

**Pennsylvania Society
of Public Accountants
65th Annual Membership
Meeting Minutes**

June 22 – 24, 2012

I. Call to order

Lamont Anderson called to order the Annual Membership meeting of the Pennsylvania Society of Public Accountants at 8:39 AM on **Friday, June 22, 2012, at The Radisson Hotel, Trevoese, PA.**

II. Invocation – Mary Lew Kehm

III. Pledge of Allegiance

IV. Welcome by President

V. Roll call

Frank H Kelly conducted a roll call. The following persons were present:

Officers:	President – Lamont Anderson	<u> x </u>
	President Elect – Frank Cellini	<u> x </u>
	1 st Vice President – Irving Braunstein	<u> x </u>
	2 nd Vice-President – Neil Trama	<u> x </u>
	Secretary – Frank Kelly	<u> x </u>
	Treasurer – Brenda Milovich	<u> x </u>

An attendance sheet was passed around – that will become part of these minutes.

Non-Board Voting in Attendance:

 x Sherry DeAgostino x Bonnie Hackman

VI. Approval of minutes from last meeting

Frank H Kelly presented the minutes from the last meeting.

Motion: To Dispense with the reading of the minutes. 1st – Christ, Arlan; 2nd – Christy, Maureen

Motion: Passed

Motion: To approve the minutes as x read. 1st – Bucks, W. Raymond; 2nd – Cianfrani, Emile

Motion: Passed

VII. Appointment of Sergeant of Arms – Mary Lew Kehm

VIII. Appointment of Parliamentarian – Mary Lew Kehm

IX. Reading of the Rules – Frank H Kelly

X. Appointment of Committees

a.) **Credentials** – Frank H Kelly

b.) **Resolutions** – Joyce Huttman

c.) **Nominating** – Cianfrani, Emile – Chair, Barbara Thomas, Maureen Christy, Neil Trama, Elliott Hershman, Gerald Brenneman, Richard Kelly, Thomas Ostrowski

XI. Officers Reports

a. President's Report – Report in the Packet

b. President Elects Report – Report in the Packet

c. First Vice-President's Report – Report in the Packet

d. 2nd Vice-President's Report – Report in the Packet

e. Treasurer's Report – Report in the Packet

f. Secretary's Report – Report in the Packet

g. Executive Director's Report - - Report in the Packet – Supplemental report provided –

a. Thanked the officers for a great year,

b. PSPA had a very productive year,

c. PSPA Membership total as of today is 1801 of which 58 are Student memberships,

d. Appreciate the Chapter cooperation,

e. The centralization of the Chapter events is allowing the State Office to market those non-members attending Chapter function to join,

f. The Verizon program,

g. ADP Partnership,

h. PSPA members took advantage of the 8 hours of free Thompson Reuters CPE,

i. A free 2 hour Ethics course is being provided by Thompson Reuters in conjunction with attendance at any Gear Up course during 2012,

j. PSPA working on Intuit with a discount for QuickBooks – there is a technology issues that is holding up this program,

k. ACPEN is still a going issue for PSPA using primarily 8 hours courses,

- l. New online CPE provider called CPE Link – members are demanding shorter time courses – 2 and 4 hour courses. The feedback is excellent on this provider. Courses on technology, QuickBooks, Facebook etc
 - m. PSPA is still planning a software conference for early fall. There will be information forthcoming. The seminar will be offered to members at a minimal cost.
 - n. State Board of Accountancy is looking at an Amnesty period for lack of a firm license/registration. This will usually happen when there is another issue such as being short on CPE, or referred to the State Board through the peer review process. This seems to be a real issue with single member LLC – even if you are taxed as a Schedule C. If you are using any other name other than your name then you will need to have two licenses – one for you as a professional and then one for the entity name. The Amnesty period should be July 1 to December 31, 2102.
 - o. PSPA is planning on a RTRP Exam course this fall. The most likely area will be in the Valley Forge Area. If you attended the RTRP course last year – you will be able to attend this new course for free.
 - p. The House bill for the Joint Filing of a Tax Return in the Year of Death has passed the House and is in the Senate. There were 16 “junk” bills attached to our bill throughout the process of moving this bill through the Congress – they have all been stripped from the bill. This is a tax code bill and may become part of the Omnibus Budget process.
- h. Governmental Consultant’s Report – Jodie Stuck, Malady & Wooten
 - i. NSA State Director’s Report – Gerald Brenneman – Report in the Packet
 - j. NSA District II’s Governor’s Report – W. Raymond Bucks, CPA – Verbal report
 - k. NSA Vice President Steve Hanson – Verbal Report
 - a. Thanked PSPA for the invite to attend the Annual Meeting and Installation of Officers of PSPA.
 - b. Thanked W. Raymond Bucks for his time and efforts at the NSA Level as District II Governor for the last 4 years.
 - c. Thanked Gerald Brenneman for his 1st year as an NSA State Director.
 - d. NSA was involved with the Registered Tax Preparer formation and design at the beginning and helped to formulate the rules of the RTRP along with the testing of the RTRP.
 - e. Forty percent of NSA members need to take the RTRP exam.
 - f. NSA has developed a review course for the passing of the exam – this course is available for members and non-members alike.
 - g. There was an issue with the State of California - State Board of Accountancy with a move to change the language used by the non-licensed individuals in the report cover letter. This has been changed and is not detrimental to the non-licensed individuals in California.

