



INTERNATIONAL RIGHT OF WAY ASSOCIATION GOVERNANCE TASK FORCE REPORT

Submitted To: The International Governing Council

September 2019

Contents

SUMMARY OF RECOMMENDATIONS.....	3
Final Phase of the Governance Project.....	3
Improving Communications	3
Full and Fair Representation.....	3
Competency-Based Leadership	4
MANDATE.....	5
GOVERNANCE TASK FORCE ROSTER	5
REVIEW PROCESS	6
COST-BENEFIT ANALYSIS.....	8
Costs Breakdown.....	8
DELIVERABLES	9
BENEFITS	9
WEAKNESSES.....	9
Inconsistent Messaging.....	9
Access to Information	10
Communication Voids Around Project Participation	10
Limited Responses to Surveys.....	10
Misconceived Presentation.....	10
Lack of a Detailed Needs Assessment and the Case For Change	10
RECOMMENDATIONS	11
Final Phase of the Governance Project.....	11
Future Recommendations	11
Improving Communications	12
Full and Fair Representation	12
Competency-Based Leadership.....	14
CONCLUSIONS.....	17
APPENDIX.....	20
Attachment A: Terms of Reference	
Attachment B: Governance Project Overview and Actions as of August 15, 2018	
Attachment C: 2019 Region Spring Forum Feedback on the Governance Project	
Attachment D: Governance Project History, Part 2	

SUMMARY OF RECOMMENDATIONS

Final Phase of the Governance Project

- 1) The Governance Task Force recommends that the International Governing Council cancel the final phase of the Governance Project and instead take steps to implement changes that will satisfy the goals of the project but will not dramatically alter the existing structure of the organization at this time.

Improving Communications

- 2) The Governance Task Force recommends the creation of a simple manual that outlines available IRWA communication resources, as well as suggested methods and practices to build and maintain effective communication skills.
- 3) The Governance Task Force recommends the International Governing Council consider the creation of a governance policy that would be added to the Association's Policies and Procedures to encourage IRWA staff and leaders at all levels of the Association to meet transparency expectations by ensuring reliable, clear and relevant information is readily available.

Full and Fair Representation

- 4) The Governance Task Force recommends the International Governing Council take steps to identify a means for bringing an International Chapter President on to the International Governing Council as an elected representative of the International membership outside the United State and Canada.
- 5) The Governance Task Force recommends in one year's time (September 2020), the International Governing Council evaluate the level of engagement of the International Committees and the Communities of Practice to determine if a formal change to provide that group a voice and vote on the Board of Directors merits further consideration.
- 6) The Governance Task Force recommends in one year's time (September 2020), the International Governing Council evaluate the appropriate number of International Directors on the Board of Directors, and to specifically consider the positive and negative impacts a reduced number of International Directors would have on the fiscal and administrative needs of Chapters, Regions, and the Association as a whole.

Competency-Based Leadership

- 7) The Governance Task Force recommends the creation of a targeted training program that supports new and existing leaders, and identifies potential future leaders throughout all levels of the Association. The Governance Task Force further recommends that targeted training be available for the various levels of IRWA leaders; specifically new and emerging leaders, chapter leaders, region leaders, international leaders, and senior leaders. In addition, IRWA staff should be encouraged to participate in training, and at all levels of the training, leadership partnership between staff leaders and volunteer leaders would promote trust, accountability, collaboration, and mutual respect.
- 8) The Governance Task Force recommends a review of existing IRWA leadership training materials and resources to be completed to determine what could be retained and incorporated into a new leadership training program (if approved by the International Governing Council).
- 9) The Governance Task Force recommends any leadership training for the Association must place emphasis and priority on building and improving effective communication skills and such training must be an ongoing investment in our volunteers.
- 10) The Governance Task Force recommends that the International Governing Council consider establishing a new tool for identifying volunteers who are interested in serving the Association, such as an online volunteer 'bank' that members can join and provide information on their leadership skills and competencies, and volunteer and work experience.
- 11) The Governance Task Force recommends that acceptance and approval of any of the Governance Task Force's recommendations should include a provision that it is subject to consultation with staff to determine what impact implementation will have on Association resources (funds, equipment, staff workload, etc.).

MANDATE

By motion on September 15, 2018, the International Right of Way Association's (IRWA) 2018-2019 International Governing Council voted unanimously to "pause the Association's Governance Project and postpone the Board of Directors vote in Portland 2019 in order to create a Governance Task Force to review the process."

The International Governing Council directed that the Governance Task Force be comprised of ten Region representatives, chosen by their respective Regions, the International Executive Committee as ex-officio members, an IRWA Staff Liaison, and 2018-2019 International Vice President Sharon Slauenwhite as Chair.

GOVERNANCE TASK FORCE ROSTER

Chair:	Sharon Slauenwhite, 2019-2020 International President Elect
Region 1 Representative:	Ray Mehler, 2019-2020 Region 1 Secretary
Region 2 Representative:	Kim Hiebert, Past President Chapter 36
Region 3 Representative:	Carrol McCracken, 2019-2020 Region 3 Secretary
Region 4 Representative:	Ross Greene, Past President Chapter 52
Region 5 Representative:	Pat Petitto, Past International President & Advisory Council Member
Region 6 Representative:	Matt Harris, 2019-2020 Region 6 Vice Chair
Region 7 Representative:	David Whitlock, Chapter 45, Professional Development Chair
Region 8 Representative:	James Hardy, 2019-2020 Region 8 Vice Chair
Region 9 Representative:	Lee Hamre, Past International President & Advisory Council Member
Region 10 Representative:	Jenna Wood, 2019-2020 Region 10 Chair

Ex-Officio Members:

- Aimie Mims, 2019-2020 International President
- Jake Farrell, 2019-2020 International Vice President
- James Olschewski, 2019-2020 International Treasurer
- Judy Jones, 2019-2020 International Secretary
- Brad Kuhn, 2019-2020 General Counsel
- Jeff Jones, Past International President & Advisory Council Member

Staff Liaison:

- Daniel Stekol, Interim Chief Executive Officer

REVIEW PROCESS

The Governance Task Force was charged to review the Governance Project process and execution, in consideration of the objectives the 2017-2018 International Governing Council identified for the Governance Project, which were to:

- Create a mid-range strategic plan,
- Identify the long-range issues that would need to be addressed, and
- Identify the structure that would best support and sustain the Association.

The three goals of the Governance Project were to:

- 1) Improve direct communication between IRWA Chapters and IRWA Officers.
- 2) Establish full and fair representation to create an environment for membership, education, and credentialing growth.
- 3) Implement competency-based leadership training and development.

The Governance Task Force's process of review began by creating Terms of Reference for the members to use as a guideline for expectations on attendance, communication, and collaboration. The Terms of Reference document is included within the Appendix as "Attachment A".

The Governance Task Force created an online public community page, the Governance Task Force Public Group, on the IRWA's Member Network, as the repository for all documentation related to the Governance Project and records (agendas, meeting minutes, summary reports) produced by the Governance Task Force.

In addition, each Region Representative of the Governance Task Force was charged with proactively gathering feedback from their respective region members and was provided time on the agenda of each Governance Task Force meeting to share updates, questions, or input received since the last meeting.

The Governance Task Force was provided with a short history to familiarize task force members with the project. The phases outlined in the historical summary provided the chronological order of events the Governance Task Force used to perform the review of the Governance Project process. A copy of that document, the Governance Project Overview and Actions as of August 15, 2018, is included within the Appendix as "Attachment B."

The documentation produced during the Governance Project (workshop reports, member survey reports, strategic plan) provided the foundation for the review and was the focus of the Governance Task Force meetings held between November 2018 and June 2019. This level setting stage was necessary to outline the background, detail, and steps involved in the project. In addition, the Governance Task Force invited past International President Mary Anne Marr to present on the background and rationale for the project. Mary Anne provided insight into the Bylaws Committee work

completed prior to the establishment of the Governance Project; as well as the planning and execution of the initial phase of the Governance Project.

The Governance Project documents reviewed by the Governance Task Force included:

- Governance Project Overview, Glenn Tecker, Tecker International
- IRWA Bylaws Review Group Report, February 2016
- IRWA Governance Remodeling Project Design Session Report, April 2017
- IRWA Data Collection Imagineering Leadership Session Report, June 2017
- IRWA Draft Strategic Plan, October 2017
- IRWA Member Strategic Plan Survey Summary, December 2017
- IRWA Remodeling Summit Report, April 2018
- IRWA Remodeling Discussion Paper, June 2018
- IRWA Remodeling Discussion Report, Leadership Session, June 2018
- IRWA Current Governance Model Survey, August 2018
- IRWA Governance Survey, August 2019

After the Governance Project review phase, the Governance Task Force Representatives were tasked with conducting an outreach exercise to obtain feedback on the Governance Project at 2019 Region Spring Forums. The 2019 Region Spring Forum Feedback on the Governance Project is included in the Appendix as Attachment "C".

Additionally, the Governance Task Force held a face-to-face meeting on June 10, 2019, in Portland, Oregon during the 2019 International Conference to review the Governance Project's goals and objectives in detail, and begin the process of creating the framework for the Governance Task Force report by identifying the most important and necessary elements of the Association's governance structure.

A chronological outline of the key actions led by the Governance Project consultant Tecker International was also created and complements the short overview history of the project previously mentioned. A copy of the Governance Project History Part 2 describing the key actions is included in the Appendix as "Attachment D".

Following the Portland meeting, the Governance Task Force meetings focused on formulating a recommendation to the International Governing Council with regards to the pending, final phase of the Governance Project, reviewing discussion papers related to the proposed recommendations to the International Governing Council with a focus on the Governance Project goals, and the execution of a member-wide survey intended to engage all levels of the Association with the simple objective of obtaining input on whether the Association needs to make major governance changes and what areas of governance need improvement.

COST-BENEFIT ANALYSIS

The Governance Project was budgeted to cost approximately \$150,000.00, which included six in-person sessions/workshops and data analysis and reports.

Consultant Expenses To-Date:	\$63,884.66
<u>Participant Expenses To-Date:</u>	<u>\$53,210.31</u>
Total Expenses To-Date:	\$117,094.97

To note:

- Expenses for consultants include consultant fees, plus travel expenses.
- Expenses for IRWA participants include travel, food & beverage, and venue expenses.
- Other resources not included in this analysis were IRWA staff time on the project, IRWA volunteer time on the project, and IRWA office resources (printing/IT & video conferencing).
- Meeting expenses incurred by the Governance Task Force (less than \$900) were included in the total project expenses.
- Detailed expense data is located online in the Governance Task Force Public Group, on the IRWA's Member Network.

