NESEA Board Meeting Minutes
February 3, 2017

Participating
Michael Bruss
Saheel Chandrani
Damainique Bruce
Lauren Brust Moss
Jennifer Marrapese
Phil Kaplan
Rob Meyers
Miriam Aylward
Beth Fraser
Rick Renner
John Skipper
Ben Southworth
Paul Eldrenkamp
Fortunat Mueller

Not Participating
Lisa Tallet
Jenna Ide
Martine Dion

The Board Meeting convened at 10:10 AM.

Introductions

Rick Renner made a motion to approve minutes. Rob seconded. **The motion passed unanimously.**

RR motion to approve the board meeting minutes from Nov 2 2016 Michael seconded. **The motion passed unanimously.**

RR motion to approve the board meeting minutes from Dec 8 2016 Paul seconded. **The motion passed unanimously.**

RR motion to approve the board meeting minutes from Conference call Dec 19 2016 and January 5th 2017. Rob seconded. **The motion passed unanimously.**

Board Chair Phil Kaplan (PK) Shares Vision – Concentration on two things:

1. Strategic Plan – A lot excitement from board and staff to implement what we want to implement. Excited to move that forward.

2. Board Engagement and Board Development – PK expressed the notion that we have a healthy and well developed board and excited to go deeper into engagement and development.

But we are missing 4 people at the meeting. The questions PK Has for himself and the board are as follows: How do we get more engaged?

What does a successful non-profit board look like? 1. Ensure adequate financial resources. 2. Enhance the organization's public standing. These are two areas Phil would like to focus on at the board retreat. Finally, PK explained that he wanted us to leave space for our developing story… he is unsure how to react to the new administration in DC. But believes we should be prepared to participate in some manner. We're going to have some conversations this year in response to the new administration. We have an opportunity to have a voice.

Executive Director Jennifer Marrapese (JM) Report

Couple of things to highlight

1. JM would also like to leave space to engage. She shared that in the last 48 hours she had received communications from a number of members who were interested in engaging the new administration at the BE Boston conference. Can we create a space for our members to talk? RR will check bylaws.

2. Nesea is joining Michael's BEBL group. 8 new companies plus NESEA. Have a number of companies that are on the wait list to back fill or the older groups. BEBL was instrumental in re-shaping NESEA. JM expressed that NESEA was sad to leave Plan Bygg but really excited to meet the new companies. Two companies are bi-lingual. Michael Bruss (MB) shared that they had strong mission driven organizations but no non-profits.

   John Skipper (JS) asked if BEBL was a program that could help NYC companies and wondered how to get the message out to NYC companies. Paul Eldrenkamp (PE) shared that we could submit to NYCPH conference a plug session about business development. LBM You could submit to BENYC or ConEd market partners? JS plug for Jennifer who met with him and ConEd to secure sponsorship. Big Trade Show in NYC might be a space for it. JM said that first we'd need to digest and support the newer 5th group. Great to target NYC. FM says that we can sing the praises in the broader community too while we digest the 5th group.

3. JM shared that BE Boston registration and exhibitors has slowed a bit. She attributed this to a distraction with the inauguration. Any help from board would be helpful. We have a media kit that has logo and snippet about conference. The earlier we can get registrants in, the better, but now is the time to push and invite. Sending out media kit at lunch today. PK challenged every board member to send this out to at least 10 people by Monday.

4. Architects Advocate – Mark Loeffler was introduced as our host for the day. Mark's firm, Atelier 10 does sustainable lighting design. Enlightened Illumination! He was asked by a Chicago based firm to advocate on behalf of political candidates who believe in climate change and net positive development. The movement got serious when a climate denial group occupied government. Went from 150 members to 557 firms (KTA newest

member). Firms and organizations can join. Mark said they'd love to have NESEA sign if it works for us, and made the appeal to fight for a more sustainable world.

RR, JS, LBM and other board members engaged in a QnA with Mark about the organization he represents. Mark urged NESEA members to call their representatives and promised to attend BE Boston. Board generally agreed to make space for initiatives like this at BE Boston to meet and talk about their work.

