

**MINUTES OF THE
BOARD OF DIRECTORS MEETING**

Metropolitan Detroit Chapter of the Construction Specifications Institute

A regular meeting of the Board of Directors of the above corporation was held on August 21, 2007 at 7:30 a.m. – Holiday Inn, 26555 Telegraph Rd., Southfield, MI

The purpose of the meeting: **Regular** monthly meeting.

I. QUORUM.

- A quorum was declared present based on the presence of the following Directors: Jerry Marquette, President, Dan Saltsman, Pres.Elect, Dan Bauman, VP Prof., Sabrina Kassab, VP Ind., Kay Kocis, Secretary, David Jenosky, Ron Lindow, Robin Rund, Vic West, Tony DeBoard.

7:35 a.m. Meeting called to order by Jerry Marquette. No mail was distributed.

II. REVIEW, UPDATES

- Minutes prepared and distributed via email by Kay Kocis. Robin Rund motioned that the minutes be passed as amended, Jerry Marquette seconded, motion passed.
- GLRC is reviewed by Jerry Marquette. Overall the event was successful and Jerry would like to give special thanks and recognition to Jerry Reed for all of his time and efforts. The exact figures on the finances/profitability have not yet been exactly determined, but roughly show a profit. Attendance was higher than previous conferences and more than expected.
- Vic West reviewed the Programs lined up. He confirmed that our holiday event will be held the 1st Tuesday in December (the 4th) at Henry Ford Estates in Dearborn. He suggests we highly promote the event ASAP.
- Current bylaws in regard to next term officers and presidential ranking is briefly reviewed.

III. UPCOMING EVENTS

- Next Board Meeting: Scheduled by Jerry Marquette, 3:45 p.m. on Tuesday, September 11th at Farina's, just prior to the Membership meeting. The start time is slightly earlier due to the planned presentation and discussion of the bylaw changes.

IV. PEOPLE / COMMITTEES

- Scholarship Committee: current chairman is Doug Barnes and the board suggests that good nominees for the committee members would be: David Paterson, Larry Raymond and perhaps Tom Young. Our chapter is in receipt of a letter submitted by Dick Edwards that states he would like to make a donation for our chapter to develop a program of long term payout of scholarship funds, something more permanent than what we currently have. Jerry Marquette will contact Doug Barnes to further discuss this and the potential nominees as Dick's proposal should be thoroughly reviewed and proposals formally made to the board.
- Kay Kocis and Dave Jenosky will host our next New Member Orientation in October at Farina's one hour prior to our monthly meeting.
- Awards Committee: Sabrina Kassab inquired who the current chairman is, she is informed that Jack Garnett is, she may be in contact with him as she is planning to get involved in doing some work on this committee.
- Nominating Committee: Sabrina Kassab has volunteered to chair this committee.

She has done some investigative work as to what awards our chapter may be eligible for and will continue to do some research so that we may be granted some awards for the 07-08 Fiscal year.

V. OLD BUSINESS

- Bylaws/Administration Guide Revision; Robin Rund advised that he is working on this and that we are proposing very few changes from Institutes recommended version. David Oglesby has been helping extensively in this area. Robin suggests that he and David make a presentation of the formal changes at the next board meeting for the board's approval, this will be the first step in having them officially adopted. Robin Rund advises that he will email the final draft so that we will all be able to review them in advance of the board meeting. It will be our goal to have the membership vote in January via paper and electronic means. For the proposal to pass, 1/3 of membership must vote and of them, 2/3 has to pass in favor. The revision of the Administrative Guide requires voting and approval of the board only.
- D & O Insurance; David Jenosky had some communications with Caroline Warren of Institute at the GLRC in regard to this issue. She advised that most of the chapter boards do indeed carry this liability insurance for various reasons. David reviewed many of the logistics with his agent and shared with the board. It is suggested that we discuss our legal options with a corporate lawyer and seek their opinion before trying to adopt the high premiums for this insurance.

VI. NEW BUSINESS

- Discussions opened regarding the purchase of a projector for our chapter, for use at our monthly programs/presentations. Jerry Marquette notes that a hindrance in that decision in the past has been that an individual would have to take on the responsibility of transporting it to the meetings as well as storing it. Vic West volunteered as he is the Program Chair. No laptop or screen would be necessary. The board wonders if it would be allocated in the budget, Jerry Marquette suggests the topic be tabled and requested that the board think about it and will vote in September.
- Jerry Marquette advises the board that he was approached by David Trudell (Grand Rapids Chapter Pres) at the GLRC in regard to splitting the \$200 Honorarium that was to be promised by their chapter to our speaker at the Annual Meeting. Brian Tognetti has already received the invoice of \$100. This was not an item that the board was in agreement of or in the budget as our chapter was never notified of the honorarium in advance. Jerry Marquette asked the board to vote as to whether we should contest since we were unaware beforehand, or submit payment with inclusion of a letter of request that we would appreciate advance notice so that the board can vote and approve. Dan Saltsman moved that the board pay as Jerry suggested, the motion seconded and passed unanimously. Jerry will instruct Brian to submit payment.
- Robin Rund suggests that the board hire a professional corporate lawyer as an investment to review the bylaw revisions. The attorneys' services could also be utilized to counsel the board in regard to the D&O insurance issue. Jerry Marquette advises that the motion will be raised at the September meeting for the board to vote.

8:42 a.m. Meeting duly adjourned by Jerry Marquette.
Minutes prepared by Kay Kocis.