Costs Breakdown

Chicago Project Design Session at Region Forum May 2017

- Consultants: \$7,935.06
- Participants: \$884.00

Alaska Imagineering Session at Conference June 2017

- Consultants: \$8,881.61
- Participants: \$0*

*Costs were covered under the 2017 Conference venue & travel budgets

Phoenix Strategic Planning Session at Region Forum October 2017

- Consultants: \$10,623.13
- Participants: \$5,552.19

San Antonio Remodeling Summit April 2018

- Consultants: \$17,066.78
- Participants: \$42,615.89

Edmonton Organization Remodeling at Conference June 2018

- Consultants: \$8,500.00
- Participants: \$3,280.05

Edmonton Leadership Session at Conference June 2018

- Consultants: \$10,878.07
- Participants: \$0*

*Costs were covered under 2018 Conference venue & travel budgets

Portland Governance Task Force Project Review Meeting

- Consultants: \$0
- Participants: \$887.18*

*Governance Task Force member travel & meeting venue costs covered under 2019 Conference venue & travel budgets

Actions taken to reduce costs included scheduling sessions in tandem with other events (i.e. International Conferences, and Region Forums), using inexpensive technology for surveys (i.e. Survey Monkey), and hosting virtual meetings for project updates rather than in-person meetings (held via BlueJeans.)

DELIVERABLES

- IRWA 2018 Strategic Plan
- Five reports, one from each of the workshop/session meetings
- 2017 and 2018 Member Survey Reports

BENEFITS

- A broad spectrum of Association members were able to participate in the project
- Leadership gained valuable insight into volunteer morale
- Awareness was raised about the most pressing governance issues of the Association
- Leadership roles and responsibilities became clearer to all who were involved
- It sparked a revival of leadership and member engagement
- Inconsistencies and gaps in governance documents and practices were identified

WEAKNESSES

The Governance Task Force determined that weak communication throughout the Governance Project was a key flaw in the process. Specific examples of this include:

Inconsistent Messaging

While the International Executive Committee and the International Governing Council were aware of the reasoning for the Governance Project, during execution there was inconsistent messaging outside those group as to why the Governance Project was being done. Without providing clear reasoning of 'why' governance changes were needed to address the Governance Project's three goals, project acceptance was stifled.

Access to Information

Access to information on the Governance Project was limited to details provided mainly to the International Governing Council, informal Region Forum updates, and sporadic mentions published in Right of Way Magazine. It was suggested that a dedicated Governance Project page on the IRWA website, as well as in Right of Way Magazine would have raised broader awareness about the Governance Project and the progress updates would have been more easily accessible to all members and leaders.

Communication Voids Around Project Participation

Limited communication regarding who comprised the Governance Project Committee (International Executive Committee and Tecker International consultants), what the parameters were for selecting workshop participants (diversity of regions, roles, opinions, chapter size, member experience, leaders) and who was chosen to participate in working groups were concerns identified during the Governance Task Force review process. Region and Chapter leaders may have become aware of or shared such concerns, but the issues were not communicated to the Governance Project Committee during the course of the project, and therefore were not addressed at that time. This led to mistrust of the process due to a perceived bias and lack of transparency.

Limited Responses to Surveys

Limited responses to two IRWA member-wide surveys (November 2017 and August 2018) undermined the reliability of the results and gave the appearance that the data gathered was less credible due to the small number of respondents. It was argued that a lower response rate reduces the data pool but does not lead to wrong conclusions. It was suggested that focus groups could have been an alternate means of gathering reliable data, however, that option would also serve to perpetuate the misconception that project participants were selected in a closed process that did not reflect the diversity of Association members throughout all levels of the organization.

Misconceived Presentation

The intention of the 2018 Leadership Session held at the Edmonton Conference was to have the consultant facilitate a gathering of the Association's leaders to inform and seek their input on the first phase of the project. However, a lack of strategic planning surrounding this meeting (i.e. an absence of pre-meeting information provided to participants, lack of proper presentation of the three models, rushed format, etc.) was a crucial misstep that resulted in noticeable opposition to the project. The members and chapter leaders' lack of awareness and misconceptions about the Governance Project quickly became evident, demonstrating that the communication between the layers of Association leadership had not been effective.

Lack of a Detailed Needs Assessment and the Case For Change

The process review also highlighted that while the International Governing Council leadership had endorsed the Governance Project in an effort to prepare the Association for the future by modifying the

governance structure to update Association Bylaws and accommodate international expansion in a way that could sustain membership, leadership, and education needs, without a detailed needs assessment to substantiate the gaps that were evident to some, the Governance Project did not message clearly why there was a need to consider change. Each stage of the Governance Project and the resultant reports that were produced did not circle back to keep the scope of the project clearly in focus. While the International Governing Council, Governance Project workshop participants, and members surveyed expressed strong endorsement of the Governance Projects' objectives and goals, the proposed method for achieving those objectives and goals did not demonstrate why it was necessary and therefore stalled productive discourse.

RECOMMENDATIONS

Final Phase of the Governance Project

The final phase of the Governance Project (which was put on hold by the International Governing Council in September of 2018) was planned as a 12-month process that would conclude in June of 2019. That phase was intended to entail using the workshop reports and the feedback/input gathered from the Association Leadership on the three proposed governance structure models to identify the best characteristics of each model. These models would then be amalgamated into a singular model that would be presented for review and consideration at Region Spring Forums and ultimately, brought forward to the IRWA Board of Directors for consideration and approval.

Upon review and extensive discussion, it is the Governance Task Force's opinion that a significant investment of time and resources would be required to continue through the final phase of the Governance Project and there is presently strong resistance from some sectors of the Association to consider a new governance model. Misconceptions and biases connected to the Governance Project would likely tarnish any outcomes. The Governance Task Force believes it would be futile, and a waste of Association resources, to move forward without strong grassroots support for such changes.

It is the recommendation of the Governance Task Force that the International Governing Council cancel the final phase of the Governance Project and instead, take steps to implement needed changes that will satisfy the goals of the project but will not dramatically alter the existing structure of the organization at this time.

Future Recommendations

During the course of the Governance Task Force's work, it became apparent the Governance Task Force would be compelled to provide the International Governing Council with suggestions and recommendations on the next steps. The Governance Task Force focused its recommendations on the Governance Project's three goals required for good governance.

Improving Communications

The Governance Task Force's recent member-wide survey conducted in August of 2019, confirmed that the Association membership is seeking better, more effective communication throughout all levels of the Association.

IRWA leaders serve as channels for upward communication, and member input should be used in the decision-making process. Communication with members must be two-way communication with their feedback being a resource to help leaders make informed decisions. This interactive process serves to confirm that messages and input have been received and understood.

While technology provides an opportunity for more efficient communication, over-reliance on technology can result in lower quality communication. Communication is about relationships, as well as information, so it is important for IRWA leaders to use various forms of communication, including formal and informal face-to-face meetings, telephone or video conferencing, as well as paper/email communication to ensure relationships with members and staff are nurtured and remain a priority.

To address concerns about the consistency of accessing and disseminating information, the Governance Task Force recommends the creation of a simple manual that outlines available communication resources, as well as suggested methods and practices to build and maintain effective communication skills. The manual would include a guide that outlines information sources (i.e. IRWA website, Member Network, Right of Way Magazine, staff resources), templates for meetings (i.e. meeting agendas and minutes), as well as some simple suggestions on email communications and messaging. The manual could be part of introductory leadership training the Association provides. This set of simple standards for providing information would be helpful in addressing some of the concerns heard regarding inconsistency of how information is disseminated, as well as where to find resources and information. It would be a helpful tool for staff and volunteers alike.

To encourage transparency, openness, and accountability in IRWA communications, actions and operations, the Governance Task Force recommends timely, reliable, clear, and relevant information be readily available to all members including: Association Bylaws, policies and procedures, strategic plans (which would include pre-plan consultation and post-plan reporting), meeting agendas and minutes, project reports, financial information (budgets, project forecasting profit/losses, annual reports, and audit reports), HQ operations and performance reporting. The Governance Task Force recommends the International Governing Council consider the creation of a policy that would be added to the Association's Governance documentation (policies and procedures guide) that would encourage IRWA leaders and staff to meet these expectations.

Full and Fair Representation

Over the past two decades, the IRWA has expanded its membership outside North America with the addition of Chapters in Australia, Mexico, Nigeria, Saudi Arabia, and South Africa. Work continues to establish and build relationships in other countries that will likely see the formation of additional global

chapters. The current governance structure of the Association does not provide for full and fair representation for these members as International Chapters outside the United States and Canada do not provide the benefit of regional representation. This gap was identified by the Governance Project as an issue that should be addressed. Without regional representation, International Members (a body of approximately 400+ members) have no voice or vote on the International Governing Council. Without a region representative, the conduit for information sharing between chapter leaders and the Association's International leadership has been via the Council on International Relations. The Council on International Relations does not provide for region representation on the International Committees and Communities of Practice; is a gap that further limits International Chapters' engagement and representation with the Association.

The Governance Task Force recommends that the International Governing Council take steps to identify a means of bringing an International Chapter President on to the International Governing Council as an elected representative of the international membership outside the United States and Canada. This would require amendments to current governance documentation (i.e. Association Bylaws, and policies and procedures); a process that will require planning and progressive work done in consultation with International Chapters, the Council on International Relations, the International Nominations and Elections Committee, other stakeholders, and ultimately the IRWA's Board of Directors.

During the Governance Project, numerous suggestions were brought forward that the International Committees and Communities of Practice should have a voice and vote on the Association's Board of Directors. A review of the project feedback and subsequent discussion amongst the Governance Task Force identified that the suggestion has merit. However the Governance Task Force felt that the recent steps taken by the International Executive Committee to target and engage these groups with the International Governing Council as part of the execution of the Association's strategic planning, should be evaluated first to determine if involvement at this level can provide the voice and influence these groups of Association leaders require, without having to change the formal governance structure (bylaws, policies, and procedures). The Governance Task Force recommends that the International Governing Council revisit and evaluate the International Committees and Communities of Practices level of representation and engagement with the International Governing Council in one year's time (September 2020) to determine if such formal change merits further consideration.

Feedback gathered via member surveys, region forums, and Governance Project workshops indicate that chapter members also have concerns about full and fair representation on the Board of Directors. Of those members who responded to the Governance Task Force's August 2019 member-wide survey, which asked what areas of the Association's governance should be improved, fair representation was mentioned in 18% of the responses that had indicated that major governance changes should be considered. In addition, suggestions on ways to reduce the size of the Board of Directors (i.e. fewer international directors, merging of smaller chapters, removing or putting term limits on advisory council votes) were submitted by some of those respondents. Members from smaller chapters remarked on the financial burden created by the need to have two international directors attend the Board of Directors

meeting and the struggles they had to find enough volunteers to serve in those roles. This would suggest that concerns and challenges regarding the size of the Board of the Directors that were identified by the Governance Project were valid; although the number of respondents voicing a desire for governance changes amongst this group of members was relatively small, it is not an insignificant concern, especially with its impact on smaller, less financially fortunate chapters and therefore further discussion should continue.

The Governance Task Force was divided on the question of whether the Advisory Council vote for life should be continued. The compromise of instituting a term limit for new Advisory Council members in an effort to bring the votes on par with all other members who hold an elected position on the board was a more acceptable option; the logic being that the Association should be taking steps to ensure consistency at all levels of the governance structure.

