



MINUTES:

Board of Directors Meeting

October 6, 2014

4:07 – 6:10 pm

Location

United Illuminating
180 Marsh Hill Road
Orange, CT

Board Attendees:

Officers

Lynne Panagotopoulos, Chair
Pat McDonnell, Vice-Chair
Aris, Stalis, Treasurer

Board Members, Board Advisors, Committee Chairs

Wayne Cobleigh (WC), Brian Dwyer (BD), Leon Levine (LL), Pat McDonnell (PM), Tom Nichols (TN), Jeanell Oriabor (JO), Lindsay Suter (LS), Rob O'Meara (RO), Judy Swann (JS).

By teleconference: Wayne Cobleigh (WC), Adam Ney (AN), Gil Kernan (GK), Tom Newbold (TEN), Ross Spiegel (RS).

Special guest: Ken Filarski, Chair, Rhode Island Chapter, UNR Committee; USGBC CSC Region Representative. (KF)

Call to Order: Lynne Panagotopoulos - Thanked Pat McDonnell for hosting both the Steering Committee and Board meetings.

Minutes: Judy Swann - Motion to approve September minutes, TN and RS, AS seconded. Minutes were approved as submitted.

Nominating Committee: Slate of candidates to be approved, sent out earlier. David Dickson and Dr. Sarker were tagged to become Board Advisors in order to obtain more chapter and governance experience. A ten person slate of candidates was selected. AS commented on the NC selection criteria.

- Elizabeth DiSalvo stepped down as a Director on 10/6/2014. Vacancy will be filled by the Chair with the approval of the Board at the December board meeting.

LP read the Slate of Candidates, which is limited to a maximum of ten candidates by the CTGBC Chapter By-laws, as follows:

- Marta Bouchard
- Brian Dwyer
- Gil Kernan
- Leon Levine
- Pat McDonnell
- Tom Nichols
- Ross Spiegel
- Patrick Dower
- Katie Roden
- Mike Sherber

Chapter Secretary, Steve Murphy, will certify the election.

USGBC Chapter Network Evolution Overview: Lynne Panagotopoulos

Three options for chapter structure provided by USGBC

- **Integrated** chapters would have their 501c3 dissolved, or merges with USGBC's 501c3, with assets becoming part of USGBC, but may remain with a local budget. Staff provided by USGBC; a virtual chapter.
- **Aligned** chapter charters will be revised to incorporate accountable measures and Key Performance Indicators. Not yet determined how revenue will be shared. KPI's will be challenging to achieve; to be based on larger chapter metrics
- **Independent** chapters would have an MOU with USGBC or no official relationship and would no longer retain support from USGBC or fall under the USGBC brand.

Ken Filarski: Provided background, answered CTGBC's seven questions. Committee - chapter assessment group

- Chapters Annual Reports indicated many chapters as well as National suffering with revenues down for both
- USGBC revenue 60MM, 7.5 MM per year revenue to Chapter network. Approximately 20%
- 20% Chapter allocation includes 10% of national member dues plus charges for DC staff, overhead, allocated expenses.
- Chapters were never part of the original USGBC concept
- Issues with National and local memberships are confusing to the public
- Structure 2. Mission & Engagement 3. Business Operations Working Groups
- Trend moving toward consolidation of chapters across the country
- No financials have been released yet, should expect by end of 2014.
- Chapter model decision to be made by end of 2015

CTGBC Steering Committee questions answers by KF

- New chapter charter structure in progress by USGBC
- New KPI's for aligned chapters are in progress
- Aligned chapter revenue – to be negotiated
- Integrated chapter annual dues 99.00; 70% to Chapters 30% National, individual can choose what chapter to join
- Can chapters view USGBC revenue metrics – Check out the USGBC Annual Report
- Where is USGBC in 10 years? – not clearly defined
- Is planned obsolescence still in play? Probably never happen according to KF.
- Chapter opt in or opt out by second half of 2015.
- Read USGBC goals.

