



CEAC Board of Directors

Friday, December 1, 2017 | 11:00 am – 12:30 pm
Hyatt Regency Sacramento | Golden State AB
1209 L Street, Sacramento, California



-
- 11:00am
1. **Call to Order** (Pratt)
 2. **Approval of Minutes**
August 31, 2017 (Porter) - **Attachment One – Action Item**
September 22, 2017 (Porter) - **Attachment Two – Action Item**
 3. **Correspondence** (Pratt)
 4. **CLODS Report** (CLODS)
 5. **NACE Report** (McGolpin)
 6. **CSAC Report** (CSAC Staff)
 7. **Regional Directors Reports**
 8. **Treasurers Report** (Crump) – **Attachment Three – Action Item** (2018 CEAC Budget)
 9. **Committee Reports**
 - a) Flood Control and Water Resources
 - b) Resource Recovery and Waste Management
 - c) Surveyor
 - d) Land Use
 - e) Transportation
 - f) Oversight and Special Tasks
 10. **Other Committee Reports**
 - a) Fellowship
 - b) Scholarship (DeLeon)
 - c) Outside Committees (HBP, CUCCAC, CCSFCC, SHSP, TRCC, CTCDC, FLAP, TDAWG, ATP-TAC)
 11. **Life Membership**
 12. **Unfinished Business**
 - a) CEAC Memorial Scholarship Program (Crump) - **Attachment Four – Discussion Item**
 - b) CEAC Newsletter redesign (DeChellis) - **Discussion/Action Item**
 13. **New Business**
 - a) Hosting NACE 2020/2021 - **Attachment Five – Discussion Item**
 14. **Scheduled Conferences**
 - a) CEAC Spring Conference, Monterey, March 28-30, 2018
 - b) NACE Annual Conference, Wisconsin Dells, April 22-26, 2018

CEAC Board of Directors

Friday, December 1, 2017 | 11:00 am – 12:30 pm

- c) CEAC 13th Annual Policy Conference, Sacramento, September 12-13, 2018
- d) CSAC 124th Annual Meeting, Marriott Marquis San Diego Marina, November 27-30, 2018

15. CEAC Board of Directors Meeting Schedule

- a) March 30, 2018 (CEAC Spring Conference)
- b) September 13, 2018 (CEAC Policy Conference)
- c) November 30, 2018 (CSAC Annual Meeting)

12:30pm

Adjourn

Meeting Roster

Officer	Office	County
Jeff Pratt	President	Ventura
Jim Porter	Vice President	San Mateo
	Secretary	
John Presleigh	Immediate Past President	Santa Cruz
Mike Crump	Treasurer	Butte (Retired)
Mehdi Madjd-Sadjadi	Treasurer-Emeritus	Marin (Retired)
Doug Wilson	Parliamentarian	Tulare (Retired)
Patrick DeChellis	Newsletter Editor	Los Angeles (Retired)
Scott McGolpin	NACE Representative	Santa Barbara
Dave Gravenkamp	Historian	Siskiyou County (Retired)
Regional Directors	Region	County
Matt Tuggle	Bay Area	Solano
Scott DeLeon	Northern California	Lake
Panos Kokkas	Sacramento Mother Lode	Yolo
Ahmad M. Alkhayyat	San Joaquin Valley	Madera
Tom Fayram	Central Coast	Santa Barbara
Patty Romo	Southern California	Riverside
Committee Chairs	Committee	County
Pat Proano	Transportation	Los Angeles
Pattie McNamee	Fellowship	Contra Costa (Retired)
Tom Fayram	Flood Control/Water Resources	Santa Barbara
Bob Bronkall	Land Use	Humboldt
Panos Kokkas	Oversight	Yolo
Scott DeLeon	Scholarship	Lake
Mark Schleich	Resource Recovery & Waste Mgmt.	Santa Barbara
Warren Smith	Survey	San Joaquin
CSAC/CEAC Staff	Title	Agency/County
DeAnn Baker	Deputy Executive Director of Legislative Affairs	CSAC
Kiana Valentine	Senior Legislative Representative	CSAC
Cara Martinson	Senior Legislative Representative	CSAC
Chris Lee	Senior Legislative Analyst	CSAC
Nick Cronenwett	Legislative Analyst	CSAC
Merrin Gerety	CEAC Program Manager	CSAC/CEAC

ATTACHMENTS

Attachment One.....August 31, 2017 Board of Directors Meeting Minutes

Attachment Two.....September 22, 2017 Board of Directors Meeting Minutes

Attachment Three.....Treasurers Report

Attachment FourCEAC Memorial Scholarship Program

Attachment FiveNACE Annual Conference Conference-Call Notes, Timeline
and Sample Host Agreement

Attachment One

August 31, 2017 Board of Directors Meeting Minutes

CEAC BOARD OF DIRECTORS MEETING

CEAC 12th Annual Policy Conference

CSAC Peterson Conference Room

1100 K Street, 1st Floor, Sacramento, CA 95814

August 31, 2017

Draft Minutes

1. Call to Order – (Presleigh) Meeting called to order at 12:17 PM Have a quorum
2. Approval of Minutes (Porter) - Minutes from March 24, 2017 – Motion to approve – Machado, 2nd Sadjadi. Approved
3. Correspondence (Presleigh) - None
4. CLODS Report (CLODS) – The CLODS received their invitation to Spring Conference. Sadjadi presented the CLODS Report and passed on that the CLODS thank CEAC for its support. The CLODS assembled on Wednesday, August 30th for the annual business meeting and developed the slate of officers for 2017-18 to be presented to the CEAC membership for vote at the Fall Conference in Sacramento. The CLODS are also preparing the menu and program for the CLODS BBQ at the Fall Conference. Sadjadi also stated that we have two new named birds. Pat DeChellis is “Macaw” and Mike Crump is “Bower Bird.” There was also a reminder that Regional Directors should solicit nominations for Engineer and Surveyor of the Year awards. Finally, Sadjadi asked that the Officers Manual be printed and distributed to all that are required to attend the BOD meetings: officers, regional directors, and committee chairs.
5. NACE Report (McGolpin) – Laughlin Conference is scheduled on November 15-17, 2017. NACE has asked if California would host the national conference in 2021. CEAC would still need to prepare a proposal. Crump moved and DeChellis seconded a motion to direct McGolpin and Gerety to reach out to NACE to further explore the idea. Approved
6. CSAC Report (CSAC Staff) – Updates were provided on SB 1, AB 1250, and affordable housing issues. New CSAC staff member Nick Cronenwett was introduced. Next year’s CEAC Policy Conference is scheduled for September 12-13, 2018 in Sacramento.
7. Regional Director Reports

San Joaquin - Their last meeting was in July in Madera County. High Speed Rail construction is ongoing in Central Valley. Next meeting in San Joaquin County

Central Coast – Met in May in Santa Maria and had a drone demonstration. Fall meeting scheduled for October 6. Dave Flynn will be new Regional Director next year

Northern California Region – No report

Sacramento – No report

Southern California – Had a presentation on surveying flood control channels using drones. SB 1 funding was also discussed.