Although the majority of Governance Task Force members felt that reducing the size of the Board of Directors would not be a productive exercise at this time, with support and leadership training to build competencies and trust, incremental change is possible. When considered under the lens of consistency and fairness, balanced and competent representation at all levels of the Association should be a governance priority. The Governance Task Force suggests that the International Governing Council revisit this issue in one year's time (September 2020) to consider the positive and negative impacts a reduced number of International Directors would have on the fiscal and administrative needs of chapters, regions, and the Association as a whole.

Competency-Based Leadership

There are many types of leaders and leadership within the Association; there are member leaders, chapter leaders, region leaders, international leaders, and HQ staff leaders. All these levels of leadership benefit from specific skills and behaviors that create and demonstrate success in each of these areas.

The Governance Task Force has identified key leadership competencies that any IRWA leader needs to possess in order to succeed within the Association. They include: commitment and passion for the Association and its purpose, effective communication skills, a proactive mindset, problem-solving and critical thinking skills that can identify and present all sides of an issue, the ability to influence others, and strong relationship building skills. In addition, a clear understanding of their position duties, and the roles of others (staff and volunteers) within the organization is a primary requirement for any level of leadership.

The Governance Task Force recognizes the need to ensure that new leaders coming into leadership roles at any of these levels have support, access to information, and leadership training when they take on the tasks and responsibilities entrusted to them. Ongoing training for those who are leading others should also be a priority for the IRWA. The Governance Task Force recommends the creation of a training program that supports new and existing leaders and identifies potential future leaders in the organization who are early in their leadership careers.

The training should provide support to equip all trainees to be better leaders. Such training and the transferable skills that they develop would create a foundation that would benefit the chapter and international levels of the Association, with the added benefit of enhancing the volunteer's value in the marketplace and by extension, their broader communities. By raising the caliber of our leaders through enhancing their leadership skills, helping them understand their role, and helping them understand what the expectations are of them, leaders are better prepared and more knowledgeable about their expected responsibilities and the inner workings of the organization; and IRWA benefits with a leadership team well prepared to serve our members.

The Governance Task Force recommends targeted training be available for the various levels of IRWA leaders: new and emerging leaders, chapter leaders, region and international leaders, and senior leaders. In addition, IRWA staff should be encouraged to participate. At all levels of training, leadership partnership between staff leaders and volunteer leaders must exhibit trust and mutual respect. Accountability must be a shared responsibility and making a decision must be collaborative.

New Leader Orientation

Basic training for new leaders and Young Professionals would include familiarization with governing documents (bylaws, policies, strategic plan) association structure, committee structures, staff, and headquarters. Training on how to run effective meetings (setting agendas, using Roberts Rules, writing minutes, etc.) and how to run an election would be some of the basic components. Once a basic training program is completed, new leaders would be eligible to step into the next levels of leadership within the Association. The basic program would serve as a foundation with additional components added for the next levels of training targeting Chapter Level Leaders, Region Level Leaders, International Level Leaders, and Senior Leaders.

Ongoing Training for Next Step/Established Leaders

Chapters

For established leaders who are serving in leadership roles within chapters, training should include: how to influence others, helping learn ways to recognize and celebrate their fellow volunteers, learning what resources are available to help attract new members and new leaders; as well as training in financial administration, budgeting, and consensus-based decision making. Components related to succession planning, servant leadership, and documenting project reviews and lessons learned would be beneficial to helping leaders and chapters succeed. A calendar of important dates and deadlines will help chapter leaders to keep on task and benchmark accountabilities to their members, the International Governing Council, and staff.

Regional Level

For mid-level leadership training for Region Leadership positions, the International Governing Council should consider developing and investing in a training program with two emphases: continue to advance

the skills developed at the Chapter level and to add the outward-facing skills of enabling chapter-level training. The Association should facilitate continued growth of Region-level leaders in running meetings, managing finances, ethics, and public speaking. Region leaders should add to this the outward-facing role of developing promising chapter leaders at Region forums. Region leaders can use Forum sessions to focus on leadership development programs such as instruction in parliamentary procedure, preparing agendas and most importantly facilitating communication between chapters and the International Governing Council and IRWA Headquarters. As with the chapter leaders, a calendar of important dates and deadlines will help Region leaders to keep on task and bench mark accountabilities to their chapters, the International Governing Council, and Headquarters.

International

For higher-level leadership training for International Leadership, the International Governing Council should consider investing in a training program where the focus is not only on orientation to a new role but also the outward-facing elements of those positions. Along with continuing to build practical leadership skills such as running a meeting, managing finances, and the ethics of leadership; improving skills such as public speaking and talking extemporaneously as a representative of the Association are important. An orientation at Headquarters would be beneficial for some positions in order to meet key staff and gain an understanding of their roles and resources.

Senior Leaders

The International Governing Council should consider establishing a level within the proposed leadership training program that capitalizes on the skill sets and experience of our senior leaders (i.e. Advisory Council Members, past chapter presidents, past region chairs, past committee chairs, etc.) and challenge them to help train the next group of leaders to step up and lead. These experienced leaders, in a position of authority, would be part of the new leader orientation training. They could seek out and help train the new leaders. As well, they could participate in the annual training of the International Directors; providing guidance and insights on their roles and responsibilities (a group that has not been targeted for extensive leadership training in the recent past but has been identified as an area of need to ensure they are engaged and informed). These experienced leaders remain engaged in the Association, share their knowledge and are available to assist with strategic planning and special projects. Some have been doing this already, but a formal program would provide consistency.

The Governance Task Force recommends a review of existing IRWA leadership training materials and resources to be completed to determine what could be retained, updated, and incorporated into a new leadership training program (if approved by the International Governing Council). Many of the products previously produced under previous training initiatives (videos, training materials for goal setting, volunteer management, etc.) as well as existing volunteer orientation materials and information (chapter toolkits, Online Leadership Resources, etc.) hold significant value.

The Governance Task Force recommends any leadership training for the Association must place emphasis and priority on building and improving effective communications skills (see Governance Project Goal 1) and such training must be an ongoing investment in our volunteers.

The Governance Task Force suggests the International Governing Council consider establishing a new tool for identifying willing volunteers who are interested in serving the Association, such as an online volunteer 'bank' members can join where they highlight their the leadership skills and competencies, volunteer and work experience, leadership competencies, and skill sets. Members have asked for the opportunity to 'raise their hand' independent of their chapter and region leaders, and a new tool would give the International Governing Council access to a pool of proactive leaders to fill positions as chairs/vice chairs/region representatives on Committees, Communities of Practice, special projects, etc. In addition, a tool such as a 'volunteer bank' could serve as a resource for the other committees such as the Young Professionals, the International Nominations and Elections Committee, as well as and the Education Foundations.

In summary, it is the opinion of the Governance Task Force that the International Governing Council should consider leadership training a necessity that is beneficial to all levels of the Association to better inform our leaders of the governance structure of the Association, their respective roles and responsibilities and how important clear and proactive communication is to fulfill those roles and to ensure members are informed, engaged and well served by their leaders.

CONCLUSIONS

The survey would serve as a means to inform the International Governing Council of the members' perspective on governance and test that the Governance Project and Governance Task Force's primary areas of focus (communication, leadership, and representation) were on target.

The Governance Task Force review determined that the three Governance Project goals of: 1) Improving direct communication between IRWA Chapters and IRWA officers, 2) Establishing full and fair representation to create an environment for membership, education, and credentialing growth, and 3) Implementing competency-based leadership training and development, were valid and necessary.

The Governance Task Force review identified that the top-down execution of the project was detrimental to the acceptance of any proposed changes. It also identified that a lack of trust in the process was another negative factor.

The Governance Task Force review identified a significant amount of valuable data was gathered during the project. The strategic plan created using the copious amount of input from Association Leaders during the Imagineering Session in Anchorage Alaska is one example.

The Governance Task Force review identified IRWA's current governance model was used as a comparative model during the course of the project but should have also been judged on its own merits as a fourth option during the Edmonton Leadership Session.

The Governance Task Force review determined the scope of the project was too ambitious within the proposed timeframe of two years. In addition, it lacked a detailed proposed budget/project analysis prior to International Governing Council approval. These recommendations will be the first steps in strengthening the IRWA's Governance in ways that will improve the essential framework needed to sustain and optimize member value within the Association. The International Governing Council can be confident that the recommended actions are addressing the key areas in need of improvement; areas that the IRWA membership feels are a priority at this time as evidenced by the Governance Task Force's August 2019 member-wide survey that was completed by over 1000 IRWA members. Of those who participated in the survey, 65% did not feel that a major governance change was needed. Respondents offered a wide variety of suggestions on how and where improvement was needed, with the top four categories mentioned being communication and governance (each being referenced in 18% of the responses), education (at 17%), and member value (at 16%). It is anticipated the cancellation of any major restructuring of our regions and governance changes along with the implementation of these recommendations from this last survey will demonstrate to our members we are taking positive steps to improve and sustain member value.

It should also be noted some of the IRWA's 2018 Strategic Plan priority objectives and strategies are similar to the Governance Task Force's recommendations, including:

- The objective of increasing effective communication to enhance member engagement.
- The objective of increasing leadership development opportunities by providing leadership training and resources.
- The objective of identifying and recruiting potential leaders.
- The objective of increasing consistency in communication at all levels of leadership.
- The strategy of clarifying roles, responsibilities, functions, and authority throughout the organization.
- The strategy of establishing a common structure of cross-organization communications to better capture the intent of actions and increase transparency in decision-making.

There was general agreement amongst the Governance Task Force that much of the IRWA's governance structure can be strengthened without significant amendments to the existing bylaws. The Governance Task Force believes this can be achieved through improvements to communication, investment in leadership training, and renewed partnerships with staff and members.

While these recommendations do not include major changes to the IRWA's governance structure at this time, the Governance Task Force believes these are the first incremental steps needed to move us forward and we anticipate and expect, more steps will follow. Many of these recommendations have placed priority on immediate actions that will generate the necessary momentum for those next steps,

but we have also included recommendations for actions that will hold the next group of International Governing Council leaders accountable for continuing this work.

The members of the Governance Task Force express their appreciation for the trust and opportunity given to them to assist the International Governing Council with this important project. This report is respectfully presented with the hope and expectation that these are the first of many steps towards a bright future for IRWA, its members, and staff.

APPENDIX

[Attachment A: Terms of Reference](#)

[Attachment B: Governance Project Overview and Actions as of August 15, 2018](#)

[Attachment C: 2019 Region Spring Forum Feedback on the Governance Project](#)

[Attachment D: Governance Project History, Part 2](#)

Governance Task Force Terms of Reference

By a motion on Sept 15, 2018, the IRWA's International Governing Council voted unanimously to pause the Governance Project and postpone the Board of Directors vote in Portland 2019, in order to create a Governance Task Force to review the process.

Structure/Membership

The Task force will include 10 region reps, the IEC as ex-officio members, and a Staff Liaison. Should a region rep be unable to attend a GTF meeting, that region's Region Chair will attend as proxy and for Regions represented by their Chair, the Region's Vice Chair may attend as proxy.