Finance Committee Report– Graphs and Charts. Tools for directors team to share trends and positions. Created graphical representations too for two NESEA programs. BE Boston and Membership Dues. General discussion about the usefulness of this tool ensued. RR asked if there had ever been resolution on Net before overhead. MA said that there actually was! RR asked if this is a general accounting principal we have to satisfy. JM explained that because we've changed the way we're allocating overhead we can't compare apples to apples yet. MB asked "our overhead is 15% of gross?" JM it's high. 22%

FM confirmed that it includes overhead and salary (Gina, JM, Diane) Miriam Aylward (MA) explained that NESEA staff tracks time very carefully so we know. General discussion ensued with FM, PK and LBM about how to improve the tool with various different colors and putting income next to salary in the graph. It was agreed that BOD members would crowd source the graph so that Gina didn't have to use up valuable time of hers implementing the suggestions to make the graph more intuitive.

PE expressed that the financial data gives us a clear visual reinforcement is that BE Boston is tapped out in its current incarnation which isn't bad… overhead allocated by salary for BE Boston is good… every year we bump up against a ceiling… if we want to change the number we need to change the program.

He explained that there is a huge opportunity with membership. Net before overhead is going up. Last finance committee call didn't have JM on it… Great call! Miriam ran it much better than JM who was out meeting with ConEd (doing her job!). Allocating by salary is more useful because we need to leverage staff time. Allocations by salary show how well the program is using staff resources.

BE Boston shows a net profit because the revenue per staff hour is really high. Pro Tours are a staff intensive program. Fantastic introduction to NESEA. Strategically we have to figure out how to make it easier to put on.

Member Services looks bad when allocated by salary… but when you see the opportunities for growth it looks good. Member Services includes the magazine which is a net loss.

From a finance committee meeting point of view these are the fundamental things that the committee has been working on

a.) Graphical representation of financials
b.) Trying to allocate overhead effectively. Problem is that it makes it hard to do historical numbers. So we'll keep seeing net before overhead.

c.) At some point we want participation charts for attendance…

After the Finance Committee report ended, PK as an aside said that he'd like to have meetings use video chat to get better value. General discussion ensued about which software was best. Agreed to try the video chats.

JS recommended that we do a BOD meeting at BE Boston like BE NYC meeting. Agreed to consider for BE19 not 18.

PK asked that we resume the conversation started by Mark about the advocacy work Atelier 10 was participating in and thinking about ways to address that work at BE17. Beth Fraser (BF) explained about her experience at BBBD and general discussion ensued about how to best accommodate the groups of folks would be at BE17 wanting to engage conference attendees.

After much conversation with PE, DB, MB, BF and RR it was determined that we can allow space for members to convene to discuss political activism. That our bylaws and Strategic Plan make clear that we can educate but not engage in lobbying, and that by not endorsing one position or another we should be fine. Additionally it was agreed that we'd share the SP in a lighting round listening session, which would highlight NESEA's position of education and advocacy, but not lobbying.

Saheel and Damainique made suggestions about other ways to engage members on a level that gives them voice but doesn't express a political viewpoint of NESEA.

Development Committee Report – Rob Meyers (RM). Rob started by sharing that he had taken over the DC from Phil when Phil became board chair. First call last week. Talked about the commitment letter. $1500 starting amount. From 4 years ago. Avg. last year was $7000. Give or get. Sponsorships etc. The Committee talked about bumping that number up to that average. Concern expressed about what would happen if we did up the amount and if we had individuals didn't reach the amount… the idea is to have the commitment letter reflect what is actually happening. RR thought it is a bad idea because we are trying to broaden the board and make it younger and that number would be scary to younger members. Couple of suggestions followed: Raise the get but not the give (PK) PE: Let's have a group average goal instead. FM Power of normative messaging. If you tell what the average is folks might want to step up.

Governance – RR Conflict of interest policy needs to be adopted. Sent email to committee to ask for feedback for an outline of a solution. Get together by phone on the week of Feb 20 and hope to have something to be added to the by-laws. After that we may go back to resolving the relationship between the by-laws and principles of governance. Talking about board development issues … may want to coordinate with the Strategic Plan.

Finance – PE noted that the Finance report was already done.

Advocacy Working Group – Had a good meeting at Martine's office with Damainique. Waiting for Jeanette. Primed and ready.

Nominating Committee – MD Talked about and agreed to a calendar of meetings for the year. Very helpful. Exit interviews for Caitriona and Les. Looked at the candidate roster and how to cultivate that a little better.

Phil – Encourage all committees to schedule calls now. Get ‘em out there.

MB – Saheel are you on a committee? Development.

JM – Asked staff to serve on committees so that I am not the only staff on it. Flo is on Devcomm. BF on nominating. Miriam will be on Finance.

