



RI CHAPTER
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Meeting Proceedings

October 15, 2009

New England Institute of Technology
Warwick, Rhode Island

Members Present:

Connie McGreavy, Chair
Mark Winslow, Treasurer
Tony Dematteo
James Lehouiller
Holly Grosvenor
Norman Cook (Phone)
Jack Leyden
Stephen Hughes
Dan Paquette
Justin Bownds
Mark DiPetrillo (Phone)
Ken Filarski

Members Absent:

Steven Turner, Vice Chair
Janice Greenwood, Secretary
Steve Kitchin
Joseph da Silva

Others Present:

Dennis McCarthy

1. **Call to Order** – Due to a lack of quorum, no official business could be conducted. However, board members informally discussed the board assessment, size of the board, executive committee, elections, etc.
2. **Approval of Board Meeting Minutes** – (Oct. 5, 2009)
 - A. Deferred to next meeting.
3. **Disclosure of Conflicts** - None
4. **Chair's Report**
 - A. Please see attached Chair's Report (Oct. 15, 2009) for further information.
5. **Finance Committee Report**
 - A. The Treasurer's Report and Budget Narrative review were deferred.
 - B. The Finance Committee recommended the Board purchase certain guidance documents: three LEED Reference Guides (BDC-Building, Design and Construction; Commercial Interiors; Existing Buildings and also the \$35 E-Book for the Green Associate training). Separately, each is under the \$250 limit, but collectively the total would be over. The board agreed that the individual amount applied so that no other approval is necessary. The Finance Committee also asked board members for digital copies of other documents (ASHRAE Codes, CHPS Best Practices Manual, NAHB Standard etc.) for internal Board use. The cost to purchase these would total several hundred dollars. Some board members have these documents but were unsure of the copyright requirements for distributing them.
6. **Board and Officer Assessment Report (i.e., Nominating Committee Report)**
 - A. Executive Director position - Next steps

- All the Board members were sent the revised draft of the Executive Director position description. In a straw poll, all agreed that the changes are reasonable.
- Next step: start a search, but first determine whether the current chair is interested.
 1. The Chair expressed uncertainty as to whether she could afford to commit to the position, as it is only part time.
 2. The current Chair's interest may affect a search because candidates might perceive the position to favor the current Chair if she were to pursue the position.
 3. Defer the search until next month after the Bank of America Grant award for staff funding is known.

B. Results of Self Assessment

- Mrs. McGreavy reported on the results of a 70-point, task-based self-assessment tool administered at the last meeting. The tool was designed to illustrate the breadth of tasks and responsibilities typically undertaken by board members and/or paid staff. She found that most responses fell in the 7-10 point range which was an accurate (or in some cases, an under-assessment) of individual board member performance. She noted that several chapter volunteers were in the 20+ range, which is very good, though likely unsustainable. (Note: the volunteer chair is in the 60-point range, which is not sustainable under the present organizational structure.)
- Mrs. McGreavy distributed a spreadsheet summarizing attendance and financial contribution per board member, as these are factors in determining board commitment and whether policies and/or bylaws need to be revised.
- Mrs. McGreavy commented that the previous quantitative assessment indicated consensus for the board to reduce its size and that the original USGBC board member categories were no longer applicable. The board has options in terms of reconstituting itself, ideally organizing to address gaps in critical leadership roles, programs and funding.

C. Succession "Plan" – Officer transition/board size and terms

Mr. Lehouiller asked all in attendance to comment on their desire to continue to serve on the Board, to identify what they would like to contribute, and to comment on the preferred number of Board members.