Expectations of GTF members:

GTF members will

- Understand the goals and objectives of the project.
- Actively participate in meetings through attendance, discussion, and review of minutes, papers and other GTF documents
- Act on opportunities to communicate constructively about the project
- Support open discussion and debate, and encourage fellow members to voice their insights
- Work collaboratively and be open to a variety of ideas and views.

Working Methods and Procedures:

Frequency of Meetings	Monthly, on the fourth Wednesday
Minutes	To be posted to the GTF Member Network Page (public page) and shared with IGC & International Voting Directors.
Supporting Materials	To be posted to the GTF Member Network Page (public page).
Sharing Information and Resources	Minutes and documents are to be available to all IRWA members via the GTF Member Network Page.
Recommendations & Decision Making	As per Roberts Rules of Order
Quorum	Proxys are asked to be confirmed with the Chair prior to meeting date. Meetings may convene without all members in attendance. No motions can be passed without a majority of members in attendance.
Amending Terms of Reference	As required by consensus of the GTF



Governance Project Overview and Actions as of August 15, 2018

Background: Knowing that we would be coming to the end of IRWA's three-year plan in 2018, the International Governing Council (IGC) met on January 19, 2017 and unanimously approved the initiation of a Governance Project, designed to create a new mid-range strategic plan and identify long-range issues that will need to be addressed, as well a structure to support it. The "Why?" to be addressed is to achieve IRWA's purpose and deliver as much value to as many members in as many places as possible.

Leaders acknowledged that IRWA has become very complex, somewhat outmoded and doesn't necessarily represent major program areas of the Association. In addition to the attributes that would be determined, three larger goals for a new governance model were identified:

- Direct Communication between IRWA Chapters and IRWA Officers.
- Full and fair representation of our Chapters, Service Committees, Industry Committees and CoPs, to create an environment for Membership, Education and Credentialing growth.
 - Large Group Governs the Profession (Leadership Forum)
 - Standards, Practices, Codes of Conduct, Positions of the Association shared with legislatures and other regulating bodies.
 - Smaller Group Governs the Organization (Board of Directors)
 - Oversight, Strategy and Resource Allocation
- Competency based leadership development for future IRWA Committee and CoP Leaders as well as International Officers.

Phase I: A Project Design Session with the IEC took place in Chicago, IL, on May 1-2, 2017, following IEC participation in the Region 5 Spring Forum. Issues and challenges for the IRWA in a changing environment were identified, along with beliefs and assumptions in place today within IRWA that influence how the organization is structured, how it functions and what it accomplishes. Project objectives were developed along with a comprehensive list of member participant categories, to ensure all levels of the Association would be involved.

IGC Leaders were given an update on the Chicago planning session during an IGC meeting on May 18, 2017 and provided details on the Imagineering Session planned for the Alaska conference. (The Advisory Council was also provided this information in a conference call held May 17, 2017.)

Phase II: On June 10, 2017, the IGC discussed the plan moving forward and reviewed the preliminary project design. Discussion and questions took place about the approach, timeline, etc. Region Leaders were to share the information provided at their caucus meetings and remind their chapter leaders and voting directors to attend the Imagineering Session.

An “Imagineering” Session was conducted on June 14, 2017 in Anchorage, AK, in a workshop of IRWA International Directors. Leaders provided input on an envisioned future of what will matter to members in 2027, based on anticipated demographics, business and economic climate, global dynamics, technology and science, legislation and regulation, and political and social values at that time. Board members shared their thoughts on current conditions, trends and assumptions about the future that would provide the basis for future meetings and an all member survey in the fall and winter.

Phase III: During an IGC meeting held on September 16, 2017, leaders were briefed on the upcoming Strategic Planning Session in Phoenix and plans to have representatives from Regions, Membership, Staff, Advisory Council and Committees attend to gather a broad range of comments and perspectives.

A Strategic Thinking Session took place on October 7, 2017 in conjunction with the Region 1 Fall Forum in Phoenix, AZ. Over 40 Region 1 leaders participated in the session, along with representatives from other regions, plus members from IRWA’s Committees, CoPs and Service Committees. Leaders outlined IRWA goals, objectives and strategies for the Public, Profession and Professionals, IRWA Members, Chapters and the IRWA as an organization, in addition to reviewing the psychographics of association members.

Phase IV: An update was given on the Strategic Planning Session in Phoenix during the IGC’s November 15, 2017 meeting. It was reported that data from the meeting was being compiled. The IGC was advised that a membership-wide survey would go out within the week, inviting comment and seeking input on the project. As well, it was proposed that a Summit Meeting would be held in March 2018 to prep three models that would be presented to the Leadership group of the International Board of Directors at the Edmonton Conference to determine a favored model. Again, the group of participants for the Summit Meeting would be a broad range of leaders from across the Association as well as staff representatives.

A survey of IRWA’s membership was conducted the week of U.S. Thanksgiving, 2017, to test the goals, objectives and strategies developed by the Phoenix group. 278 members responded and that feedback was used to develop a comprehensive strategic plan designed to guide the Association for 3-5 years and confirm mega-issues that should be addressed within 10 years.

In the January/February 2018 issue of Right of Way Magazine, President Jerry Colburn’s article “Examining Our Core Ideology, IRWA’s vision of the future” ran and outlined the process the Association established to explore its core purpose, mission and values. It also reported on the methodology used to identify target areas, common goals, and the development of a comprehensive strategic plan.

During the January 16, 2018 IGC meeting, IRWA project facilitator, Glenn Tecker gave an overview of the progress made on the Strategic Planning Initiative since the Alaska Imagineering Session and provided an outline of what the proposed Remodeling Summit process would entail. The result of Summit meeting would be 3-5 models that would be reduced to 3 for consideration/modification. The IGC discussed and agreed that the process would move forward.

Phase V: A meeting of representative stakeholders took place April 6-7, 2018 in San Antonio, TX, following the Region 2 Spring Forum. During that meeting, four possible governance models were developed, based on the input received to date and the attributes Association leaders are holding up as requirements.

An update was provided to members of the IGC on April 19, 2018, regarding progress of the project with a short report that the San Antonio Summit Meeting had taken place on April 7-8, 4 models had been created, and next steps would be to prepare the attributes list, with the goal of having 2-3 draft structure models for presentation to all International Directors in Edmonton where all would be able to weigh in on the pros and cons of each model.

During the May 31, 2018 IGC meeting, Regions each provided input and suggestions on how to grow the Association's top line. These ideas would be incorporated into the Governance Project next fiscal year and help form the ultimate strategies of the Association's next strategic plan. As well, the meeting included a reminder that the final IGC meeting of the fiscal year to be held in Edmonton before the Conference would include a presentation and discussion on the Governance Project progress and next steps.

An International Directors Prep Video Conference Call took place on June 8, 2018 and Voting Directors were encouraged to attend and participate in the Leadership Session to be held the Wednesday morning prior to the BOD meeting, as potential changes to the Association structure would be presented for input and feedback.

Phase VI: A meeting of stakeholders took place on June 22, 2018 in Edmonton, Alberta, to narrow the number of models to be presented to International Directors to 2-3. Consideration was given to all the input received to date, which included a model reflecting the current governance model, with fewer voting directors. The decision was made to share those models that were different from IRWA's current governance model.

On June 23, 2018, Governance Project progress since the conference in Alaska was reviewed with the IGC, along with a brief presentation from an IRWA member who had participated in the San Antonio and Edmonton planning sessions. The IGC Meeting Minutes of June 23, 2018 were printed and provided for distribution by all Region Leaders at their caucus meetings the following day, Sunday, June 24, 2018.

Phase VII: A meeting of IRWA's International Directors took place on June 27, 2018 during which time the three models were presented and evaluated for pros and cons. A number of members requested that the current governance model also be evaluated for pros and cons. Members also requested copies of the worksheets, in addition to the outcome document from the meeting.

Next Steps: During the Edmonton session, pros and cons were captured by participating international directors for the three models presented, and the group requested that a survey be conducted of the pros and cons of status quo. That data will be collected prior to the September IGC meeting so it can be presented at that time.

Once all data has been collected and considered, a single model will be proposed by the IGC for feedback during spring forums and ultimately a vote by the Board of Directors in Portland, Oregon in June of 2019.



**Governance Task Force
2019 Spring Forum Outreach**

-

Compiled Responses

-

Draft 2.0 Prepared by:

James Hardy, SR/WA

Governance Task Force Region 8 representative

-

Reviewed By:

Sharon Slauenwhite, SR/WA

Governance Task Force Chair

International President Elect

Table of Contents

Spring Forum Outreach Information..... 3

Response Overview..... 5

Outreach Question Response Summaries 6

Appendix A

- Region 1 responses
- Region 2 responses
- Region 3 responses
- Region 4 responses
- Region 5 responses
- Region 6 responses
- Region 7 responses
- Region 8 responses
- Region 10 responses

Spring Forum Outreach Information

Governance Task Force 2019 Spring Forum Outreach

Objectives

- Engage the chapters in IRWA governance changes contemplated to meet the evolving needs of the Association.
- The previous effort to re-examine IRWA governance may have been perceived as directed from the top down. This was not and has not been the intention.
- Provide a summary to explain how IRWA has arrived at this moment.

Overview and History

- IRWA started the Governance Project in 2015. Its scope started with an initial question to examine international bylaws, and then broadened in response to Advisory Council recommendations made at Nashville in 2016. The Advisory Council raised the following issues:
 - Examine impact of globalization. Current international chapters in Australia, South Africa, Nigeria and Saudi Arabia are disparate and do not have a region. IRWA also has at-large memberships in China, Germany, Georgia, Thailand, Namibia, Netherlands, Uganda, UAE and UK.
 - Examine whether IRWA is getting the best utilization of its leadership assets: IEC, Advisory Council, Industry Committees and Communities of Practice.
 - Examine ways to improving governance's inclusiveness.
- IRWA response to these recommendations included hiring consultant Tecker International in January 2017, which led the Governance Project effort for the next 18 months. Tecker Int'l reached the milestone of delivering three governance structure recommendations at the Edmonton conference in June 2018. These recommendations were met with noticeable opposition.
- IEC voted in September 2018 to pause the IRWA Governance Project and postpone the Board of Directors vote in Portland in June. It voted to form a Governance Task Force and gave it the task to carefully evaluate the current status of IRWA governance, its challenges and opportunities, and to present a recommendation to the Association. It is also tasked the GTF to do this with greater transparency.

The GTF Plan

- Representation: One member from each of the 10 Regions, IEC as ex-officio and Staff Liaison.
- General Plan:
 - Review history.
 - Agree to Terms of Reference.
 - Identify GTF goals.
 - Identify timeline to complete goals.
 - Identify stakeholders, groups and committees to be consulted.
 - Develop communication plan.
 - Review issues raised to date and develop list of issues to be addressed.
 - Develop recommendations.

GTF Accomplishments to Date

- Reviewed written historical summaries, and received detailed input from Mary Ann Marr, who witnessed much of the development and progression of the Governance Project.
- Agreed to Terms of Reference. See attachment.
- Minutes and supporting materials are posted on the public page of GTF Member Network.