- h. NSA will not come into the ASO to help them without an invitation for such help or assistance.
- i. NSA has started a mentoring program for new members introducing new members to the long time members; there is a whole wealth of information on the NSA website including current tax developments/accounting rules/management letters/etc.
- j. The NSA web site has the ability to ask tax questions on issues that are difficult to determine the answer.
- k. By Law proposal for all members to vote for the election of officers through electronic means is on the ballot at the Annual Meeting of NSA in August.
- l. The NSA Leadership Networking Conference is in St Louis on October 26/27.
- m. NSA will be holding the annual Executive Directors Meeting on October 25th – prior to the Leadership Networking Conference, instead of the annual December time frame.

XII. Committee Reports

A. Presidents Elects Committees

1. By-Laws – Suspended until Saturday, June 22, 2012 AM meeting –

a. Article 1

Motion: Are there any objections to the reading and discussion of the proposed Article 1 By-Law change?

Motion: Passed

Motion: The name of the corporation, organized under the provisions for of the Pennsylvania Non-profit **Nonprofit** Corporation Law, is the **PENNSYLVANIA SOCIETY OF PUBLIC ACCOUNTANTS. The corporation may operate under the fictitious name Pennsylvania Society of Tax and Accounting Professionals.**

Motion: Passed

b. Article VI

Motion: ARTICLE VI.

Member Meetings

Section 1. The members of the Society shall meet at least once each year. This Annual Meeting shall be held between the months of May and September at the place and on a date to be designated by the Board of Directors. It shall be the duty of the Executive Director to ~~mail a notice of~~ communicate such Annual Meeting to all members in good standing in the Society at least ~~sixty (60)~~ thirty (30) days prior to the official opening of said meeting along with the day and time that the election of officers shall take place. ~~However, in the event an official bulletin or periodical is mailed to each member in accordance with the above time limit, the notice~~

~~of the Annual Meeting and the time and date of the election of Officers may be published in such bulletin or periodical in lieu of such notice of the Executive Director.~~

Motion: Passed

c. Article XIII

Motion: ARTICLE XIII.

Amendments

Section 1. Amendments may be made to these by-laws at the Annual Meeting or at a special meeting of the members called for that purpose, and only by a two-thirds (2/3) vote of the members present or by a referendum ~~conducted through the United States mail; no amendment shall be considered at the Annual Meeting (except by unanimous consent of those present) unless a~~ A copy of the same ~~have been~~ any proposed amendments may be submitted to, or by the By-Laws Committee as provided in Article X, Section 32. ~~and~~ Notice of the intention to offer the same amendments shall ~~have been included in the notice of the Annual Meeting~~ communicated to members at least 30 days prior to the Annual Meeting.

Motion: Passed

d. Article XIII – Section 2 Any amendment initially presented at the annual meeting shall only be considered by the unanimous by those present

Motion: Object to discussion on Article XIII, Section 2

Motion: Passed

Motion: Any amendment presented at the annual meeting shall only be considered for discussion by the unanimous by those present

1st Kehm, Mary Lew; 2nd Bucks, W. Raymond

Motion: Passed

e. Change of Chapter by-Laws

Motion: Annual Meeting membership to vote on the amendment of Article 1 of the Chapter By-laws to add (also known as PA Society of Tax and Accounting Professionals

1st Kehm, Mary Lew; 2nd Piernock, Andrew

Motion: Passed

2. Membership/Public Relations – Report in the Packet
3. PSPA/PICPA Liaison - Inactive
4. Banking Relations - Inactive

5. Executive Director's Oversight - Inactive
6. Legislative – Verbal Report provided by Neil Trama –
 - a. A successful day at the capital was held,
 - b. Dan Mueser spoke to PSPA Members at the Hilton during the Day at the Capital,
 - c. The Filing of a Joint PA 40 Tax Return in the year of death has passed the House and is currently in the Senate with a realistic possibility of that legislation being passed,
 - d. The Legislative Committee has been in constant contact with Legislative Lobbyist,
 - e. A new bill introduced for sales tax on professional services,
 - f. There have been a lot of positives with the Legislative efforts this past year.
7. Monitoring the State Board of Accountancy – Report in the Packet – Note the State Board of Accountancy has re-stated that the requirement for 4 hours of Ethics will be required in this current registration.
8. Long Range Planning – No activity – There will be a meeting. Presentation by Mr. Resncioff from Mitchell & Resnicoff provided a verbal report.