Bay Area – March Regional meeting held but not well attended due to storm events in the Bay Area. Storm damage recovery will be a topic of future meetings

8. Treasurers Report (Crump) – The budget is on track and balanced.

9. Committee Reports

- a. Flood Control and Water Resources – Discussed the need for a new stormwater funding source to pay for increasingly restrictive permit requirements. Pratt brought up DWR Needs Study prepared several years ago that did not include stormwater funding needs for locals. Committee will focus now on educating the public on stormwater infrastructure and the need to preserve it.
- b. Resource Recovery and Waste Management – No update
- c. Surveyor – No update
- d. Land Use – No update
- e. Transportation – SB 1 discussion dominated the meeting. Vision Zero Initiative was discussed. Also, Pavement Research Center proposal was discussed. Setting CEAC priorities for the year: three new legislative policies/priorities discussed and submitted to Board for approval - SB 1, CSAC Policy on Autonomous Vehicles, and City/County Pavement Improvement Center. Two ongoing items remain. Machado moved to approve transportation legislative policies/priorities, Pratt seconded. Motion approved. Need new SoCal primary representative on MUTCD committee.
- f. Oversight and Special Tasks – Discussion on SB 1 Reporting with CTC representatives. PPT to be posted on CEAC's website. Also, reminder to use social media to publicize the use of the SB 1 funds. Finally, send ideas to change the format of CEAC Newsletter and any items of interest (including pictures) to be included in the Newsletter to Newsletter Editor DeChellis.

10. Other Reports

- a. Fellowship - Wednesday night's social event went well. Discussion ensued regarding sponsors attendance at the social events. The consensus of Board was to leave current practice in place for Fall Conference. The Committee will explore changes to current practice for future conferences. With regard to the upcoming Fall Conference, the hotel will provide servers for receptions.
- b. Scholarship - Two winners checks for scholarships have been sent out. One winner (LA County) has not yet come forward.
- c. Outside Committees – SHSP and Bridge committees met. No reports.

11. Life Membership – Julie Bueren – Motion, Crump, 2nd Machado – Approved. Susan Klassen – Motion, Sadjadi, second Presleigh – Approved. Rick Marshall – Motion, Wilson, 2nd DeChellis - Approved

12. Unfinished Business - None

13. New Business/Other Items –

- a. Treasurer Crump was asked to investigate if CEAC could work with Sarah West, Executive Director, CTF to see if CEAC could use her foundation's tax exempt status for CEAC's Scholarship donations so that we would not need to consider changing our tax status from a 501(3)6 to 501(c)3. The main benefit of partnership would be CTF helping with fiscal administration and the ability for contributions to be tax-deductible without the work of setting up our own 501(c)3).
- b. PWSS – Fund balance for event is about \$16,000 and growing. Discussion ensued regarding whether CEAC's \$2,500 annual contribution was necessary every year. Consensus was to maintain status quo, including \$2,500 annual contribution.
- c. City and County Pavement Improvement Center – Valentine provided overview of concept and funding options. Discussion ensued regarding the value of the program to CEAC membership and what CEAC's involvement should be. It was proposed that CEAC create a subcommittee composed of members of the Transportation Committee to work on a scope or work for CEAC's involvement with the Pavement Improvement Center and the expected benefit to our membership, for Board consideration. Motion: Wilson – President to appoint members for a steering committee to refine the Pavement Improvement Center's proposal to CEAC. 2nd Machado. Approved.
- d. CEAC Program Manager reclassification to CEAC Program Director and increase CSAC/CEAC services contract amount by \$10,542. Wilson clarified that CEAC can support the reclassification but CSAC has authority over staffing. CEAC's authority is limited to approving the contract amendment for funding. Motion: Machado – implement a contract amendment to compensate CSAC for additional funds. 2nd Presleigh. Approved.

14. Scheduled Conferences

- a. NACE Western Region Conference, Laughlin, Nevada, November 15-17, 2017
- b. CSAC 123rd Annual Meeting, Sacramento, November 28-December 1, 2017
- c. PWOI/CEAC Spring Meeting, Monterey, March 28-30, 2018

15. CEAC Board of Directors Meeting Schedule

- a) September 22, 2017 at Contra Costa County DPW Offices, Martinez, CA at 3 PM
- b) December 1, 2017, 11:00 AM (CSAC Annual Conference)
- c) March 28-30, 2018 (CEAC Spring Conference)

Adjourned – Presleigh

Meeting Roster

Officer	Office	County
John Presleigh	President	Santa Cruz
Jeff Pratt	Vice President	Ventura
Jim Porter	Secretary	San Mateo
Matt Machado	Past President	Stanislaus
Mike Crump	Treasurer	Butte
Mehdi Madjd-Sadjadi	Treasurer Emeritus	Marin (retired)
Doug Wilson	Parliamentarian	Tulare (retired)
Patrick DeChellis	Newsletter Editor	Los Angeles (retired)
Scott McGolphin	NACE Representative	Santa Barbara
Dave Gravenkamp	Historian	Siskiyou (retired)
Regional Directors	Region	County
Matt Tuggle	Bay Area	Solano
Scott DeLeon	Northern California	Lake
Panos Kokkas	Sacramento Motherload	Yolo
Kevin McAlister	San Joaquin Valley	Kings
Tom Fayran	Central Coast	Santa Barbara
Patty Romo	Southern California	Riverside
Committee Chairs	Committee	County
Pat Proano	Transportation	Los Angeles
Pattie McNamee	Fellowship	Contra Costa (retired)
Tom Fayram	Flood Control/Water Resources	Santa Barbara
Bob Bronkall	Land Use	Humboldt
Panos Kokkas	Oversight	Yolo
Scott DeLeon	Scholarship	Lake
Mark Schleich	Resource Recovery & Waste Management	Santa Barbara
Warren Smith	Surveyor	San Joaquin
CSAC/CEAC Staff	Title	Agency/County
DeAnn Baker	Deputy Exec. Director of Leg. Affairs	CSAC
Kiana Valentine	Senior Legislative Representative	CSAC
Cara Martinson	Senior Legislative Representative	CSAC
Chris Lee	Senior Legislative Analyst	CSAC
Nick Cronenwett	Legislative Analyst	CSAC
Merrin Gerety	CEAC Program Manager	CSAC/CEAC
Other	Title	Agency/County
Dave Fleisch	Deputy Director	Ventura