Purpose of Outreach

- **Provide information to** chapters from the GTF meetings.
- **Receive input from** chapters to bring to the GTF meetings.

Questions to the Membership

1. In which area should IRWA focus its governance?
 - Governing the Profession.
 - Governing the Association.
2. How should IRWA respond to changes from globalization?
 - For example, do you want to see IRWA return its focus to North America, focus strongly on international growth, or develop a governance structure which accomplishes both?
3. How can IRWA better utilize its leadership assets?
 - For example, do you want to see the International Executive Committee or the Advisory Council (comprised of past International Officers) focus on other areas? Do you want to see the Industry Committees or Communities of Practice work differently with membership?
4. How can IRWA improve governance's inclusiveness?
 - For example, we currently interact at Chapter meetings and seminars, through semi-annual region forums and annually at the International Education Conference. Do you want IRWA to develop different ways to interact professionally?
5. What are other issues?

Response Overview

The outreach document was presented at each region forum where possible and circulated to chapters for responses.

Regions provided feedback that is summarized in the following pages.

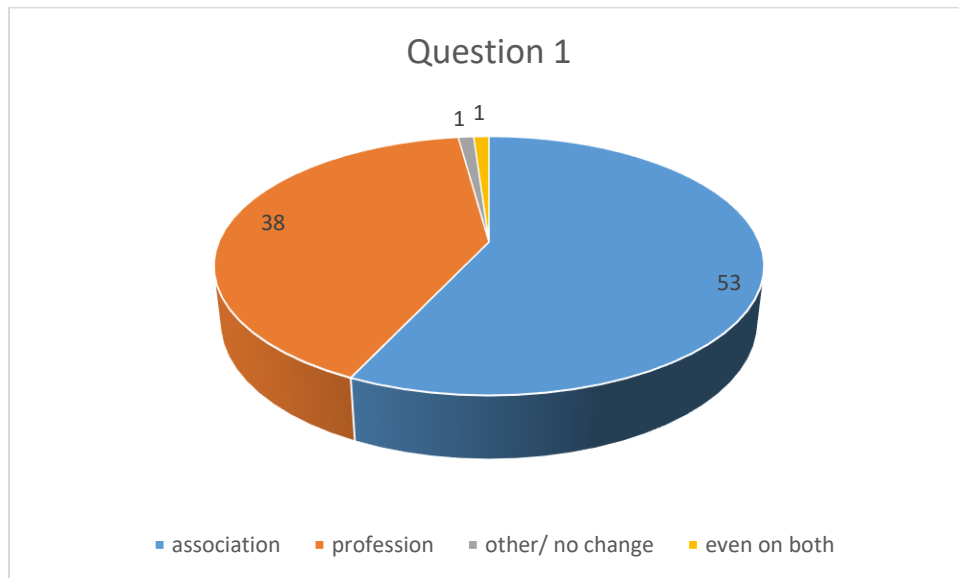
Responses received from each Region are provided in **Appendix A**.

Outreach Question Response Summaries

The following summaries provide trends from the responses as well as highlighted re-occurring themes/items identified in the responses. Full Region responses provide in **Appendix A**.

1. In which area should IRWA focus its governance?

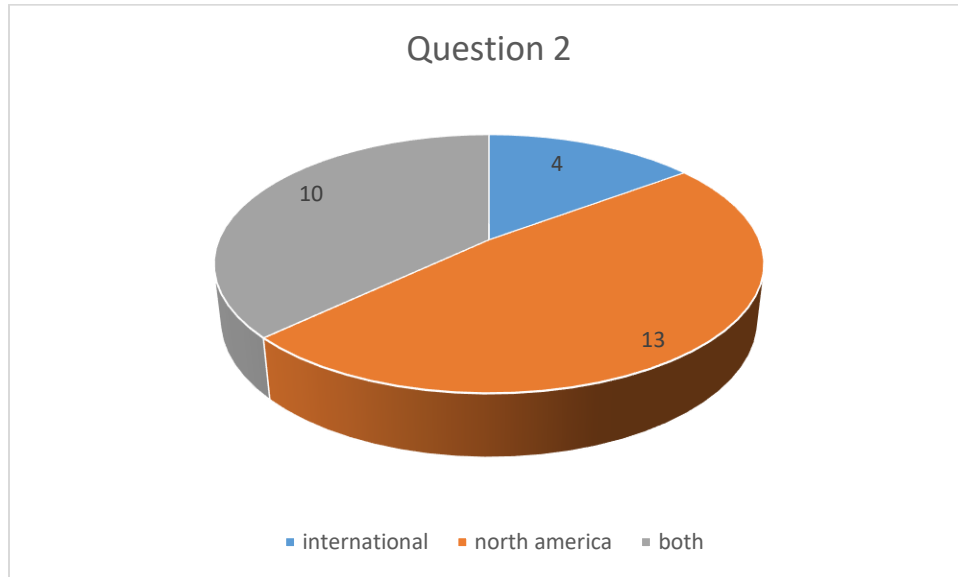
- **Governing the Profession.**
- **Governing the Association.**



- Overall regional responses reflected a focus on the association. Region 2 had a high percentage of responses to focus on profession.
- Re-occurring commentary included difficulties in governing the profession as the IRWA has a multi-faceted membership of varying professions which would be difficult to govern as one.
- For the profession; adherence to IRWA's ethical standards can be applied overall professions.

2. How should IRWA respond to changes from globalization?

- For example, do you want to see IRWA return its focus to North America, focus strongly on international growth, or develop a governance structure which accomplishes both?



- Business case suggested to be completed to review focus for international growth.
 - Consideration of the return on investment for the organization.
- Questioned if the pull back from international affect the credibility of the IRWA?
- Desire to be connected to global community; partnerships/affiliations may be alternative rather than expansion. Global community provides good prospective for leadership and members.
- Global community should have voice but have managed expansion conditions being fiscally prudent. Concerns raised that funding global expansion will have impact on ability to maintain current education and course content.

3. How can IRWA better utilize its leadership assets?

- **For example, do you want to see the International Executive Committee or the Advisory Council (comprised of past International Officers) focus on other areas? Do you want to see the Industry Committees or Communities of Practice work differently with membership?**

- Further engagement of committees and communities of practice was a top response.
 - Greater integration of Communities of Practise
 - Elected chairs of Communities of Practise

- Increases transparency;

- Past officers providing mentorship;

- Refocus on training and development;

- Better monitoring of current courses to ensure curriculums meet members needs;

- Increase member engagement;

- Increased IEC and IGC session planning, outreach and communication;

- Increased involvement of advisory council to guide and advise;

- Regular governance review.

4. How can IRWA improve its governance's inclusiveness?

- **For example, we currently interact at Chapter meetings and seminars, through semi-annual region forums and annually at the International Education Conference. Do you want IRWA to develop different ways to interact professionally?**

- Increased and improved communication from IRWA Headquarters and the IEC;
- Increase transparency and expand communications and provision of agendas, meeting minutes etc;
- Ensuring information is properly disseminated through region and chapters;
- Local chapter and region interaction are good;
- Maintain chapter and region structure;
- Consider/ review representation by size.

5. What are other issues?

- Managing chapter finances; making money for chapter;
- Provide additional funding to support key Region, Committee, and Community of Practise leaders to annual conference;
- Concerns with models presented in Edmonton;
- Travel within rural chapters challenging and can be prohibitive especially if region expanded;
- Mentorship program;
- Focus on Education;
- Need accountability at all levels.

Appendix A
-
Full Region Responses

Region 1



Governance Task Force Update from Ray Mehler, Region 1

Background: IGC developed a Governance Task Force to review the current IRWA governance model and review suggested the governance changes presented during the 2018 IRWA Educational Conference. The governance changes were put on hold in Edmonton last year.

Responses below in black are ones from the Region 3 Spring Forum. Responses in Blue are responses from member emails.

1. Response to: Should IRWA focus its governance on the Association or the Profession?

- Govern the Association rather than the Profession.
- Forum members expressed that it would be an overreach for IRWA to try to govern the many professions involved in right of way such as surveyors, appraisers and engineers, who are usually subject to their own professional standards and subject to state laws.

2. Responses to the remaining questions were sidetracked by Forum members' desire to understand history of why we might be addressing these questions.

- Region 1 Forum members requested two histories:
 - o An overview of the entire Governance Project to date.
 - o Detailed listing of key activities by Tecker International.

Region 2

Survey results provided on following pages

Region 3



Governance Task Force Update from Carrol McCracken, Region 3

Background: IGC developed a Governance task force to review the current IRWA governance model and review suggested the governance changes presented during the 2018 IRWA Educational Conference. The governance changes were put on hold in Edmonton last year.

Responses below in black are ones from the Region 3 Spring Forum. Responses in Blue are responses from member emails.

3. Responses on: In which area should IRWA focus its governance? The Association or the Profession?:

- Thoughts were mainly around governing the Association rather than the Profession.
- People didn't know how we could govern others involved in our profession who aren't right of way professions like surveyors, appraisers, title companies, engineers, etc.
- It also includes how to govern certain states.
- One thought was we could only govern the profession in promoting ethics
- Hoped the IRWA was instrumental in the distribution of the changes a few years ago with the uniform act.
- Influencing was mentioned as a better word choice than governing.
- It is listed as the International Right of way Association; we should focus on the Association.
- This may sound crass but, in my opinion, the IRWA should govern themselves only.
- Govern the Profession
- The IRWA should govern the Association and develop and uphold the ethics of the profession.

- I believe the IRWA should focus on the governance of the association. We you look to govern the profession; you must look at the individual state laws on right of way professionals and their statutory regulatory requirements on a state by state basis. We now have up to 50 state by state sets of requirements and professional standards. We want to guide the members on the overall profession, but we need to rely on the management teams of the member to provide the granular details on compliance in today's right of way profession on a state by state basis.
- Govern the Association – this can help people grow in their profession without becoming a policing body, which I think could happen if IRWA governs the profession
- I think we need to focus on the Association. I am not sure what people have defined as the profession, but to me the profession includes other providers like appraisers, property managers, engineers, etc., and we will never govern their activities.
- I feel the IRWA should focus its governance on the Association as a whole, which will in turn support the profession. Focusing purely on the profession could be quite challenging as the different Right of Way entities (public sector, private sector, cooperatives, consultants, etc.) all perform a little differently.
- I think that the IRWA would do best to govern the association and provide guidance and ethical examples for the profession as a whole.
- I believe that the IRWA should focus its governance on the Association. We are a unique association with a lot of history and modeling ourselves after other groups would be a mistake.

4. Responses on: How should IRWA respond to changes from globalization?:

- It is the International Right of Way Association
- One person didn't have any idea on how communication works with the international chapters. It seems like we have chapters that struggle in the US. Maybe if we brought more focus back onto fixing our problems nationally with courses and other issues first and be really good with that before we get too big. Not against it being internationally, but are we spending too many resources with countries with completely different laws.
- Part of the issue is the difference in relocation assistance laws. There is a lack of balance. Some international members come to our courses and the annual conference for guidelines.
- IRWA does stand for International, but if we retract, what does that do to our credibility?
- The IRWA should focus on North America and get back to their historical roots.

