAC charter for approval. As part of the updated charter, a second vice chair for the committee was added.

Mr. Taylor asked that the approval for this charter be delayed until the April 2018 Board meeting. IFTA, Inc. will post the charter to the Board's message board for review and approval following the conclusion of the 1Q18 Board meeting.

11) Committee Chair Conference Call

The Board held a conference call with the Committee Chairs. The chairs participating included Ms. Cindy Swanson (CA), Ms. Helen Varcoe (MT), Mr. Ron Hester (ON), Mr. Vanderslice, Mr. David Bales (KS), Ms. France Vandenberg (ON), and Mr. Garry Hinkley (ME). Following a roll call, Mr. Nutter welcomed everyone to the call and the following reports were provided.

(a) Agreement Procedures Committee (APC)

Ms. Swanson, Chair of the APC, explained that the committee would be working with the CAC in re-sponsoring IFTA STFBP 04-2017 which failed due to insufficient voting. The committee will re-sponsor IFTA STFBP 03-2017 as a full track ballot in 2018; this ballot references US and Canadian funds transfers. The APC also continues to update both the New Committee Member Guide and the Best Practices Guide.

Ms. Swanson acknowledged Ms. Marie Stark (MT) as the current Ex-Officio following the expiration of her term as Chair. The committee also anticipated filling a Southeastern vacancy in the near future.

While no location has been secured to date for the 2018 IRP/IFTA Managers' and Law Enforcement Workshop, the committee continues to plan for the event.

(b) Audit Committee (AC)

Ms. Varcoe, AC Chair, informed the Board that the committee continues to work and plan the 2018 IFTA/IRP Audit Workshop and are finalizing the agenda and interchanging presentations with the Attorneys' Meeting that is running concurrently with the Audit Workshop.

(c) Clearinghouse Advisory Committee (CAC)

Mr. Hester, CAC Chair, announced that the committee has full membership. A subcommittee is also reviewing the transmittals for a best practices guide similar to the demographic best practices guide. The Quality Control subcommittee continues to work with membership regarding various issues.

The committee continues to review and update the committee charter. The CAC is also interested in continuing their column which began in THE IFTA NEWS to keep membership updated on related issues and changes.

(d) Dispute Resolution Committee (DRC)

Mr. Bryer announced that, with no existing disputes, the committee has not been active.

(e) Industry Advisory Committee (IAC)

Mr. Vanderslice, Chair, announced that the committee has been reviewing the ELD requirements as they relate to the ELD mandates for both DOT and IFTA reporting. The IAC is also interested in aiding and streamlining the process for emergency waivers relative to natural disasters.

(f) Law Enforcement Committee (LEC)

Mr. Bales, LEC Chair, acknowledged that IFTA FTFBP 02-2017, requiring jurisdictions to track and upload serialized decal numbers issued to carriers, did not pass. Mr. Bales noted that there is a vacancy in the Canadian region. An alternative fuel subcommittee has also been established by the LEC to discuss and review alternative fuel vehicles including battery operated vehicles.

(g) Attorneys Section Steering Committee (ASSC)

Ms. Vandenberg, Vice-Chair, reported that the committee continues to hold monthly conference calls and has been working to plan the upcoming IFTA Attorneys' Meeting in Chandler, Arizona. The committee also continues to monitor legal cases that would affect IFTA.

(h) Electronic Credentials Working Group (ECWG)

Mr. Hinkley, ECWG Chair, explained that the working group is on a hiatus due to inactivity. It was recommended, however, that membership review their laws and procedures to ensure compliance with the recently passed IFTA and IRP ballots affecting the two programs.

It was suggested the working group draft a memorandum to be posted to the IFTA and/or IRP websites encouraging membership to review their laws and procedures as well as their rights and obligations pertaining to the passage of the electronic ballot proposals. Mr. Hinkley is currently working with Mr. Jay Sween (AL) regarding this undertaking; a combined document is being considered that would address issues for both IFTA and IRP.

12) PCR Request

Motion: Ms. Arnold moved to discuss the Program Compliance Review Committee conducting the Program Compliance Reviews instead of membership volunteer participation. Ms. Prenger seconded the motion.

