



Minutes

General Membership Meeting

March 3, 2025 – 3:30 pm-5:00 pm ET
Sheraton Sand Key Resort, Clearwater Beach, FL
Chairman: Clete Cordero
Staff Liaison: Debbie Sparks

I. Call to Order

Chairman Clete Cordero called the meeting to order at 3:11 pm ET.

II. Roll Call

The following committee members were in attendance:

Craig Agler	Mike Murphy
Seth Bauer	Scott O'Keefe
Jason Brown	Brad Owens
Joseph Colapietro	Todd Polen
Clete Cordero — Chairman	Josh Powers
Mark Davis	Tim Pruett
Richard Ellis	Lloyd Rawson
Spencer Ernest	Jamie Roberts
James Faas	Danielle Shores
Sheri Frieze	Daisy Silva
Shawn Galloway	LaDona Teague
Steve Hartmann	Chris Thacker
Greg Joyner	Jason Thomason
Chris Kast	Erin Topper
Chris Magluta	Tim Vander Pol
Ed Marsh	Matt VanDerPol
Kris McCoskery	Lesley Veldstra Killingsworth
Greg McDermitt	Jake Whitney
Glen Merkel	Nick Wingerter
Mike Morgan	Cynthia Winkler
James Mortensen	

The following staff members were in attendance:

Erin Carter	Keith Peterson
Lily Eghtessad	Lanae Peterson
Marli Hall	Debbie Sparks — Staff Liaison
Adam Mercer	Holly Taylor

General Counsel are Claire Shapiro and Kate Hedgeman.

III. **Antitrust Advisory**

LaDona Teague made a motion to accept the advisory to the committee that this meeting is being conducted in compliance with NMFTA's antitrust guidelines. Chris Kast seconded, and the motion passed.

IV. **Approval of the Minutes – September 2024**

Glen Merkel made a motion to accept the minutes of the September 2024 General Membership meeting, which were previously distributed to members. Joe Colapietro seconded, and the motion passed.

V. **Report of the Board of Directors**

Chairman Cordero invited Secretary, Debbie Sparks, to give the Report of the Board of Directors. Sparks shared that the Board of Directors convened on Sunday, March 2, from 3:00 pm to 5:30 pm ET. She stated that Chairman Clete Cordero began the meeting by sharing news regarding NMFTA's efforts to fundraise for Wreaths Across America in 2025. She said that customers using the NMFTA online portal will soon have the opportunity to donate \$1, \$3, or \$5 to support the filling of a virtual truckload of wreaths. In his remarks, Chairman Cordero also announced that Lisa Klein, following her retirement from ABF, has agreed to take on a contractual role with NMFTA to help alleviate the workload following the loss of Nate Ripke. Lastly, he shared that the 2026 Spring Meeting will be held in beautiful Savannah, Georgia.

Sparks then shared that Immediate Past Chairman Lesley Killingsworth provided an update on the work of the Board Restructure Ad Hoc Taskforce. In October, the taskforce was tasked with developing a plan to restructure the board to better meet the growing needs of the association and enhance operational efficiency. The taskforce members included Clete Cordero, Mark Davis, Sheri Frieze, Lesley Killingsworth, Glen Merkel, Mike Morgan, and Lloyd Rawson. Lesley outlined the six key areas the taskforce addressed in the proposed restructuring:

1. **Board Composition** – The taskforce envisioned a board consisting of seven C-level executives with expertise in Traffic, Pricing, Regulatory, Finance, Cybersecurity, and Digitalization.
2. **Board Terms** – The proposal recommends that Directors at Large serve one-year terms, while Officers will serve a three-year term cycle, progressing from

- Treasurer to Vice Chairman to Chairman.
3. **Ex-Officio Role** – The title of "Ex-Officio" would be replaced with the "Advisory Group," comprised of past NMFTA Chairmen. This group would offer mentorship, participate in strategic planning, and serve as the association's historians. The Immediate Past Chairman would lead the Advisory Group.
 4. **Past Chairmans Club** – Members transitioning from the Advisory Group, once retired from their LTL motor carrier roles, would be inducted into the Past Chairmans Club and granted lifetime honorary membership in recognition of their years of service.
 5. **Board Committees** – A few adjustments were recommended to the three existing board committees to better align with the new structure.
 6. **Board Restart** –To facilitate a smooth transition into the new structure, the Taskforce recommends a restart of the board. All current Officers have agreed to extend their terms for one additional year, ensuring continuity in the association's mission and activities during the restructuring process. NMFTA's existing bylaws permit two consecutive terms, so no immediate action is required from the membership. In June, the general membership will vote on the updated Articles of Incorporation and Bylaws, which are necessary to support the restructuring and will also enable the Nominating Committee to begin recruiting four new board members to join our renewing Officers.

Sparks reported that a motion was made to accept the board restructuring plan and that it passed unanimously.

Sparks continued by stating that the Board heard from General Counsel, Claire Shapiro and Kate Hedgeman, who outlined the implications of the restructuring on the Articles of Incorporation and the Bylaws. After thorough discussion, the Board supported their recommendations.