- Both, as it is an international association and although certain differences are regional the idea of providing right-of-way is universal.
- I think the IRWA, given it's an International Association, needs to have a structure that accomplishes both.
- Focus on North America. We can certainly partner with other organizations in other countries, but the industry and real estate laws in other countries are significantly different that the return on the time and money investment is diminishing as we expand globally.
- Develop a governance structure which accomplishes both (pursuing both offers the opportunity to form relationships in other countries and exchange of ideas not found if only focus on North America
- I think we should work on both, but the focus should stay on North America. It seems to me that is what we are doing at this point. The chapters outside of North America have director votes at international conferences, so they have that input and leadership opportunity. Has anyone heard them say the even want to be formed into or belong to a Region? With their different international laws, it is even important or beneficial to them?
- I feel the IRWA played a very important role in helping other countries establish a professional presence in other countries, but I also feel it came at the expense of the North American membership. I feel that the IRWA should get back to its roots and return to being a North American Association, let other countries establish their own professional right of way associations, and then the IRWA could partner with them if appropriate. It seems to me that it would be almost impossible to govern a global right of way association as each countries ethics and customs are so different. Also, it appears that HDQ staff is quite limited to handle the needs of its current membership, let alone taking on international growth.
- I believe that we in North America can learn much from global connections and vice versa. I think there is much value in having a strong domestic association (especially with education), but I love that there are new opportunities to learn and grow with international connections. There will always be differences in laws and what is being taught (this already happens among our 50 states regularly). Personally, my chapter includes people from Missouri and Kansas which have quite different property and especially eminent domain laws. Quite often we have attorneys from Kansas as presenters. Working in Missouri I can choose to listen to the presentations (knowing much of it will not be directly relevant) and still find valuable pieces of information that will be of use to my job. I think as a whole as long as the educational material is clearly explained and if there are jurisdictional things that may differ that is pointed out it can still be very valuable! I know that many countries do not have the property owner protections that we have in the US and the folks coming from those countries may see the value and work to make changes by way of our example. I do not know enough about the structure/voting rights to know the best way that any global members should have a say in the governance.
- I feel that there are a number of issues that we continue to face right here in North America. I would like to see our focus on improving education content here and then when we have a good handle on things we can expand.

5. Responses on: How can IRWA better utilize its leadership assets?:

- We need to start engaging our committees and communities of practice to give them more of a voice.
- There was discussion on changes that may be coming to appointing leaders for the communities of practice. They have been appointed by the IEC president elect.
- What input do communities of practice have?
- In a nutshell, the IRWA is there for their members but the attitude that comes across is that the members are there for them. I believe that the assets should be utilized to make the classes better and quit wasting money of the "I want to rule the world" dreams. They need to focus on North America. If people from other countries want to come here to learn that is one thing, but should we finance that as members, or should the other countries pay their own expenses? I say the latter.
- Have the past Officers take on certain mentorship or professional characteristic issues on a quarterly schedule, four focuses a year.
- I don't really know what the Executive Committee or the Advisory Council actually do. Perhaps before changing those areas, there should be more transparency as to the present function and activities of those groups.
- I think the organization should promote the use of its Chapters and Region leaders. The Region leaders aren't used as much as they should be for answers to questions before going directly to IRWA staff or IEC members.
- I don't see the need to drastically change the current focus of the IEC or the Advisory Committee. The only thing I can say here is that the IRWA was developed as a professional organization focused on training and developing right of way professional, and I would like to see a stronger focus on getting back to those roots. I think the new course structures are greatly improved, but the instructor requirements (Climb) seems to have severely reduced the number of qualified instructors, and one course only has one qualified instructor. I do agree that the intent to eliminate ineffective instructors was accomplished, but also many qualified instructors were impacted as well. So there has to be a better process. Regarding the Industry Committees and the Communities of Practice, there seems to be no consistency. Some are very active and communicate very well all the way up and down the org chart. Others are rather inactive and never seem to have valuable information to pass on. Maybe it is the way they are structured, or they don't have the right leadership in place, but in any event, communications need to improve to get pertinent information down to the chapter level.

- I don't feel like I am educated enough on how this currently exists to make any suggestions at this time.
- The IRWA provides a great platform for up and coming leaders to improve their skills. We need to do a better job of attracting more people into leadership and emphasizing the benefits of leadership to the IRWA and to the Companies the individuals work for.

6. Responses on: How can IRWA improve governance's inclusiveness?:

- There is value in the region forums where develop friendships and learn who we can have as resources and mentors.
- Loss of RWIEF fundraising sources from the forums
- To me it seems that the IRWA is trying to become a socialist regime and is systematically taking away the power and vote of the regions, chapters, and members. I do not know who and how the administration who is currently in charge were hired but as a past president of Chapter 5, when I was president I was told by Daniel that I had no right to speak to Mark about any issues. Today, the IRWA is not the organization that I joined years ago.
- Seems like reasonable amount of interaction.
- I feel a much better connection to my Chapter and my Region than to anything at a higher level. As a general member, I don't know really know anyone higher up than that – other than occasionally interacting in the communities of practice electronically. I'm fine with that. The majority of our connections and networking take place at the Chapter and Region levels because it is geographically feasible to get together more often. I think the national/international function needs to be creating and upholding high standards for the profession, while other issues need to be locally controlled at the Chapter and Region levels.
- Technology is changing the profession. Whether we agree with the change or not, the technology available today and interaction with the clients and the property owners affected by the client's project is changing the profession. We are no longer meeting with the farmer at his kitchen table but communicating with him by emails and phone. The same would go for our communication within the IRWA. Webinars for the chapter meetings and updates on the profession can reach a wider audience at a reduced cost through the electronic mediums available today.
- As I mentioned in the last question, the Region Leadership seems to be bypassed and not consulted when chapters have questions. This should be enforced before going to the upper levels. I feel if we remove our Regions we will be going backwards in inclusiveness as Chapter members will lose contact with their friends and mentors.
- I feel there are plenty of avenues for interaction, but maybe just not enough transparency from the top down. It has become obvious that the membership does not like to be surprised with change. A simple improvement in communications will go a long way in supporting necessary changes. Many of our key messages and other communications tend to come from HDQ, but it may

help if those messages came directly from the IEC since they are the elected leaders of this Association. This would also take some heat off of the perception that HDQ runs the show.

- I think that these opportunities (especially ones like Chapter/Regional events) are valuable to making connections and building professional relationships. While I always enjoy the large international conference, it is rare that I make a connection that will end up being someone I connect to again until the next conference (unless they are geographically close by). That being said I understand that folks in private practice/consulting/etc. probably have a much larger geographic relevance than someone like me who works for local government. I think there can be value to online networking events that help maintain longer distance relationships. I know there are things like LinkedIn groups already in place (I do not know much about that nor am I active in them.)
- The IRWA provides a great platform for up and coming leaders to improve their skills. We need to do a better job of attracting more people into leadership and emphasizing the benefits of leadership to the IRWA and to the Companies the individuals work for.

7. Other issues?:

- Ray Barchenger (Ch. 78, North and South Dakota) commented that being so rural if their chapter joined with others even further away, travel will be prohibitive. It is hard to build relationships if meetings are all done by video conference or conference calls.
- As a member of Chapter 5, we have never had a big balance in the Chapter account, but the balance is slowly dwindling, and I see a future of potential insolvency. The only way to make money was through the classes but they have reduced the money they allow chapters to keep from the classes we offer to fund their world dreams. I believe that they should quit their heavy "taxation" on the chapters to fund things that the local membership does not support.
- The publication is good I enjoy the articles and the variety.
- I believe that the IRWA needs to refocus on what their actual function is – an organization in service to its members. At times it feels as though the IRWA is a little full of itself. Such as in the new purpose – "We improve people's quality of life through infrastructure development". Um, no, you don't. WE do that. The IRWA isn't boots on the ground. They are an association, by which, through the provision of education and networking opportunities, elevates and upholds the ethics of a profession. By belonging, we are viewed as ethically and professionally superior to those in our industry who do not belong. THAT is the function. I would also like to add that any changes made to the governance of this organization need to support and reinforce local control and opportunities. Do not change the Region/Chapter levels. We are getting on just fine.
- In changing to any of the models presented in Edmonton, I feel we will damage the Association by removing our current Regions. This is where we develop our contacts for mentors and associates. This will also remove a funding source for RWIEF and the forums are also a great time to pair up course offerings. To remove or reduce the Regions in my opinion will reduce course attendance,

leading to lower income for the IRWA. If the Regions across the United States would be eliminated or reduced to 4 as shown in one model, I wonder if the attendance will drop. I am in the Midwest and if we held a townhall or some other meeting, would they be held in Iowa? Doubtful. Maybe in Boston or Washington DC, Chicago, Detroit? If that would happen, I would expect higher travel and hotel costs may lower participation. I think removing the existing Regions would have a negative impact. We should enforce our existing rules before making sweeping changes. Right now, each Chapter has an equal voice, no matter if it has 50 members or 300. If representation changes so larger chapters or geographic areas have a larger voice, then small chapters and geographic areas aren't going to have any chance at having their issues and changes addressed. North and South Dakota won't have any say over a change promoted by California or Texas

- I would like to see some bootstrapping techniques to reduce the current Association budget without reducing member dues, and then use those savings for additional funding to support attendance of key Region (other than IGC), Committee, and CoP leaders to attend the Annual Conference, periodic leadership training events, strategic planning sessions, etc. As it stands now, only certain Committees and the IGC are funded and I feel their funding is necessary.
- I am sure there is more I should ask about/bring up at this time, but I don't know what it might be at this time!

Region 4



Governance Task Force

Spring Forum Outreach

Notes from Region 4 Spring Forum

Objectives

- Engage the chapters in IRWA governance changes contemplated to meet the evolving needs of the Association.
- The previous effort to reexamine IRWA governance may have been perceived as directed from the top down. This was not and has not been the intention.
- Provide a summary to explain how IRWA has arrived at this moment.

Overview and History

- IRWA started the Governance Project in 2015. Its scope started with an initial question to examine international bylaws, and then broadened in response to Advisory Council recommendations made at Nashville in 2016. The Advisory Council raised the following issues:
 - Examine impact of globalization. Current international chapters in Australia, South Africa, Nigeria and Saudi Arabia are disparate and do not have a region. IRWA also has at-large memberships in China, Germany, Georgia, Thailand, Namibia, Netherlands, Uganda, UAE and UK.
 - Examine whether IRWA is getting the best utilization of its leadership assets: IEC, Advisory Council, Industry Committees and Communities of Practice.
 - Examine ways to improving governance's inclusiveness.
- IRWA response to these recommendations included hiring consultant Tecker International in January 2017, which led the Governance Project effort for the next 18 months. Tecker Int'l reached the milestone of delivering three governance structure recommendations at the Edmonton conference in June 2018. These recommendations were met with noticeable opposition.
- IEC voted in September 2018 to pause the IRWA Governance Project and postpone the Board of Directors vote in Portland in June. It voted to form a Governance Task Force and gave it the task to carefully evaluate the current status of IRWA governance, its challenges and opportunities, and to present a recommendation to the Association. It is also tasked the GTF to do this with greater transparency.