(Shaded names were absent)

Attachment Two

September 22, 2017 Board of Directors Meeting Minutes

CEAC BOARD OF DIRECTORS MEETING

Contra Costa County
255 Glacier Drive, Conference Room A
Martinez, CA 94553
September 22, 2017

Draft Minutes

1. Call to Order – (Presleigh) Meeting called to order at 3:15 PM (No quorum)
2. Approval of Minutes (Porter) - Minutes from August 31, 2017 – (No quorum) Cannot act
3. Correspondence (Presleigh) – Letter sent to CLODS to invite them to Fall Conference and BBQ.
4. CLODS Report (CLODS) – Thanked CEAC for the invitation to Fall conference. The CLODS have a slate of officers for approval at the Fall Conference.
5. NACE Report (McGolpin) – Conversation held with NACE President about hosting NACE 2021 Conference in California and potential conference venues. Possibly San Diego, Long Beach, or Anaheim. **Action Item: McGolpin and Gerety will bring the issue forward at the Oversight Committee at the Fall Conference.**
6. CSAC Report (CSAC Staff) – A major effort is occurring to repeal SB 1. An anti-repeal campaign is also forming. The SB 1 repeal measure may be on the ballot in November 2018. AB 231 is on Governor's desk to change the definition of sewers to include stormwater. Letters of support are encouraged. New Directors – Rafael Martinez, El Dorado County; Johannes Hoevertsz in Sonoma County (effective October, 2017).
7. Regional Director Reports (None)
 - San Joaquin –
 - Central Coast –
 - Northern California Region –
 - Sacramento –
 - Southern California -
 - Bay Area –
8. Treasurers Report (Crump) – Began discussions with Sarah West, Executive Director, CTF to see if CEAC could use her foundation's tax-exempt status for CEAC's Scholarship donations.
9. Committee Reports (None)
 - a. Flood Control and Water Resources –

- b. Resource Recovery and Waste Management –
- c. Surveyor –
- d. Land Use –
- e. Transportation –
- f. Oversight and Special Tasks –

10. Other Reports

- a. Fellowship - None
- b. Scholarship (DeLeon) – Scholarship notifications sent out
- c. Outside Committees – (HBP, CUCCAC, CCSFCC, SHSP, TRCC, CTCDC, FLAP, TDAWG, ATP-TAC) - None

11. Life Membership – Julie Bueren will receive hers on September 22, 2017. Susan Klassen and Rick Marshall will receive theirs at the Fall Conference.

12. Unfinished Business - None

13. New Business/Other Items –

- a. Utilizing California Transportation Foundations' (CTF) 501(c)3 for CEAC Scholarship Fund (Crump) – Crump reached out to CTF re: hosting the Scholarship fund to take advantage of their 501(c)3 status. Had an encouraging discussion. Scholarship recipients must be interested in entering the Transportation field. CTF will keep an accounting of donations from CEAC. Crump recommends that Scholarship Committee discuss and recommend that we proceed. Discussion ensued about whether CEAC should become a 501(c)3 to encourage tax exempt donations to the scholarship funds. CSAC has created a "foundation." **Action Item: Gerety and/or DeChellis will check with CSAC to see if it's a 501(c) 3 and whether CSAC would allow CEAC to move our Scholarship Fund there. Crump will explore getting a proposal on the pros and cons of converting CEAC to a 501(c) 3 from a tax specialist.**
- b. CEAC Newsletter Redesign (DeChellis) – Gerety received a proposal from a graphic designer to redesign newsletter. The cost is about \$800. For \$1,250 the graphic designer would develop an Adobe template for the newsletter. Content should include more information about what's going on in member counties with more pictures and links to articles. First step, leave format as-is and work on content. Then work on design for a more modern look and feel later. The consensus was to postpone the work proposed by the graphic designer and instead focus on newsletter content.
- c. Pavement Resource Center – Presleigh to further explore the creation of the Center.

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15. CEAC Board of Directors Meeting Schedule

- a) December 1, 2017, 11:00 AM (CSAC Annual Conference)
- b) March 28-30, 2018 (CEAC Spring Conference)
- c) TBD (CEAC Policy Conference)

Adjourn – Presleigh 4:04 PM

Meeting Roster

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Nick Cronenwett	Legislative Analyst	CSAC
Merrin Gerety	CEAC Program Manager	CSAC
Other	Title	Agency/County

(Shaded names were absent)

Attachment Three

Treasurers Report

COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA
TREASURER'S REPORT: November 3, 2017

CHECKING BALANCE AS OF JANUARY 1, 2017 \$352,423.09

INCOME	Estimate	Actual	Balance	
Membership Dues	\$160,250.00	\$160,250.00		
Affiliate Dues	12,500.00	12,000.00		
Local Streets and Roads Needs Assessment	30,000.00	35,859.00		
Spring Conference Income	36,000.00	43,637.71		
Policy Conference Income	12,000.00	7,725.00		
Annual Meeting Income	12,000.00	15,250.00		
Bedroll Conference Income	6,000.00	6,470.00		
Miscellaneous Income (job posting etc)	2,000.00	2,350.00		
PWSS	10,000.00	12,658.59		
CEAC Memorial Fund Income	0.00	296.00		
TOTAL November 3,2017 INCOME	\$280,750.00	\$296,496.30	\$15,746.30	<u>\$296,496.30</u>

