

**IDAHO PUBLIC PURCHASING ASSOCIATION  
CHAPTER OF NIGP**

**Board Meeting Minutes  
December 1, 2006  
Twin Dragon**

President Diane Morrison called the meeting to order at 12:00 noon

Board Members Attending:

Diane Morrison –President	Bob Perkins – Vice President
Clarke Camenga –Treasurer	Cathy Grisham- Secretary
Bonnie Sletten –Director at Large	Lyle Gessford - Director at Large

**General Information:**

Discussion centered on the election of officers, and whether to send an e-mail ballot. It was agreed an e-mail ballot would be sufficient. Robert Perkins will follow-up on getting nominations as well as votes. The ballot will include positions for Secretary and the two Director At Large positions. Lyle Gessford retired and there is 1 year term left to fill and the other Director At Large position is up for election that Bonnie has held for the last 2 years. Bonnie was nominated to run again.

It was suggested by Cathy that we survey membership again to see which night would work better to have dinner meeting on. Diane will send out an email to membership to see if a Tuesday or Thursday would work better than Wednesday for dinner meetings.

Topics for a future Board Meeting will include officer duties and responsibilities.

Webinars:

Several people attend the Vendor Demonstration webinar on November 30th.

There are more webinars coming up they are:

- Cooperative Purchasing Benefits – The U.S. Communities Program 12/7
- What's In the Fine Print and Why: Standard P.O. Terms and Conditions 12/19
- “Recruitment of Procurement Professionals: Is There a Magic Wand?” 1/25

The board members agreed not to support these at this time.

**Treasures Report:**

Clarke provided a financial report, the October/November report is attached  
Previous balance as of 10/24/06 is \$2308.66  
Ending balance as of 11/22 /06 is \$2113.93

**Meeting Schedule:**

The dinner meeting was scheduled for **Wednesday, December 13, 2006**. Diane has one attorney so far Susan Mimura who has agreed to participate. Mark Little and Lyle Gessford might be able to participate if it is on a different night. The discussion will be

on the Importance of Terms and Conditions. A copy of the topic discussion was sent to everyone to comment on last month.

All legal contracts must have definiteness. That is there must be terms and conditions so that the contract is enforceable i.e. subject matter, price, payment terms, quantity, quality, duration the work to be done etc.

T & C' Boilerplates:

1. How important are T & C's? What happens when you don't use them?
2. How often do they need to be reviewed?
3. What does all that legalese really say? i.e. Force Majeur, Save Harmless and Indemnification, Assignments, Appropriations Clause, etc.
4. Should they be changed for each type of contract? Should you have the standard T & C and then add special terms and conditions that are unique to the project?
5. On purchases of goods or services that fall over or under your business practice need for a purchase order does the purchase automatically default to the UCC rules for breaches and remedies.
6. How do Idaho courts interpret the terms and conditions of the parties? At what dollar level?
7. Should all Idaho government agencies have the same standard terms and conditions? If no, why not?

**The December dinner meeting was cancelled due to a lack of interest because of the holidays.**

Diane will generate a flyer and send to the membership.

The next dinner meeting is **Thursday**, January 18, 2007 at Yen Cheng, which is located at 305 N. 9<sup>th</sup> Street. The topic is on "Importance of Terms and Conditions" and will be presented by Mark Little and Susan Mimura.

#### Meeting schedule for March – Purchasing Month

Bonnie recommended that IPPA have a joint meeting with NAPM on Tuesday, March 20, 2007 and noted that NAPM is sponsoring an event on Supply Chain Management on March 22, 2007. The location will be noted at the next meeting. Motion was made to have a joint meeting by Cathy and Bob seconded.

The board recommended that notices of the all meetings and training be sent out to the IDAA Purch group. Cathy will add this to the list.

**Membership:**

Clarke reported that no new members were added since July. We currently have 29 members, including a new member, Vickie Van Vliet of the City of Boise as of Dec 1.

Cathy will send out additional renewal notices for December and January this month.

November renewal notices were hand delivered at the November Webinar.

**Adjourned**

The meeting adjourned at 1:30 p.m. The next meeting will be January 23, 2007 at 11:45, location to be determined.