ASMI Checklist of Annual Recommendations and Disclosures to OTCC for 2025

Delivered 07-21-2025

ASMI account executives are responsible for presenting the following recommendations and disclosures to the appropriate governing body of all clients. This occurs annually and receipt/acceptance is documented in the meeting minutes.

- ASMI recommends an annual performance evaluation of the management firm and staff according to the contracted scope of work. (ANSI standard 3.2 and 5.1)

 The OTCC Commissioners were asked to give feedback via an online survey last month and results are analyzed for opportunities for continuous service improvement. Results are being shared at this meeting.
- Our management agreement period of performance is through September 30, 2026. The fixed fee, fully loaded compensation is \$17,900 per month. This includes all personnel compensation, benefits and employment-related costs, and all administrative, financial, contracts management and related services.

ASMI provides OTCC customary professional management services commonly performed by the secretariat and executive director of an interstate compact commission. This includes financial and accounting, all HR and personnel, meetings and training, communications, governance, and other support. If the opportunity for new activities arises or should existing projects exceed specifications in the scope of work, ASMI will present a proposed contract addendum for Commission consideration. OTCC has contractually recognized ASMI as its source of all personnel. (ANSI standard 3.4)

- We recommend the organization undertake activities according to an Annual Work Plan. (ANSI standard 4.2)
 OTCC tracks initiatives with regular progress reviews during the Executive Committee meetings and plans to create a formal strategic plan after launch of the data system. A financial sustainability plan is also in the works through the Executive Committee but not yet final.
- ASMI maintains an external communications policy for external communications, including but not limited to press releases, newsletters, and social media. The policy applies to employees and contractors representing ASMI or its clients. The expectation is to communicate in a respectful, relevant way that protects ASMI and client reputations, and follows the spirit of the law.

 (ANSI standard 4.7)
- The ANSI standard for Association Management Companies only addresses financial reporting requirements for non-profits that are required to complete I-990 IRS reports. (ANSI standard 6.1) While the standard does not technically apply to the ASMI-OTCC arrangement, we believe that the intent is to ensure financial transparency, accountability and reports filing. As of this month, we are still coordinating with independent audit firm Matthews, Carter & Boyce to complete a financial review for OTCC's first fiscal year. We will seek their help to comply with relevant reporting requirements. Fiscal year-end data may need to be submitted to the Bureau of Fiscal Service, and audited financial statements may need to be submitted in an Agency Financial Report or Performance and Accountability Report through MAX.gov. Staff needs additional guidance for governmental entity financial reporting requirements.

- We are required to disclose all income for the preceding fiscal year from hotel and other commissions, finder's fees, and any other sources. Because ASMI is accredited by the International Travel Agency Network (accreditation #49-6-5876-6), commission is earned on hotel rooms and does not impact other negotiated terms and concessions. (ANSI standard 6.5)
 ASMI has not received any funds as part of a commission for OTCC related work.
- We disclose that ASMI considers being away from home on travel to be a personal hardship and it
 is our policy that frequent traveler points from airlines and hotels are for the personal use of
 employee generating them. (ANSI standard 6.5)
- The ANSI standard for association management firms requires ASMI to recommend to its clients an annual independent audit of all financial transactions and records by a qualified third party, paid for by the client. (ANSI standard 6.6)
 - OTCC has engaged Matthews, Carter & Boyce to perform a review of year-end financial statements for October 1, 2023 September 30, 2024. We will schedule a Single Audit should OTCC receive and expend more than \$1 million in federal funds in a fiscal year per OMB Uniform Guidance.
- The ANSI standard requires ASMI to recommend General Liability, Directors & Officers (D&O), Errors & Omissions (E&O, with standard-setting riders as appropriate), Property, Employee Dishonesty and Cyber insurance coverage for Association Professional Liability Insurance (APLI). If declined, it shall be recorded in writing in Board minutes or other appropriate record. (ANSI standard 6.7)
 - OTCC has Executive (D&O) and Nonprofit Liability coverage through 1/12/26. We are currently seeking new Cyber Security insurance coverage and will present options and costs to the Executive Committee once new quotes are received.
- ASMI discloses actual and/or perceived conflicts of interest when contracting or making a purchase for the benefit of OTCC from related entities (e.g. partnerships, subsidiaries, family members, etc.) (ANSI standard 10.6)
 - ASMI has not made any purchases for OTCC that might be perceived as a conflict. OTCC is reminded that ASMI manages similar non-profits including NASEMSO.
- ASMI has a continuity plan in the event that there is a catastrophic impact on operations. ASMI President Beth Armstrong is the crisis manager, barmstrong@asmii.net, 703-244-1213. Offsite ASMI personnel are assigned to support crisis communications, and they know how to reach key officials for each association. (ANSI standard 11.3.2)
 - OTCC's Executive Director will manage ASMI communications relevant to OTCC, coordinating with the OTCC Commission Chair. Most OTCC staff work remotely and use cyber security standard practices to safeguard data and materials. And, as currently demonstrated, OTCC HQ staff can also operate remotely when the HQ location becomes unavailable.

EBA Offline Client Contracts \setminus OTCC \setminus ASMI Checklist disclosures-recs to OTCC 2025-07-21 v3.docx