It was suggested that, by changing the PCRC to increase committee membership to include three representatives from each region, all members would have a maximum of three reviews to participate on. It was opined that the PCRC representatives would have more review experience than the jurisdiction volunteers. It was further thought that by changing the process to allow the committee to participate on the reviews the reviews could be more consistent.

Consideration was given to have the PCRC Working Group create a subcommittee that would review this issue. As the PCRC will be meeting in April, it was the opinion of the Board to table the discussion until after the committee's face-to-face meeting in April.

13) IFTA Meeting Update

(a) 2018 IFTA/IRP Audit Workshop

Ms. Tammy Trinker, IFTA, Inc. Office and Events Administrator, reported that the Audit Workshop is scheduled for February 13 – 15 at the Crowne Plaza San Marcos in Chandler, AZ. Currently, 178 persons pre-registered for this event.

(b) 2018 Attorneys' Meeting

This event is scheduled for February 13 – 14 at the Crowne Plaza San Marcos in Chandler, AZ. Seven persons are currently pre-registered for this event. Registration closed on January 12th.

(c) 2018 Annual IFTA Business Meeting

The Mission Palms hotel in Tempe, AZ will host this event August 15 – 16 with the reception on Tuesday, August 14. Registration fees will be set in April.

(d) 2018 IFTA/IRP Managers' and Law Enforcement Workshop

IRP, Inc. will be hosting this event and plan to announce the location and dates at a later date as this event is still being negotiated.

(e) 2019 Meetings

IFTA, Inc. continues to update the Request for Proposal for the 2019 IFTA/IRP Audit Workshop. The 2019 Annual IFTA Business Meeting has been contracted for with the Hilton North Raleigh/Midtown hotel in Raleigh, NC. Dates for this event are August 14 – 15. The 2019 Board Meetings have been finalized and contracted with the Hilton Phoenix/Chandler hotel in Chandler, AZ. The dates for these meetings will be as follows:

1Q19 Board Meeting
January 23 – 24 (Tuesday – Wednesday)

2Q19 Board Meeting
April 23 – 24 (Tuesday – Wednesday)

4Q19 Board Meeting
October 22 – 23 (Tuesday – Wednesday)

(f) Future Meetings

The Annual IFTA Business Meeting for 2020 has been contracted with the Mission Palms in Tempe, AZ. The dates for this event will be August 12 – 13.

The Board discussed the scheduling and rotation of the quarterly Board meetings. It was their position to not pursue contracts at this time to allow more discussion on how to rotate these meetings. The 2020 IFTA/IRP Audit Workshop will also need to be contracted.

The Canadian region will be considered to host the 2021 Annual IFTA Business Meeting. For subsequent business meetings, IFTA, Inc. will research other regions and jurisdictions to host this event. Should no other location be suitable, IFTA, Inc. will default the hosting of the business meeting back to Arizona.

14) 2018 Annual IFTA Business Meeting

(a) Brainstorm Topics

The Board discussed and considered several topics that would be presented during this year's business meeting.

Motion: Ms. Prenger moved to discuss the Electronic Verification of Operating Credentials (EVOC). Mr. Bryer seconded the motion.

Mr. Tim Adams, CEO of IRP, Inc., spoke about the EVOC initiated by IRP, Inc. The ultimate goal of this task force is to move towards a 100% paperless environment. All membership must participate, including the Canadian jurisdictions, in order to meet this goal. One issue currently being researched by the task force is creating a means for law enforcement to verify

a paperless credential. The task force members have agreed that the electronic record would replace both the IRP and IFTA paper credentials.

Motion: Ms. Prenger moved that IFTA, Inc. proceed with partnering with IRP, Inc. regarding the EVOC project to sign Requests for Information (RFI) and possible Requests for Proposal (RFP) to move the project forward. Mr. Bryer seconded this motion.

Following discussions, Mr. Bryer withdrew his second and Ms. Prenger withdrew the motion. After additional discussions, the following motion was offered. It was further recommended that this topic be presented during the business meeting.

Motion: Mr. Nutter moved that IFTA, Inc. fully support and partner with IRP, Inc. on the electronic verification project including the issuance of an RFI or an RFP. Mr. Taylor seconded this motion. The motion passed.

(b) Election Committee

Ms. Turner informed the Board that Ms. Arnold volunteered to be the Election Committee Chair. Due to Ms. Arnold's term ending she is unable to seek re-election. There will be four seats open for election including Ms. Arnold's, Ms. Prenger's, Mr. Romeo's, and Ms. Tannous'.