Vote: To adjourn the meeting. Michael made the motion, and Fortunate seconded it. The motion passed unanimously.

Strategic Planning Session followed.

Jeanette Welcome. View from 30,000 ft. Remind yourselves of where you landed for consensus and strategic goals for the next 5 years. Moment to have a look at the goals and the whole thing and give blessings or talk about reservations.

May retreat last year we did most of a whole day on the Strategic Plan… why you are on the board what you want to see in the future.

The SP Steering committee met in between the meetings…

Then we met in July for staff and board meeting and dug deep into the themes you picked. Even if it was long and hot and dramatic… things went well… launched another level of engagement …

then in NY we had a gigantic physical representation of the plan and we moved all the paper around… had discussions to build consensus.

Then the plan went back to staff for look at overlap, budget deltas, where work.

Does it feel like you’ve been doing this forever?! RR – I remember a few years ago we started off on a SP but this one feels more substantial and real. MB We took the time and it takes time.

MB having it integrated with board and staff was really useful.

Jeanette Millard – Long period where there was differentiation between board and staff…but as one of the classic tomes of org. dev. Points out you have to differentiate before you can collaborate…

The goal is to go through the 7 strategic goals. We will go through them. Then we'll ask for an acceptance.
RM Questions of descending order of priority. Should we include this?

MB This time together is not to wordsmith but rather to approve or deny.

JM Board picks each 6 months to see if SP should be changed at all and to check on progress.

MA Likes the priorities for the staff which helps it determine Pro Tour priorities.

Agreed to a champion for each of these SP goals. Pair staff member with a champion.

Goal #1 – Transparency of content curation and technology. Lauren and Ben champions. Beth Staff liaison

Saheel – Eli in planning process in the tech piece of # 1 goal.

PE – Observation. What NESEA does best is in person meetings. Far and away the best. This is subsidiary to that. Online discussion that identify the content that is brought to face to face meetings. Right people in the room discussing the right questions. On-line should be in support of that… it is not the goal in and of itself.

FM Don't agree with Paul. Online platform has to be world class too. And to get younger we need to reach out to folks who use Snapchat.

Saheel – Online resource whether it is pay per use or member benefit we don't know but we want to have.

MB Board needs to understand that there will be resources that need to be attributed to this.

MA How do I use this to make daily decisions.

#2. Commercial and Institutional Rick and Michael are champions. RR says as a practical matter we decided to focus on higher ed because there are synergies with other goals but we don't want to ignore commercial. Kept changing around the order of the timeline goals and finally just left it alone. It's ok. Doesn't really matter as long as we actually do them. Staff person TBD.

MB We will be reaching out to board members and others…when we do network mapping be good to get the institutional connections mapped.

#3. Diversity – Saheel – Flo handles emerging professionals (Miriam and Katie)… be good to not have board contact staff until staff introduced to SP.

#4. Volunteer onboarding, engagement and recognition – Jenna champion she is on the nominating committee and will take chair from Martine eventually. Need to quantify and communicate the performance.

#5. NESEA programming in underserved areas. Lisa Tallet champion. Jennifer is staff liaison.

#6. Advocacy – Paul is champion. Jennifer is staff. Approval to start an advocacy committee? Or it could be a working group. Jenna's comment was that it isn't just our expertise but also our passion. Emphasize that there are things we can do right now that don't need to wait like listing links to groups. RR Sounds like it isn't hard to imagine a very clear advocacy position that doesn't apply to legislation or candidates without jeopardizing our 501c3. Damainique. talked about my role #1 create working group of advocacy groups in MA #2 Developing materials to educate people with options and the info. Primary focus is education itself. D mentioned Mass because committee members are MB Want to connect you directly to NHSEA for policy work… she can share ideas. Fortunate is happy to help in ME and NH.

JS Need to start slow and not get too far on advocacy which may disqualify JS or LBM if there is a conflict. IRS policy isn't necessarily a buffer to company policy.

#7. Board Development – Phil is champion. Jennifer staffer. Jeanette suggested using 10 goals of a good board for self assessment. The role of the board. PE proposed listening session is a great board development opportunity. People want to be on boards that get things done. RR A lot on governance committee's plate… needs help.

PE move to adopt this strategic plan. MB seconded. All in favor. Strategic Plan adopted unanimously. 2:37 PM

FM motion to adjourn. RR seconded. Motion passed unanimously. 2:43 pm.