



Board of Directors Meeting September 23, 2011 Meeting Minutes

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| Present: Duane Peters, President | Absent: Crystal Quintin, Angela Schreffler, Jennie Granger Staff: None Others: Various members |
| Virginia Bailey, Vice President | |
| Camille Otto, Treasurer | |
| Mitchell Burack | |
| Mike Kenawell | |

At 8:33 a.m. the meeting was called to order.

Was a Quorum present? Yes, a quorum was present.

Meeting Minutes – Crystal Quintin

Crystal has not yet submitted July or August's meeting minutes to the Board for review.

Treasury Report – Camille Otto

- Current accounts: Checking - \$12,664.43; MM - \$18,909.69; Total - \$31,574.12

Cami noted that conference expenses have not yet been paid yet.

2012 Annual Conference

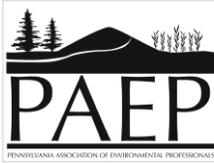
- Cami noted that a post-conference debrief conference call is scheduled for October 6th. Brook Gable and Colleen Kelly are the co-chairs for next year's conference.

Trademark – Mitchell Burack

- Mitchell reported that he had contacted a second law firm for another estimate for services for pursuing a trademark of PAEP's name. The second firm provided a \$1200 estimate similar to the first firm's estimate. Mitchell expressed that the estimate is fair given the filing fee and services needed. Duane noted that the Michigan AEP paid a similar amount when they recently obtained a trademark. Duane made a motion to approve retaining a firm to pursue obtaining a PAEP trademark, and Virginia seconded the motion. The Board unanimously voted to retain a firm for trademark services. Mitchell will draft a retention letter to begin the process.

Liability Insurance – Mitchell Burack

- Mitchell provided a brief overview of what liability insurance typically covers for professional organizations. Most do not cover events that are more "dangerous" or include the consumption of alcohol. Policies he reviewed ranged from \$750-1,000/year for general liability. Mitchell noted that he also looked into "D&O" (Directors & Officers) insurance. Those policies cost around \$1,000/year.
- Joe Musil noted that NAEP offers general liability insurance to affiliated chapters at a reasonable cost. Duane noted that the policy includes all the chapters with max coverage; if other chapters



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file claims, the pot of money to draw from could be majorly depleted or all gone by the time PAEP may need to use it for a claim and be out of luck.

- Joe Musil commented that NAEP pays approximately \$350/year for general liability. Joe will forward information regarding that general liability and D&O insurance to the PAEP Board.

Section Leader Positions

- It was noted that the call for nominations for section leaders resulted in two interested individuals in the East, one in the Central, and none in the West. The Board has previously decided that those individuals who nominated themselves automatically filled the open section leader seats. Those seats that are still unfilled will be readvertised via a call for nomination this winter.

2012 Board Elections

- Five seats will be open for reelection at the end of the year, with the term beginning in January 2012. Duane will coordinate an email blast for call for nominations in October, with elections to be held in November.

NAEP Affiliation Agreement – Duane Peters

- Duane provided the general members in attendance with an update on PAEP's review of the NAEP Affiliation Agreement. Affiliating will cost PAEP \$1,600/year. While PAEP respects NAEP as a worthy national organization to be affiliated with, the Board does not see the benefits to affiliate as outweighing the costs at this time. Most of the benefits that NAEP will provide to affiliated chapters will come at additional costs. Virginia and Cami will prepare a PAEP Board position statement on the agreement, containing a cost/benefit analysis to be sent to the general membership for their consideration along with NAEP's prepared spirit paper and affiliation agreement for a vote on whether to affiliate. The vote will be for/against affiliation, and agreement to change the by-laws as needed based on the voting outcome. The by-laws currently discuss PAEP's affiliation with NAEP.

Open Discussion

- Keri Cimarolli asked the Board what their vision of PAEP member disciplines is while she considers membership recruitment and programs for the Western Section. Virginia emphasized that the Board had identified widening its membership diversity as a goal. Although the organization was founded by primarily environmental professionals working in transportation, the organization thrives on a membership encompassing a variety of disciplines. (The Marcellus shale industry seems to be a potential market for new members.)
- As new source of speakers and potential new members, Joe Musil recommended that Section Leaders consider inviting graduate students to present their graduate work at section events.

Adjournment

- The meeting officially adjourned at 10:00 a.m.