

WILLIAM GLASSER INTERNATIONAL, INC.

MEETING 64 BOARD MINUTES

FRIDAY, 17 June 2016 AT 21:00 UTC

<https://global.gotomeeting.com/join/506354613>

Presence: Juan Pablo Aljure, V. P. Masaki Kakitani
John Cooper, Chair Rose-Inza Kim
Janet Fain Morgan Jean Seville Suffield, Secretary
Nancy Herrick Shruti Tekwani

Apologies: Boba Lojk
Stephanie Myers
Kim Olver, Executive Director
Mirinithia Maalsdorp
Stephanie Myers
Dubravka Stijacic
Kalikamurti Suich

Notation: The order of business was modified awaiting for board members to arrive. John Cooper, Chairperson arrived at 22:05 UTC due to severe storms in the Northern Territories, Australia. Jean Seville Suffield chaired the meeting commencing at 21:05 UTC since Juan Pablo Aljure was in communication by cell phone.

2. Financial Reports – Masaki Kakitani

- A. Profit and Loss Statement
- B. Budget

REPORT: Masaki Kakitani reported that he had placed the Profit and Loss and Expenses to Date statements on Schoology for Board members to view. Masaki suggests that monies from the Investment Portfolio not be automatically transferred to Endowment Fund for a period of at least six months so he can track monies emanating from investments and in the Endowment Fund. There was a question about the \$755 for Accounts and Jean Seville Suffield shall verify this amount with Denise Daub and Kim Olver. Juan Pablo Aljure suggested that there be graphs of financials of income/expense over time to show monies and months so WGI may see a pattern develop over time. WGI may also provide graphs comparing income and expense for each year. Nancy Herrick shall help Masaki Kakitani gain access to website regarding finance schedules.

1. Approval of the Minutes

- A. Meeting 63 of Friday, 20 May 2016 at 21:00 UTC

1A RESOLUTION: ACCEPTANCE OF THE MINUTES

It was moved by Juan Pablo Aljure and seconded by Janet Fain Morgan that the Minutes of Meeting No: 63 held Friday, 20 May 2016 at 21:00 UTC be approved as presented.

RESULTS OF THE VOTE

Juan Pablo Aljure	5
Janet Fain Morgan	4
Nancy Herrick	4
Masaki Kakitani	4
Rose-Inza Kim	[Absent at this point in the meeting]
Jean Seville Suffield	5
Shruti Tekwani	4

RESOLUTION CARRIED

3. Hosting 2018 WGI Conference – Colombia South America

- A. Bogotá/Chía, Colombia – Juan Pablo Aljure
- B. Announcement in Seoul, Korea – Juan Pablo Aljure

3A RESOLUTION: HOSTING THE 2018 WILLIAM GLASSER INTERNATIONAL INC. CONFERENCE IN COLOMBIA, SOUTH AMERICA

It was moved by Juan Pablo Aljure and seconded by Jean Seville Suffield that Fundación Elegir and Rochester School in Bogota, Colombia, South America host the 2018 international conference of WGI.

DISCUSSION: In response to a question about holding the 2018 conference in Cartagena, Juan Pablo Aljure provided the following explanation. Although Cartagena is at sea level, it is costly and not recommended since the majority of people who have taken training in Colombia are in the Bogotá and Chía areas. In addition, holding the conference in Cartagena would mean bypassing Rochester School which is the main feature of the conference. Although the conference would be held at a venue in a higher altitude, a day or two may be needed for some people to become more acclimatized. The resolution was put to the vote at this point in the meeting.

RESULTS OF THE VOTE

Juan Pablo Aljure	5
Janet Fain Morgan	4
Nancy Herrick	5
Masaki Kakitani	4
Rose-Inza Kim	[Absent at this point in the meeting]
Jean Seville Suffield	5
Shruti Tekwani	4

RESOLUTION CARRIED

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Juan Pablo Aljure shall announce the 2018 venue at the conference in Korea.

