

MANAGEMENT COMMITTEE MEETING AGENDA

Wednesday, July 26, 2017

1:00 – 2:00 pm

**DoubleTree Chicago – Magnificent Mile
Chicago, IL
LaSalle Ballroom**

MANAGEMENT COMMITTEE

Committee Purpose

The committee will make recommendations to the Board on various management tools such as seminars, documents, management resource materials, etc. that, when offered for use by the component manufacturing industry, will enhance the professionalism of the industry, inform the fabricator and create membership benefits for all SBCA members.

Background

1. SBCA Mission Statement (**APPENDIX A**)
2. Antitrust Law & Conflict of Interest Policies (**APPENDIX B**)
3. Actions of a Committee Requiring a Motion (**APPENDIX C**)
4. SBCA Structure (**APPENDIX D**)
5. Roles and Responsibilities of SBCA Committees & Committee Membership Lists (**APPENDIX E**)

Meeting Agenda

1. **Call to Order** – Jeff Taake, Management Committee Chair
2. **Introductions, Sign-in Sheet and Opening Remarks** – Jeff Taake
3. **Review and Approve Minutes of March 2017 Management Committee Meeting**
(EXHIBIT 1) – Jeff Taake
4. **Review Agenda** – Jeff Taake
 - a) Are there other key issues we should place on the agenda or remove from the agenda?
5. **Presentation by Kent Pagel regarding ICE Enforcement**
 - a) Discussion, Q&A
6. **Any New Management Issues or Policies for the Committee to Address?** – Jeff Taake
7. **Old Business**
 - a) **Subcommittee update regarding Operational Benchmark Survey** – Jeff Taake and Staff
8. **Old Business** – Jeff Taake
9. **New Business** – Jeff Taake
10. **Adjournment** – Jeff Taake

MANAGEMENT COMMITTEE MEETING MINUTES

March 29, 2017

Las Vegas, NV

Call to Order

Jeff Taake, Management Committee Chair, opened the meeting at 1:06 pm. Introductions were made around the room and the SBCA Anti-Trust Statement was circulated and signed by all meeting attendees, thereby acknowledging the SBCA anti-trust policies in effect.

Attendance

Component Manufacturers in Attendance: Dallas Austin, Ken Cloyd, Jack Dermer, Larry Dix, Jared Dix, Gene Frogale, Dave Green, Josh Hendrickson, Joe Hikel, Dan Holland, Paul Johnson, Colleen Ketchum, Taft Ketchum, Jess Lohse, Joseph Maez, Dave Motter, Rick Parrino, Justin Richardson, Jeff Smith, Steve Stroder, Steve Strom, Jeff Taake, Scott Ward

Suppliers in Attendance: April Burt, Steve Cabler, Mike Cassidy, Christian Chappell, Darren Conrad, Ben Hershey, Mike Kozlowski, Shawn Overholtzer, Jason Padilla, Sean Riley, Carl Schoening, Michael Schwitter, Michael Smith

Legal Counsel: Kent Pagel

SBCA Staff: Mindy Caldwell, Lena Giakoumopoulos (via SBC Connection), Kirk Grundahl, Suzi Grundahl, Sean Shields, Jill Zimmerman (via SBC Connection)

Review and Approve Minutes of August 2016 Management Meeting

Motion to approve the August 2016 Management Committee Meeting minutes. Motion by Rick Parrino. Second by Gene Frogale. Motion passed unanimously.

Financial Performance (FPS) / Wage & Benefit Surveys

The subcommittee is recommending to replace the FPS with a simpler benchmark tracking survey in the hopes of getting better participation from members. The questions asked would be slightly more general and seek financial information more in ranges as opposed to exact numbers. In looking at production numbers, the data would be recorded in percentages as opposed to dollars. All in all, the goal is to promote greater participation.

The data would be collected through an online survey on a monthly basis. The data would remain confidential. The general consensus was that participation is the key. The only way to get good data was to get a critical mass of members participating. There was also consensus to take out the balance sheet information as the focus on the income statement is what is most critical.

The committee reviewed the format and agreed with the new survey approach.

Workforce Development

A new webpage with case studies and tools has been developed for CMs. Jared Dix gave a quick summary of the efforts they are putting into gathering the stories of CMs across the country with the goal of capturing aspects that may serve to draw a new generation into the component manufacturing industry.

There was a general discussion on the Emerging Leaders program and a need for there to be a different approach with this program. The mentor needs to reach out more often, the members of the program need to be more active in their participation at the physical meetings, and there needs to be buy in to the program by the company.

Safety Committee

Jeff reported that Jason Ward with CTF has agreed to head up the Safety Committee, which is tasked with reviewing the Operation Safety program offered by SBCA and gathering and sharing industry best practices. There is an upcoming online workshop featuring the safety manager from BMC.

Education

Jeff reviewed a growing list of topics for online SBCA workshops and encouraged members to raise any additional issues they'd like to hear in a workshop.

Health Insurance

There was a brief discussion on the potential benefits of creating a coop to help alleviate premium costs. It was observed that health insurance costs are one of the most difficult issues facing component manufacturers right now. It was pointed out that AGC has a statewide health insurance cooperative program.

Old Business

There was no old business.

New Business

There was no new business.

Adjournment

Motion to adjourn. Motion by Scott Ward. Second by Joe Hikel. Motion passed unanimously.

The meeting adjourned at 2:05 pm.

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EMERGING LEADERS COMMITTEE MEETING AGENDA

Wednesday, July 26, 2017
1:00-2:00 pm

DoubleTree by Hilton – Magnificent Mile
Chicago, IL
Superior Meeting Rooms

Committee Purpose

To give the next generation of leaders in the structural building components industry and in SBCA an opportunity to meet one another, build lasting relationships, learn from others who will share their experiences and gain a greater depth of knowledge of the industry and its trade association. The intent is to provide sustainability, growth and enthusiasm for members companies and the association.