TOTAL EST. FUNDS AVAILABLE FOR 2017 \$648,919.39

EXPENDITURES	Amt. Budget	Amt. Exp.	Balance	Total Exp.	Total
NACE Dues	\$33,500.00	\$33,500.00			
NACE Conference Sponsorship	500.00	500.00			
CSAC Service and Expense Reimbursement	150,000.00	172,189.50			
Newsletter Editor Service	2,000.00	0.00			
DIS Assessment Report	50,000.00	1,250.00			
LS&R Needs Study	125,000.00	88,236.68			
Tax Fees & Accounting	500.00	593.99			
TOTAL SERVICES	\$361,500.00	\$296,270.17	\$65,229.83	\$296,270.17	\$65,229.83
Office Supplies & Expenses	\$1,000.00	\$223.38			
Scholarships	6,000.00	4,000.00			
Awards, Gifts	2,000.00	176.16			
TOTAL HOUSEKEEPING	\$9,000.00	\$4,399.54	\$4,600.46	\$4,399.54	\$4,600.46
Spring Conference Expense	15,000.00	24,325.80			
Policy Conference Expense	16,000.00	1,628.88			
CEAC BOD & CLODS Meeting Expense	8,500.00	4,429.72			
Annual Fall Conf.Meeting Expense	10,000.00	9,087.08			
Bedroll Expense	6,000.00	2,168.27			
NACE Conference Expense	0.00	5,809.98			
PWSS Reception expense	12,000.00	10,888.15			
TOTAL SPECIAL FUNCTIONS	\$67,500.00	\$58,337.88	\$9,162.12	\$58,337.88	\$9,162.12
Officers' Travel and Expense	\$20,000.00	\$0.00			
TOTAL TRAVEL	\$20,000.00	\$0.00	\$20,000.00	\$0.00	\$20,000.00
Travel Contingencies	\$10,000.00	\$0.00			
Misc. Contingencies	175,235.26	0.00			
TOTAL CONTINGENCIES	\$185,235.26	\$0.00	\$185,235.26	\$0.00	\$185,235.26
TOTALS & BALANCES				\$359,007.59	\$284,227.67

TOTAL EXPENDITURES January 1, 2017 thru November 3, 2017 **\$359,007.59**

CHECKING BALANCE AS OF November 3, 2017 \$289,911.80

CERTIFICATE OF DEPOSIT ACCT. BALANCE \$254,833.13

TOTAL FUNDS AS OF November 3, 2017 **\$544,744.93**

CEAC BUDGET 2018 (Proposed)

Balance on November 3, 2017 \$ 289,911.80

ESTIMATED INCOME

2016 Member Dues	\$ 160,250.00	
Affiliate Dues	\$ 12,500.00	
Local Streets and Roads Needs Contribution	\$ 285,000.00	
Spring Conference Income	\$ 40,000.00	
Policy Conference Income	\$ 16,000.00	
Annual Fall Conference Income	\$ 15,000.00	
Bedroll Income	\$ 6,000.00	
PWSS Income	\$ 10,000.00	
Miscellaneous Income (job posting etc.)	\$ 2,000.00	
TOTAL ESTIMATED INCOME	<u>\$ 546,750.00</u>	<u>\$ 546,750.00</u>

TOTAL ESTIMATED FUNDS AVAILABLE FOR 2018

\$ 836,661.80

Proposed Expenditures

NACE Dues	\$ 33,500.00	
NACE Conference Sponsorship	\$ 500.00	
CSAC Service & Expense Contract	\$ 190,000.00	
Newsletter Editor Service	\$ 1,000.00	
LS&R Needs Study	\$ 300,000.00	
Tax Fees and Accounting	\$ 600.00	
TOTAL SERVICES	<u>\$ 525,600.00</u>	<u>\$ 525,600.00</u>

Office Supplies & Expenses	\$ 500.00	
Scholarships	\$ 6,000.00	
Awards and Gifts	\$ 2,000.00	
TOTAL HOUSEKEEPING	<u>\$ 8,500.00</u>	<u>\$ 8,500.00</u>

Spring Conference Expense	\$ 20,000.00	
Policy Conference Expense	\$ 16,000.00	
Annual Fall Conference Expenses	\$ 12,000.00	
CEAC & CLODS Meeting Expenses	\$ 8,500.00	
Bedroll Expenses	\$ 6,000.00	
PWSS Expenses	\$ 12,000.00	
CEAC PWSS Reception Sponsorship	\$ 2,000.00	
TOTAL SPECIAL FUNCTIONS	<u>\$ 76,500.00</u>	<u>\$ 76,500.00</u>

Officers' Travel and Expense	\$ 20,000.00	
TOTAL TRAVEL AND EXPENSE	<u>\$ 20,000.00</u>	<u>\$ 20,000.00</u>

Travel Contingencies	\$ 10,000.00	
Misc. Contingencies	\$ 196,061.80	
TOTAL CONTINGENCIES	<u>\$ 206,061.80</u>	<u>\$ 206,061.80</u>
TOTAL 2018 CEAC BUDGET		<u><u>\$ 836,661.80</u></u>

2017 Fall Policy Conference - Budget Summary

Wednesday, 8/30/17 - Thursday, 8/31/17

Capitol Event Center and Sheraton Grand Hotel, Sacramento

Guestrooms

Treasurer	\$	463.67
Treasurer Emeritus	\$	-
President	\$	258.86
Staff	\$	-
Guestroom Total	\$	<u>722.53</u>

Printing & Miscellaneous

Capitol Event Center Rental	\$	3,756.35
Linens	Inc.	
Agendas & Policy meetings supplies & signage	\$	729.03
Postage	\$	20.70
Speaker	\$	-
Staff expenses	\$	157.39
Raffle	\$	-
Graphic design (Smithsonian)	\$	-
Cvent online processing fee	\$	555.00
Credit Card processing fee (3.5%)	\$	272.13
Printing & Misc. Total	\$	<u>5,490.60</u>

Hospitality

Hospitality Reception - Conference Center	\$	832.82
Hospitality Reception - The Mix Downtown	\$	4,767.57
Snacks	\$	31.98
Hospitality Total	\$	<u>5,632.37</u>

Food Charges

Meeting beverage service (Ambrosia)	\$	249.50
BOD Lunch (Ambrosia)	\$	531.07
General Session lunch (Dos Coyotes)	\$	1,271.78
Breakfast (Ambrosia)	\$	1,845.88
CLODS Breakfast (Ambrosia)	\$	368.48
Food/Beverage Total	\$	<u>4,266.71</u>

TOTAL EXPENSES:\$ 16,112.21**Income by registration type:**

Sponsors	11	\$	750.00	\$ 8,250.00
Registrants				
Members	76	\$	75.00	\$ 5,700.00
Speakers	1	\$	-	
After deadline/On-Site Registration *	10	\$	100.00	\$ 1,000.00
Non-Members	6	\$	100.00	\$ 600.00
On-Site Registration	0	\$	125.00	\$ -
CLODS/Life Members/Staff	7	\$	-	\$ -
Number of registered attendees:	111			\$ 15,550.00

* Still waiting to receive \$100 payment from Imperial County

TOTAL INCOME:\$ 15,550.00**Profit/Loss:**\$ (562.20)

Attachment Four

CEAC Memorial Scholarship Program

CEAC MEMORIAL SCHOLARSHIP PROGRAM

TASK; Investigate options to allow a tax deduction for donations to the CEAC memorial Scholarship Program.