4. Notes on Business of Executive Meeting of Friday 10 June 2016 at 22:00 UTC

A. Oral Report & Discussion – John Cooper, Chair [Absent at this point in meeting].

Masaki Kakitani, Jean Seville Suffield and Juan Pablo Aljure provided information regarding topics discussed at the Executive Meeting as outlined in each section of 4A.

(1) Finances and Investment Portfolio

Masaki Kakitani added that he had made a suggestion that member organizations pay fees as training is given to ensure a more viable budget of income for WGI. Due to certain bank fees regarding payment of training fees, Kim Olver had suggested some alternatives which shall emerge at Board meetings in Seoul, Korea.

(2) Display Table – Korea

Jean Seville Suffield reported that WGI shall share a table with the Korea Counseling Association and that items for purchase may be done online.

(3) Professional Development Day – Juan Pablo Aljure and Kalika
[Need to Register for PD Day – Announcement Sent to Faculty]

Juan Pablo spoke to qualitative goals in asking the board its direction and how the direction of member organizations is in alignment with WGI. There have to be joint efforts to unite Faculty who form the backbone of the organization. Although WGI is not faculty-oriented, it is faculty-run so we must pay attention to this. It is to this end that Juan Pablo shall bring ideas and proposals to our meetings in Seoul.

Juan Pablo had raised the issue of fees for attendees to participate in the P.D. day in Seoul on Sunday, July 10th. Nancy Herrick suggested that this may be part of the contractual agreement with the hotel that in order to have the venue, the meal would be catered by the hotel. Jean Seville Suffield asked Nancy to check this with Rose-Inza Kim.

(4) 2020 WGI Conference – Croatia : This is the intent of a venue which Kim Olver received from Dubravka.

(5) Items for Board Meetings in Korea – New Business – John Cooper shall address these items if he can join this meeting.

(6) Cards for Members: Jean Seville Suffield indicated that all board members received copies of the card which shall be available through the WGI site.

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(7) Review of Board Policy Draft for Adoption 17 June 2016 Board Meeting

Notation: The resolution to adopt the Board Policy is from item 4A(7) and not from (6) as shown on the revised agenda for 17 June 2016.

4A(7) RESOLUTION: WILLIAM GLASSER INTERNATIONAL, INC. ADOPTION OF THE BOARD POLICY

It was moved by Jean Seville Suffield and seconded by Nancy Herrick that William Glasser International, Inc. adopt the Board Policy for posting on the WGI website for members for a period of fifteen [15] days to invite feedback prior to finalization. The policy may be found in Appendix A of these Minutes.

REPORT: Jean Seville Suffield, Nancy Herrick, and Juan Pablo Aljure spoke to the WGI Board Policy highlighting any modifications and/or additions to this policy. The one that had been placed on the website was an old version. It was at the face-to-face meeting in Schaumburg, Illinois in October 2015 that the Board adopted changes; however, the policy being presented at this meeting reflects the will of the board plus some additional articles to highlight roles, terms of office, and responsibilities of board members.

DISCUSSION: After discussion on the modifications and/or additions to the document to ensure that every effort is made to encourage board members to attend and participate in committees, the Board members suggested changes to 2.3 and 9.4 as follows:

2.3 Board members may serve only two [2] terms in their lifetime.

9.4 If the Chairperson resolves that the board member is unable to fulfill the duties and responsibilities, then the Board shall ask for a new election in the geographical region concerned.

With some further discussion, the policy was put to a vote at this point in the meeting.

RESULTS OF THE VOTE

Juan Pablo Aljure	5
Janet Fain Morgan	4
Nancy Herrick	5
Masaki Kakitani	4
Rose-Inza Kim	[Absent at this point in the meeting]
Jean Seville Suffield	5
Shruti Tekwani	4

RESOLUTION CARRIED

5. Business Arising from the Minutes of 20 May 2016

- A. Agenda for Executive and Board Meetings in Korea
 - (1) Strategic Planning - Radar on Schoology – Juan Pablo Aljure
 - (2) Professional Development Day – Kalika and Juan Pablo Aljure
- B. Report on Korea Conference – Rose-Inza Kim