Background

- 1. SBCA Mission Statement (APPENDIX A)**
- 2. Antitrust Law & Conflict of Interest Policies (APPENDIX B)**
- 3. Actions of a Committee Requiring a Motion (APPENDIX C)**
- 4. SBCA Structure (APPENDIX D)**
- 5. Roles and Responsibilities of SBCA Committees & Committee Membership Lists (APPENDIX E)**
- 6. Requirements for SBCA's Emerging Leaders Initiative** (per focus groups in Baltimore)
 - a. An Emerging Leader (EL) must work for an SBCA member company in good standing and be nominated by someone in the leadership of that company who is willing to sponsor his or her participation and serve as a Local Mentor (LM).
 - i. The EL should be in an official management role within his or her company.
 - ii. The LM does not need to be a board member of SBCA to make a nomination, but should have the authority within his or her company to approve travel and other associated expenses on behalf of the EL.
 - b. Each EL/LM pair must commit to attending at least two of three Open Quarterly Meetings (OQMs) and the BCMC show per year for at least one year.
 - c. At the discretion of the president, an EL can participate in the committee without an LM.
 - d. ELs will receive training from staff and members of the Executive Committee regarding how meetings are conducted, committees available, tools/products from SBCA, etc. This training will be provided either at OQMs or via GoToMeeting during the course of the year.
 - e. In addition to participating in the goals and objectives of the Emerging Leaders Initiative, each EL must commit to serving on at least one SBCA committee. ELs will be given strong consideration for roles as vice-chairs of SBCA committees and will be looked to to lead meetings and focus groups at OQMs and BCMC.
 - f. Members of the committee will provide an update on the group's work at each Board meeting.
 - g. The Emerging Leaders Initiative will include both CMs and suppliers.

h. How the group will be determined:

- i. For 2018: Group will be determined by the SBCA president based on the current pool of active committee members and any other individuals nominated by board members as developing leader in their companies who can commit to attending future OQMs.
- ii. Going forward: An application process will be defined within in the first quarter of 2018 for approval at the first OQM. This process may include a scholarship component as determined by the group and will then be used to obtain information from interested members as the committee is determined for 2019.
- iii. Emerging Leaders Committee meetings at OQMs will be open to anyone interested in attending, but the committee members as determined by the SBCA president will be responsible for carrying out the work of the committee.
- iv. The committee will also hold working group meetings via teleconference as needed between OQMs to meet goals as assigned by the SBCA Board of Directors.

Meeting Agenda

- 1. Call to Order** – Steve Stroder, Emerging Leaders Committee Chair
- 2. Introductions, Sign-in Sheet and Opening Remarks** – Steve Stroder
- 3. Review Agenda** – Steve Stroder
 - a. Are there other key issues we should place on the agenda or remove from the agenda?
- 4. Discuss Ideas for Initial Projects & Future Work of the Committee** – Steve Stroder
 - a. Plan fundraising event at BCMC to raise money for scholarship program.
 - b. Assist SBCA Executive Committee and staff in planning the 2018 OQMs (locations, tours, activities, topics, etc.)
 - c. Plan and lead an event at BCMC that creates an opportunity to welcome “Young Manufacturers” to the industry and help enforce BCMC as a valuable learning opportunity.
 - i. Area in SBCA’s booth on the show floor
 - ii. A social event after show hours
 - iii. Roundtable discussion and/or lunch
 - d. Work on outlining application process for 2019 committee, including the development of a scholarship program for potential leaders who need financial assistance to attend OQMs and/or BCMC (how funds can be raised, etc.).
 - e. Develop a social media campaign using photos and video from each committee member’s plant that works to promote the industry in general on SBCA’s social media channels in partnership with trusstales.com.
 - f. Plan and lead a Workforce Development event in conjunction with BCMC and/or OQMs that provides an opportunity to partner with a local school or other organization to promote the industry in general to young people.
 - g. Work with staff to report on the work of the committee and the value gained through participation in OQMs and other SBCA activities in SBC Magazine, Industry News and The Market Place as appropriate to promote the program to the membership at large. The goal is to encourage more widespread participation in OQMs in general and the Emerging Leaders Initiative in particular.
- 5. Old Business** – Steve Stroder
- 6. New Business** – Steve Stroder
- 7. Adjourn** – Steve Stroder

SAFETY COMMITTEE MEETING AGENDA

Wednesday, July 26, 2017

2:15 – 3:15 pm

**DoubleTree Chicago – Magnificent Mile
Chicago, IL
Superior Meeting Rooms**

SAFETY COMMITTEE

Committee Purpose

- *Promote knowledge sharing and expertise among SBCA members in matters specific to safety in component plants.*
- *Offer direction to address in-plant safety issues.*
- *Serve as a resource for updates to the SBCA Operation Safety program.*
- *Explore best practices for in-plant safety, and if necessary, create draft policy or recommendations for consideration by the Management Committee and the Board of Directors.*

Background

1. SBCA Mission Statement (**APPENDIX A**)
2. Antitrust Law & Conflict of Interest Policies (**APPENDIX B**)
3. Actions of a Committee Requiring a Motion (**APPENDIX C**)
4. SBCA Structure (**APPENDIX D**)
5. Roles and Responsibilities of SBCA Committees & Committee Membership Lists (**APPENDIX E**)

Meeting Agenda

1. **Call to Order** – Jason Ward, Safety Committee Chair
2. **Introductions, Sign-in Sheet and Opening Remarks** – Jason Ward
3. **Review Agenda** – Jason Ward
 - a) Are there other key issues we should place on the agenda or remove from the agenda?
4. **Review of Safety Survey Results**
 - a) Discussion about top issues facing the industry and the SBCA Safety Committee's priorities based on input from SBCA's CM members.
5. **OSHA Visits**
 - a) **Best Practices for Handling an Unannounced OSHA Inspection** – Ken Shifflett and Jason Ward
6. **Any New Safety Issues or Policies for the Committee to Address?** – Jason Ward
7. **Old Business**
 - a) SBCA's Operation Safety has been recently updated – Overview by Staff
8. **New Business** – Jason Ward
9. **Adjournment** – Jason Ward

MEMBERSHIP COMMITTEE MEETING AGENDA

Wednesday, July 26, 2017
2:15 – 3:15 pm

DoubleTree Chicago – Magnificent Mile
Chicago, IL
LaSalle Ballroom I

Committee Purpose

To advance the component industry through a united effort that can only be achieved by representing the entire industry through membership.