The GTF Plan

- Representation: One member from each of the 10 Regions, IEC as ex-officio and Staff Liaison.
- General Plan:

- Review history.
- Agree to Terms of Reference.
- Identify GTF goals.
- Identify timeline to complete goals.
- Identify stakeholders, groups and committees to be consulted.
- Develop communication plan.
- Review issues raised to date and develop list of issues to be addressed.
- Develop recommendations.

GTF Accomplishments to Date

- Reviewed written historical summaries, and received detailed input from Mary Ann Marr, who witnessed much of the development and progression of the Governance Project.
- Agreed to Terms of Reference. See attachment.
- Minutes and supporting materials are posted on the public page of GTF Member Network.

Purpose of Outreach

- **Provide information to** chapters from the GTF meetings.
- **Receive input from** chapters to bring to the GTF meetings.

Questions to the Membership

- In which area should IRWA focus its governance?
 - Governing the Profession.
 - Governing the Association.

Comments primarily dealt with issues / concerns about CLIMB, classes, and instructor training, if one can interpret that as more leaning towards a focus on internal governance.

- How should IRWA respond to changes from globalization?
 - For example, do you want to see IRWA return its focus to North America, focus strongly on international growth, or develop a governance structure which accomplishes both?

What feedback people had on this indicated the governance structure should accomplish both.

- How can IRWA better utilize its leadership assets?
 - For example, do you want to see the International Executive Committee or the Advisory Council (comprised of past International Officers) focus on other areas? Do you want to see the Industry Committees or Communities of Practice work differently with membership?

What comment there was on this was that it would be helpful if there were a clearer path how the communities of practice interact between the national, regional, and chapter levels.

- How can IRWA improving governance's inclusiveness?
 - For example, we currently interact at Chapter meetings and seminars, through semi-annual region forums and annually at the International Education Conference. Do you want IRWA to develop different ways to interact professionally?

This ended up being a discussion of how many international directors go to conference and with some being in favor of continuing with 2 international directors and others being in favor of 1 international director. This seemed to break down along lines based on the size of the chapter.

- What are other issues?

No other feedback beyond comments about CLIMB, classes, and instructor training, not really related to this enquiry.

Region 5

Spring Forum, Fishers Indiana-Governance Discussion April 27, 2019

All Chapters made commitment to designate local representative and to send information, ideas and questions to Pat and Otto. Otto will help support Pat and consolidate information.

Slide Presentation:

Governance terms of reference brief discussion from Beth, Jeff deferred to James and summarized how we arrived with the task force.

Slide 1 James O defined profession vs association with various responses:

Mike = profession but not that simple to pick one they both are important; must focus and weigh each term

Marian = association

Brad = governance of association and focus on association

Smed = should be governance association to better the profession

Ron = Governance association is too broad and wants third option such as “ none at all “ no change to organization we need to improve what we have, no overhaul needed

John A = can't govern a profession but we can an association; we need to focus on education, certify and promote membership

Smed stated we need to advocate for professional roles in order to get a better profession

Rob stated we should be making inner workings simpler and focus on member needs and industry needs

Mike and group discussion that we are not focused and this process and group is struggling on where to start. They are looking at what has happened and the many potential paths and not getting anywhere. Minutes from group look like a spiderweb of discussion and nothing is being delivered after 9 months. Why isn't the task force further along with ideas vs. discussions of past actions?

Brad said the question is wrong and that we should be making decisions to set goals and close gaps; how do we fix things should be first priority.

Otto provided an old car model example and noted previous conference sessions in Alaska and Edmonton and how Glenn T is the wrong individual to handle this and failed 2 of 3 times including the Appraisal Institute that is still trying to correct damage.

Smed agreed with Otto's statements and noted that government requires respect and authority the sovereign vs. management focus is on efficiency and raising the stock/value.

Mike stated we need to manage the gaps and make designations mean something to outside. We need to plan to tackle the gaps to increase classes and membership by focusing on a plan for each state (DOTs).

Mark stated headquarters needs to do more to sell the association to make it valuable as other associations do and provided example of engineering trade shows and groups that don't know who we are.

Brett IGC meeting in Phoenix had a 5 year strategy and a plan to implement the strategy and we need to go back and look at the plan as we have become lost in the governance pursuit

Brad used the example of membership numbers and that do we have a goal but what is goal based on; we receive examples of we had a "great year" but same issues and no fixing or holding individuals accountable.

Beth helped refocus group and move discussion forward through slides regarding compare

Ron stated money from education drives the organization and that SRWA needs to be something made valuable and drive education and money will fix itself.

Jeff added if SRWA mean something members and teachers would note failures during exams instead of a 95% pass rate

Conversation began at Indiana team about who developed the question and who is driving us to answer the questions?

Brett responded that it was the advisory council not just IEC with focus on looking at all governance.

John responded that headquarters has stated that they want us to be streamlined to be more nimble to make their decisions vs. taking years of discussions.

Mark added that they can call for a meeting anytime to solve a problem or get a decision and added that the advisory council vote denial plan is an example of how HQ doesn't understand members or organization as the council does not vote in a block and rarely do all members attend with animosity on issues that can exist with the "old folks" (said lovingly).

Jaime provided a view from HQ staff and in order to improved organization performance and be competitive with others; that governance is the wrong word to be using in the question and entire process as it "pisses people off". She added that our processes are viewed as convoluted and we need to look at ways to be able to make changes and prioritize what changes need to be made in order to make decisions and votes faster vs. one meeting per year.

Rob stated how does IRWA better serve members and what is our mission that we should have. Others informed him of mission statement.

Beth noted that we did not get very far along in the slides but great discussion and Otto encouraged all chapters to submit names to him to deliver to Pat and establish meetings and emails for the group as we need to make our voices heard.

1. Govern the Association
2. Develop Governance structure which accomplishes both
3. Role of Industry Committees AND CoP
4. Reduce the number of governing groups.
5. Focus on Education!

Questions to the Membership

1. In which areas should IRWA focus its governance?

Governing the Profession

Governing the Association - Definitely

2. How should IRWA respond to changes from globalization?

- Return focus to North America?
- Focus strongly on International growth?
- Develop governance structure which accomplishes both? – **When developing globally do not lose sight of the core group of members located in the US and Canada. The majority of the members are located in the US and Canada, if the balances shifts to the majority internationally then the focus should shift, but not until the balance shifts. To quote an old saying “Dance with the one who brought you”**

3. How can IRWA better utilize its leadership assets?

- Role of IEC & Advisory Council – **The members who are elected to the IEC have been elected by the members to lead the organization**

into the future, keep the organization in the forefront of several professions that make up the organization and ensure the members have access to the most current information to make sure that each member has the opportunity to be the best in their field. The Advisory Council is in place to help guide and advise the current IEC with their knowledge of the history of the organization and the multiple disciplines represented within the group.

- Role of Industry Committees or Communities of Practice – The committees are in place to ensure the IEC has the most current information for each industry specialty. The chairperson should work as a liaison between the committee and the IEC as a conduit of information so that both parties can adapt and react as the industry changes and grows within itself.

4. How can IRWA improve governance's inclusiveness?

- Different ways to interact professionally? – I know that the elected officials and HQ staff are busy, as most people are these days, but they must realize that they are there because of the members and are there to serve the members. While I realize that all discussion items cannot be shared with all members, due to confidentiality, there needs to be more transparency in the running of the organization and a way for the hierarchy to share and interact with the members. This can be accomplished by possibly having a quarterly meeting with members who are not involved with any committee or COP and are chosen by their chapter to take chapter questions to the International President and the Organization CEO. This could be completed by conference calls or video calls, if technology allows, to keep costs down. While the current system of working from Chapter to Region to International and back for questions and information sharing, there is from time to time items lost in translation or not communicated as the originator has intended.

5. *Other issues?*

1. **More checks and balances in the spending practices**
2. **Allow the chapters to continue competing for the Annual Conference**
3. **Advertise more to show value of the designations**
4. **Set fees for instructors a good idea, but HQ collecting all student fees and then paying the chapter is not working well. If continued needs work or overhauled.**
5. **Course material updates and corrections need to be expedited and completed quicker**

I see us as an Association of Professionals. We do not represent a large enough group or Right of Way personnel to realistically provide Governing of the profession as is done by the AMA or the Bar Association where they can truly control the ethics of their members. This is not to say we should not promote ethics, which I really think we should, but we do not have a large enough percentage of the people in R/W to govern the whole. Equally we should continue to have all the courses to encourage development of our members. In addition some of the disciplines....appraisal and survey and engineering already have in most states professional control.

As to the North American vs the International or globalization, North American members, where much of our laws are similar should receive back in benefits equal to the amount of financial contribution we make to the association. Areas outside of NA should be on their own budget which should drive their benefits since their requirements will be controlled by the laws and regulations in their part of the world. With that said, the Governance structure should mirror the above provisions

IEC needs to get out to Chapter meetings and board meetings to learn from the active members how things are perceived at the grass roots of the IRWA. Changes to the organization should come from the members up, not be dictated down and told how wrong we are or we just don't understand etc. True leadership in the IRWA is in the chapter board meeting and other chapter meetings. This is what the association should be about. Industry committees need to learn what the members need to learn or know and develop the appropriate programs and courses. Yes best practices are good but not with a hammer, as there are local obstacles which sometime prohibit things but with assistance local best practices can be developed. I think the "Communities" is an idea developed on some college campuses and should return there.

In addition to the above, too often it appears that only voices being heard are those with designations, or in committees. Several years ago when we changed and developed the IGC it was to provide a better avenue I think for inclusiveness. But for many of us it appears that once there they start drinking the "Kool Aid" and in order to be accepted by their peers roll over and agree to things which

were not considered or discussed with the boot members of the IRWA. Let us all remember, if not for the rank and file IRWA members, there would be no IRWA.

Finally, we need to examine if this concept should be kept alive or just buried with some of the other ugly things of the past(Gene Jackson). I really do not think we need to change the governance just get busy activating the units in place.

Region 6

Region 6 – Email response provided

1. Focus governance evenly on both. Both require it but if anything, more focus on the profession. I think the governance we have now for the association is in place, fresh leadership installed and incoming new CEO that with all that has been going on I believe will be straight in its corrective action going forward.
2. Focus on globalization proportionately. That will be mostly on North American because that's where our membership is but that is not to say we should not give the international members there fair share of attention. I think both can be attained with this ideal in mind.
3. As for the others, I believe with all the change we are seeing now, those areas will be addressed. I don't see how we can really change our interaction more so than what we do now with forums and chapter meetings. Again, time is a precious commodity for all of us but especially when it comes to volunteer associations like ours. To try and push for more I think pushes back on volunteers who feel more pressure versus a desire when they have the planned activities and conferences we come to look forward to.

Region 7

GTF discussion summary from the IRWA Region 7 Spring Forum in Portland, OR Friday, March 8, 2019

Open with definition of Governance: “Establishment of policies, and continuous monitoring of their proper implementation, by the members of the governing body of an organization.