REPORT: Jean Seville Suffield indicated that the strategic planning had been addressed by Juan Pablo Aljure and invited Juan Pablo to add more information should he so wish. Juan Pablo reiterated the importance of planning if the organization is to survive and spoke briefly about the professional development day which the Executive shall finalize and present to the board in Seoul. Jean Seville Suffield raised the question from Stephanie Myers regarding Face Time during the meetings. Shruti Tekwani has had experience with Face Time and raised the issue of time differences. After a brief discussion, it was decided that the board shall try to accommodate the request during small group discussion but cannot promise since there are still unknowns relating to details about meeting space. Rose-Inza Kim had indicated she would be late to the meeting so board members can anticipate a report on the progress of the conference, shown twice on the agenda.

6. New Business

- A. **Executive and Board Meetings – Suggestions for Korea**
 - (1) Adherence to Conference Policy, Roles of Reps, and Letter of Intent
 - (2) Unfinished Board Business – Structure Review
 - (3) Finance – Budgets – Training Fees as Percentage
 - (4) Professional Development Day – Final Items
 - (5) Completion of Programs and Policies
 - (6) New Programs and Committees
 - (7) Continued Strategic Planning
 - (8) Survey on Conference Feedback
 - (9) Other Suggestions from Board Members to John Cooper

Notation: Rose-Inza Kim and John Cooper joined at the point in the meeting at 23:00 UTC.

- (1) Adherence to Conference Policy, Roles of Reps, and Letter of Intent

REPORT: Carleen Glasser had asked Jean Seville Suffield whether the announcement sent by WGI e-mail to all members and member organizations about the conference to be held in Bled, Slovenia October 21 – 23, 2016 had been first brought to the Board for consideration. Although the e-mail information had been sent inadvertently, the Executive attempted to get as much information as possible prior to this Board Meeting. Important issues were being brought to the fore here regarding adherence to the spirit of the Conference Policy, provisions in the Letter of Intent, and, more particularly, the role of WGI board members in protecting Dr. Glasser's legacy. This is the reason the

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item was worded as such on the agenda. Jean Seville Suffield provided a history regarding the changes that Dr. William Glasser had made in May 1996 in rejecting any training that involved what he perceived to be emanating from external control psychology and in changing Control Theory to Choice Theory. By doing so, he rejected and continued to reject control theory and anything to do with Perceptual Control Theory [PCT] and William Powers. Any group or organization may make a decision for keynotes and/or the structure of conferences; however, the WGI shall not endorse anything that does not adhere to what Dr. William Glasser considered his legacy since it is the legacy that Dr. Glasser entrusted to WGI. This is not to be taken personally but as a matter of why WGI exists and how it protects the work of its founder and mentor, Dr. William Glasser. Juan Pablo Aljure and Nancy Herrick added information throughout the report.

DISCUSSION: After some deliberation of options open to the board, the WGI presented the following resolution for adoption:

6A(1) ENDORSEMENT OF EVENTS BY WILLIAM GLASSER INTERNATIONAL, INC.

It was moved by Jean Seville Suffield and seconded by Juan Pablo Aljure that William Glasser International, Inc. does not endorse the conference to be held in Bled, Slovenia for October 21 – 23, 2016. William Glasser International, Inc. only endorses those events that are in alignment with the vision and mission of William Glasser International, Inc.

RESULTS OF THE VOTE

Juan Pablo Aljure	5
Janet Fain Morgan	4
Nancy Herrick	3
Masaki Kakitani	4
Rose-Inza Kim	4
Jean Seville Suffield	5
Shruti Tekwani	4

RESOLUTION CARRIED

Notation: Juan Pablo Aljure left at this point in the meeting at 23:20 UTC.

John Cooper asked some questions about the topics for Korea since the members had already reviewed them. Jean Seville Suffield explained they were listed as topics that the Executive had discussed at its meeting of June 10, 2016. Board members are encouraged to send any other items to John Cooper for deliberations in Seoul, Korea.