Background

1. SBCA Mission Statement (**APPENDIX A**)
2. Antitrust Law & Conflict of Interest Policies (**APPENDIX B**)
3. Actions of a Committee Requiring a Motion (**APPENDIX C**)
4. SBCA Structure (**APPENDIX D**)
5. Roles and Responsibilities of SBCA Committees & Committee Membership Lists (**APPENDIX E**)

Meeting Agenda

- 1) **Call to Order** – Jim Finkenhoefer, Chair
- 2) **Introductions, Sign-in Sheet and Opening Remarks** – Jim Finkenhoefer
- 3) **Review Agenda** – Jim Finkenhoefer
 - a) Are there other key issues we should place on the agenda or remove from the agenda?
- 4) **Review and Approve Minutes of March 2017 Membership Meeting (EXHIBIT 1)** – Jim Finkenhoefer
- 5) **Discuss Focus Group Initiatives** – Jim Finkenhoefer
 - a) Identifying future committee members who like sales (Gene Frogale).
 - i) Update SBCA's member benefits talking points.
 - b) Create a survey to non-members to understand more about why they're not part of SBCA and what might motivate them to join.
 - c) Create list of non-members with the following attributes to distribute to the membership committee for follow-up:
 - i) Have purchased SBCA publications in the past two years.
 - ii) Have attended BCMC in the past two years.
 - iii) Have reviewed SBC Industry News articles.

- d) Thank you gift cards for supplier recruiters
- e) BCMC is the industry's best opportunity to build new members.
 - i) New members receive a free registration for one person to attend BCMC. If a new member with less than \$5MM in sales brings three people to the show, the savings pays for their membership in SBCA.
 - (a) In 2016, 21 members joined due to BCMC attendance.
 - (a) 6 re-joined
 - (b) 15 first-time members received discount
 - ii) Continue the successful new member breakfast kicked off at last year's BCMC.

6) SBCA Member Statistics - Jim Finkenhoefer and Staff

- a) Number of CM member corporations purchased by other members since 1993: 198
 - i) 2017: 1
 - ii) 2016: 8
 - iii) 2015: 18
 - iv) 2014: 12
- b) Member Counts:

	2017	2016	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004	2003	1993	1992
<i>CM Corps</i>	436	433	405	412	395	386	411	443	531	691	792	795	758	716	682	248	247
<i>CM Locs</i>	719	716	696	670	599	593	627	693	962	1093	1250	1200	1150	1050	1008		
<i>Assoc</i>	241	238	219	195	166	164	168	175	210	269	300	286	261	234	202	78	71
<i>Total Corps</i>	677	628	624	607	561	550	579	618	741	960	1092	1081	1019	950	884	326	318

- 7) Brainstorm other membership engagement initiatives – Jim Finkenhoefer**
- 8) Old Business – Jim Finkenhoefer**
- 9) New Business – Jim Finkenhoefer**
- 10) Adjournment – Jim Finkenhoefer**

MEMBERSHIP COMMITTEE MEETING MINUTES
Wednesday, March 29, 2017
Las Vegas, NV

Call to Order

Jim Finkenhoefer, Membership Committee Chair, called the meeting to order at 3:34 pm. Introductions were made and the SBCA Anti-Trust Statement was discussed and acknowledged by all meeting attendees, thereby acknowledging the SBCA anti-trust policies in effect.

Attendance

Component Manufacturers in Attendance: Dallas Austin, Ken Cloyd, Jack Dermer, Larry Dix, Jared Dix, Jim Finkenhoefer, Gene Frogale, Dave Green, Josh Hendrickson, Joe Hikel, Dan Holland, Paul Johnson, Colleen Ketchum, Taft Ketchum, Jess Lohse, Joseph Maez, Dave Motter, Rick Parrino, Justin Richardson, Mike Ruede, Jeff Smith, Steve Stroder, Steve Strom, Jeff Taake, Jason Walsh, Scott Ward

Suppliers in Attendance: April Burt, Steve Cabler, Mike Cassidy, Christian Chappell, Darren Conrad, Ben Hershey, Mike Kozlowski, Shawn Overholtzer, Jason Padilla, Sean Riley, Carl Schoening, Michael Schwitter, Michael Smith

Legal Counsel: Kent Pagel

SBCA Staff: Mindy Caldwell, Lena Giakoumopolous (via SBC Connection), Kirk Grundahl, Suzi Grundahl, Sean Shields, Jill Zimmerman (via SBC Connection)

Review and Approve Minutes of August 2016 Membership Meeting

Motion to approve the August 2016 meeting minutes. Motion by Mike Ruede. Second by Joe Hikel. Motion passed unanimously.

Membership Statistics

Staff and committee attendees reviewed the membership statistics and there were general observations about the relationship between the total number of manufacturing locations and association members, as well as a discussion about the average annual sales figures of member truss plants.

There was then a discussion on the differences between generations and the ways the younger generation approaches truss manufacturing and technology differently. There was also a discussion on how important it is to reach those just entering the workforce.

The question was asked regarding what we can change to make these association meetings more interesting and how to sell the more interesting aspects of the industry. There was a general discussion on ways to use the web and drones and other media to engage the younger generation and also engage social media to spread awareness.

Old Business

There was no old business.

New Business

There was no new business.

Adjournment

Motion to adjourn. Motion by Scott Ward. Second by Mike Ruede. Motion passed unanimously.

The meeting adjourned at 4:17 pm.

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MARKETING COMMITTEE MEETING AGENDA

Wednesday, July 26, 2017

3:30 – 4:30 pm

**DoubleTree Chicago – Magnificent Mile
Chicago, IL
LaSalle Ballroom I**

Committee Purpose

The committee will promote the use of engineered floor, wall, and roof structural components in residential and commercial projects.

Background

1. SBCA Mission Statement (**APPENDIX A**)
2. Antitrust Law & Conflict of Interest Policies (**APPENDIX B**)
3. Actions of a Committee Requiring a Motion (**APPENDIX C**)
4. SBCA Structure (**APPENDIX D**)
5. Roles and Responsibilities of SBCA Committees & Committee Membership Lists (**APPENDIX E**)

Meeting Agenda

1. **Call to Order** –Greg Griggs, Marketing Committee Chair
2. **Introductions, Sign-in Sheet and Opening Remarks** – Greg Griggs
3. **Review and Approve Minutes of March 2017 Marketing Committee Meeting (EXHIBIT 1)** – Greg Griggs
4. **Review Agenda** – Greg Griggs
 - a) Are there other key issues we should place on the agenda or remove from the agenda?
5. **Electronic Jobsite Packages** – Greg Griggs and Staff
 - a) Demo and discussion
6. **Old Business** – Greg Griggs
 - a) **Component Marketing Toolbox**
 - i) Online subscription for SBCA members to gain access to a variety of marketing tools, including videos, customizable brochures, infographics, photos, PowerPoints, sample social media posts and guidance documents. Subscribers also have access to the online estimation calculator.
 - ii) Toolbox currently contains assets to promote structural building components to builders and framers.

