

**AEE Board of Directors
MINUTES**

Name Committee/Meeting: AEE BOD Conference Call Chairperson/Facilitator: Laurie Frank Recorder: Jennifer Payne	Date: March 3, 2008
In attendance: Jess Barrie (JB), Andrew Bobilya (AB), Laurie Frank (LF), Maurie Lung (DML), Mike King (MK), Tom Lindblade (TL), Steve Pace (SP), Jennifer Payne (JP), Rob Rubendall (RR), Bob Stremba (BS), MaryPat Sullivan (MPS), Pat Hammond – exificio (PH)	
Absent:	

Topic	Discussion/Outcome	Action/Follow up
Announcements		
POLICY DISCUSSION	POLICY DISCUSSION	POLICY DISCUSSION
EL-10	Small group offered new wording for EL-10. Contracts are no longer included in EL-10 and the sub-ends were rewritten for easy understanding by all. A sub-end was added to EL-9 regarding contract obligations over \$10,000. The original monitoring schedule had EL-10 in January but the new schedule has EL-10 monitoring in March. (There was some confusion around these dates on the conference call but after the call it was confirmed that EL-10 is to be monitored in March.*)	<i>(SP) motioned and (BS) seconded to change the EL-10 language as created by the small group. Motion passed unanimously.</i> *(PH) and (SP) will figure out when will be the best time to work in the EL-10 monitoring.
ASSURANCE OF SUCCESSFUL CEO PERFORMANCE	ASSURANCE OF SUCCESSFUL CEO PERFORMANCE	ASSURANCE OF SUCCESSFUL CEO PERFORMANCE
EL Monitoring		
EL-5	Concern was expressed about tracking the percentages of the sub-ends as each year we keep coming back to this issue. Can be confusing since we are using a year end analysis for quarterly monitoring reports. Consensus seems to be around the concept of quarterly monitoring the 95% net income which at the end of the year would keep us on track for 5% gross budgeted revenue. This way we know we are on target, and	<i>(SP) motioned and (JB) seconded to accept the monitoring report. Motion passed unanimously.</i>

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	changes could be made if 95% is not being made.	
EL-5 Compliance Plan	(PH) walked us through the process of how she created the compliance plan with the staff and made adjustments/projections in the budget and reviewed the assumptions made for those items. Group felt the adjustments looked good on paper but needed more information if those adj/proj were not met. This policy has been out of compliance for a couple of years so there is historical anxiety. Group wanted a more aggressive plan that will address the tough decisions that a what-if situation may bring this year.* There is a lot of concern around the financial condition of the association.	The compliance plan was not accepted but an extension was offered. *(PH) will create/ refine a more specific compliance plan for EL-5.2 that addresses the next level of what ifs with numbers and practices by March 31. (PH) will tap into financial consultant who has worked with not-for-profits recommended by Dick Backle.
EL-1	No questions, only one comment. Pretty straight forward.	<i>(TL) motioned and (BS) seconded to accept the monitoring report. Motion passed unanimously.</i>
EL-2	Concern about limited accessibility at the Boulder office.	(PH) will address mobility issue for potential staff as she did for customers. Ask for a compliance plan for EL-2.3 by March 31. <i>(SP) made a motion and (DML) seconded to accept the report with a compliance plan for EL-2.3. Motion passed unanimously.</i>
GP Monitoring (GP-1 and GP-2)	Postponed to next conference call.	(JP) will put on the next agenda.
New Operational Worries – Website Update	Postponed to next conference call.	(JP) will put on the next agenda.
BOARD BUSINESS	BOARD BUSINESS	BOARD BUSINESS
Website Development for BOD Pages Update	Postponed to next conference call.	(JP) will put on the next agenda.
Nominations Committee Update	Conference call for committee this week. The group has a list of people to call to encourage them to run. Nomination statements need to be to office by April	Update on next conference call. (JP) will put on the agenda.

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	15.	
Carver Governance Conference Update	Postponed to next conference call.	(JP) will put on the next agenda.
Evaluate New Member Orientation	Postponed to next conference call.	(JP) will put on the next agenda.
OWNERSHIP LINKAGE	OWNERSHIP LINKAGE	OWNERSHIP LINKAGE
2007 Annual Agenda	Small group met and have been formulate a process for moving the Ends revision process forward. Since the entire Board was not present and able to participate in the January meeting the group felt the first draft of the new Ends were not one voice and therefore not ready to go “public”, meaning the draft will not be shared at the upcoming regional conferences. Ends statements will be circulated to current board members for confirmations and changes.* This info will then be collated and redistributed; each end will be reviewed and/or decided if it is a shared issue. By the end of that process we should be at one voice and will share a raft with past board members. Feedback from past board members will be gathered in time for our June meeting.	*Small group will be circulating the first draft of the Ends statements to Board members in the next two weeks.
Regional Conference Workshop	(JP) reported several communication breakdowns in getting the workshop to the regions and emphasized the urgent need for everyone to touch base with workshop coordinators. Everyone was encouraged to begin planning for the workshop and involving a regional council member and the Boulder staff member who will be attending the conference in the process.	(JP) will update PowerPoint presentation and outline so they do not include the first draft of the ends and distribute them to everyone.
Betty’s Endowment Proposal	(PH) circulated Dr. Betty van der Smissen’s email to get feedback on this possibility. Most board members agreed it was an operational issue, so (PH) is going to move forward with it. It was noted that if money goes into an investment account the board may want to look at creating a policy around investing guidelines that	(JP) will include creating investment policies in the Parking Lot.

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	will protect the organization as well as meet federal laws; other not-for-profits have policies in place.* Discussed the idea of getting some kind of training/consultant on fundraising for the organization. Noted that this kind of training is very expensive, but may be able to find an organization/ individual that could underwrite it. In the end this is as an operational issue.	
ALL OTHER BUSINESS	ALL OTHER BUSINESS	ALL OTHER BUSINESS
Conflict of Interest	(LF) reported that Wood and Barnes have sold their EE publishing business. The new owners are a group of people that include (LF). (LF) expressed this may be a conflict of interest and wants to be transparent about this new venture and her new ownership which may be direct competition for AEE's publishing. The group asked (LF) to make us aware of upcoming issues or conflict; (LF) agreed and also stated that at those time she will abstain from conversation and voting.*	*(LF) will work with (PH) to create guidelines and raise awareness.
Next Conference Call	Tuesday, March 25, 4:00 pm eastern	
Next Meeting	June 5-8: Travel days; Thursday, June 5 and Sunday, June 8 Meeting days; Friday, June 6 and Saturday, June 7	EVERYONE is encouraged to make airfare arrangements sooner rather than later.