Sparks spoke directly to the membership to notify them that the general membership would have the opportunity to vote on the proposed Articles of Incorporation and Bylaw changes, coming from the restructuring plan, at the 2025 SummerMeeting in Kansas City.

Sparks then briefed the membership on the 3 Board committee reports:

- The **Audit Committee** shared that they have sourced, interviewed, and hired a new auditing firm to conduct the association's 2025 audit.
- The **Finance Committee** reported strong growth in the association's investment funds.
- The **Nominating Committee** is currently in a holding pattern as the membership will vote on the board restructuring in June.

The board also heard from Joe Ohr, who provided an update on the outlook for the association's products. Lastly, under Old Business, the Board formally approved the Wreaths Across America donation initiative. Sparks concluded by stating that the board meeting was adjourned at 4:50 pm ET.

VI. **Election – Open Board Seat**

Chairman Cordero asked Claire Shapiro to conduct the election. Shapiro stated that with the retirement of Lisa Klein from ABF, the board had an open board seat. She stated that Lloyd Rawson had volunteered to move from the position of Ex-Officio back to the Director at Large to fill this void until the October election. Tim Vander Pol called for a motion and Steve Hartmann second the motion. Shapiro then asked if there were any nominations from the floor. Hearing none she called for the vote. The membership unanimously approved moving Lloyd Rawson into the position of Director at Large.

VII. **Committee Reports**

Chairman Cordero asked representatives from each committee to give their respective reports.

- **Carrier Procedures Committee:** Chairman Greg McDermitt stated that the committee met on Monday, March 3 from 10:30 am ET to 11:10 am ET. He stated that the committee was making a recommendation to amend Section 12 of the Model Agent Agreement with a new provision that read as follows:

Carrier is responsible for paying a claimant for a valid loss or damage claim. However, when Agent is liable for loss or damage in whole, because it had custody and control of freight at the time of the loss or damage, or in part, because the parties could not determine when the loss or damage occurred, [select OPTION 1 or OPTION 2 below]

OPTION 1: the Agent shall reimburse the Carrier for the amount due within __ days of final disposition and payment of the claim by Carrier.

OPTION 2: the Agent shall pay the Carrier for the amount due within __ days of a determination that the Agent is fully or partially liable for the loss or damage.

Chairman Cordero asked the membership if there was a motion to support this recommendation. Steve Hartmann made the motion, Greg Joyner seconded, the motion, and the motion passed.

- **Classification Resource Committee:** Chairman Greg Joyner noted that the committee met on Monday, March 3 from 9:00 am ET to 10:07 am ET. He reported that the Committee reviewed 14 subjects in Docket 2025-1.
- **Digital LTL Committee:** Chairman Jake Whitney stated that the committee met on Monday, March 3 from 10:30 am to 11:10 am ET. Whitney reported that Paul Dugent gave a brief report on the activities of the committee that included the LTL workshop updates, the Digital LTL Roadmap, the eBOL Adoption Update, and an update on the Digital Standards Development Council.

- **Regulatory Policy Committee:** Chairman Matt VanDerPol stated that the committee convened from 10:30 am ET until 11:05 am ET on Monday, March 3rd. VanDerPol reported that Jim Mullen gave the Legislative update that included the following topics:

- License Act
- Safeguarding Our Supply Chains Act
- Truck Parking Safety Improvement Act
- Modern, Clean, Safe Trucks Act of 2023
- Drive Safe Act

VanDerPol shared that Jim Mullen then gave the regulatory update which included the following issues:

- Clean Freight Coalition
- FHWA BEV FRI
- Safe Integration of Automated Driving Systems-Equipped CMV's
- Speed Limiters
- CSA Changes

VanDerPol added that Mullen gave several regulatory updates under Old Business.

Chairman Cordero asked if there was a recommendation to accept the committee reports. Ed Marsh made a motion to accept the reports, Steve Hartmann seconded, and the motion passed.

VII. Council Reports

- **Cybersecurity Council:** Joe Ohr gave the Cybersecurity Council update. Ohr shared the Council's strategy for success, what they learned from looking back so they could move forward, outlined who were their strategic partners, the positive influence from media coverage, and what is ahead for the next 90 days. He added that the Cybersecurity Council would be focusing on asset and non-asset research, different than in previous years, and would continue to engage the membership to drive content and research projects. He concluded by adding that the strategic plan involves more focus on education and relationships in the industry and within the government.
- **Digital Standards Development Council:** Keith Peterson gave the Digital Standards Development Council update. Peterson gave updates on both the Less-than-Truckload and Truckload divisions including current projects and proposed projects under development.
- **Weighing & Research Council:** W&R Council Chairman, Chris Kast, recapped the Council's Fall Meeting and shared highlights for their upcoming Spring Meeting planned for April 23-24 in Las Vegas, NV.

VI. Old Business

No old business was brought before the membership.

VII. **New Business**

No new business was brought before the membership.

VIII. **Adjournment**

Chairman Clete Cordero called for a motion to adjourn the meeting. Lesley Veldstra Killingsworth made a motion to adjourn the meeting, Sheri Frieze seconded, and the motion passed. The meeting was adjourned at 3:57 pm ET.