- 7. Any New Marketing Issues or Policies for the Committee to Address?** – Greg Griggs and Staff
- 8. Old Business** – Greg Griggs
- 9. New Business** – Greg Griggs
- 10. Adjournment** – Greg Griggs

MARKETING COMMITTEE MEETING MINUTES
Wednesday, March 29, 2017
Las Vegas, NV

Call to Order

Jess Lohse, for Greg Griggs, Marketing Committee Chair, called the meeting to order at 2:38 pm. Introductions were made around the room, and the SBCA Anti-Trust Statement was circulated and signed by all meeting attendees, thereby acknowledging the SBCA anti-trust policies in effect.

Attendance

Component Manufacturers in Attendance: Dallas Austin, Ken Cloyd, Jack Dermer, Larry Dix, Jared Dix, Jim Finkenhoefer, Gene Frogale, Dave Green, Josh Hendrickson, Joe Hikel, Dan Holland, Paul Johnson, Colleen Ketchum, Taft Ketchum, Jess Lohse, Joseph Maez, Dave Motter, Rick Parrino, Justin Richardson, Mike Ruede, Jeff Smith, Steve Stroder, Steve Strom, Jeff Taake, Jason Walsh and Scott Ward

Suppliers in Attendance: April Burt, Steve Cabler, Mike Cassidy, Christian Chappell, Darren Conrad, Ben Hershey, Mike Kozlowski, Shawn Overholtzer, Jason Padilla, Sean Riley, Carl Schoening, Michael Schwitter and Michael Smith

Legal Counsel: Kent Pagel

SBCA Staff: Mindy Caldwell, Lena Giakoumopolous (via SBC Connection), Kirk Grundahl, Suzi Grundahl, Sean Shields and Jill Zimmerman (via SBC Connection).

Review and Approve Minutes of August 2016 Marketing Meeting

Motion to approve the August 2016 Marketing Committee Meeting Minutes. Motion by Scott Ward. Second by Gene Frogale. Motion passed unanimously.

Educational Resources

The committee reviewed the topical library page concepts that are now being created on the SBCA website to provide one place for CMs to find all the information published on a given topic. There is a lot of information that SBCA has published over the years, and this should make navigation of those resources much easier. There was a discussion regarding the top issues for the next topical library pages.

Component Marketing Toolbox Update

The committee discussed the Component Marketing Toolbox marketing subscription that has been developed based on the Framing the American Dream project. After reviewing the video there was a general discussion on the pricing structure and the value proposition of the data and the marketing materials.

SBC Magazine

Staff provided a brief summary of the changes to *SBC Magazine* and *The Market Place*, which gives suppliers (currently, program advertisers) an opportunity to provide content directly to CMs.

Online Subscription Update

The system is currently being beta tested through an API approach and staff is working on building an effective user interface on the front end to bring more beta testers into the mix.

Old Business

There was no old business.

New Business

There was no new business.

Adjournment

Motion to adjourn. Motion by Scott Ward. Second by Rick Parrino. Motion passed unanimously.

The meeting adjourned at 2:32 pm.

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BOARD MEETING AGENDA

Thursday, July 27, 2017

8:00 am – noon

**DoubleTree Chicago – Magnificent Mile
Chicago, IL
LaSalle Ballroom I**

Background

1. SBCA Mission Statement (**APPENDIX A**)
2. Antitrust Law and Conflict of Interest Policies (**APPENDIX B**)
3. Actions of a Committee Requiring a Motion (**APPENDIX C**)
4. SBCA Structure (**APPENDIX D**)
5. Roles and Responsibilities of SBCA Committees (**APPENDIX E**)
6. Responsibilities of SBCA's Board of Directors (**APPENDIX F**)

Meeting Agenda

1. **Call to Order** – Jack Dermer 8:00 am
 - a) **Introductions, Sign-in Sheet and Opening Remarks** – Jack Dermer
 - b) **Review and Approve Minutes of June 2017 (EXHIBIT 1)** – Jack Dermer
 - c) **Review Agenda, any Updates?** – Jack Dermer
 - d) **Any Industry Issues or Discussion Topics** – Jack Dermer
2. **Treasurer's Report** – Jim Finkenhoefer and Staff 8:05 am
 - a) Budget Critical Management
 - i) TPI/SBCA Cooperative Publications Agreement

BCSI-Related Revenue	Minimum Amount Agreed to with TPI Jan-Dec	2017 Sales YTD (June)	2016 Sales YTD	2015 Sales YTD	2014 Sales YTD	2013 Sales YTD	2012 Sales YTD	2011 Sales YTD	2006 Sales YTD	2005 Sales YTD
TPI 50% Gross Margin	\$249,017	\$120,542	\$123,967	\$111,842	\$106,865	\$97,540	\$94,526	\$69,173	212,879	202,908
SBCA 50% Gross Margin	\$249,017	\$120,542	\$123,967	\$111,842	\$106,865	\$97,540	\$94,526	\$69,173	212,879	202,908
Total Gross Margin	\$498,033	\$241,084	\$247,934	\$223,684	\$213,730	\$195,080	\$189,052	\$138,346	425,758	405,816
Total Tags	9,407,600	3,059,000	3,563,000	3,068,000	2,991,000	2,602,000	2,177,000	1,918,000	7,988,000	6,487,000
Total Brochure Pages	7,271,402	3,871,545	3,913,266	3,544,427	3,434,425	3,131,578	3,164,251	2,194,878	6,853,784	6,852,588

- b) Budget Review
 - i) 2017 Year-to-Date Operations Report
- c) Treasurer's Financial Policy Recommendations, if any
- d) Staff's Management Recommendations, if any
- e) Approve Treasurer's Report

- 3. BCMC Report** – Javan Yoder 8:15 am
- 4. SBC Magazine Update** – Staff 8:25 am
- a) Current Advertisers by Program:
- i) GOLD
- Alpine, an ITW Company
 - Clark Industries, Inc.
 - Eagle Metal Products
 - Eide
 - Lakeside Trailer Manufacturing, Inc.
 - MiTek
 - NWH Roof & Floor Truss Systems
 - Precision Equipment Mfg
 - Simpson Strong-Tie Co.
 - TRIAD
 - Wood Truss Systems, Inc.
- ii) SILVER
- HOLTEC USA Corporation
 - Hundegger USA, L.C.
 - Sundial Software, LLC
 - Vecoplan, LLC & Vecoplan Midwest, LLC
- iii) BRONZE
- Composite Panel Systems LLC
 - Wasserman & Associates, Inc.
- 5. SBCRI Update** – Staff 8:35 am
- 6. Softwood Lumber CVD/AD Update** – Jack Dermer & Staff 8:45 am
- 7. Industry Supplier Updates** 9:00 am
- a) Thoughts from attendees representing truss plate, connector and cold-formed steel supplying industries
- i) Alpine & Alpine/TrusSteel
- ii) Cherokee Metal Products
- iii) Eagle Metal
- iv) MiTek, MiTek/Aegis & USP Update
- v) Simpson
- b) TPI Update/TPI Steel Truss Inspection Program Update
- i) Steve Cabler
- ii) Mike Cassidy
- c) Thoughts from attendees representing lumber and EWP supplying industries
- i) John Branstetter
- ii) Mike Wisnefski

- d) Input from other suppliers in attendance
 - i) Steve Shrader
 - ii) Sean Riley
 - iii) Ken Cloyd
 - iv) Scott Kracht
- e) Raw material supply chain issues or trends affecting component manufacturers?