Q and A

WC – Why goals not easily achievable by chapters without going through structure change. KF Many chapters have difficulty reaching the criteria and is worthy.

AN – What is your hope for RI? Reached 100% score on CAR, but probably not qualify as an aligned chapter. Asked for national staff person for the region to handle fundraising.

PM – Could a chapter be declined as an aligned chapter? KF – Yes push toward integrated chapter-dom.

LP – Without 501©3 there is no board, who makes decisions? KF- Have an advisory board, with one national staff employee who will determine chapter's budget and program for the coming years.

LP – What happened to EDs? KF - May become paid national staff serving the region

JS – Better alignment of the mission with the KPI? KF – has been asked but not answered How evaluation of staff?

BD – What is the profile of an independent chapter? KF – Described ADVANCE, program in a box, weave work together Can keep you name if it existed before charter signed with USGBC. If chapter opts out, USGBC would come into CT and become a competitor.

WC – Financials, independently funded. More of a co-sponsoring organization.

LP – Asked AS what our USGBC financial support has been. RS – Budget indicates 16K from USGBC for 2014, 20%

KF – Should be an extended window for chapters to achieve higher KPI's

LP – Would MOU's negotiated with USGBC be daunting given their legal staff? KP – USGBC goal is for integrated chapters.

AS – Is USGBC following any specific org model? Not a specific org in this model that is being followed

KF - Structure Working group results are not appealing as the Mission & Engagement and Business Operations groups.

AN – As an independent chapter, would USGBC be able to muster enough to set up competitor in CT?

KP – Regional coalition might be appealing to the chapter leadership.

AS – Any government policies influencing this evolution initiative. KF – not evident at this time

KF – More competition for LEED. Volunteerism is down nationally.

RS – Budget shortfalls, volunteerism, enthusiasm has been adversely affected by the economy.

LS - Is USGBC open to unique answers for chapters in our region? KF – UNRC is different than other US locales.

Awards Competition and Celebration – Lindsay Suter

- Agreement that Awards were a great success
- Follow through and institutional memory necessary. Awards program needed a lead person rather than three separate chairs.
- Chairs to create a playbook defining roles for the competition, promotion and planning of event, and execution of the event, follow-up.
- CTGBC received multiple mentions and acknowledgements at the 179 Scranton/Yale School of Architecture Open House

Face to Face: Tom Nichols – UNRC meeting in Maine needs CTGBC coverage. SG and TN are unable to attend. TN will request meeting feedback from KF. Pat McDonnell volunteered to attend the Friday afternoon session.

Reimbursement of 200.00 from the Region for travel is available.

Holiday Gathering: Judy Swann – Location, Cask Republic? Cost to attendees? We can structure event to include annual meeting? According to Chapter By-laws it is appropriate to charge for the annual meeting event. WC suggested securing holiday event sponsors. AS suggested forming a committee to discuss, WC, LP agreed to help.

JS: Charitable recipient for 2014? LP offered to secure the December 1st date with Cask Republic.

Chapter Network Evolution (continued discussion)

- PM – How does this affect our strategic plan, depends on our option as integrated, aligned, independent.
- TN – Sufficient time should be allocated to the decision process, continuity will be important, an advisory committee should be formed
- LP – Include some of our historic leadership, voices of experience to the advisory committee
- RS – Interpreted the USGBC information as directing chapters to the integrated model, UNRC Chapters need to portray a unified front
- PM – Chapters with 'clout' can become a threat to USGBC. "LEED is yesterday's news", MB
- LS – CTGBC/UNRC should be pro-active forming own plan. Board consensus. Regional consensus should come from the Face to Face. USGBC is a strong brand.
- LP – CTGBC's substantial financial resources provide a cushion enabling chapter to cautiously and selectively determine our future structure.

Consensus – more information and feedback needed before decisions re: chapter future organizational path.