OPTIONS;

- 1) Consider changing CEAC's 501(c)6 tax exempt status to a 501(c)3 which would allow donations to be tax exempt. (see discussion below)
- 2) Consider utilizing California Transportation Foundation 501(c)3 for the CEAC Scholarship Fund. This has potential but CEAC will lose some identity using this process.
- 3) Consider utilizing CSAC's 501(c)3 Foundation for the CEAC Scholarship Fund. This has the same potential and issue of CEAC losing some identity.
- 4) Consider CEAC creating a separate 501(c)3 Foundation for our scholarship program in addition to our existing 501(c)6 organization.

DISCUSSION;

I contacted an attorney that was referred to me but he declined stating it was not his field of expertise. He referred me to another attorney who I have not yet contacted for the following reasons;

- 1) The first attorney asked if we considered creating a separate 501(c)3 Foundation (option #4 above) I don't believe we have but thought it merited a Board discussion.
- 2) The recent/ongoing federal tax code revisions discussions by Congress include issues that could eliminate several "tax breaks". I thought we should wait to see what, if any impact, any tax code changes may have on tax exempt organizations.

I have attached a copy of CEAC's 501(c)6 Articles of Incorporation that define what our general purposes and powers are. Also attached is an article looking at 501(c)6 versus 501(c)3 organizations. My "uneducated" read of the Articles of Incorporation and the core definitions of 501(c)6 and 501(c)3 is that CEAC needs to remain a 501(c)6 unless we want to consider changing our Articles of Incorporation.

In my humble opinion, we need to focus on options 2,3 and/or 4. I kind of like #4 if we feel we can really market and expand the scholarship program but I am not sure of the issues and costs. I think we should have further discussions on this and wait to see what changes if any come out of the tax code changes before moving forward.

leeway. They can choose to either file the Form 1024, a much less rigorous document, or not file an application at all and instead 'self-declare' their exempt status. Although going the self-declared route is administratively easier, which may account for why the number of non-501(c)(3) organizations are down, many organizations still prefer the benefit of official IRS recognition. Self-declared organizations also may have difficulties acquiring exemptions from state and local jurisdictions since they usually recognize IRS exempt entities only.

One final difference is how the two organizations are funded. A 501(c)(3) is supported on contributions and grants, and can have other fee for service revenue or member revenue. 501(c)(6)s are very dependent on member revenue for support as not being able to offer a tax deduction for gifts dramatically limits their ability to fundraise for contributions and grants.

How can they work together?

Many times a 501(c)(6) will create a related 501(c)(3) organization. This could be for a variety of reasons including to conduct educational or charitable endeavors or simply to access a larger network of funders. The opposite direction is much less common. Typically the parent organization will control the subsidiary via board member overlap or by having the parent be the sole member of the subsidiary. In order to protect the exemption of both nonprofits, certain procedures need to be adopted. It's important to establish separate boards (to the extent allowable while still maintaining control), board meetings and minutes, bank accounts and recordkeeping. Staff and office sharing is accomplished with either a cost-sharing arrangement or a management services agreement. If these services are provided by the 501(c)(6) parent, they can be provided at fair value or less, and even at no cost. It is not recommended that a 501(c)(3) provide such services to a 501(c)(6) as it is easier for the 501(c)(3) to lose its tax-exemption due to conducting more than an insubstantial amount of non-exempt activities. The 501(c)(3) should make sure to be fully reimbursed at fair value for the services provided to any non-501(c)(3) entity.

What will the public support status of the 501(c)(3) be?

The related 501(c)(3) will likely be a public charity instead of a private foundation as the rules for private foundations are less conducive to working closely with a related 501(c)(6) organization. The 501(c)(3) can be publicly supported either as a 509(a)(1), (a)(2), or (a)(3) organization. 509(a)(1) organizations get their money primarily in the form of grants and contributions from the general public. (A)(2)s are less common and get their support in the form of fee for service revenue such as conferences or consulting. Finally, it is possible to have an (a)(3) supporting organization of a 501(c)(6). In order for this arrangement to work, the 501(c)(6) needs itself to pass the (a)(2) test. The benefit of setting up as an (a)(3) is that the entity doesn't need to meet the numerical public support test that (a)(2)s and (a)(1)s need to meet.

Takeaway

Although the two organizations are very different in purpose, 501(c)(3)s and 501(c)(6)s do share overlapping features and are often connected as part of a nonprofit parent-subsidiary group. The 501(c)(3) has a clear advantage as far as fundraising capability, and new nonprofits should first determine if they are able to apply to be an exempt organization under this code section. It is no surprise that there are more 501(c)(3)s than ever before, as more social entrepreneurs stand poised to make use of these entities to drive their mission.

If you have any questions, please contact **Frank Smith** ([/about/leadership/franksmith](#)), Partner, at fsmith@raffa.com (<mailto:fsmith@raffa.com>) or 202-955-6735 or Aaron Fox, Senior Manager, at afox@raffa.com (<mailto:afox@raffa.com>) or 202-955-6701, members of **Raffa's Nonprofit Tax Practice** ([/professionalservices/tax/nonprofits](#)).

 [Download Article \(/NewsAndResources/Publications/Documents/501c3%20versus%20501c6%20Organizations%20Examined.pdf\)](#)

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 1445 Research Boulevard, Suite 300 (http://maps.google.com/maps?f=q&source=s_q&hl=en&geocode=&q=1445+Research+Blvd,+Rockville,+MD&z=16)
 Rockville MD 20850
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593434

ENDORSED
FILED
In the Office of the Secretary of State
MAR 5 1970

ARTICLES OF INCORPORATION

FRANK M. JORDEN, Secretary of State
By JAMES E. HARRIS
Deputy

-of-

COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA

I

The name of this corporation shall be COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA.