- | | |
|---|----------|
| 8. Committee Reports from Meetings of July 26 | 9:30 am |
| <ul style="list-style-type: none"> a) Emerging Leaders – Steve Stroder b) Marketing Committee – Greg Griggs c) Management Committee – Jeff Taake d) Membership Committee – Jim Finkenhoefer e) Safety Committee – Jason Ward | |
| 9. National Framers Council Update – Ken Shifflett | 10:00 am |
| 10. SBC Industry Roundtable/Updates/Discussion – Jack Dermer | 10:15 am |
| 11. Old Business – Jack Dermer | 11:15 am |
| 12. New Business – Jack Dermer | 11:20 am |
| 13. Adjournment – Jack Dermer | 11:30 am |

BOARD MEETING MINUTES
Thursday, June 8, 2017
Baltimore, MD

Opening Remarks

Jack Dermer opened the meeting at 7:57 am. Introductions were made around the room and the SBCA Antitrust Statement was circulated and signed by all meeting attendees, thereby acknowledging the SBCA antitrust policies in effect.

Attendance

Board Members in Attendance: Dallas Austin, Keith Azlin, John Branstetter, Steve Cabler, Jack Dermer, Barry Dixon, Jim Finkenhoefer, Gene Frogale, Dave Green, Greg Griggs, Darren Hedrick (for Jeff Smith), Josh Hendrickson, Joe Hikel, Dan Holland (for Rick Parrino), Paul Johnson (for Eric James), Taft Ketchum, Jess Lohse, Dave Motter, Justin Richardson, Mike Ruede, Steve Shrader, Steve Stroder, Steve Strom, Jeff Taake, Scott Ward, Javan Yoder

Other CMs in Attendance: Thatcher Butcher, Greg Dahlstrom, Bob Dayhoff, Larry Dix, Jared Dix, Rob Eason, John Holland, Darryl Hooper, Rhonda Leppert, Colleen Ketchum,

Suppliers in Attendance: April Burt, Mike Callahan, Mike Cassidy, Ken Cloyd, Jesse Dayhoff, Joe Kannapell, Mike Kozlowski, Kevin Kraft, Mike Martz, Norm McKenna, Scott Miller, Bryan Nadeau, Baird Quisenberry, Sean Riley, Carl Schoening, Michael Schwitter

Legal Counsel: Kent Pagel

SBCA Staff: Molly Butz, Mindy Caldwell, Dale Erlandson, Kirk Grundahl, Suzi Grundahl, Sean Shields, Jill Zimmerman

Past Meeting Minutes

Motion to approve the Board meeting minutes from March 2017. Motion by Carl Schoening. Second by Steve Stroder. Motion passed unanimously.

Nominating Committee

Jess Lohse reported that the Nominating Committee has been reaching out to individuals across the country who are in positions of executive leadership in their companies for purposes of identifying future Executive Committee members. The Committee proposed Mike Ruede as the nominee for incoming Secretary.

Motion to approve the Nominating Committee's nomination of Mike Ruede. Motion by Jess Lohse. Second by Jim Finkenhoefer. Motion passed unanimously.

Treasurer's Report

Jim Finkenhoefer and staff provided the Board with an overview of the SBCA profit and loss statement and budget projections for the year. To date, the operating expenses for 2017 are lower than the projected budget. Publication sales are down a bit, though still above 2016. There was also a brief discussion on how excess income from entities like *SBC Magazine* and BCMC are managed within the budget to both meet member needs for services and begin building back up the association's reserves.

**Motion to approve the Treasurer's Report. Motion by Scott Ward. Second by Jess Lohse.
Motion passed unanimously.**

Legislative Visit Summary

Jack gave a brief overview of SBCA's return to Washington, DC. Carl Schoening said it was great to see the passion of those who were visiting their lawmakers for the first time. Gene Frogale pointed out that these efforts are an investment for long-term benefits. Overall, there were several comments that Congress is still moving very slow. On immigration, the feedback was that any reform would likely be piecemeal and taken in small pieces. Because NAFTA is on their radar, Joe Hikel said sugar trade needs to be negotiated before softwood lumber.

Dallas Austin suggested pulling together a group of articles on issues like the housing shortage that members could send to legislative staffers. Taft Ketchum also said the offer of plant tours was eagerly received. Steve said the map with Canadian CM locations was impactful in making the argument on the effect of the softwood lumber tariffs on U.S. manufacturing.

Kirk raised the concept of a border tax that's being forwarded by lawmakers like Wisconsin Representative Sean Duffy. That approach would be beneficial to the component industry because it would address the two-tiered lumber pricing for Canadian manufacturers that occurs with the CVD/AD. It was further announced that Wisconsin Senator Ron Johnson has introduced an immigration bill providing for the states to admit guest-workers from abroad for a period of up to three years, that could then be renewed by the state. The visas in question would still be issued by the federal government, but largely at the discretion of the states.

Scott Miller said Congressional staffers were looking for actionable items. So as legislation is introduced, send industry positions out to CMs so they can pass that out their lawmakers.

Sean shared that in his meeting with OSHA the focus of OSHA currently is on injury recordkeeping requirements and the national emphasis program focused on amputations. That means CMs should understand that OSHA inspections will likely be focused on machine guarding. Sean reported that they also talked about potential exclusions of mono-rail crane trucks from the crane certification rules.

Shelter Systems Plant Tour

Jack thanked Joe Hikel and the staff of Shelter Systems Limited for giving a valuable plant tour to the group. They shared a lot of great information that all the CMs learned from. There was overwhelming agreement there should be plant tours arranged with every OQM, if possible. Several CMs said what they learned from the tour amounted to some of the most valuable things they have learned from the OQM meetings.