B. Report on Korea Conference – Rose-Inza Kim

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REPORT: Rose-Inza Kim provided answers to questions posed by Nancy Herrick regarding payment by Faculty for the Professional Development Day on July 10, 2016. The fee is part of the contractual agreement with the hotel. Jean Seville Suffield asked about the room being provided for Board meetings and Rose-Inza Kim assured Board Members that they would have all they need including WI-FI, projector, flip chart, markers, and other small group meeting space.

Notation: Rose-Inza Kim lost communication for about five [5] minutes or so.

Nancy Herrick hopes members will be committed to working on committees, to choose topics they are passionate about in order to move the organization forward. Board members agreed.

Notation: Rose-Inza Kim returned at this point in the meeting at 23:35 UTC.

Rose-Inza Kim continued by reporting that there are 325 participants registered to date.

7. **Written Committee Reports [To be accepted as received]**
Oral reporting of new committee items not covered in written reports

8. Other - None

9. **Adjournment**

The meeting was adjourned on a motion by Janet Fain Morgan, seconded by Masaki Kakitani at 23:45 UTC.

Next Executive Meeting – Monday 4 July 2016 Seoul, Korea

Next Board Meeting – Tuesday, Wednesday, Monday
5 – 6 – 11 July 2016 Seoul, Korea

Respectfully submitted by Jean Seville Suffield, Recording Secretary
Board Member, William Glasser International, Inc.

John Cooper, Chair
William Glasser International, Inc.

Kim Olver, President & Executive Director
William Glasser International, Inc.

GEOGRAPHICAL DELEGATES

William Glasser International [WGI] Board is a democratic body that represents its members in achieving the vision and mission of William Glasser International, Inc. The Board shall consist of twelve [12] geographical regional delegates plus a Chairperson, the non-voting Immediate Past Chairperson, and the non-voting Executive Director. The Board makes decisions using a consensus model which ensures all members have a voice in the direction being taken by the Board.

The number of delegates for any given geographical region was originally allocated taking into consideration the number of certified [CTRTC/RTC] in that region. The current representation of delegates is as follows:

- The United States of America - three [3] delegates;
- Canada - two [2];
- Europe - two [2];
- Asia - two [2];
- Australia/New Zealand – one [1];
- South and Central America one [1]; and
- Africa and remaining geographical areas - one [1] delegate.

Board Members are considered Full Members and are elected from their own geographical areas and by members of WGI who reside in that region. WGI shall review the allocations of delegates every five [5] years to assure equitable distribution of delegates to all geographical regions in light of a change in the number of people who have completed any of the WGI Certification programs.

1.0 QUALITIES AND RESPONSIBILITIES OF BOARD MEMBERS

Board members shall demonstrate a genuine interest in leading the world with Choice Theory[®] psychology and a willingness to commit to meet every month and give further time to devote to the work of the Board. Board members shall:

- 1.1 Endorse and accept the responsibilities of Full Members as outlined in the Membership Policy and the Professional Standards Policy;
- 1.2 Attend and participate in the board Lead-Management approach and consensual decision-making;
- 1.3 Respect confidentiality of discussions at meetings and online exchanges;

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- 1.4 Participate in ongoing e-mail or forum discussions about board issues;
- 1.5 Attend and participate in monthly online meetings which may last for three [3] hours. These meetings are to be scheduled in Universal Coordinated Time [UTC] at a time and date agreed by board members;
- 1.6 Engage in one or more action committees and other relevant work for at least ten [10] hours a month;
- 1.7 Be reasonably fluent in the English language;
- 1.8 Be competent to engage in online conferencing;
- 1.9 Receive and share views and opinions of the members in their geographical regions: (a) represent those views and opinions to the Board, and (b) report decisions of the board to members in their geographical regions;
- 1.10 Be familiar with WGI policies and practices;
- 1.11 Attend and participate in one [1] face-to-face meeting coinciding with the International Conference in the even years and, at a predetermined location in odd years, when there is no international conference.

