

APPROVED

**Environmental Education Association of Washington  
Board of Directors Meeting  
January 16, 2010  
MEETING MINUTES**

**Board Members Present:**

Officers: Nan McKay (President) Saul Weisberg (Past President), Steve Robinson (President-elect) Brook Beeler (Co-Secretary) Tim Stetter (Co-Secretary), Kara Kaelber (Treasurer)

At Large Members: Steve Dubiel, Justine Asohmbom, Mark Peters and Tom Carlson

Members absent: Jessica Aronson, Jami Ostby Marsh, Laura Tyler, and Russ Hanbey

**Quorum Present:** yes

**Staff Present:** Abby Ruskey

**Guests:** Marcia Rutan

Past-President Saul Weisberg called the meeting to order at 9:00 am.

**I. Welcome & Agenda Review**

*Documents referenced: January 16, 2010 Agenda and December 16, 2009 draft minutes*

**MOTION** Steve Robinson moved and Tim Stetter seconded that the Minutes of December 16, 2009 be approved with a correction to the date in the footer that reflects the correct date. The motion was approved unanimously.

**II. Election of Officers 2010**

The Executive Committee recommended a slate of officers to the board at-large. The slate included: Nan McKay (President), Steve Robinson (President-elect), Brook Beeler (Co-Secretary), Tim Stetter (Co-Secretary), and Kara Kaelber (Treasurer).

**MOTION** Saul Weisberg moved and Mark Peters seconded that the slate of officers be approved to serve the 2010 board of directors. The motion was approved unanimously.

**III. Treasurer's Report**

*Documents referenced: Statement of Position, Cash flow projection, and Budget vs. Actual*

Kara walked the board through the current financial reports. Kara asked Abby about EEAW's certificate of deposit and when it matures. Abby will check on the interest rates, potential penalties, and ability to move these funds into unrestricted cash flow.

Mark offered to serve on the finance committee and offered some suggestions on how to present the reports for ease of reading.

Kara requested that EEAW staff take an inventory of property in the office that has a value of \$100 or more. For example computers, phones, and furniture.

Kara also mentioned that the board should be filling out "in-kind" forms for their service on behalf of EEAW. She recommended that the finance committee recommend a process to make it easy for board members to do this.

Part of the board commitments that each board member makes is to make an annual financial donation. Nan asked if each board member could make a portion of their donation by the end of January so that EEAW would have a 100% board commitment on donations entering 2010.

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**MOTION** Mark Peters moved and Saul Weisberg seconded to accept the Treasurer's report. The motion was approved unanimously.

### **IV. History of EEAW**

Abby provided a brief history of EEAW for the board.

### **V. Assignment of signatories on EEAW bank accounts**

**MOTION** Kara Kaelber moved and Justine Asohmbom seconded that the President, President-elect, and Treasurer be the signatories in addition to the Executive Director. The motion was approved unanimously.

### **VI. Executive Session**

**MOTION** Mark Peters moved and Kara Kaelber seconded to make EEAW the employer of record for employees and to continue to contribute \$150 a month to the Executive Director's current IRA subject to the approval of the 2010 budget. The motion was approved unanimously.

**MOTION** Mark Peters moved and Justine Asohmbom seconded to designate the executive committee to review the leave policy in the Employees' Handbook and recommend changes for the board to approve. The motion was approved unanimously.

**MOTION** Kara Kaelber moved and Mark Peters seconded that it is the board hire Abby Ruskey as the Executive Director for EEAW as of 1/1/10. The ED salary and benefits should be included in a letter of hire, signed by the President. The motion was approved unanimously. The board agreed to revisit the possibility of additional vacation days or holidays during 2010 for the Executive Director after the executive committee completes a review of the existing leave policy and the finance committee analyzes EEAW's liability for any leave accumulated to date by the Executive Director.

### **VII. Washington Green Schools proposal**

Marcia Rutan shared information with the board about Washington Green Schools (WAGS), which is looking for an organization to house it beginning in June 2010.

### **VIII. Proposal for joint EEAW/WSTA conference in 2011**

Tim led a discussion about holding a joint conference with WSTA in March 2011 at Fort Warden State Park.

**MOTION** Mark Peters moved and Kara Kaelber seconded that EEAW is willing to co-sponsor a conference in March 2011 at Fort Warden State Park with WSTA subject to the review and approval of financial expectations for EEAW. The motion was unanimously approved.

