

WNCGBC Board Meeting

Date: March 10, 2009

Location: Earthfare Community Room



Boone Guyton	
Camille Victour	
Carl Donovan	
Chad Lloyd	
Daryl Rantis	2
Emily Coleman-Wolf	
Hans Doellgast	1
Isaac Savage	
Judy Dinelle	1
Kevin Ward	1
Marcus Renner	
Nancy MacDonald	1
Paul Reeves	
Matt Siegel	
<i>Absentees</i>	<i>#</i>

1. Present: Boone Guyton, Camille Victour, Carl Donovan, Chad Lloyd, Emily Coleman-Wolf, Hans Doellgast, Isaac Savage, Marcus Renner, Paul Reeves, Matt Siegel and Nancy MacDonald.

2. February meeting minutes approval

- Camille V. made motion to approve. Emily C. seconded. Approved unanimously.

3. Committee Reports

- **Speakers Committee**
 - No activity since last session.
- **Directory Committee**
 - Per Matt S., Directories will begin delivery tomorrow (3 March 2009).

4. Treasurer's Report

- Net income for the month
 - Net income: (\$4,255.91 - loss)
 - Expenses for the month: \$16,319.77
 - Shortfall due to less than anticipated revenues from HBH; membership revenue

was ahead. Larger than anticipated staff health care allocation.

- 7.5 month operating reserve.

5. Audit Update

- Documents requested from consultant. Final audit not expected before 15 April 2009. Audit would be required before federal grant funds are released (July 2009 if they are approved).

6. January Dashboard review

- No issues.

7. Strategic Planning Session Action Items

- Mission/Vision Statement
 - Group agreed that a vision statement would not be necessary. Discussion ensued about the need for a mission statement revision. Matt S. asked should we rather consider the creation of a slogan that would be utilized in our communications strategy. Chad L. suggested that one person (or a small group) attempt rewriting the mission statement and report back to the full board. Camille V. and Nancy M. volunteered to take it for action.
- Update from Executive Director
 - Notes from action steps received from Elizabeth Hunter (consultant). Matt S. plans to meet again with the consultant to determine the plan to synthesize the strategic planning session into a specific "for action" table with responsible parties and due dates. Chad L. suggested a meeting with Elizabeth to clarify responsibilities for the creation of final strategic plan deliverables. According to the schedule, the following dates remain: full board meeting with the consultants, 1-2 committee meetings and a final presentation.

- Strategic Planning Committee – Membership

- Current membership: Matt S., Candice, Kevin W., Emily C., and Chad L. Nancy M. volunteered to join the committee.

8. City of Asheville Stimulus Package – GBC Proposal

- No update from the City at this time.
- The GBC proposal is small business efficiency related to energy savings.
- As an update, Matt S. will represent the GBC regarding the GO Asheville joint federal grant application at an 18 April 2009 hearing (2:35PM). Fifth floor City Hall conference room.

9. Staff Salary/Performance Review Committee

- Volunteers: Hans D. Email solicitation will be sent for other volunteers.
- Paul R. offered assistance with benchmarking from Habitat for Humanity. Chad L. suggested contacting the United Way given their experience with a multitude of local funded nonprofits.

10. Annual Membership/Directory Meeting Update

- March 26, 2008 – Pack Place
- Agenda/Program
 - Emily C. suggested that the membership session be held early in the event to get annual meeting administration out of the way (approximately 5:30PM). The remaining time would be made open to the public for the party. Presently, the event is scheduled from 6-8PM. Setup is scheduled beginning at 4PM.
 - Matt S. suggested that bylaws amendments being made via surveymonkey.com (i.e. encourages more participation).
 - The plan: 5:30PM formal session. The group agreed to present the bylaws prior to the 26th via email.
- Proposed Bylaws Amendments from Emily Coleman:
 - Article 1.2 amendment – mission statement change. Eliminate “through education.” Board elected to not change
 - Article 2.2 – “Members shall have voting rights at the annual membership meeting, via email, online survey, or mail-in ballot, be eligible to serve on the Board of Directors and to hold office.” Change is underlined. Amendment approved.
 - Article 4.1 – change in number of members. Board elected not to change.
 - Article 4.3 – “Election of new directors or election of current directors to a second term shall occur via online survey. Terms shall begin March 1.” Approved by board.
 - Section 4 term length. Board decided to not go with 3 year terms. Stays at 2 years.
 - Article 4.4 – “All Board members shall serve two-year terms, but are eligible for re-election to additional two-year terms. The election of these terms shall be approximately ½ of the board seats up for election each year.” Approved by board.
 - Article 5.6: “The Treasurer shall be a member of the finance committee...” Removed requirement to be chair. Approved by board.
 - Article 5.10: “An Election Committee shall be established at least 6 weeks prior to the election to receive nominations from the general membership. All elections shall be by secret ballot.” Approved by board.
 - SUGGEST NOMINATING COMMITTEE APPOINTMENT BE ADDED TO NEXT MONTH’S AGENDA. Paul R. suggested that if a nomination committee is appointed that it include general membership representation. The committee will need to be set by 1 January in anticipation of 1 March turnover
 - Article 7.3: “A written annual report shall be submitted to the membership prior to the annual meeting.” Approved by board.

- Emily C. made motion that the above bylaw amendments be accepted and present to the full membership for commentary and vote. Isaac S. – second. Approved unanimously.
- **ADDENDUM #1:** Question posed by email on 12 March 2008 regarding how the board wished to proceed on bylaws amendments to the full GBC membership via surveymonkey.com (option 1: “vote each section separately with a comment box for those who vote no.” option 2: “vote on the document as a whole with a comment box for those who vote no.”). Option 2 was adopted (9 in favor of option 2, 4 abstentions).
- **ADDENDUM #2:** Vote results from the general membership on above bylaws changes on 23 March 2008: 60 in favor, one opposed. The amendments are approved.

11. Conflict of Interest & Confidentiality Policy Discussion

- Tabled.

Adjourned 7:14PM.

Next Board Meeting: **Monday, April 6th, 5:30 PM, Earthfare**