The Society should be guided by what will provide a description of what the Society is representing.

The recommended name for PSPA is “**Pennsylvania Society of Tax and Accounting Professionals**” operating as a D/B/A/ of PSPA.

The floor was opened for general discussion – there were several questions asked by the members of a general nature.

Motion: Adopt the name of “**PA Society of Tax and Accounting Professionals**” – 1st - Piernock, Andrew; 2nd Christ, Arlan

Motion: Passed

B. First Vice Presidents Report

1. Budget – Report in the Packet
2. Committee on Professional Conduct and Grievances - Inactive
3. Committee on Cooperation with IRS – Report in the Packet – Additional comments by Marvin Huttman on 1099 issues. Marvin Huttman is requesting that PSPA adopt a letter to IRS on this issue.

Motion: PSPA to draft a letter to IRS on the 1099 issues. 1st Mary Lew Kehm; 2nd – Long, Michelle

Motion: Passed

Comments by Paul Cannataro on the RTRP exam, IRS is looking at eliminating the EZ forms, IRS is looking for recommendations on various issues from the stakeholders.

4. Committee on Cooperation with PA Dept. of Revenue – Report in the Packet
5. Scholarship Committee – Report in the Packet

C. Second Vice President

1. Education – Report in the Packet
2. Editorial Advisory – Report in the Packet
3. Auditing – Report in the Packet – Contract was extended for 3 years – 2013.2014 – fees were determined in advance with this contract.
4. Annual Meeting – 65th – Thank you to all for attending – the dinner is being held at an outstanding restaurant.
5. Annual Meeting – 66th Preliminary – to be held in Inner harbor in Baltimore. Looking at several museums, ball game, crab fest for attendees. The committee consists of Frank Cellini, Richard Kelly, Joyce Huttman, Frank Kelly
6. Technology – Report in the Packet – All the Chapters are now using the functionality of the State website. Chapters are trying the e-mailing of the CPE Certificates. Inform the Committee of any requests for updates or additional functionality desired, still working on the social media of Facebook, Twitter and etc,
7. Political Action – Report in the Packet
8. Practice Continuation – Report in the Packet
9. Nominating – Meeting after this meeting or 10:30 this evening. Candidates; Arlan Christ – 2nd VP, Irving Braunstein – 1st VP, Neil Trama – President Elect, Frank Cellini – President, Brenda Milovich – Treasurer, Frank Kelly - Secretary

Motion: Motion to suspend meeting until Saturday, June 23, 2012 – 1st – Bucks, W. Raymond, 2nd – Piernock, Andrew

Motion: **Passed**

Meeting recessed, Friday, June 21, 2012 at 10:28 AM by President Anderson -

Meeting reconvened Saturday, June 22, 2012 at 9:03 AM by President Anderson – PSPA went back to the By-Laws Report and NSA Vice President Steve Hanson that were held over on Friday, June 21

XIII. Chapter Reports

- A. Buxmont – Report is in the packet – Congratulations to Lamont Anderson – Best Wishes for Irving Braunstein – A record new number of members Presented a check for \$7,600.00, Buxmont Chapter made a \$2,000 contribution to the Robert Zaleski Scholarship Fund
- B. Central – No report
- C. Lehigh Valley – Report is in the packet Presented a check for \$13,500.00
- D. Northeast – Report is in the Packet – Good year, membership growing, seminar attendance is growing, election of officers in May, Presented a check for \$4,000.00
- E. Philadelphia – Report is in the packet – Good year, thanked all of the board members and officers who stepped up to the plate – using the state office for functions, check presented a \$10,000.00
- F. South East – Good year, a smaller chapter with good growth, Presented a check for \$1,000.00
- G. South Central – Good year, membership is up we are now 2nd in the state for membership, James Tice is the new President, Presented a check in the amount of \$5,000.00
- H. West Central – Report is in the packet
- I. Western Pennsylvania – Report is in the packet – Chapter has had a good year, long time faithful members along with new faces, keeping up traditions, opening up to accepting more help, Presented a check in the amount of \$1,500.00

XIV. Old business

- a) There has been a steering committee formed to work on the continuation of the Marketing program with Mitchell and Resnicoff.

