

July 2, 2025 Executive Committee Minutes

Attendee Council Members: Kevin Harris, Wendy Andersen, George Thompson, Casey Wilkinson

Absent: Charlene Sauer

Council Staff: Brooke Lovelace, Carlyn Crowe, Lindsay Hommer

Other: Carl Lingen

ID Action Account:

- Carl Lingen, President and CEO of Capture Management Solutions. They offer marketing communications services for government agencies and association management.
 - In lieu of having staff, agencies can utilize Capture Management for help with strategy, administration, event planning, and financial management.
 - Currently they are providing these services for seventeen state and national associations.
 - Capture Management manages ID Action currently at no cost.
- The ID Action account is used for managing conference revenue, sponsorships, funds activities not included in the contract between the DD Council and Capture Management, and pays for items that are not allowed to be paid for with federal dollars, such as t-shirts.
- There is usually roughly \$10,000 - \$20,000 in the checking account and \$40,000 in the savings account.
- The ID Action board needs to meet at least once per calendar year.
 - Lingen recommends meeting at least twice per year.
- Periodic reviews of the financials should be completed with a minimum requirement of the President and Secretary.
- Lovelace is currently the only officer listed.
 - She is listed as the President.
- An annual 990 tax document is filed with the IRS.
- The group discussed changing the governance structure of the board.
 - The board needs a minimum of three officers and can have up to fifty board members.
 - Lingen suggested that Lovelace remains a voting board member but transitions to another role such as Secretary.
 - Officers can include a president, vice president, secretary, and treasurer, with the secretary and treasurer potentially being the same person.

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- Lovelace suggested that the Executive Committee (EC) could serve as the officers/members on the ID Action board.
 - Harris suggested Hommer serve as the secretary/treasurer.
 - Lingen stated that initially board members would need to self-nominate and appoint.
 - In the future, the board members would nominate and elect officers of the board.
- Lingen emphasized the importance of following the bylaws.
 - Lingen will send a copy of the bylaws to Lovelace to distribute to the group.
 - Lingen suggested establishing a board before the group decides whether or not changes are needed for the bylaws.
 - If the bylaws need changed, Lingen recommended using an attorney to do this.
 - Lingen stated the board that governs ID Action can be anyone and does not have to be people on the DD Council.
- Andersen asked who has been handling the approvals of invoices. Lingen stated it has been Lovelace.
- Lingen explained that using ID Action helps protect the integrity of the grant funds by separating non-reimbursable expenses.
 - Harris and Crowe wondered if ID Action needed to be acknowledged publicly. Lingen stated this is not needed because the sole purpose of ID Action is to support the DD Council.
 - ID Action is the legal nonprofit name but Iowans with Disabilities in Action has been used on some items such as the InfoNET mailers.
 - Will ask Amy Campbell about this.
 - InfoNET is mailed through the ID Action PO Box due to the postage being less.
 - The group wondered whether ID Action needed to pay for the postage instead of a contract paying for it. Lindgren stated that the postage costs does come out of the contract as an allowable expense
- Lingen stated the future steps should be:
 - Deciding on a board.
 - Distributing bylaws.
 - Set a meeting to elect officers.

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- Then decide if the board would like to change the bylaws.
- The EC will meet to discuss ID Action more at 9 AM on July 10th.
- To keep the organization going, ID Action needs:
 - Three board members.
 - Meet once per year.
 - File the Secretary of State's biennial report.
 - File a 990 every year.
- Andersen asked if insurance was necessary for this board.
 - Lingen stated that since they are accredited he must recommend every year:
 - General liability insurance - \$600-\$700 annually
 - Directors and Officers insurance - \$600-\$700 annually
 - Event Insurance
 - Cyber security
 - A review or full audit every year – Full audit is \$12,000.
 - The organization can waive these since they may not be necessary.
 - At a minimum it would be good to have a Directors and Officers insurance.
 - This insurance is pre-paid legal services.
- Andersen requested to see the past years 990's.
 - Lingen stated that they file 990 postcards so there is not much information on them other than stating the corporation makes less than \$50,000 annually.
 - If longer tax forms are requested to be completed, there will be a fee to complete.
- Andersen asked if the DD Council funding were to be eliminated, could this nonprofit take over the functions of the DD Council. Lingren stated it could.

Action Items:

- Lingen will send a copy of the bylaws to Lovelace to distribute to the group.
- Amy Campbell will be asked about "Iowans with Disabilities in Action" being on InfoNET mailers.