15) Ballots

(a) 2017 Ballots for IFTA – Results

(1) IFTA FTFBP 1-2017

The intent of this ballot is to allow carriers using a qualified motor vehicle under a short-term motor vehicle rental of 29 days or less to temporarily display the IFTA decals rather than permanently affix them to the vehicle. This ballot passed and will be effective July 1, 2019.

(2) IFTA FTFBP 2-2017

The intent of this ballot is to require that jurisdictions track and upload serialized decal numbers issued to carriers. This ballot did not pass by a vote of 35 to 18.

(3) IFTA STFBP 3-2017

The intent of this ballot is to align with the Bank of Canada's new procedure in publishing exchange rates. This ballot did not pass due to insufficient number of votes cast with 22 in favor and no opposition.

(4) IFTA STFBP 4-2017

The intent of this ballot is to clarify that the daily upload is an upload of the full demographic data. This ballot did not pass due to insufficient number of votes cast with 22 in favor and no opposition.

(5) IFTA FTFBP 5-2017

The intent of this ballot is to allow licensees and base jurisdictions flexibility in issuing and presenting the IFTA license. This ballot passed and will be effective January 1, 2019.

During discussions it was explained that the Canadian jurisdictions misunderstood the short track voting procedures and believed they had voted on the ballot during the Annual IFTA Business Meeting in August 2017. Voting reminders were issued by IFTA, Inc.

It was questioned whether or not voting could be tied to a membership's compliance. This issue would need to be presented to a legal representative to determine if and how the organization could force voting to be a compliance issue.

(b) 2017 Ballots for IRP – Results

(1) IRP Ballot 417, 416, 415, 414, 413, and 409

These ballots were for electing members of the IRP, Inc. Board of Directors.

(2) IRP Ballot 412

This intent of this ballot is to allow registrants and base jurisdictions flexibility in issuing and presenting the IRP cab card. This ballot passed by 83%.

(3) IRP Ballot 411

The intent of this ballot is to provide relief to a jurisdiction when registration fees have been transmitted and the fees are determined to be uncollectable from the IRP registrant. This ballot did not pass by 59%.

(4) IRP Ballot 410

The intent of this ballot is to address inadequate records and assessments and provides a remedy for any unreported jurisdictions and addresses the conflict an auditor encounters regarding compliance with the Plan. This ballot did not pass by 57.5%.

16) Jurisdiction/Board Liaison Conference Calls' Reports

(a) Western Region

Ms. Arnold reported on the call which was held in mid-December. Ms. Arnold receives inquiries that the region members would like to discuss. Typically, thirty plus persons participate on this call.

(b) Northeast Region

Mr. Romeo reported that the Northeast Region addressed the ballot voting issue. No other major issues were discussed. There was representation from almost every state in the region.

(c) Midwest Region

Mr. Knoles stated thirteen jurisdictions participated in the November call; during which it was reported that a processing system was hacked in one jurisdiction which caused them to be shut down for eleven days. However, no data was lost or compromised during this attack. The Midwest Region also discussed the ballot voting issue and requested IFTA, Inc. research the issue to ensure that there was no error to be detected. There was none.

(d) Southwest Region

Mr. Taylor noted that the Southwest Region also discussed the ballot issue. During the call no other urgent issues were addressed. Mr. Nutter did inform the Board that, following the call, a couple of jurisdictions contacted him requesting IFTA, Inc. not purchase another office building but allow employees to be home-based. Approximately 20 to 30 participants were on the call.

(e) Canadian Region

Ms. Tannous reported on the December call; all but one province participated. The Canadian Region also discussed the ballot issue and questioned if there were a solution to ensure the lack of voting does not happen in the future. The PCRC and process were also discussed. It was opined that a webinar of the new process would be beneficial to membership. Electric vehicles were also discussed as it relates to the urgency for an amendment to the IFTA

manuals. Also discussed during the call was the confidentiality and security of the IFTA data due to the current remote work locations. It was noted that the secure section of the IFTA website houses the SOC II 2016 audit and security report. This report can be disseminated to the inquiring jurisdictions concerned with the security of the IFTA data.

17) Consent Agenda

Four committee reports were included in the Consent Agenda. These reports were provided by the APC, ASSC, CAC, and LEC.