- Mr. Hughes: Would like to continue with the board another year and Chair the Advocacy Committee. He is also interested in outreach training through PLUG (Providence LEED Users Group). He also stated that the board size should be 11 at a minimum and keep it diverse.
- Mr. Lehouiller: Offered to contribute to membership by tapping into different groups and informing them about the chapter and the different opportunities that membership provides. He also stated that if intermittent meeting attendance due to global business travel is, on balance, detrimental to the board, then he will step down.
- Ms. Grosvenor: Would like to continue with the board another year and help with the Communications Committee, although she does not have full knowledge of the technical aspect of communications. She would also like to contribute to increasing chapter membership.
- Mr. Filarski: Offered to step down because he cannot raise \$1,000; however he stated that he will still volunteer his time.
- Mr. Leyden: Is not able to contribute funding as a state employee, but will still come to meetings and help promote legislation. He said his knowledge of building codes is of value to the Board.
- Mr. Bownds: Does not need to be on the Board. He offered to help with sponsorship, make calls to raise more than \$1,000, and participate on the Finance Committee.
- Mr. Paquette: Would like to stay on the Board. He can commit to meeting attendance and more than \$1,000. He is also a member of the RI Builders Assn. Board and feels that he can influence that group on residential construction practices through his participation on the Green Building Committee and by reaching out to realtors, which is one of the most crucial markets.
- Mr. Winslow: Offered to continue contributing to the Finance Committee and LEED education.
- Mr. Dematteo: Offered to help with Sponsorship.

Mrs. McGreavy noted that Mr. Turner informed the board that he would step down from Vice Chair and that Mr. Kitchin volunteered to fill the vacancy. The emails are on record with the Secretary. She

suggested that Mr. Bowns consider taking over the Finance Committee so that Mr. Winslow can focus on LEED education, which is a good source of revenue. She added that the chapter might narrow its focus regarding education.

Mr. Paquette suggested that board members should be capable of giving time, talent and treasure, and they should know what is expected of them. He indicated that a product manufacturer, educator or member of the trades would add diversity to the board.

Mrs. McGreavy distributed a spreadsheet that indicated current and pending vacancies including Mr. DiPetrillo and Ms. Greenwood who previously indicated they would resign upon serving out their terms. Board members need to think about what their contribution could be for the remainder of the year and in 2010.

Mr. Lehouiller stated his opinion that Board members should not miss more than one meeting and those who miss two meetings should be removed from the Board. The most important thing is to have an active board and that business can be transacted virtually more frequently. He also suggested that the board members not in attendance be queried on what they could contribute.

D. Executive Committee – Definition/formation

- The Board discussed the value of having an Executive Committee with the conclusion that it could be useful to address minor decisions or emergency decisions without the need to burden the full Board and that the frequency of Board meetings could possibly be reduced.
- Mr. Dematteo stated his opinion that the executive board should consist of 3 members and a full board should consist of 6. Others stated that they believed 6 are too few for the full Board.
- The bylaws provide for 11-19 board members.

E. Election Process/Ballot and timeline

- Mrs. McGreavy commented that the chapter bylaws state that elections are to be held annually but that the Board can change the bylaws and elect not to hold elections this year, particularly if there are no vacancies.

F. Bylaws revisions

- Mrs. McGreavy will ask Mr. Kitchin to draft a revision to the bylaws with respect to annual elections and send it to the Board members for a digital vote before the November meeting.

7. Other Issues that Merit Discussion or Decision

A. RI Foundation grant award for \$24,000

- Refer to Chair's Report for further information.

B. RFP for Auditor

- Mrs. McGreavy asked Board members to speak to their respective corporate accountants regarding possible firms that can perform an audit or help prepare an RFP for an audit.

C. January 2010 annual membership meeting - speaker selection

- Charlie Hall or the Sustainability Director for UTC.
- Mrs. McGreavy offered to find out if the UTC Sustainability Director is available.

8. Other Business

- A.** Mrs. McGreavy asked Board members to send a digital copy of articles regarding the chapter or LEED projects for the website.

9. Announcements/Calendar

- ❑ Oct. 22nd - Energy code update – monthly chapter meeting – Jack Leyden
- ❑ Oct. 23rd - Friday night reception USGBC Face-to-Face meeting at NYLO Warwick, RI 7PM
- ❑ Nov. 12th – CSG + LEED Homes presentation
- ❑ Nov. 23rd - LEED Core Concepts workshop

- Dynamic Governance Training – Saturday, December 5th - all day

10. Adjournment

- A. The meeting adjourned at approximately 9:33 AM.