XV. New business

- a.) Andrew Piernock made an announcement asking for signatures for nominating Richard Brasch as the Accountant of the Year.
- b.) Irving Braunstein asked for a show of hands on the 67th convention as this will also be Buxmont's Annual Membership Meeting responsibility. A vote to keep the 67th annual meeting with in state – no preference

XVI. Good and Welfare

- 1.) Comments made by Richard Brasch made on the lack of the reading of the minutes, committee reports, reports by individuals should be read instead of saying the Report is in the Packet..
- 2.) Neil Trama followed up with comments heard from non-board members.
- 3.) Steve Weinstein made comments that finishing by 10:30 AM was insulting.
- 4.) Mary Lew Kehm commented on the progress that the board has in respect to the past where there was conflict.
- 5.) Mary Lew has applauded the Board on the amount of work that the Board has done in the past year.
- 6.) President Anderson commented on the elimination of printing of the minutes by the attendees.

- 7.) Steve Weinstein on the ability to print off the minutes of the Annual Meeting minutes
- 8.) Michelle Long commented on the inability of the members to print off the information due to other time restraints.

XVII. Resolution

We, the members of the Resolutions' Committee of the PA Society of Tax and Accounting Professional, on this the 23rd day of June, 2012, at the close of this 65th Annual Meeting in Trevese, Pennsylvania hereby resolve

That the events having taken place at this meeting have been for the food and general welfare of this Organization with the best interest of its members in mind.

Whereas, our President Lamont Anderson, PA, having performed his duties with dedication and integrity, has led this fine Organization forward throughout this past year.

Whereas, we recognize the dedication of the Officers, and Board of Directors for their continuous efforts to protect the rights of every practitioner, to uphold the ethics and highest standards of our accounting profession, and to strive to protect the practice rights of its member in all legislative issues.

Whereas, we recognize and thank the Chairpersons, and members of all Committees for their efforts in maintaining efficiency and continuity in all organizational matters.

Whereas, we acknowledge with gratitude the continued efforts of Neil Trama, PA, the Legislative Committee, and our Executive Director, for their diligent monitoring of all legislative issues, were including the successful unanimous passing in the House of HB665 for joint filing legislation.

Whereas, we thank Mary Lew Kehm, Chair of the Technology Committee, for her endless time and selfless dedication in monitoring PSPA's List Serv, Website and Membership Event Registration.

Whereas, we re grateful to Marvin R. Huttman, CPA and Paul Cannataro, CPA for their participation and efforts on our behalf as Co-Chairs of the IRS/Practitioner Liaison Committee, and H. Richard Neidermyer, CPA, Chairman of the PA Department of Revenue Liaison Committee.

Whereas, we congratulate our Executive Director, Sherry DeAgostino for her dedication to this Organization, her ongoing education, membership and marketing responsibilities, and the continuity she represents. We acknowledge and express our appreciation to Bonnie Hackman, our Administrative Assistant, and to Janet LeGore for there dedication and services during the past year.

Whereas, we congratulate W. Raymond Bucks, CPA for his years of outstanding services as NSA District II Governor. We extend our appreciation to Gerald Brenneman, CPA for serving as NSA State Director on behalf of PSPA.

Therefore, Be it Resolved, to extend our thanks to the Buxmont Chapter for their cordial hospitality in hosing this most enjoyable 65th Annual Convention, and to thank Sherry Digestion, Irving Braunstein, Clare Shaw and Richard Brasch for their planning of its events. A special thanks to Steve and Emily Wickenhauser for their much appreciated assistance.

Be it Further Resolved, we the members, offer our congratulations to the incoming President, Francis Cellini, EA, our newly elected officers, and Board of Directors. May they continue to lead us forward to

a successful year ahead. May we never lose sight of our purpose and goal – to protect the right of all of our members, and in doing so, never let our vision of greatness be clouded by personal objectives alone.

Whereas, having achieved 65 years of excellence, we hereby resolve to look forward to the many challenges of the coming year will offer us as the newly named PA Society of Tax and Accounting Professionals.

Respectfully submitted,

The Resolutions Committee,

Committee Members – Joyce Huttman – Chair, Judith Stanz, Michelle Young and Steven Weinstein.

XVI. Adjournment

Motion: To adjourn meeting 11:00 1st – Bucks, W. Raymond; 2nd – Piernock, Andrew

Motion: Passed

Lamont Anderson adjourned the meeting at **11:01 AM**.

Minutes submitted by: Frank H Kelly