



RI CHAPTER
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Minutes of Meeting

January 27, 2010

New England Institute of Technology
Warwick, Rhode Island

Members Present:	Initials	Members Absent:
Connie McGreavy, Chair	CM	NA
Steve Kitchin, Vice Chair	SK	
Holly Grosvenor, Secretary	HG	
Justin Bownds, Treasurer	JB	
Dennis McCarthy	DM	
Joseph da Silva	JdS	
Dan Paquette	DP	
James Lehouiller	JamesL	
Mark Winslow	MW	Others Present:
Ken Filarski	KF	NA
Norman Cook	NC	
Steven Turner (resigned & left 8:20am)	ST	
Stephen Hughes	SH	
Jack Leyden	JL	
Ray Fogarty	RF	
Tony Dematteo	TD	
Larry Gemma	LG	

I. Welcome and Call to Order - The meeting was called to order at 8:10 AM.

- Primary Meeting Purpose** – To review the 2010-2012 budget, elect officers, consider an Executive Committee and revise the bylaws.

II. Approval of Board Meeting Proceedings

- Mrs. McGreavy requested approval of the meeting minutes. All approved.
- Introductions** – All members briefly introduced themselves.
 - A welcome to new Board member Ray Fogarty.
 - Mrs. McGreavy reminded Board Members to pay dues for 2010 - \$50 for USGBC members. Submit checks as soon as possible to the P.O. Box.

III. Disclosure of Conflicts

- Mrs. McGreavy asked if there were any disclosures. None were stated.
- Mrs. McGreavy asked all present to sign 2 certificates officially acknowledging member job

description and disclosure of conflicts- Ms. Grosvenor collected remaining forms.

III. Chair's Report

- A reminder that the Annual members meeting date is February 4th. It will be held at FM Global headquarters in Johnston.
- CM asked all to contribute to the provider profile survey and the LEED projects to post on the web site. She will resend the survey link to the Board members.
- CM asked that members review the publications offered by the USGBC and sign up for them. She said there is a wealth of information for free. Suggested to look out for the monthly hot topics.

IV. Resignation

- ST announced that he had been asked to step down from his position as a board member and stated the he has enjoyed serving on the council. SK made motion to accept his resignation with regret and appreciation for his service, JdS seconded and no discussion, all voted to approve.

V. Executive Session to Discuss Finance Committee Recommendations (separate minutes)

- Executive Session Commenced at 8:26 am
- Executive Session Adjourned at 9:45am

VI. Finance Committee Report – Mr. Bownds

- SK, acting as interim Chair stated that the findings of the Executive Session were unanimous to hire CM as Executive Director for one year at the salary of \$75,000 retroactive to January 1, 2010 with a 6-month review of the organization's ability to support the staff position(s) with performance reviews as indicated in the job description.
- SK stated that we have accepted the recommendations of the Finance Committee and asked if she accepts the position, then she would no longer be chair of the meeting. Mrs. McGreavy asked for time to think about it and further, to consider the support role. The main concerns of the board were a job description stipulating 20 hrs and a 6-month review for the assistant. She said that the continuity of the organization is crucial and the assistant would have to pick up the slack without a lot of training time. She hopes that the Exec Dir would be able to hire the assistant.
- SK states that it will be the role of the new chair to help structure the job position with the Finance Committee and this would need to be done in the next few weeks.
- CM accepts position with the caveat that IRS rules would have to be checked in terms of independent contractor status for both the Exec. Dir. and the assistant.
- JL proposes that the board resolve the question placing SK into the chair position. SK proposes that the Board consider this carefully and vote at a later date and states that the discussion today has been a healthy process.

VIII. Bylaws Revisions/Board Member Roles

- SK states the bylaw needs to be revised, in Article Section 6, third paragraph, to strike the following words: but not vote. In his review of the revisions he wrote, SK feels that the person who was considered to be removed, would be entitled to vote.
- Reviewed the description of the formation of the optional executive committee and the restrictions of the power that group would hold if it was formed by the board.
- Motion to approve the entire bylaw document with the amendments: all voted aye.

IX. Committee Reports – Deferred

- Discussion on roles of board members/committee structure deferred to next month.
- The board needs to select a replacement for CM on the UNER Regional Council. DM made a motion that KF become the second Regional Council representative to the USGBC with RF seconding the motion.

Vote unanimous.

- A second position for the regional representative to be DM – motion by RF second by JL – unanimous approval

XI. Other Business

- CM requests that the board commit to financial support of the chapter. SK replies that the board will work within a reasonable timeframe on this goal.
- JamesL suggests that we need to act swiftly to lock in the position of the chair so that CM can work effectively. SK requested 3 days to consider this position.
- Will consider a digital vote to formalize the current board before annual meeting on 2/09. SK will make every effort to accomplish this.
- Next and future meetings, SK stated that every effort will be made to stay close to the agenda and proper time frame
- All board members should make an effort to attend the annual members meeting on Feb 9 at FM Global.

XII. Announcements/Calendar

- Schedule for 2010 meetings: 4th Wednesday of every month 8 AM – 10 AM@ NE Tech except for Tuesday November 23rd and Wednesday December 15th.

XII. Adjournment and Next Meeting

- The meeting adjourned at approximately 9:55 AM.
- Next meeting is scheduled for February 24, 2010

Holly Grosvenor, AIA

Holly Grosvenor
Secretary