Chelsea Bierkan

Chelsea Bierkan for Janice M. Greenwood, P.E., Secretary

Attachment: Chair's Report for October 15, 2009

Chair's Report (Oct 15, 2009)

1. Steve Turner communicated his intent in writing to resign from Vice Chair; Steve Kitchen has indicated in writing that he will fill the vacancy. Board approval to accept the resignation is not necessary.
2. Nomination of Dennis McCarthy as Regional Council to replace Dan Connor – no official objections.
3. The RIGBC is now an official vendor for the state of RI - Education category. Chapter may be eligible for ARRA funds, but need to check listings periodically – refer to Finance Committee.
4. Won RI Foundation grant for the affordable green demonstration project; asked for \$40,000 – got \$24,000. A letter must be signed to authorize that a check be cut – due Oct. 16th. The funds will come to the chapter and be dispensed to various vendors (all chapter members) led by Josh Brandt of Stack DesignBuild. Refer to Finance. No objections.
5. The board needs to review the draft grant fund disbursement policy which may need to be revised and adopted to be in compliance with IRS guidelines. Board offered in-kind services for the RIF grant, but can supplement the education needs upon request from the project team. Refer to Finance Committee. The address is 19 Stanwood St. Providence. Norm Cook is involved; recommend Dan get involved as the Residential Green Advocate.
6. RIF grant #2 - membership relationship management system – includes IT support to implement a CRM (customer relationship management system) with marketing assistance to prepare messaging to the membership. Have a draft prepared and two proposals – one from a former USGBC employee and another from a graduate student of journalism – good combination – may not need to competitively bid this. Will submit a proposal during Thanksgiving week – less competition.
7. Chamber grant for the virtual green marketplace – final report submitted. Public meeting on Nov 5th to highlight the “successes” of the Knowledge Economy Initiative but no demonstration of the website will be required. The chapter did not pursue a second round of funding since the categories changed. The new home page scheme has been expanded to cover green projects, products and service providers. A focus group will be assembled to vet the functionality of the website, once it gets through more design. Holly G is also involved with Fletcher Kent.
8. LEED Project Profiles – the chapter will need more profiles as well as the surveys completed – Lisa W still working on the final questionnaire which board members will receive next week. Need participation and possible policy for Founding Sponsors in terms of free listing/links on the virtual marketplace site – Finance Committee can discuss.
9. Over 45 people signed up for Jack's seminar – another notice in Sunday ProJo – expect over 100; charging \$10 for anyone seeking a CEU credit - \$5 for nonmembers and free for members – need a LEED Expert to get approval for workshops in advance so that the chapter can guide members regarding credential maintenance. Mark W will look into this.
10. LEED workshop on Nov 23rd – NE Tech sending out press tomorrow; met with netWORKri center to advise the career counselors and it became very apparent that the chapter should host a seminar on “What is a Green Associate?” Ideally, someone from the board would run with it, or find someone to do it, working with RIBA/AIA, etc. before Nov. 15th, but not on the 12th. Have 10 seats aside for the unemployed and if there is a good response, can go from 40-80 participants. With decent marketing, this is doable. Need high numbers to make money - there won't be another workshop for a while. Would like some help in getting a food sponsorship from Johnson & Wales – or Feinstein.

11. Oct. 23rd - Friday night reception USGBC Face To Face meeting at NYLO in Warwick, RI - 7PM dinner followed by drinks. Board members invited for 8PM or later.
12. Membership/sponsorship - Consider a campaign for “founding members” (LEED APs/USGBC member companies, etc) and founding sponsors through the end of this year. Needs to be thought out, not piecemeal.
13. Elections - Clarified with USGBC that we may not need an election if there are no vacancies as long as the bylaws are revised – it might only be in consideration of the first election. Suggest Steve Kitchin update the bylaws and vote on changes potentially electronically since the board doesn’t meet until the 19th of November. A ballot is due Nov 10th if the chapter votes on the same day that other chapters do.
14. Lots of press; please send digital articles, especially from the Providence Business News. Dan – article in RI Monthly, etc.