Focus Group Feedback

Jack said he felt the focus group discussions were really valuable. Steve Stroder said a lot of good information and ideas were shared regarding the emerging leader/next generation initiative. One key is to educate the current leaders of companies to invest in growing their next generation of leaders. Greg Dahlstrom said we should continue to pursue this type of format in future OQMs. Joe Hikel said one of the future focus groups could be a debrief on the plant tour and the sharing of information.

BCMC Update

Javan Yoder provided an update on the upcoming BCMC show. As of June 6, there were 72 registered exhibitors and 37,500 square feet sold. In comparison, at the end of the 2016 show there were 111 exhibitors registered and 34,400 square feet sold. Online registration for the show will begin this month. The attendee promotion went to the printer recently and will be mailed out within the next week.

The BCMC Programs Subcommittee has decided on the educational session topics and programs

co-chair Greg Dahlstrom reviewed the wide array of topics. Mike Kozlowski reported that one of the new things will be “learning labs” on the show floor that will give CMs a chance to get together in small groups to discuss topics raised during the education sessions.

Javan further reported that the schedule will include a CM Plant tour at Christensen Lumber Co., along with a golf outing, a 5K run/walk, and a first annual BCMC bike ride on Tuesday morning of the show. Javan reminded everyone that BCMC 2018 will be October 23-26 in Milwaukee, Wisconsin.

SBC Magazine Update

Staff provided an update on *SBC Magazine*, *The Market Place* and SBC Industry News. Staff thanked the program advertisers and all the things they make possible through their support for the magazine and recognized Holtec as a new Silver Program Advertiser. The digital editions of *SBC Magazine* and *The Market Place* continue to grow in readership, with 2000 visits per issue and almost 35,000 page views per issue. This may be in part because staff has focused on including one or two articles from these publications in SBC Industry News every week, which have consistently been some of the most read headlines.

Staff reported that this meeting generated a significant number of ideas from safety-related topics to design tips and scope of work issues.

SBCRI Update

Staff reported that there have been requests from companies that have done proprietary testing in SBCRI to look into providing third-party quality assurance inspections for them. These are companies outside the structural building component manufacturing industry. This has led the Executive Committee to draft a resolution expanding the scope of SBCRI's services to include 17020 third party and generally accepted QA/in-plant QC services.

Motion to approve the Executive Committee's resolution to expand SBCRI's scope of work to include third party inspections. Motion by Joe Hikel. Second by Barry Dixon. There were two opposed: Dave Motter and Steve Cabler. Motion passed by majority vote.

Industry Supplier Updates

Truss Plate Manufacturers

On behalf of ITW/Alpine, Kevin Kraft reported that the Trump Administration is looking into the Section 232 Clause on steel importations with regard to national security. The vote will be in July, but it could cause a significant negative impact on steel supply. Three domestic steel producers have announced price increases. If they say foreign steel can no longer be imported from other countries as a matter of national security, there would not be enough capacity in the U.S. to meet domestic demand. This process is being expedited, which is highly unusual. It was agreed the industry should provide comments once it comes out in the federal register.

On behalf of MiTek, Steve Cabler agreed this was a significant political battle. Steel prices have flattened in the short term, but he also echoed comments that domestic steel producers are raising prices. U.S. steel producers are struggling against foreign competition, so it's hard to tell which direction the Section 232 will go.

It was clarified that this wasn't a duty or tariff, which would slow importation. Section 232 would stop importation entirely, which would have a very significant impact. It was also pointed out that Chinese steel is already subject to anti-dumping tariffs.

On behalf of Eagle Metal, Baird Quisenberry agreed that the Section 232 is the hot topic being discussed.

On behalf of Simpson, April Burt agreed with all the comments already shared.

TPI

Mike Cassidy, TPI's Executive Director, indicated the TPI TAC will have a meeting next month to discuss bracing. The TPI 2 committee will probably start work again later this year. The TPI 3 committee work will be discussed this afternoon at the joint TPI/SBCA meeting. He reported that third-party inspections continue at a moderate level. A few locations have discontinued inspections, but others have been added.

Lumber

John Branstetter reported it's been an interesting year. The SLA negotiations are up in the air. The Countervailing Duty (CVD) currently in place is around 20 percent. An Anti-Dumping Duty (AD) will be announced soon, and that will probably be between 10-20 percent. The other issue is the currency exchange rate, which is very favorable for Canadian producers now. To make matters worse, the Canadian government recently announced it would subsidize the timber industry if the trade tariffs remain.

The price of lumber is at an historic high, and it seems likely that high lumber prices will remain constant for the near future. The question was asked whether our industry should lobby our lawmakers to allow more federal land to be harvested. John commented that current ideology makes it difficult to free up that land and allow forestry. It was noted that the size and scope of the current wildfires are really hurting the timber industry.

Equipment

Steve Shrader reported wood construction is expanding globally. The CLT and EWP markets are driving demand for wood working equipment like Hundegger produces. There is also an issue with regard to employee retention when it comes to skilled operators for these types of advanced saws. They are getting orders for equipment, but delivery and installation are being delayed because their customer operations are so busy they cannot afford to shut down and install the new equipment.

Financial Services

Sean Riley with Blue Tarp Financial said contractor performance is up 11 percent year-over-year. Delinquency is up, which should be of some concern for CMs. Contractor sentiment is down a bit, seven percent are less favorable than at the same time last year.

Old Business

There was no old business.

New Business

There was no new business.

Adjournment

Motion to adjourn. Motion by Joe Hikel. Second by Barry Dixon. Motion passed unanimously.

The meeting adjourned at 10:39 am.

/ss

APPENDIX A

Mission Statement

What We Are...Structural Building Components Association (SBCA)

SBCA is the information conduit for our membership to stay abreast of leading-edge marketplace issues. We disseminate this information through educational seminars, membership support, SBCA chapters and our industry publications.

Our Purpose...

We provide the services our membership needs to continue expanding the market share of all structural building components by promoting the common interests of those engaged in manufacturing trusses, wall panels and related structural components to ensure growth, continuity and increased professionalism, which will strengthen the structural building component manufacturing industry's influence.

What We Do...

- SBCA formulates policy that protects and advances the interests of its members by initiating and carrying out projects that address membership concerns and promote industry marketplace interests.
- SBCA acts as the voice of the structural building components industry to legislative, regulatory and standards-generating agencies.
- SBCA provides membership services, including addressing technical questions, serving members through the creation of various products and publications, and providing support to each SBCA committee.
- SBCA supports each of its chapters to enable our industry to put a human face on the structural building components industry.
- SBCA supports research, development and testing of structural building components - trusses, wall panels, and related structural components - to root the industry in sound engineering and improve the quality, efficiency and cost-effectiveness of our products, for the purpose of achieving greater product acceptance.