II

The purposes for which this corporation is formed are:

(a) The specific and primary purposes are to accomplish the advancement of engineering methods and ethical practices by means of meetings and conventions.

(b) The general purposes and powers are:

1. To provide discussion, interchange and dissemination of engineering data and ideas;
2. To strive for maximum efficiency and modernization in engineering and administrative units of local government;
3. To further the welfare of its members by these purposes, and by professional and social intercourse.

III

This corporation is organized under the General Nonprofit Corporation Law of the State of California.

IV

The county in this state where the principal office for the transaction of the business of this corporation is to be located is Santa Clara County.

V

The names and addresses of the persons who are to act in the capacities of directors until the selection of their successors are:

<u>Names:</u>	<u>Addresses:</u>
1. Willard D. Hansen Flood Control Manager	County of Lake 255 Forbes Street Lakeport, California 95453
2. Loran Bunte, Jr. District Engineer	County Flood Control District County of Monterey Post Office Box 930 Salinas, California 93901
3. Raymond Nielsen Assistant Road Commissioner	County of Kings Department of Public Works 11815 South 11th Avenue Hanford, California 93230
4. Lawrence J. Brock Road Commissioner	County of Plumas Route 1, Box 279 Quincy, California 93971
5. Robert Thomas Road Commissioner	County Road Department County of Calaveras Government Center San Andreas, California 95249
6. I. L. Morhar Road Commissioner	County of Los Angeles 1540 Alcazar Street Post Office Box 4089, Terminal Annex Los Angeles, California 90054

VI

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, and the property, voting and other rights and privileges of members and their liability to dues or assessments and the methods of collection thereof, shall be set forth either in the articles or in the by-laws.

VII

This corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to its members and is organized solely for nonprofit purposes. Upon the dissolution and winding up of this corporation after paying or adequately providing for the debts and obligations of the corporation, the directors or other persons in charge of the liquidation shall divide any remaining assets among the members in accordance with their

respective rights therein. If this corporation holds any assets on trust, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in this liquidation.

VIII

The name of the unincorporated association that is being incorporated is COUNTY ENGINEERS ASSOCIATION OF CALIFORNIA.

IN WITNESS WHEREOF, the undersigned, being the president and secretary respectively, of the County Engineers Association of California, the unincorporated association that is being incorporated by these articles of incorporation, have executed them this 25th day of November, 1969.

/s/ Howard Van Reyper, Jr.
HOWARD VAN REYPER, JR.
President

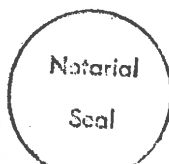
/s/ James T. Pott
JAMES T. POTT
Secretary

STATE OF CALIFORNIA)
 : ss.
County of Santa Clara)

On November 25, 1969, before me, the undersigned, a Notary Public, personally appeared Howard Van Reyper, Jr. and James T. Pott, known to me to be the persons whose names are subscribed to these Articles of Incorporation, and acknowledged to me that they executed them.

/s/ James T. Rohner
Notary Public for the State of
California

My Commission Expires Oct. 31, 1971



A F F I D A V I T

STATE OF CALIFORNIA)
 : ss
County of Santa Clara)

Howard Van Reyper, Jr. and James T. Pott, each being first
duly sworn, say:

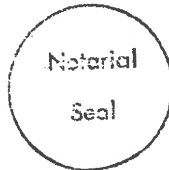
That Howard Van Reyper, Jr. and James T. Pott are the president
and secretary, respectively, of the County Engineers Association
of California, the unincorporated association mentioned in the
foregoing Articles of Incorporation; that the association has
authorized its incorporation and has authorized the undersigned,
as officers, to execute the Articles of Incorporation.

/s/ Howard Van Reyper, Jr.
HOWARD VAN REYPER, JR.
President

/s/ James T. Pott
JAMES T. POTT
Secretary

Subscribed and sworn to before me on November 25, 1969.

/s/ James T. Rohner
JAMES T. ROHNER, Notary Public
in and for said county and state.



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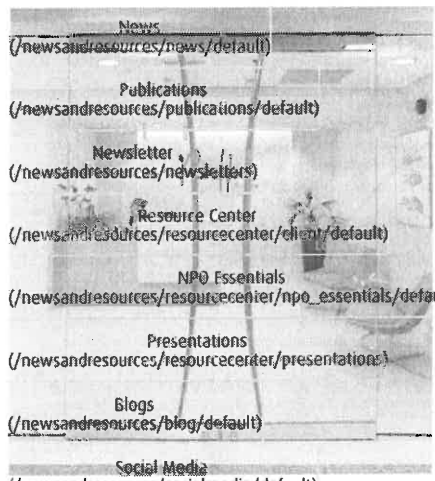
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501c3 versus 501c6 Organizations Examined

By: Aaron M. Fox, CPA, Senior Tax Manager at Raffa, P.C.

The nonprofit sector overall continues to grow at an impressive rate. From 2003 through 2013 the nonprofit industry grew by 8.5%. That growth has not been even across the board – 501(c)(3) organizations, specifically public charities, grew almost 30% while most other types of 501(c) organizations reduced in number. Why are the number of 501(c)(3)s exploding while the rest of the sector appears to be stagnating or receding? To help put that question in context, this article covers some of the key elements of what a 501(c)(3) organization is compared to another popular 501(c) vehicle, the 501(c)(6) organization, and why it is gaining further popularity.

Core Definitions

501(c)(3)s are organized and operated primarily for religious, charitable, scientific, educational, and certain other purposes. They are what most people think of when talking about nonprofit organizations. Classic examples include Goodwill, The Salvation Army, and the Red Cross. These are organizations helping the poor, indigent, or underserved. They have classes of individuals that are organized to serve, referred to as 'charitable classes.' The primary benefit of their actions redounds to the general public. In contrast, 501(c)(6)s are business leagues or associations that are organized and operated primarily to promote the common business interests of its members. Examples include the U.S. Chamber of Commerce and the National Football League.

It is not always immediately apparent which code section a particular organization belongs to. That's because although the basic premise of these two organizations are different, they can conduct similar functions. For example, both can hold conferences and speaking events. Both can lobby, although at different levels, and both can be public advocates for issues that impact their communities. 501(c)(3)s can have the widest range of possible missions including those focused on the arts, culture, humanities, education, the environment, health care, religion and the public sector. 501(c)(6)s are focused on supporting overall industry needs, and may be involved with industries like telecommunications, food, professional and many more. They put on seminars, trade shows, write newsletters, journals, offer classes, and certification programs.

