



**Board of Directors Meeting
April 3, 2012 Meeting Minutes**

| | |
|---------------------------------|--|
| Present: | Absent: Eric Buncher, Duane Peters, Darlene Stringos-Walker, Cynthia Bardman Staff: Terri Breon Others: JT Graupensperger, Mike Parrent, Janet Warnick, Keri Cimarolli, Joe Musil |
| Crystal Quintin, Vice President | |
| Angela Schreffler, Treasurer | |
| Michelle Rehbogen, Secretary | |
| Mitchell Burack | |
| Linda Zug | |
| | |

At 12:04 the meeting was called to order.

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

Crystal Quintin ran the meeting in Eric Buncher's absence.

Section Updates

- P2/E2 - Janet Warnick and Mike Parrent discussed the workshop held at General Dynamics in Scranton on March 15th. The event was presented by DEP and discussed the International Organization for Standardization (ISO) 50001, a program designed to promote energy efficiency and reduce operating costs for a variety of organizations. Approximately 48 people attend the workshop. The P2/E2 roundtable was promoted at the event. Representatives from the U.S. Department of Energy, PA Department of Environmental Protection and the Pennsylvania Technical Assistance Program were present at the event.
- Central - JT Graupensperger and Angela Schreffler discussed the March event which was held on March 23rd at Susquehanna University. It included a student mentoring/resume review event at Susquehanna University followed by a social event. Approximately 15 students and 5 PAEP members attended the event. The Paxton Creek Watershed & Education Association is holding a tree planting along Paxton Creek on April 21st. JT Graupensperger will contact the Paxton Creek Watershed & Education Association and send information to the PAEP membership to see if there are any interested volunteers.
- Western – Keri Cimarolli discussed the Western Section event which will be held on April 3rd on the topic of Natural Solutions for Stormwater Management. This is a joint event with the American Planning Association (APA). Approximately 30 people have RSVP'd. Planners are able to receive one continuing education credit for attending. Keri Cimarolli will send the paperwork on how to obtain continuing education credits for events to the board.
- Eastern – Mitchell Burack and Joe Musil have planned an event for April 24th. It is a DEP/USACE workshop on permitting which will be held at the DEP office in Norristown. The event includes an update on PASPGP No. 4 Permit and a review of Chapter 105/Section 404 Permit Application Issues.



Board of Directors Meeting April 3, 2012 Meeting Minutes

Page 2

2012 Annual Conference

- A keynote speaker is still needed for the conference. Brook Gabel and Colleen Meiswich (Kelly) are working with DCNR to find a keynote speaker. Anyone with other ideas for the keynote speaker should contact the conference committee.
- Sponsors are still needed for the conference – Angela Schreffler stated that 4-5 sponsors have pledged to donate to the conference; money has been received from 2 sponsors. The Timmons Group of Virginia has pledged to be the Platinum Sponsor. Linda Zug indicated that CEC also plans to be a Platinum Sponsor.
- Registrations to date for the conference include 13 full registrations, 1 Thursday only, and 2 Friday only registrations. Eric Buncher and Mitchell Burack are the board members who have registered to date. Angela Schreffler indicated she is unable to attend the conference. Board members are encouraged to recruit attendees to sign up for the conference.
- Two nominees have been received for the Karl Mason Award. Terri Breon will send out emails to the membership again regarding the Karl Mason Award.

Membership: Buy One Get One Free – Linda Zug

- Total membership is currently at 269. Last year at this time, membership was 205. Membership has also increased from the end of year last year.
- A flyer will be sent to the membership advertising the Buy One Get One Free membership.

Meeting Minutes – Michelle Rehbogen

- The minutes from the March 2012 board meeting have been finalized. Crystal Quintin made the motion to approve the minutes and Angela Schreffler seconded. Michelle Rehbogen will send Terri Breon the minutes to have Carol post the minutes on the PAEP website.

Student and Scholarship

- Angela Schreffler stated that it has been determined that there is currently more money in the scholarship fund than previously thought (approximately \$3,000 total).
- Drafts of the scholarship form are being circulated around the scholarship committee.
- The committee is working on compiling a database of graduating seniors in the science fields at Pennsylvania Universities to receive a one year free membership in PAEP.
- A student competition will be held for a student to be sponsored to attend the conference and receive free registration and a hotel room.
- Professor Frank Kuserk at Moravian College has students working on a database of graduating seniors in environmental fields to receive a free PAEP membership in 2013.
- Crystal Quintin recommended that someone reach out to Wilkes University, as they were formerly active in PAEP.

Government and Legislative – Duane Peters - Absent



Board of Directors Meeting April 3, 2012 Meeting Minutes

Page 3

Newsletter – Crystal Quintin

- Crystal Quintin is working with past board members to gather information to update and complete the newsletter.
- The last newsletter (Fall 2011) will be posted on the website.
- The Spring 2012 newsletter will hopefully be completed to be sent out to the membership in May 2012.
- Crystal Quintin will try to form a committee to assist with the newsletter.
- Mitchell Burack will prepare a Regulatory Update to be included in the newsletter.
- Crystal Quintin will prepare a Legislative Update to be included in the newsletter.
- Terri Breon will give Crystal Quintin the sponsor logos to include in the newsletter.
- Crystal Quintin will check with Duane Peters on the newsletter and the membership awards.

