

AWCI Board of Directors Conference Call

Wednesday 1/19/2011

Board Present:

- Manuel Yazijian , Vice-President
- Henry Kessler, Treasurer (IAB Director)
- Doug Thompson, Secretary
- David Douglas, Director
- Glenn Gardner, (Affiliate Chapter Director)
- Ron Iverson, Director
- *Ron Landberg, Director
- Joe Schrader, Director
- Jason Ziegenbein, (REC Director)
- Joe Juaira

Non-voting present:

- Paul Wadsworth, Parliamentarian

Absent with Notice:

- Gene Bertram
- Mark Butterworth, President

Staff:

- James Lubic, Executive Director

*Indicates the individual had to leave before the conference call was completed.

In President Butterworth's absence, Vice-president Yazijian called the meeting to order at 8:03PM CST.

Discussion immediately started on the Finance Committee report and motion proposal postponed from the 1-12-2011 conference call. Possible equipment improvements for the classroom(s) in Harrison were heavily talked about, as well as the conditions under which a second instructor might be hired.

Lubic was asked for his opinion on the motion and noted that if passed item "C" should have a note included in the budget to clarify escrow funds coming out of the IAB. Utilization of a Capital Funds Request Form and its advantages were discussed as well.

Motion # 1: Finance Committee.

A) The BOD approve paying down the debt by \$9,000.

B) The BOD again decide upon a time line for exactly when this debt should be reduced. Would like to submit "by the end of January 2011" as the associated time line for this debt reduction.

C) The BOD approve of the opening of a Rolex Challenge Escrow account, and would like the BOD to require that management place \$30K into this account by the end of February 2011.

D) Prior to spending any of the Rolex Challenge Escrowed funds, the FC would like the BOD to agree that the previously mentioned items be fully addressed and progressing, including the \$25K HVAC, Strategic Planning process, and Accounting Software update along with any associated consulting required.

E) Prior to investing in any project or program which has not specifically been approved by the BOD, management should fill out and submit the attached **Capital Funds Request Form** to the Treasurer, for approval by the BOD.

F) Have AWCI's management submit to the BOD a plan for spending these Rolex Challenge Escrowed funds, including multiple bids and along with management's preferred plans and associated time lines.

G) Upon receipt of the management's properly submitted funds application, the BOD will review management's plans, proposals and preferences in light of the current financial position and objectives of the BOD and AWCI. Within 30 days, the BOD via the Treasurer will respond to the funds request from AWCI's management.

Roll Call Vote: Unanimous approval (9-0-0).

Due to the resignation of Jerry Faier as chair of the Education Committee, President Butterworth had (via email), previously submitted the appointment of David Douglas as chair of the Education Committee and Manuel Yazijian as head of the Watch section of that committee.

Motion # 2: Presidential appointment.

Approve David Douglas as Education Committee chair and Manuel Yazijian as head of the Education committee Watch section.

Roll Call Vote: Unanimous approval (8-0-1 Douglas abstains).

Douglas was recognized by the chair and elaborated on a proposal he had previously emailed to the BOD in an effort to improve communication between staff and the BOD. He proposed status conference calls set up in advance, following an agenda from the Executive Director (sent 2 days in advance), to update the BOD on projects and activities that the staff has been charged with. These meetings would be strictly informational for the BOD, run by the ED: No business, motions or minutes would occur unless previously determined before the start of the meeting, in which case the President would run the meeting. Attendance would be encouraged, but not mandatory. By consensus, the first status report was scheduled for 2/1/2011 @ 7:30PM CST.

At this point Landberg had to leave the meeting.

Yazijian noted that the minutes from the 11/29/2011 conference call needed to be approved.

Motion # 3: Thompson, 2nd Kessler

Approve the 11/29/2010 conference call minutes.

Roll Call Vote: Unanimous approval (8-0-0).

Discussion regarding a letter from Saint Paul College students about the policy change on the CW21 upgrade ensued. Lubic noted that the CW21 upgrade policy was changed on 4/28/2010. He explained the current policy which sunset the upgrade for everyone at the end of 2010. It was decided that Lubic would further review the policy deadlines for upgrade examination and make any recommendations if necessary.

Motion to adjourn: Gardner, 2nd Thompson

Voice Vote: Unanimously approved.

Meeting adjourned at 9:15PM CST

Submitted by,
Doug Thompson, CW21
AWCI Secretary