For Whom...

All structural building component businesses, material and equipment suppliers, and industry professionals.

Why...

SBCA desires to promote the consistent, safe, economic, and structurally sound design, construction and use of structural building components, thereby increasing their market penetration.

- By successfully implementing its policies and serving the needs of its membership, SBCA will have the potential to make a significant difference on behalf of the entire structural building components industry.

APPENDIX B

Antitrust Law Policy

Throughout its history, SBCA has complied with the antitrust laws and is not subject to any consent decree, cease and desist order, or any other mandate or prohibition of any agency of government or any court with respect to the antitrust laws.

In order to assure continued compliance with both the letter and the spirit of the antitrust laws, participants in SBCA and the local chapters are reminded of the following important policy:

Although the antitrust laws do not preclude members of the SBCA from lawfully engaging in a great variety of collective activities, the antitrust laws do encompass certain conduct which is prohibited because it is unreasonable per se. The prime example is, of course, agreement with regard to price. Any conduct by competitors which has the purpose or effect of either raising, depressing, fixing, pegging, or stabilizing the price of a product or service is unlawful. Also, concerted action which may affect a price, including matters relating to production, terms and conditions of sale, the distribution of a product or the division of markets, is likewise prohibited by the antitrust laws.

Either an explicit or tacit understanding between competitors that could affect the price of products or operate to impede free and open competition is forbidden. In order to prove any such unlawful activity, it is not necessary that there be evidence of a formal agreement or understanding more often than not, such proof is circumstantial and a violation of the antitrust laws may be found because of a course of dealing between competitors or between members and their customers.

With regard to any SBCA meeting, there must never be **any discussion** among those attending or any formal or informal agreement of any sort, with respect to the following:

- Any price to be charged with respect to a product or service.
- Any allocation of markets or customers.
- Any coordination or cooperation with respect to bids or requests for bids.
- Terms or conditions of sale, including credit or discount terms.
- Distribution of products or services.
- Control of the production of any product or the level of production.
- Profit levels or profit margins.
- The basis for arriving at any price.
- The exchange of price information with respect to any specific customer.
- Any action which would unreasonably restrain trade.

The SBCA staff is regularly advised and reminded of principles of antitrust law as they have evolved and may affect the truss industry. The staff is alert to any discussion or topic which might result in a potential restraint of trade, and should any discussion arise at a meeting which might be construed as inappropriate, the staff has been instructed to alert those present that the particular topic under discussion should not be pursued further.

Conflict of Interest and Conflict of Interest Policy

Conflict of Interest

- “A situation in which a person has a duty to more than one person or organization, but cannot do justice to the actual or potentially adverse interests of both parties. This includes when an individual's personal interests or concerns are inconsistent with the best interests of a customer, or when a public official's personal interests are contrary to his/her loyalty to public business.”
- SBCA members are obligated to advise, in advance of any situation that might involve or appear to involve a conflict of interest, that they may be participating in activities where their duty to their company is in conflict with the policies of SBCA and the best interests of the Structural Building Component industry. By way of two examples;
 - A conflict of interest could exist if an engineer or company performing engineering services used truss design software (that was licensed to them through or by a component manufacturer) directly on behalf of a builder or general contractor to design trusses (for component manufacturers to then bid on) for a project or projects being constructed by such builder or general contractor—all of which would be in violation of the connector plate company's software license agreement and in contravention with SBCA's long standing truss design software policy.
 - A conflict of interest could exist if a company, working within industry committees, industry ANSI standards, task groups, etc., advocates for changes in policy, procedures, standards, engineering equations, testing, etc., where those changes lead to greater use of the products or services that said company provides.

APPENDIX C

ACTIONS OF A COMMITTEE REQUIRING A MOTION

POLICIES AND RESOLUTIONS

Questions that come up are: (1) what is a policy; (2) what is a resolution; (3) how are policies and resolutions different, and (4) what committee action requires a motion (which is a motion of the committee and if approved, is then submitted to the Board).

Policies:

The term "Policies" are not intended to be tightly defined, but instead to be highly flexible. They are usually a course or method of action selected by one of the committees and then approved by the Board. They help guide present and future decisions which in turn help to carry out a particular course of action. The goal through adopting policies is to establish a coherent set of decisions with a common long term objective affecting or relevant to the structural building component manufacturing industry.

An example of a policy is the "Component Design Software Products" policy that was first approved by the Component Manufacturers Roundtable, a SBCA Committee, in July of 2002. This policy was also approved by the Board. Since then it has been reviewed and reaffirmed by the Board in both 2012 and 2014.

The policy reads:

The construction industry is not best served, and the component manufacturing industry will be harmed, if Software Products are leased to, sold to, licensed to or used by any person or entity that does not design, manufacture and sell components. The Software Products should therefore only be used by licensed component manufacturers for their own design, manufacturing and sale of structural components. Excluded from this policy would be any sale and design companies who sell and design components only for a particular component manufacturer under contract or any design companies who design components only for a particular component manufacturer under contract. In such cases the licenses to use the Software Products should contain appropriate restrictions.

Resolutions:

"Resolutions," as compared to policies, are a formal expression of opinion or will of a committee or the Board agreed to by a vote of such committee or Board. A resolution usually settles or resolves an issue. A resolution is a decision to do or not do something.

1. All new policies or any policy modifications should be approved by a committee by motion and submitted to the Board for consideration.
2. Any resolution should be approved by a committee by motion and submitted to the Board for consideration. Remember that resolutions are substantive-they usually resolve some issue and involve a decision to do something.
3. Resolutions are not to be confused with tasks, which are essentially a piece of work assigned to someone such as SBCA staff to undertake, and are a method to achieve the existing priorities that have been defined by the Committee. Certainly any activity of a committee which has SBCA budget or financial implications should be viewed as a resolution.