Motion: Mr. Bryer moved to accept the Consent Agenda. Ms. Arnold seconded the motion. The motion passed.

18) Strategic Planning

The Board reviewed the Strategic Plan in depth. Changes were made to more accurately reflect the direction of the organization. The Board reviewed the previously listed high priority items individually and reevaluated each item and its progress.

The Board discussed the security of the new IFTA, Inc. offices. The Board felt immediate action was necessary to better secure the IFTA, Inc. clearinghouse equipment. An offsite location which provides 24/7 access was discussed.

Motion: Ms. Prenger moved that the Board go into a closed session. Mr. Bryer seconded the motion. The motion passed and the Board went into a closed session.

Following the closed session, the Board re-opened the meeting to further review the Strategic Plan. Ms. Prenger volunteered to work with IFTA, Inc. to review and complete the update of the Strategic Plan.

19) Jurisdiction and Committee Board Liaisons

Motion: Mr. Nutter moved that the Board discuss the Board liaisons to the committees. Mr. Bryer seconded the motion.

The Board liaisons for the IFTA committees were amended as follows:

2018 IFTA Committee Board Liaisons		
Agreement Procedures Committee	Audit Committee	Clearinghouse Advisory Committee
Cindy Arnold (NV), Lead	L. Michael Romeo (CT), Lead	Rick Taylor (KY) - Lead
Trent Knoles (IL)	Joy Prenger (MO)	Cindy Arnold (NV)
Dispute Resolution Committee	Industry Advisory Committee	Law Enforcement
Rick Taylor (KY) - Lead	Antoinette Tannous (QC) - Lead	Trent Knoles (IL)
Virginia Barnett (ON)	L. Michael Romeo (CT)	Virginia Barnett (ON)
Program Compliance Review	Attorneys Section Steering Committee	Electronic Credentials Working Group
Joy Prenger (MO), Lead	Scott Bryer (NH), Lead	Joy Prenger (MO), Lead
Trent Knoles (IL)	Antoinette Tannous (QC)	Rick Taylor (KY)

IFTA/IRP Board Subcommittee
Steve Nutter (VA)
Joy Prenger (MO)
Scott Bryer (NH)

Discussion was had regarding the ASSC changing from a special committee to a standing committee. Changing the status of the committee would require an amendment to the Bylaws.

The Board also reviewed the Jurisdiction Board Liaisons. The following table outlines the updated liaison assignments.

2018 Jurisdiction Board Liaisons

J. Prenger	R. Taylor	M. Romeo	A. Tannous	T. Knoles	S. Nutter	V. Barnett	C. Arnold	S. Bryer
IA	KY	CT	NL	IL	AR	AB	AZ	DE
IN	AL	ME	NS	KS	NC	BC	CA	MD
MO	GA	MA	PE	MI	SC	MB	CO	NJ
NE	FL	NY	QC	MN	TN	NB	ID	NH
ND	LA	RI	SK	OK	VA	ON	MT	OH
SD	MS	VT		WI	WV		NM	PA
							NV	
							OR	
							TX	
							UT	
							WA	
							WY	

20) Legal Representation

Motion: Ms. Prenger moved to discuss legal representation. Ms. Tannous seconded the motion.

The Board discussed how, during the IRP, Inc. Board meetings, legal representation was present and members could seek the advice of legal counsel during the meeting. IFTA, Inc. will contact its legal counsel, Mr. Ron Huser, to inquire as to his availability during Board meetings and the related costs. The Board was in support of investigating the expense of Mr. Huser attending either the entire Board meeting or a portion thereof to meet with the Executive Committee.

Motion: Ms. Prenger moved to have legal representation, if available, to attend the 2Q18 Board Meeting to discuss opportunities and costs for the Board to further consider their services. Ms. Tannous seconded the motion. The motion passed.

21) Board Governance Training Review

The Board discussed the necessary steps following the Board Governance Training and considered the Bylaws and the Board Policies, both which should be modified.

Motion: Mr. Nutter moved that the Board discuss how to address the items which were identified in the Bylaws and how to change these issues. Mr. Bryer seconded the motion.