2.0 DIRECTORS - TERM OF OFFICE

- 2.1 The term of office for directors shall be for three [3] consecutive years beginning on January 1 and ending three years later on December 31.
- 2.2 The term of office for directors shall be staggered so that one-third of the Board is up for election each year in order to maintain continuity on the Board.
- 2.3 Board members may serve only two [2] terms in their lifetime.

3.0 ELECTIONS OF DELEGATES TO THE BOARD

- 3.1 Elections shall be managed by WGI and initiated in September/October with specific responsibilities being delineated as requirements for work and attendance at board meetings for nominees to serve on the WGI Board. This information may facilitate the selection of nominees and the voting process in the geographical regions concerned.

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- 3.2 Once an election is announced, a period of one [1] month shall be available for the receipt of nominations.
- 3.3 It is the responsibility of the Board to verify that the nominees have met the requirements to serve as board members.
- 3.4 Information about elections shall be sent directly to members. The election shall take place two [2] weeks following the announcement of the nominees running in the geographical region.
- 3.5 The Board elects the new board members of each geographical region at the first meeting of the New Year to be directors of the legally incorporated William Glasser International.

4.0 QUALIFICATIONS FOR NOMINEES

- 4.1 Nominees must reside in the geographical region they represent, be a member of WGI, and also a member of their geographical region.
- 4.2 The person who 'nominates' and the person who 'seconds' the nomination shall be WGI members, members of the member organization concerned, and reside in that geographical region.
- 4.3 Nominees may not nominate themselves.
- 4.4 Nominations shall only be considered if nominee[s] have been seconded and meet all requirements stipulated by WGI.

5.0 VACANCY ON THE BOARD OF DIRECTORS

- 5.1 A vacancy during the term of office of a sitting Board Member may arise for a variety of reasons, including:
 - 5.1.1 Resignation;
 - 5.1.2 Removal of a director by the members for cause related to the duties and responsibilities of the position; or
 - 5.1.3 Was not filled during the election period.

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- 5.2 If a Board Member leaves the Board before the completion of his/her term of office, or is elected to the position of chairperson, WGI shall organize a new election for a replacement delegate as soon as possible.
- 5.3 The new delegate shall complete the term of office of the position being replaced.
- 5.4 Completing someone else's term on the Board only counts as a term if the time served is more than two [2] years.
- 5.5 Should a Board Member-Elect decide not to take up the position on the Board, a new election shall take place upon the resignation or withdrawal of the Member-Elect.

6.0 ELECTION OF A CHAIRPERSON

- 6.1 The Chairperson is elected by the members of the Board from among its current members and for a term of two [2] years.
- 6.2 The Immediate Past Chairperson shall remain on the Board in a non-voting capacity for one [1] year.

7.0 AUXILIARY POSITIONS OF WGI

- 7.1 Brian Lennon, appointed by Dr. William Glasser as the founding Chair of the Board, shall have a permanent non-voting membership on the Board and may attend at his discretion.
- 7.2 The Executive Director is employed by WGI and has particular duties as negotiated and approved by the Board.
- 7.3 The Corporate Secretary is employed by WGI and has particular duties as negotiated and approved by the Board.
- 7.4 WGI shall review annually the positions of those it employs at the first face-to-face meeting during each calendar year. The WGI shall renew or replace positions depending on the needs of the corporation.

8.0 BOARD EXECUTIVE COMMITTEE MEMBERS AND DUTIES

- 8.1 Members

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The members of the Board Executive Committee shall be comprised of:

- 8.1.1 Chairperson
 - 8.1.2 Vice-Chairperson
 - 8.1.3 Recording Secretary
 - 8.1.4 Treasurer
 - 8.1.5 Immediate Past Chairperson
 - 8.1.6 Chairperson Emeritus [Brian Lennon]
 - 8.1.7 Executive Director [Corporate President]
- 8.2 Duties of the Executive Committee

The duties of the WGI Executive Committee are to:

- 8.2.1 Prepare and process the agenda;
- 8.2.2 Manage the finances and budgets;
- 8.2.3 Receive reports on items from the Executive Director;
- 8.2.4 Address any specific sensitive subjects;
- 8.2.5 Ensure the adherence to the Constitution and By-Laws;