What do these organizations have in common?

Both 501(c)(3) and 501(c)(6) organizations are exempt from federal income tax, and sometimes state and local tax. Each state has its own tax code, and while most allow the federal tax exemption to drive tax treatment in their state, not all do. In order to keep their exemption, they are required to file annual information returns Form 990. Failure to file for three consecutive years results in the automatic revocation of their exempt purpose.

Both organizations are subject to the provisions of the private inurement doctrine. However, there are more substantial rules that apply only to 501(c)(3)s. These rules prevent persons with influence inside the organization from unreasonably benefiting at the expense of the nonprofit. Reasonable compensation paid for services performed is a major exception which allows nonprofits to compensate their leadership much like what would occur in the for-profit industry.

Both organizations are also subject to unrelated business income (UBI) and political activity rules. The UBI rules require nonprofits to report income earned from unrelated trade or businesses as taxable income for federal income tax purposes. They are also subject to the tax on political activities under U.S. Code §527. This tax usually pushes 501(c)(6) organizations to create separate political action committees, whereas 501(c)(3)s are unlikely to do so since they are subject to a strict prohibition on political activities.

How are they different?

The general public is largely aware that certain nonprofits provide for a tax deductible contribution. This is a major difference between 501(c)(3)s and most other 501(c) organizations as under U.S. Code §170, contributions to these entities are tax-deductible. 501(c)(3)s also have an advantage when it comes to raising funds from private foundations, which can give freely to public charities without having to do expenditure responsibility under U.S. Code §4945. Grants to any other 501(c) entity by a private foundation triggers these rules, reducing the likelihood the foundation would give to such entities.

There are a few strings attached to those privileges granted by the government. A 501(c)(3) is strictly prohibited from engaging in any political activity and are limited to the amount of lobbying they can do. Furthermore, to apply to become a 501(c)(3) in the first place, the Form 1023 application is required, which is a document that asks for a substantial amount of information about the applicant. This application serves to not only safeguard 501(c)(3) exemption but also educate new charitable organizations about the restrictions involved with operating such an entity. 501(c)(6)s have more

Attachment Five

NACE Annual Conference Conference-Call Notes, Timeline and Sample Host Agreement

NACE 2021 Conference Call Notes

September 14, 2017

On call:

NACE – Brian Roberts, Rebecca Page

CEAC – Scott McGolpin, Merrin Gerety

CSAC – Cara Watson

Merrin's Notes:

- Future Annual Conference venues are chosen at the current Annual Conference
- Once a state is chosen, NACE and the host state look at different cities to host
- NACE is currently working on the 2019 Annual Conference (see attached timeline)
- NACE works directly with the host cities' convention center
- NACE submits RFP to host city
- NACE prepares Host Agreement with host state (see attached)
- NACE handles conference registration
- The host states' primary focus is on a. marketing and b. fundraising
- Technical session are done by committees; with a national vs. state focus
- Cost is a factor. NACE expects to earn approximately \$200,000 profit per Annual Conference. For example, the 2017 Annual Conference in Cincinnati made a profit of \$250,000, of which the host state received \$37,000.
- NACE has already reached out to the City of Long Beach to host 2021. Per: Long Beach, they'd need two groups during our time frame to accommodate NACE 2021.
- Typical attendance is 300 exhibitors and 400 delegates
- The trade show needs 40-60,000 square feet of space. Equipment can go outside, but not in a remote parking lot
- The NACE Annual Conference typically gets around 100 vendors. A 10'x10' exhibit hall space in 2017 was \$1850.00 and a 20'x50' space was \$7500.00.
- NACE Annual Conference peak room night is 400
- The host state can split hotels to offer a cheaper rate option to attendees
- NACE likes the conference to be no more than 30 minutes from an airport
- Some potential cities that were discussed included Long Beach, San Diego, Monterey, Orange County and Palm Springs

NACE 2019 CONFERENCE – HOST COMMITTEE RESPONSIBILITIES		
MONTH	WEEK	TASK
2016		
February	3	Submit invitation to host meeting w/ info on convention center, hotels & tours
June		Site visit with NACE staff for potential cities
August	2	Coordinate with NACE logistics for hotel and convention center contracts
2017		
September	1	Finalize Host Planning Committee
October	2	Research conference theme & logo ideas to submit for NACE review and comment
2018		
January		Begin holding Host Committee meetings every month
	2	Submit conference theme & logo ideas to NACE. NACE will design and finalize
	3	Compile lists of potential sponsors and exhibitors
February	2	Research technical tour options
	4	Research venue options for offsite event
		Hold monthly Host Committee meeting
March	2	Research 2-day guest program activities
		Hold monthly Host Committee meeting
April	3	Man promotional booth at conference and provide city/state materials & give-aways
	3	Meet with NACE staff at conference on lessons learned
	4	Submit guest program options to NACE
	3	Email NACE list of potential exhibitors/sponsors
May	4	Submit technical tour recommendations
	4	Submit offsite event venue recommendations
	4	Research 1 day attendee options, ie, M&O, admins
		Site visit w/ NACE staff
		Hold monthly Host Committee meeting
June	4	Submit 2-day guest program options to NACE
	4	Submit 1 day attendee options, ie, M&O, admins
		Hold monthly Host Committee meeting
July		Hold monthly Host Committee meeting
August	1	Hold monthly Host Committee meeting
September	2	Research local topics / presenters for technical sessions
	3	Research A/V equipment and staffing—counties, LTAPs, DOTs, state affiliate
	4	Submit article for NACE News
	4	Reach out to vendors for door prizes
	4	Research items for goodie & guest bags
		Hold monthly Host Committee meeting

October	2	Submit local topics / presenters for technical sessions
	4	Research entertainment/band options
		Hold monthly Host Committee meeting
November	2	Submit article for NACE News
	3	Send A/V equipment list to NACE
	3	Reach out to potential volunteers
	4	Submit entertainment/band options to NACE
	4	Research local/state dignitaries, flag bearers, & invocation speaker
		Hold monthly Host Committee meeting
December		Hold monthly Host Committee meeting
2019		
January	2	Compile press lists for local news coverage
	2	Finalize guides for technical tour
		Hold monthly Host Committee meeting
February	1	Submit local/state dignitaries, flag bearers, & invocation speaker
	3	Submit onsite volunteer list to NACE
	4	Collect items for goodie & guest bags
		Hold monthly Host Committee meeting
March	1	Collect door prizes
	2	Finalize volunteer schedule
	2	Arrange for local news coverage
		Hold monthly Host Committee meeting
April	1	Arrange VIP airport transportation
	2	Meet with NACE staff at conference on lessons learned

NACE 2019 Conference Contract

This contract is made and entered into this day of _____, 2017, by and between the National Association of County Engineers, hereinafter called NACE, and the Kansas County Highway Association, hereinafter called the HOST.