Bylaw Revision

- Angela Schreffler discussed allowing an email vote addendum to meeting minutes.
- It was discussed if section leaders should be made officers who are not members of the board. By-Law #5 explains each officer and their duties. Section leaders are supposed to be voted in by their representative sections (if there are enough nominees each year). It was discussed if holding elections for the sections leaders and making them non-voting officers would provide them with liability protection if it is purchased.
- The question was raised as to how to word the purchasing of liability insurance in the by-laws. The board “may” purchase liability insurance versus the board “shall” purchase liability insurance.
- Changing the by-laws to include liability insurance would make it so all future boards also have to have liability insurance unless it was changed by revising the by-laws.
- It is not possible to indemnify with no insurance. If the board decides not to purchase insurance, then there is no indemnity – this would leave the board vulnerable to being sued.
- Mitchell Burack shared the example that when the Eastern Section event at Villanova was held, insurance was requested to use the meeting room. If PAEP had not been co-sponsoring with a group that does have insurance, the event would not have been able to be held at Villanova.
- The board voted on approving the changes to the by-laws to reflect NAEP disaffiliation. This motion was made by Crystal Quintin and seconded by Mitchell Burack.
- The board voted on incorporating the purchase of liability insurance and the protection of section leaders into the by-laws. This motion was made by Angela Schreffler and seconded by Crystal Quintin. After further discussion it was determined that the way liability insurance and the protection of section leaders was currently written required revision. The board then voted to approve the language following revised by Mitchell Burack. This motion was made by Crystal Quintin and seconded by Michelle Rehbogen.
- Michelle Rehbogen commented that P2/E2 needed to be included with the sections, but it was later determined that P2/E2 operates separately from the sections.
- The board voted on revision to the by-law which states that e-mail votes (with a quorum) can be used only for votes that do not require a discussion. This motion was made by Crystal Quintin and seconded by Linda Zug.
- It was discussed that an additional call should be held prior to or during the conference to open discussion of the by-law revisions.
- Mitchell Burack agreed to prepare a one page summary of the revisions for distribution to the general membership prior to the vote on the by-law revisions (this summary is included attached to these minutes).



Board of Directors Meeting April 3, 2012 Meeting Minutes

Page 4

Treasury Report

- Current accounts: Checking - \$4,918.83; MM - \$29,417.11; Total - \$34,335.94
- Of that total, \$2,990.66 is reserved for the scholarship fund.
- Angela Schreffler discussed placing the scholarship funds in its own money market account to keep separate from other monies. This would be easier than marking scholarship funds as a line item as has been done in the past.
- The question was raised if it is possible to have multiple money markets attached to one checking account. Terri Breon stated that it was and money from the scholarship fund would be transferred to the checking account when it was time to write out a check for a scholarship.
- The board voted to create a separate money market account attached to the checking account for the scholarship fund. This motion was made by Angela Schreffler and seconded by Linda Zug.
- Signatories: _____, Eric Buncher, President
- _____, Crystal Quintin, Vice President
- _____, Angela Schreffler, Treasurer
- _____, Michelle Rehbogen, Secretary
- Terri Breon will talk to PNC Bank to create a new money market account for scholarship funds. The officers will need to sign off on the account once it is set up.
- Membership dues are approximately \$1300 behind the estimated amount.
- The majority of expenses are for the conference and have not been paid yet.

Committees to be Established

- The directory was discussed – it is not budgeted to be printed this year – it will be updated and posted on the website.
- Other committees which need to be established include Fundraising, Directory and Calendar, Employment, Conservation Heritage, Continuing Education Accreditation, and Website.
- A Newsletter committee will also eventually be established.

Miscellaneous Business

- The website needs multiple updates – such as out of date names and companies. Changes required that are identified should be e-mailed to Terri Breon who will let the website coordinator know of the changes required.
- It has been brought to the attention of the board that numerous individuals and/or companies are unhappy with the way PAEP has operated over the past years. Some of the membership feel a lack of communication is occurring between the board and the general membership.
- Duane Peters will be sending an email to the membership to inform them of the proceedings of the State Transportation Innovation Council and how PAEP is involved.
- It was decided that a separate call should be held to further discuss how the board can improve relations with the general membership (through emails the date of this discussion was determined to be March 12 at 4 p.m.

Adjournment

- The meeting officially adjourned at 1:36p.m.



**Board of Directors Meeting
April 3, 2012 Meeting Minutes**

Page 5

- The preceding minutes were approved by the PAEP Board of Directors on June 5, 2012
- Michelle L. Rehbogen*, Michelle Rehbogen, PAEP Secretary