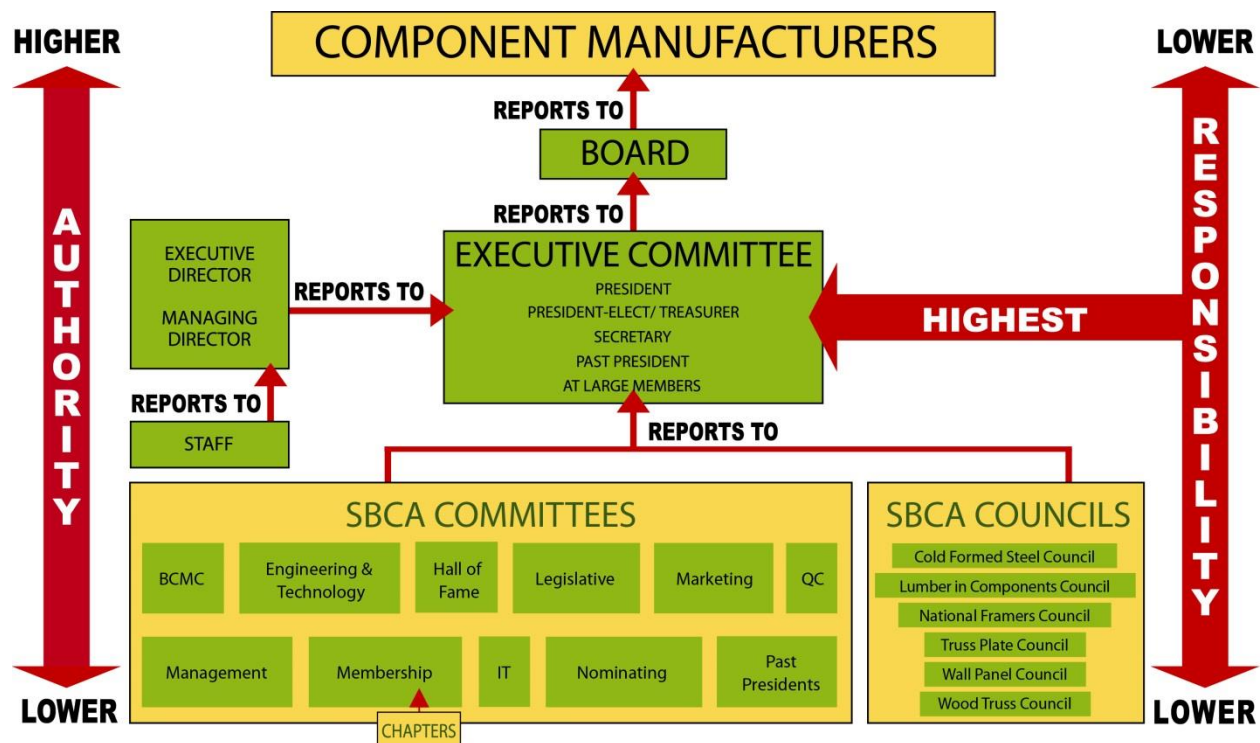
An example of a resolution is that past presidents will be offered complimentary member status upon retirement, which resolution was approved by the Executive Committee in March, 2002. The resolution was also approved by the Board.

The resolution reads:

Committee: Executive

Upon retirement from the industry, or upon ceasing to be in the employ of a member company, the past presidents will be offered a complimentary member status and a complimentary invitation to the BCMC. In addition, all past presidents shall receive emeritus member status, which shall include non-voting status and lifetime board membership status.

APPENDIX D



APPENDIX E

Roles and Responsibilities of SBCA Committees

The most important roles of every Committee include:

- Bringing ideas and focus to what goals and objectives the committee should accomplish for the year.
- Helping to develop and prioritize the tasks to be accomplished.
- From these priorities, help define an implementation strategy.
- From this strategy, help define the SBCA budget for the year.
- Assist and mentor staff in making progress on the committee strategy.

APPENDIX F

Responsibilities of SBCA's Board of Directors:

1. Personally hold and support the **VISION** of the organization.
2. Explicitly address fundamental **ORGANIZATIONAL VALUES**. (*The essence of what the organization believes, the relative importance of certain principles, what it stands for, and how it works rather than its words.*)
3. Force and view issues from an **EXTERNAL FOCUS** point of view.
4. Enable an **OUTCOME DRIVEN** organizing system.
5. Separate **LARGE ISSUES** from small.
6. Force **FORWARD THINKING**.
7. Enable **PRODUCTIVITY**. (*The Board should lead, not simply react.*)
8. Facilitate **DIVERSITY** and **UNITY**.

9. Define **RELATIONSHIPS** to relevant constituencies.
10. Define a common basis for **DISCIPLINE**. (*Sticking to the Board's responsibilities, being decisive without being impulsive and keeping discussion to the point.*)
11. Delineate the Board's **ROLE** on the **ISSUES**.
12. Determine what **INFORMATION** is needed.
13. **BALANCE** overcontrol and undercontrol. (*The Board must not spend time on the trivial but it should expect staff accountability in managing association affairs.*)
14. Use Board time **EFFICIENTLY**.

*Summarized from *Boards that Make a Difference*, John Carver (emphasis added)

SBCA Bylaws

12. DUTIES, RESPONSIBILITIES, AND ACCOUNTABILITY OF ALL DIRECTORS.

All Directors shall meet certain standards of conduct and attention to his/her responsibilities to the Association including:

- (a) Exercising due care in all dealings with the Association and its interests. This includes careful oversight of financial matters and reading of minutes and Association Policies, attention to issues that are of concern to the Association and raising questions whenever there is something that seems unclear or questionable;
- (b) Avoiding conflicts of interest, including the appearance of conflicts of interest. This includes personal conflicts of interest or conflicts with other organizations with which a Director is a member. The Association recognizes however that Directors employed by Associate Members may find themselves at times in a position where their interests are not perfectly aligned with Directors employed by Regular Members and in those instances such Directors employed by Associate Members shall clearly identify areas of potential conflict of interest prior to taking action with respect to the Association in their positions as Directors; and
- (c) Obedience to the Association's central purposes must guide all decisions. Directors must also ensure that the Association functions within all legal requirements and its own Bylaws and Association Policies.

Additionally, all Directors employed by Regular Members shall (i) Use reasonable efforts to implement Association Policies; (ii) Contribute to future Association policy formation process by offering opinions, discussion and drafts of new policies or policy modifications; (iii) Use reasonable efforts to develop and strengthen, through the Association Policies, practices, products and services, the structural building components industry; (iv) Assist in the mentoring of Association staff through providing industry knowledge; (v) Communicate with and seek the assistance and expertise of the Association and its staff regarding issues and activities locally and regionally concerning industry matters pertaining to legislation and regulation, building codes, engineering practices and requirements, education/training opportunities, industry risk issues, insurance, or the quality or fire performance of structural building components; and (vi) Report to the Association on Chapter and Chapter Incorporated Associations activities, policies, meetings and undertakings.