It includes the mechanisms required to balance the powers of the members (with the associated accountability), and their primary duty of enhancing the prosperity and viability of the organization” businessdictionary.com

Set tone of session with a quote from our Social Ecology course 230: “Individuals want to be able to predict, participate in and control their environment in a manner that maintains or improves their well-being and that of their neighbors”

Summarized: GTF terms of reference and provided copies of the last two GTF approved meeting minutes from January and February

Summarized and provided copies of the GTF Spring Forum Outreach Document:

The following are from “Questions to the Membership – Q & A session”

- In which area should IRWA focus its governance?
 - Governing the Profession.
 - Governing the Association.

“It is the Foundation of the association”
“should be an inclusive Model”
“Global in its reach”
“Governance of the Association”
- How should IRWA respond to changes from globalization?
 - For example, do you want to see IRWA return its focus to North America, focus strongly on international growth, or develop a governance structure which accomplishes both?
“In the next 5 yrs? 10yrs?”
“Changes in globalization involve and affect both North America & International”
“How educated & involved are International members?”
“What are the Risks, Benefits and what are the Land Rights?”
“IRWA has a Changing Mentality”
“Frustrations in Chapters – Financials, Losing Money, Local vs Int’l”
“Governance Model Change?- fix what we have now, real life classroom products applications.
“International Chapters not subsidized”
Its an Evolving Process, understand it takes time and is not static”
“Use a Business Plan Format- Background, brakes, take stock and voice what you want”

“Structure Education to Today & Future Needs- How? Look at definitions and build on them

“utilize Member Assets!”

- How can IRWA better utilize its leadership assets?
 - For example, do you want to see the International Executive Committee or the Advisory Council (comprised of past International Officers) focus on other areas? Do you want to see the Industry Committees or Communities of Practice work differently with membership?

“Leadership – IGC, Region Chairs continued involvement in session planning, outreach and communication, Expand IEC/IGC meeting announcement, fix short term notice”

Open access to members (audio, taped video agendas...”

“C.O.P’s & Industry Comm. What’s their history & participation are they consistent and not entrenched”?

- How can IRWA improving governance’s inclusiveness?
 - For example, we currently interact at Chapter meetings and seminars, through semi-annual region forums and annually at the International Education Conference. Do you want IRWA to develop different ways to interact professionally?

“Inclusiveness – Agendas, meeting minutes, expand communications, want to feel accepted & heard, more transparency and we still have website frustrations, Information overload & under-told, What is an effective leader/officer, acronym overload.

- What are other issues?
 - “Mentorships – HQ Q&A in process*
 - “CE Creditss – Learning (1-2 hr presentation)*
 - “State Accreditation”*

GOALS

“ Competency Based, measurement, meaningful, grade card, current goals are dated 8 months ago, oversight, strategic, resource allocation, Relevant-change-amend.

“need effective communication and TRUST.

“next Steps – meet, finish reviews, complete plan and recommendation for a vote!

Finished up with my contact info., and provided a “Why don’t we Trust People” paper.

Region 8

Region 8 – Breakout session feedback

Responses copied verbatim from hand written breakout session notes from Region 8 spring forum by James Hardy, Vice Chair Region 8, Region 8 GTF member.

Question 1

Governing the association must be the first priority. We can't govern the profession so the focus should be on getting the associations affairs in order.

-

Governing Association 80%; governing the profession 20% (association should respect each professional discipline)

-

Focus on the profession to bring validity to the profession, brand recognition.

Focus on the association is a multidisciplinary issue

Raise level of recognition of the profession. The association is required to market/lobby etc to build awareness of profession.

Question 2

We need to get our affairs in line before we focus on international growth. Once this is done we can focus on a proper structuring model for our international partners. Slow integration will ensure we do things right.

-

Want to be "international"; therefore, build it into governance. It is a hurdle though.

-

Consider the size/impact of investment given the return to the organization as a whole. Amount of investment in smaller global chapters may not produce a net return to rest of organization.

Need to consider what vote or voice global chapters/organ. Have on our governance.

Question 3

Issue of advisory council is a delicate issue. Just as we want our international directors to be up to date on the Associations issues, perhaps they should lose vote upon not attending AGM or other IRWA events for a certain number of years; or only have a certain number of votes.

Committees are needed but need more direction and a defined purpose so that expectations are understood.

-

CoP's / Industry need more voice

-

Huge disconnect between CoP's and governance and head office; they are our AME's and they need a voice in governance, course development.

CoP Chairs / vice should be elected by its members and have voice and vote at the IGC.

Foundations should have full access to the IGC – participate without vote but have access to be knowledgeable.

Governance review should be on regular basis.

Governance model needs to be transparent and clear; current structure needs to have full transparency; not more level but transparency within existing

Enhanced communications to members re issues, proposals.

Question 4

Ensure that information is shared with everyone. Noe more secret meetings and secrecy. Ensuring region passes information down the chain is essential. Transparency and communication are vital. Process needs to ensure members are aware of issues being worked on.

-

Consider/review representation by size. eg. 1 vote / 100 members, etc of chapter

-

Governance model needs to be transparent and clear – current structure needs to have full transparency – not more levels but transparency within existing.

Enhanced communications to members re issues, proposals.

Question 5

Need to have strong governance. Volunteer/member driven as represented by member leadership. Staff are to support and carry out the direction of the IGC. There needs to be accountability for all levels.

Region 10

General thoughts provided by email by Region 8 GTF representative.

Region 10's thoughts:

1. Governance project should have been completed
2. The facilitator may not have been the best for the job, but with how far we had some, it should have been completed
3. The task force is great, but where is the action? What are the next steps?
4. Happy with whatever is genuinely best for the organization
5. Hope our "status" doesn't change with being recognized as "International" now.



**Governance Task Force
Governance Project History, Part 2
Informational Outreach**

Objectives

- Part 1 of the Governance Project History provided a high level activity overview since commencing in 2015.
- Part 2 summarizes the key actions led by Tecker International from January 2017 to June 2018.

Key Actions

- IRWA responded to Governance Project recommendations by hiring consultant Tecker International in January 2017. Glenn Tecker of Tecker International proceeded to lead the Governance Project effort for the next 18 months.
- Mr. Tecker led IRWA groups in a series of meetings at different locations with different participants to develop recommendations which culminated in a presentation to leadership at the Edmonton Education Conference, as follows:
 - May 2017, *Chicago with IEC*: Project Planning
 - June 14, 2017, *Anchorage Education Conference at Leadership Session*: Data Collection
 - October 7, 2017, *Phoenix with Region 1 Fall Forum*: Draft Strategic Plan
 - November 2017, *Online Survey of Membership*: Survey of Draft Strategic Report
 - January 16, 2018, *Videoconference with IGC*, Plan Proposed for Remodeling Summit
 - April 7-8, 2018, *San Antonio*, Remodeling Summit
 - June 25, 2018, *Edmonton Education Conference*, Small Working Group
 - June 27, 2018, *Edmonton Education Conference at Leadership Session*, Remodeling Discussion

Project Planning Working Session with IEC, Chicago, May 2017

- Mr. Tecker laid groundwork for the Governance Project by:
 - Examining the Association's existing governance structure and how it functions;
 - Identifying the project stakeholders;
 - Identifying challenges facing all leadership levels to provide value to members and the industry.

Data Collection, Anchorage, June 14, 2017

- Mr. Tecker led about 140 members of IRWA leadership to articulate and examine problems and opportunities perceived to affect the Association. Mr. Tecker encouraged participants toward a Big Audacious Goal.
- Participants scanned the profession's environment and compiled conditions, trends and assumptions, examining these areas:
 - Demographics
 - Business and Economic Climate
 - Legislation and Regulation
 - Technology and Science
 - Politics and Social Values
 - Global Dynamics
- Participants examined the key drivers of change. The leading drivers included:
 - Growth, urbanization and demands on infrastructure.
 - Workforce issues including recruitment and retention and need for young professionals.
 - Absence of clear pathway for young professionals to join the industry.
 - Evolving technology.
 - Generational differences.

- Increasing public and private partnerships.
- Increased infrastructure funding.
- Participants addressed “mega-issues” which are overriding issues of strategic importance that cut across multiple goal or outcome areas. Participants raised 28 mega issues; those raised most frequently included:
 - How should IRWA improve communications and deliver clear and consistent messages from leadership to membership?
 - How does IRWA promote the value of membership and relevance to industry?
 - How should IRWA engage with employers about the benefits of investing in IRWA and to help employers demonstrate the value of IRWA membership to employees?
 - What steps can IRWA take to increase active membership and encourage members to volunteer?
 - How can IRWA promote a positive culture that supports innovation and inclusion?
 - In what ways can IRWA integrate cultural and generational preferences and help all members feel valued and engaged?
 - How should IRWA establish a culture of trust and embrace change?
 - How does IRWA recruit and retain new and younger members and prepare them for leadership roles both within the industry and the association?
 - How should IRWA make the ROW profession relevant and attractive to new comers?
 - How do we attract and retain diverse ROW professionals?
- Mr. Tecker then led each of the 14 tables of participants to develop an envisioned future based upon the environment scan, the key drivers of change and the mega-issues.
 - Each table invested much intellectual capital and energy into addressing the issues.
 - The participants developed much raw material with which to evaluate membership and governance issues.

Draft Strategic Plan, Phoenix, October, 2017

Mr. Tecker very briefly reviewed the environment scan, key drivers of change, mega-issues and envisioned futures developed by the Anchorage Data Collection group. He gave this Phoenix group the task of developing goals and priorities. The groups developed objectives and strategies for each goal, and prioritized them as critical, immediate, intermediate and later, and identified unsatisfactory conditions for each of these goals.

Survey of Draft Strategic Plan, Online Poll of Membership, December, 2017

Mr. Tecker presented the Goals, Objectives and Strategies to the members through an online survey in November 2017.

- Of approximately 9,500 members, 278 responded to the poll. (2.9% response rate)
- Concern: statistically small number of respondents may not have adequately captured sentiment of the membership to the underlying rationales for remodeling IRWA governance.

Plan Proposed to IGC for Remodeling Report, Videoconference, January 16, 2018

IGC invited Mr. Tecker to update project progress to date, to outline the proposed plan for the Remodeling Summit and to respond to questions.

Remodeling Summit, San Antonio, April 7-8, 2018

Tecker International used the Remodeling Report to facilitate development of governance design specifications and evaluated four governance and membership models with four groups in San Antonio.

- The groups developed governance design specifications, determining what a new governance model either:
 - “Must be like”
 - “Must not be like”
- The groups evaluated the four governance and membership models for:
 - Advantages and Disadvantages.
 - Overall Ranking.

Small Working Group, Edmonton, June 25, 2018

Mr. Tecker facilitated a small working group drawn from the Remodeling Summit participants to narrow the four models of the Remodeling Report to two or three models, which was presented for the Remodeling Discussion in Edmonton.

Remodeling Discussion, Edmonton, June 27, 2018

Mr. Tecker delivered three governance structure recommendations at the Edmonton conference in June 2018. These recommendations were met with noticeable opposition.