### **IX. 2010 Work Plan and Budget**

Abby introduced the 2010 work plan and associated budget. Due to the financial position of the organization the board decided to focus its discussion on priorities for the first quarter of 2010. The board asked staff to prepare an operational work plan for the first quarter so that the board can help prioritize work. The request for this operational work plan should be separate from the budget plan.

Board members discussed priorities for the first quarter of 2010. EEAW has commitments under several grants: NAAEE: \$2,500 for work on nonformal/formal education project, USEPA Region 10: \$29,000 remaining in budget for work on Sustainable Design, and OSPI: \$8,000 for work on student portion of E3 Website.

The board outlined their highest priorities for the staff to focus work and energy.

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1. Launch the E3 Washington website by 2/28/10 at the latest. Maintain and run it until 7/1/10 with Kara as project manager and assistance from Jenetta, WVOLC Americorps volunteer Abbie Spear, and board volunteers. Focus grant proposals/sponsorships on staffing the website
2. Fundraising  
Grants:  
Sustainable Path Foundation: application for \$16,000  
Boeing: \$20,000 to \$50,000 application or sponsorship for capacity-building.  
Website Sponsorship:  
Boeing  
McKinstry  
Weyerhaeuser  
Avista  
Microsoft  
Costco  
REI (but probably only regional "grants")  
Cowles Foundation and Cowles Corporation (Spokane)  
Community Foundations (to fund regional pages on website)  
Fred Meyer  
Walmart  
NOAA  
Of these, board recommended focus on Boeing, McKinstry and community foundations
3. Transition EEA to E3 Washington by 6/1/10  
Staff need to move EEA memberships to E3 memberships  
Board and staff need to complete communications and messaging work and checklist.

Additional discussion about housing WAGS was held in the context of organizational capacity.

**MOTION** Saul Weisberg moved and Mark Peters seconded that EEA would not pursue housing WAGS. We should thank WAGS for the compelling opportunity but tell WAGS: that EEA is not currently in the financial and organizational position to house WAGS; and that EEA may be able to re-visit this opportunity in the second quarter of 2010. The motion was approved, with 8 votes to approve and 2 abstentions.

## **X. Other items**

### Committees

Finance: Chair: Kara and Mark

Executive: Chair, Nan, Steve R, Brook, Tim, Kara, Saul, and Abby

Development/Communications: Chair, Steve R, Brook, Justine, and Nan; with help from Mark and Steve D.

WSTA/EEA Conference: Chairs: Laura and Jessica, Tim, Justine

Ad Hoc Transition (EEA to E3): Tim, Justine, Jami (needs to be asked), Saul

Awards: Chair: Brook, Kara, Jami, Jessica

### Awards

Award presentations need to be made to 2010 winners. Board members signed up to present awards in their region.

### E3 Washington promotional video

Board members viewed the draft promotional video and provided feedback to Brook. Brook and Abby will continue to work with the pro-bono editor and refine the video so that it will be available for the E3 website launch.

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### Meeting reflections

Overall the board reflected feelings of a productive meeting. The board requested that Nan continue to include some fun and interactive time during retreats in order to keep members motivated.

President McKay adjourned the meeting at 5:00 pm.

### **Action Items**

<b>Action</b>	<b>Board/staff member</b>	<b>Due date</b>
Check on the ability to move EEAW CD into unrestricted cash flow.	ED	February 16
Take an inventory of property in the office that has a value of \$100 or more	ED	March 31
Recommend a process to make it easy for board members to do fill out "in-kind" forms	Finance Committee	March 31
Review the leave policy in the Employees' Handbook and recommend changes for the board to approve.	President	March 1. Present to board on March 16
Letter of hire and job description finalized, signed, and filed.	President, ED, reviewed by Executive Committee; approved by board	ASAP
Review of the existing leave policy and analyze EEAW's liability for any leave accumulated to date by the Executive Director.	Executive Committee	February 16
Prepare an operational work plan for the first quarter to address priorities set by the board at its January retreat. Priorities include board/staff mobilizing to raise the funds needed for solvency; and launch of the E3 website	ED prepares work plan	February 16
Launch the E3 Washington website	ED, Kara Kaelber, Jennetta Nye, Stepframe	March 1
Complete the transition of EEAW to E3 Washington	ED, transition team	June 1
Refine the E3 video so that it will be available for the E3 website launch	ED, Brook Beeler	February 12

**Next EEAW Board Meeting-** *February 16, 2010 3:30-5:30 via conference call.*

**Minutes submitted by:** Brook Beeler, reviewed by Tim Stetter.