

## **NESEA BOD Meeting**

02/02/2018

In-Person Meeting

Icon Architecture, Boston, MA

### **Participating**

Michael Bruss

Lauren Brust Moss

Martine Dion

Jenna Ide

Rob Meyers

Ben Southworth

Saheel Chandrani

Paul Eldrenkamp

Fortunat Mueller

Rick Renner

Phil Kaplan

### **Others Participating:**

Jennifer Marrapese

Miriam Aylward

Devan Folts

### **Not Participating**

John Skipper

## **Agenda**

**10:05 am Meeting brought to order.**

### **Review/Approval of Meeting Minutes (12/8/2017 and 1/4/18)**

Rick made a motion to approve. Fortunat seconded. Unanimous approval for December minutes. Fortunat made a motion to approve the January minutes. Rick seconded. Unanimous approval for the January Minutes.

### **Executive Director, Program and Strategic Plan Report – Jennifer**

**Building Energy Boston** Jennifer shared BE Boston financials. Early bird strategy was responsible for early registration numbers that exceed '17. She thinks we'll hit our sponsor goal for Boston. Donations are much higher than last year due to the capacity campaign. Fees and Permits are much lower (primarily due to limiting CEU expenses). Consulting was much lower this year as compared to '17 because the Seaport required a deposit and the Westin doesn't. Doing well on the expense side with a surplus. Feeling good about making the net budget numbers. Things are tracking appropriately. Focus on municipal employees to attend in 2019. Looking for more students to apply for the EP scholarships to the conference. Devan is looking for support with "lapsed" exhibitors.

**Capacity campaign** was shared that accounting for gifts is on a cash basis, not an accrual basis. Devan said that folks generally follow through on pledges, but staff still only counts cash that comes in.

Conversation around accounting for paid time off (PTO).

**Program by Program breakout** – Nothing of note. General conversation about Q2 being a ½ way point in the fiscal year budget. Staff feeling good about the budget. Need to improve attendance at BE Boston, but otherwise we're on track. Conversation about the usefulness of the financial reporting ensued. Agreed that most of it was fine. No consensus on the usefulness of the notes about Margin. Miriam explained the accounting behind the food budget.

**Cash Flow Update** – We'll know next week if we hit our end of month target balance for cash flow. Looks good.

**BE Boston – how can the board help?** Mostly planning, logistics and budgets are good. Westin is good to work with. Flexible. Benefitting from low staff turnover. Staff has done this before so we are ahead of schedule on planning. Miriam's only concern is registration. Staff brainstorm session. Early bird was great but it didn't result in more registrations but sooner registrations. In earlybird, more people signed up for full passes than one day passes. \$20,000 behind where we were last year at this time. Leveraging speakers' and curators' networks. Rob offered to write a piece about how excited we are about the shift to the Westin. Miriam offered that we could send Rob's message to the folks that registered for more than \$400 last year.

**Building Energy NYC** – 43 people registered for open planning meeting. First meeting with co-chairs on 2/1/18 and vice co-chairs. Reviewed process for content curation. Possible new space at NYU Kimmel Center for Conference and cost is significantly less than TKP. New date will be October 4 because it's before Columbus Day (easier for folks to take a day off before the holiday than during an already short week). NY Conference Chairs could make an announcement at BE Boston on plenary.

**Strategic Plan Goal #1:** Calendar updated for Strategic Plan Goal #1 to better reflect work done and clarify posting of content curation and share online videos with NYC attendees. Pro Tours is focused on Q3 2018. Should there be a content curation process for Bottom Lines when the current pieces are complete? Updates should be reflected in the Strategic Plan as addendum as this is a "living" plan/document. Vote on adding addendum – Rick made a motion, Ben 2<sup>nd</sup> the motion, passes unanimously.

**Executive Session: Executive Director Job Posting** – Jenna

Page 13 of the packet – Revised to ensure the addition of HR, people management, office space management are added to make clear that the ED is responsible for ensuring that NESEA has the correct staff and management programs, policies are developed, appropriate IT systems and office space is in place. This will help to perform an evaluation that is clear and fair.