In reviewing both the Bylaws and the Board Policies, it was thought that working on the Bylaws should be completed first. After which, the Board could break into groups to review the Board Policies based on the Bylaws changes. It was explained that the Bylaws are what the corporation needs to adhere to while the policies are set by the Board and what the organization needs to adhere to for compliance. In order to complete this task, it was thought that the Board would need an additional day during the April Board meeting.

Motion: Mr. Bryer moved to add an additional day to the 2Q18 April Board meeting to focus on the rewrite of the IFTA, Inc. Bylaws. Ms. Tannous seconded the motion. The motion passed.

It was explained that the Bylaws, once amended, must be presented to membership and voted on during the Annual IFTA Business Meeting. It was recommended that the Board review and update the Bylaws and then present the amended Bylaws to the corporate attorney for his review.

Motion: Ms. Prenger moved to solicit Lisa Lumbard's services during the April Board meeting to work with the Board on the IFTA, Inc. Bylaws rewrite. Mr. Knoles seconded the motion. The motion passed.

22) Old Business

Mr. Nutter asked if there was any old business requiring the Board's attention. There was no old business for discussion.

23) New Business

(a) Board Resolution

Ms. Turner presented a Board Resolution for signature.

Motion: Mr. Nutter moved to support signing the Board Resolution regarding the CEO be both Secretary and Treasurer of IFTA, Inc. Mr. Bryer seconded the motion. The motion passed.

(b) 2Q18 Board Meeting Dates

Ms. Trinker presented the meeting dates for adding the additional day to the April 2Q Board Meeting. It was explained that cancelling the contract at this time would incur a 60% penalty of the estimated revenue.

The Board authorized IFTA, Inc. to extend the current contract to allow for travel on Sunday and the meeting dates to be Monday through Wednesday.

(c) CD Investments

Mr. Taylor inquired about the five IFTA, Inc. CDs that are approaching a renewal date.

Motion: Mr. Nutter moved that, because the succession plan is ongoing and undetermined for the future that the Board keep the CDs for another six month period and anticipate having the succession plan so that the Board can determine the appropriate use of these funds. Mr. Bryer seconded the motion.

During discussions it was determined that the CDs were not all renewing at the same date. Two CDs were renewing in March and three would be renewing in September. As a result, Mr. Nutter amended his original motion.

Amended Motion: Mr. Nutter moved that the two CDs available for renewal in March 2018 be rolled over for another six month period. Mr. Bryer seconded the motion. The motion passed.

(d) IRP, Inc. and IFTA, Inc. Executive Committees

Motion: Ms. Prenger moved to discuss the IRP, Inc. and IFTA, Inc. Executive Committee meeting. Mr. Nutter seconded the motion.

It was explained that both organizations are researching areas where resources could be combined. The Board appreciated the two organizations working with both the IFTA and IRP Executive Committees in this regard. It was clarified that the endeavor is not to combine the organizations by any means, but to discuss opportunities. At this time there is no stated goal; the organizations want to be proactive rather than reactive to upcoming issues that would affect both organizations. As a result, the IRP, Inc. Executive Committee and the IFTA, Inc. Executive Committee are planning a meeting in early March.

Motion: Mr. Nutter moved that the Board approve the funding for travel for the IFTA, Inc. Executive Committee to meet with the IRP, Inc. Executive Committee. Ms. Prenger seconded the motion. The motion passed.

(e) Nevada Issues

Ms. Arnold presented a couple of issues from Nevada for the Board's consideration. The first issue related to the DOT numbers on the IFTA record. Nevada feels that the community needs to begin thinking about this issue and how IFTA wants to present their own data. The Board felt that this issue would be a valid town hall topic during both the IFTA/IRP Audit Workshop as well as the Annual IFTA Business Meeting.

Ms. Arnold also presented an issue relating to "OT", other, as a listing on the IFTA tax rate matrix. It was felt that this was a standardization issue and it would not have a tax rate. The Board felt this issue was also a valid town hall topic for both the IFTA/IRP Audit Workshop and the Annual IFTA Business Meeting.

24) Adjournment

Prior to concluding the business discussions, Mr. Nutter commented on the communication between the Executive Committee and the Board as a whole and observed that these communications have improved. Mr. Nutter plans to continue to keep the Board apprised of all discussions held by the Executive Committee.

Concluding all discussions, Mr. Nutter declared the First Quarter 2018 IFTA, Inc. Board of Trustees meeting to be adjourned.