9.0 ATTENDANCE AT BOARD MEETINGS

- 9.1 Attendance at each board meeting is the responsibility of each board member.
- 9.2 The Chairperson shall contact the board member who misses two [2] consecutive board meetings to understand the situation and look for possible solutions about the board member's duties and responsibilities.
- 9.3 If a Board member misses three [3] consecutive meetings or more than 50% of meetings during the calendar year, the Chairperson gives notice that this situation shall be discussed at the next board meeting.
- 9.4 If the Chairperson resolves that the board member is unable to fulfill the duties and responsibilities, then the Board shall ask for a new election in the geographical region concerned.

10.0 PROCEDURES AT BOARD MEETINGS

- 10.1 A quorum consists of 60% of voting members present at the meeting.

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- 10.2 The Chairperson, in concert with the secretary and input from members of the Board, shall set the agenda for each meeting.
- 10.3 Board agendas shall be forwarded to Board Members at least one [1] week prior to the scheduled meeting.
- 10.4 The secretary shall take Minutes of the meeting and forward them to Board Members no later than one [1] week following the meeting.
- 10.5 The Minutes are private to the Board and will also be posted on the website in the Board's private section until approved by the Board and signed by the Chairperson and Executive Director. Authorized electronic signatures shall be accepted.
- 10.6 The Executive Director shall post a copy of the approved Board Minutes on the website in the members' section.
- 10.7 Resolutions are put forward, seconded, discussed, and then offered to a consensual voting process when a quorum is present.
- 10.8 The voting consensual process may be found in APPENDIX 1.
- 10.9 Resolutions regarding policies and programs are posted on the WGI website for a period of fifteen [15] days in order to receive feedback prior to final adoption.
- 10.10 Resolutions shall be registered in a file to enable quick access, so marked: Date of Meeting, Resolution, Voting Results, and Action. This file is to be maintained by the Corporate Secretary.

11.0 EVALUATION AND REVIEW

- 11.1 This Policy shall be evaluated every three [3] years to ensure that any changes made by the Board are reflected accurately.
- 11.2 Any change or amendment to the Board Policy shall require a review of the entire policy to maintain consistency and coherence.

APPENDIX 1

VOTING CONSENSUAL MODEL

1. When an item has been sufficiently discussed, any member may form a resolution for consensus. Once stated, members indicate their initial level of agreement in the following way:
 - Indicating a five [5] means, *I have enthusiastic support for this idea and am willing to be the leader on its implementation.*
 - Indicating a four [4] means, *I am in full support of this decision and will help the leader with tasks as possible.*
 - Indicating a three [3] means, *I will support this decision and feel comfortable letting this proposal pass without further discussion.*
 - Indicating a two [2] means, *I am somewhat comfortable with the proposal but would like to discuss some of the issues.*
 - Indicating a one [1] means, *I have objections but I won't stop the process or block the group from continuing forward.*
 - Indicating a zero [0] means, *I am totally against this motion and cannot support it in any way. I need to talk more about the proposal and require changes for it to pass.*
2. When a vote results in an action requiring a person to lead the initiative, there must be at least one [1] person voting five [5] to be the 'leader' on its implementation.
3. In the case of no fives, a two, one or zero, further discussion will ensue.
4. After further discussion and possible revision, a **second vote** will be taken.
5. This process shall continue until the resolution is carried, postponed or cancelled in the case of two or more zeroes.
6. If there is still a zero, the **resolution does not carry**.
7. Before the next board meeting, a designated third party shall moderate a negotiation between the parties involved in the conflicting opinions seeking a win/win solution.

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8. If a solution is generated, that option shall be presented at the next board meeting as a new resolution for consideration.
9. If after a month, the average of the consensus numbers is equal to or greater than 4, then the resolution can carry.
10. Once a resolution is passed, it is a decision of the Board and all members are expected to support the resolution publically.
11. All official WGI policies and decisions shall be posted on the WGI website under the appropriate menu.