WHEREAS, the HOST has invited NACE to hold their 2019 Annual Meeting on April 14-18; and

WHEREAS, the Board of Directors of NACE has accepted the invitation;

THEREFORE, in consideration of mutual covenants and agreements hereinafter contained, the parties do agree as follows:

- 1) Accept the attached addendum of guidelines, itemized responsibilities and timelines.
- 2) NACE will:
 - a. Finalize the conference budget including delegate/guest/exhibit fees and sponsorships.
 - b. Enter into a contract with the designated hotel(s) and convention center.
 - c. Hire a decorator for the exhibit & registration areas and coordinate all logistics for the Exhibit Hall.
 - d. Plan and execute the marketing and promotional materials, including print and a website.
 - e. Contract all A/V equipment that the Host cannot provide.
 - f. Arrange and contract with transportation companies.
 - g. Arrange with selected hotel and convention center all hotel provided catering for meals, receptions, breaks, etc.
 - h. Arrange and contract all events and meals for the guest program.
 - i. Furnish the labor and equipment to handle all of the financial transactions, including, but not limited to delegate registration, exhibitor booth sales, sponsorships, contracts with the hotel, etc.
 - j. Keep separate account of all conference transactions and send periodic accounting reports to the HOST.
 - k. Furnish one person to manage the convention registration desk. NACE will be responsible for all registration materials.

- l. Provide the President, the Executive Director, and possible other persons designated by the President for the conference planning committee.
- m. Obtain Keynote speaker(s) for the opening session. Assistance will be provided by the Host if necessary.
- n. Plan the Banquet program, including the installation of the Officers.
- o. Hire a photographer, unless provided by Host County.
- p. Arrange for and secure speaker gifts & goodie bags (bag only).

3) The HOST will:

- a. Provide a conference planning committee.
- b. Provide suggestions for all conference social events & entertainment including the banquet entertainment, if desired. Final selection will be a joint decision between the HOST and NACE.
- c. Provide suggestions for a guest program, including sights and lunch venues.
- d. Recommend sites for the offsite dinner.
- e. Provide suggestions for technical tour sights and provide the expertise for leading the tours.
- f. Arrange an opening ceremony including presentation of the U.S. flag, invocation and welcome from local dignitaries (chair county commission, mayor of city, etc.).
- g. Provide items for and fill onsite “goodie bags” for delegates, exhibitor representatives and guests.
- h. Arrange for local news coverage.
- i. Provide transportation to & from the airport or other public transportation terminals for VIPs (usually the NACE President and President-elect if needed or a distinguished speaker if requested).
- j. Arrange for or provide qualified personnel (up to 3 persons) at the registration desk, including having at least one person at the desk at all times that registration is open. Provide list of specific volunteers to NACE two weeks prior to conference and have them attend registration training the Saturday before the conference start.
- k. Solicit sponsorships for the various conference events and solicit regional and local exhibitors. All sponsorships will be provided to NACE and all checks will

be made out to NACE. HOSTS are prohibited from soliciting separate sponsorships for their affiliates for the conference.

- l. Provide all A/V equipment as possible within the Host's counties, LTAPs, DOTs and other partners.
- m. Provide office equipment to include copier with paper supplies, laptop computer with one compatible printer.

4) NACE and HOST jointly will:

- a. Select a theme for the conference and logo.
- b. NACE, along with its Committees, and HOST will work together in developing the delegate technical/management program. NACE will be responsible for arranging for speakers and moderators for the technical sessions, confirmation letters and coordination of audiovisual equipment with assistance from the HOST. It is understood that the NACE Conference is a National conference and these topics/presentations should appeal to the overall membership and supplemented with local content. The final technical program will be decided by the NACE Executive Director.
- c. Arrange the time frame of the sessions.

5) These items will be considered conference expenses:

- a. Printing and mailings for conference by NACE and HOST.
- b. All food, beverage and meeting room expenses at the convention center and hotel for pre-conference and conference activities.
- c. All A/V equipment expenses at the convention center and hotel.
- d. All speaker expenses as agreed to and in accordance with the speaker guideline policy, including speaker gifts.
- e. Expenses, including travel of NACE officers and staff to conference planning sessions.
- f. Registration & travel for NACo staff liaison.
- g. Sleeping rooms for the NACE staff, President and President-elect.
- h. Hospitality Room and supplies for the Hospitality Room.
- i. Past Presidents (NFL) reception and meal function.
- j. Executive Committee continental breakfast meeting and dinner.

- k. Expenses connected to all off premise conference functions, including bus transportation, meal costs and tickets, if these items are included in the conference registration
 - l. Corporate member “Thank you” reception.
- 6) It is understood and agreed by all parties that:
- a. All expenditures and purchases, which are considered conference expense, shall be budgeted and are to be approved in advance by NACE. Any other expenditures will become the liability of the person or organization making such expenditures or commitments.
 - b. NACE shall sign all contracts pertaining to the conference that will be paid from conference funds.
 - c. NACE shall manage and arrange all exhibits.
- 8) After all income attributed to the conference, including contributions/sponsorships, donations, registration fees, and sale of exhibit space has been accounted for and all conference bills have been paid, the proceeds, should there be any, will be divided between the HOST and NACE. The affiliate shall receive the calculated amount based on 10% profit up to \$150,000 and 15% over \$150,000. NACE will receive the remaining profit. If there should be a deficit, this will also be divided using the same ratio, with each party paying its share of the deficit amount.
- 9) The NACE conference guidelines shall be adhered to, unless there is mutual agreement between the HOST and NACE to alter a given guideline.
- 10) This contract may be amended, revised, renewed or extended at any time, only by written approval of NACE and the HOST.

In Witness whereof, this agreement is executed by the parties named above and signed below.

Kansas State Highway Association

By:_____ Date:_____

NACE: National Association of County Engineers

By:_____ Date:_____