

LAB Board meeting 8/30/10, start at 4:00 PM EDT

Attendance: Hans VanNaerssen, , Amanda Eichstaedt, Mike Nix, Rob Sadowsky, , Bill Hoffman, John Siemiatkoski , Harry Brull, Gail Spann, Gary Brustin , Tim Young, Jeffrey Lynne – Eric at 4:20 EDT
Staff: Andy Clarke

Hans opened up the meeting by asking Tim, head of the Governance Committee for the committee report. Tim thanked the members of the Governance Committee – Amanda, John, Mike, Gail

The process for securing candidates for the Board began at the board meeting in March.
The committee edited the board qualifications slightly

23 people applied for board positions
Each member of the committee independently reviewed candidates against the 7 criteria
They each submitted their results to Elizabeth for tabulation
Each criteria was weighted equally

On a conference call the committee recommended 8 candidates for member-elected positions and 3 for board-elected positions

Bill pointed out that Article III/Section 6 the by-laws required a 90-day period for the board to consider Governance Committee recommendations
It was pointed out that adhering to the 90-day requirement would move the elections beyond the 4 time period required by the by-laws

Gary opined that the purpose of the 90-day period was giving the board adequate time to review candidate qualifications

A straw poll asking the question whether board members felt they had sufficient time to review candidate qualifications::

Yes – 12
No – 0

Motion (Rob) To move forward as a Board to approve the slate recommended by the Governance Committee, recognizing that the by-laws call for a 90-day consideration period. Given that all Board members feel they have had sufficient time to review candidate qualifications, moving forward at this point preserves the overall election schedule

Second – Amanda

Ayes -11

Nays – 0

Abstain – Bill

Motion carried

Q (Bill) – Did anyone call the LAB attorney and solicit his opinion

A (Andy) – There was not sufficient time and we have sufficient legal expertise on the Board

Motion (Tim) Adopt the Governance Committee recommendation of 8 Candidates for 5 member-elected seats (in alphabetical order)

- **Diane Albert**
- **Harry Brull**
- **Branan Cooper**
- **Steve Durrant**

- **Alison Hill Graves**
- **Bill Hoffman**
- **Jeffrey Lynne**
- **Hans van Naerssen**

Second – Amanda

Q (Bill) Why did some non-recommended candidates earn more reports than recommended candidates
 A (Tim) One candidate was recommended based upon a number of factors including prior service, knowledge of the organization and connection to constituent members

Rob noted that three candidates were from the Portland, OR area.
 Discussion focused on other qualifications of candidates

Bill asked if any candidates would take board seats immediately as previously discussed when increasing board size from 12 to 15
 Rob suggested all candidates begin board service at the same time (after elections)

Ayes: All except Bill
 Abstain Bill
 Motion carried

(Rob left the meeting at this time (4:42PM).
 Motion (Bill) Have 9 member-elected board members and 6 board-elected members (changing June board meeting decision of 8/7)
 Second-Jeffrey
 Ayes – Bill
 Nays – all others
 Motion failed

Motion (Tim) to accept 3 Committee recommended board elected candidates

- **Jennifer Grey Fox**
- **David Madson**
- **Eric Swanson**

Second – Gary

Hans noted that the candidate credentials were impressive
 Ayes: all but Bill and Eric
 Nays: Bill
 Abstain: Eric

Tim and Hans will contact both recommended and non-recommended candidates

Q (Eric): How will the voting proceed
 A (Andy): We are currently conducting a test vote on the LAB website
 Eric asked for a report on the test vote
 Hans encouraged including Eric in discussions regarding the voting process.

Meeting adjourned at 5:00 EDT

Respectfully submitted.

Harry Brull