



DRAFT ONLY 6.24.15

Executive Committee Meeting Minutes
Greenburgh Town Hall
June 17, 2015 – 12pm

Attendees: Chris Burdick, Michael Gordon, Nancy Seligson, Peter McCartt, Laura Rossi, Herb Oringel, Dan Chorost, Sara Goddard, Executive Director Leo Wiegman. (Nancy Gold also attended.)

The meeting was called to order by Chris Burdick at 12:10pm. A roll call was taken.

Chris Burdick moved for approval of the May 13, 2015 Executive Committee meeting minutes, Nancy Seligson seconded. The motion passed unanimously.

Herb Oringel's Treasurer's report

Financials show month-by-month cash on hand is stable. There is potential for additional revenue sources, as per Leo's spreadsheet.

Herb stated that SW should develop operational rules for how the organization will manage/invest/reinvest revenue once it starts to come in. There was a discussion of Leo's spreadsheets reflecting actual cash flow and future projections.

There was a discussion of SW dues, and mention that we have achieved 37 dues-paying members of SW. Port Chester/Mt Vernon/Buchanan are not members; New Castle hasn't paid its dues. Herb stated that SW should inform its members when their dues are coming due for payment, what value the members derive from membership in SW, and connect those members with an "account manager" who can serve as that member's primary SW contact. Leo stated that he will serve as account manager/primary contact for members.

Herb noted that for the June 30 BOD meeting, we should to add a resource from the Board to the Finance Committee to assist with committee tasks.

Leo's Executive Director's report

Leo noted his upcoming June 24 meeting with the Mt Vernon City Council, with Mike Gordon.

Budget – A detailed discussion of Leo's budget took place, wherein the Executive Committee reviewed Leo's assumptions, the conservative nature of his numbers, etc.

For example, for the Solarize campaign, SW is under contract to receive approximately \$30,000 in success fees which should arrive at SW between August 2015 and January 2016; these fees result from 1.5MW of solar capacity already in contract.

Staff – A discussion was had about Leo hiring staff; Mike Gordon and Chris Burdick noted that while any such hiring will be at Leo’s discretion, the Board would need to approve salary and other financial details. The Executive Committee asked Leo to prepare a plan describing his short-term staffing needs and strategy, and how it will work within confines of the budget he presented; Leo agreed. The Executive Committee agreed that Leo may hire staff before SW receives project-generated revenues, but a condition of employment must be that such staff must agree that they work without pay and at their risk until that revenue is received.

Laura Rossi reminded Leo that Pro Bono Partnership is available to help SW navigate hiring staff, interns, payment terms, etc.

Leo agreed to provide updated budget documents by June 24 for the upcoming June 30 Board meeting.

Chris Burdick moved for the EC to recommend that the full Board approve Leo’s budget (specifically, the document captioned, “12 month cash flow, rest of year with no program income”), with a request that Leo provide his staffing plan; Mike Gordon seconded. The motion passed unanimously passes.

Chris Burdick moved for SW’s Governance Committee (Laura Rossi, Dan Chorost) to (i) review the draft Statement of Fiscal Control Policy and Procedures, and to provide input for revisions to be completed prior to June 30 Board meeting, and (ii) review the By-Laws’ provisions for disbursements, specifically, the different approval levels that are necessary for various disbursement amounts. Michael Gordon seconded. The motion passes unanimously.

A discussion took place about SW adopting a Green Procurement Policy, modeled after the Westchester Green Business Challenge’s policy. **Chris Burdick moves to approve a Green Procurement Policy; Herb seconded. The motion passed unanimously.** Peter McCartt suggested that SW consider circulating the WGBC Green Procurement Policy template to our members, and to post it to our website; the Executive Committee members agreed.

A discussion took place about whether and when SW should retain legal counsel. Issues discussed included how legal fees could be capped, possibly as a percentage of revenues; whether general counsel should be sought for SW legal needs; and whether SW needs specialized counsel for financing energy deals.

The Governance Committee (Laura Rossi, Dan Chorost) agreed to explore SW legal needs for general counsel, structured financing, and any other needs going forward.

Committee reports

CCA: Mike Gordon described the legal team (pro bono counsel at Sive Paget * & Riesel, and Cuddy and Feder, and Joule, etc.) in place for CCA; the team presently is dealing with the Attorney General to procure an opinion letter. Once CCA is implemented, SW anticipates \$800,000 in revenue.

Mike Gordon also provided short updates on the MicroGrid, and Cleaner Greener, programs.

Chris Burdick moved that the Executive Committee move into Executive Session to discuss personnel; Laura Rossi seconded. The motion passed unanimously; The EC went into Executive Session, Leo and Nancy Gold both left the room. After the personnel discussion took place, the Executive Session was closed.

Water Committee: Nancy Seligson provided a brief update on the Water Committee, and noted a meeting scheduled for next week.

Communications & Transportation Committees: Peter McCartt discussed the positive response to the recent SW newsletter. He also described, for the Transportation Committee, the positive dialogue that SW is having with stakeholders and potential partners.

* * *

Chris Burdick requested that all items for the June 30, 2015 Board meeting be submitted to him by COB on June 25.

The Executive Committee meeting adjourned at 2:10pm.

* * *