Comments: Changes need to be made:

- 1) S/he translates the NESEA mission and the board-approved strategic framework into key results into measurable performance.  
Add an "and" after results.
- 2) FLSA: Exempt – needs clarification
- 3) The board sets the strategic results; the executive director is free to choose the means for achieving the ends, within the Carver-prescribed limits and within the law.  
Change results to goals.
- 4) Annually expand and serve the professional membership of NESEA to grow the community of skilled sustainable energy professionals and to provide a dependable revenue source.

Change to “Annually expand and serve the professional membership of the NESEA community of skilled sustainable energy professionals and provide a dependable revenue source.”

Motion made by Martine to approve as amended, with changes as identified above.  
Rick seconded. Unanimous vote in favor.

**Nominating Committee** – Martine

Martine and Jenna presented a slate of candidates and discussion ensued. A number of candidates have been identified and committee will reach out to all candidates for interest and capacity to participate in the Board.

**Governance Committee: Governance Policy** – Rick

The committee worked to integrate governance and bylaws into relevant, focused documents with references to each document to establish a clear relationship between policies and bylaws. The committee also removed the Executive Director job description from the policy document.

Discussion regarding Board members who also contribute in other roles to NESEA, whether as committee chairs or other roles within NESEA. The Governance Committee will research if there is a place for this additional relationship in the governance document.

1<sup>st</sup> Motion: The Board shall adopt the NESEA Board Governance Policies as amended. Rick moved and Jenna seconded the motion. Unanimous vote in favor.

2<sup>nd</sup> Motion: The Board shall incorporate the NESEA Board Governance Policies into the NESEA Bylaws by reference in a new Article 6, Section 18, per the attached language on Page 55 of the 2/2/18 Board Packet. Rick read the language from the Article 6 and Fortunat made a motion to accept and Martine seconded it. Unanimous vote in favor.

3<sup>rd</sup> Motion: The Governance Committee shall review the formerly approved Global Executive Constraints, and shall make a recommendation to the Board about how to incorporate these constraints, as necessary, into the Executive Director's Job Description.

- ED job description, discussion above, supersedes this motion, no vote deemed necessary.

**50 Miles Street: NESEA Building Update** – Michael

NESEA negotiated with a property management firm to receive a proposal to manage the facility. The responsibilities will include arrangement of day-to-day maintenance, clean up, taking care of long-term deferred maintenance planning and execution. The firm will also work to fill the empty spaces in the building. Executive Director will report on a quarterly basis to Board of the progress of the property manager.

## **Capacity Campaign** – Rob and Devan

Campaign is at about \$85,000 in total contributions. We would like to work through how to focus on the remaining items:

- Foundations and grants – create a working group to develop plan and implement the next steps
- Planned giving – develop materials that can be shared with legacy-focused group
- Retreat in May – moving into 2<sup>nd</sup> year of capacity campaign

Currently, NESEA staff are focusing mostly on BE Boston. Rob reported on his experience, using Mailchimp. Discussion around using email and then following up with a phone call. How can the capacity campaign be integrated into BE Boston? Some ideas could be emails beforehand to possible donors, pledge cards, discussion and requests by board members at BE-Boston events. Should a focus of the NESEA lounge be Board members to talk through the Capacity Campaign? Could we have buttons that say “I have contributed” so that it is identifying people who have contributed?

Longer-term ideas:

- NESEA-branded products
- Auction

Strategies for Reaching out to Clients: What are the barriers? This is a longer-term process with many formulas. And many clients are non-profits so how can they make a contribution. And there is a line that you don't want to cross as an ethical dilemma. There are also competing interests for donations. We need to think about how this is the start a longer conversation to a targeted group of people.

**Motion to adjourn** by Phil and seconded by Rob. Meeting adjourned at 2:46pm.