

Board of Directors
Island Remediation and Public Participation Center (IRPPC)
20 April 2001

Minutes of meeting

This meeting was the first officially constituted legal meeting of the Board. The meeting was convened at 1pm at Café Luna. Present were: President James English, Treasurer Nan Hammett, Secretary Steven Macdonald, and Director B. B. Jake Jacobovitch. After discussion, it was decided that the role of meeting chair would rotate among directors, and Steve Macdonald was chosen to chair this meeting. The agenda is attached as the last page of these minutes.

Announcements

Nothing has yet been received in writing from Washington State Department of Ecology, related to our submission of the proposal for a Public Participation Grant. We understand, as a result of oral communications, that they wish to have an amended budget plan by the end of May.

At prior meetings of the Vashon-Maury Island Community Council (VMICC) Arsenic-Lead Remediation Committee (ALRC) it has been announced that the IRPPC Application to form a Nonprofit Corporation was accepted by the Washington State Office of the Secretary of State, and that the IRPPC application for 501(c) (3) status has been approved by the federal Internal Revenue Service.

Board members' roles and responsibilities/ Composition of Board

The first item of discussion was the term of office for the existing directors. It was the interpretation that the terms began at the date of incorporation, 12/20/2000. The By-laws stipulate that "Terms shall be ... staggered so that approximately one-third (1/3) of the Board of Directors shall end their terms each year" (Article 1, Section 1). By consensus, it was decided that directors Hammett and Macdonald would serve two-year terms to expire 12/20/2002, and directors English and Jacobovitch would serve three-year terms to expire 12/20/2003.

The next discussion concerned the issue of the number of directors, which are specified in the By-laws to "be limited to no more that nine (9) and no less than three (3) persons". The consensus held that an odd number of directors is preferred.

The following discussion started with a motion to appoint Lyman Houghton to the Board for a term to expire 12/20/2003, moved by director English, and seconded by director Hammett. A point of order was raised concerning the form of voting, which is not specified in the By-laws. It was moved by director Jacobovitch and seconded by director Hammett to modify Article 1 of the By-laws to state that "Addition or removal of a director shall be by written ballot." This motion passed the 2/3 requirement (By-laws

Article 5) with three in favor and one abstention. In a related action, a By-laws ad hoc Committee was formed, to address various issues such as this, including specification of wording about the "President-Elect/Alternate" (Article 1 Section 6, Article 2 Section 2) in the text on Officers (Article 2 Section 1). The written ballot on the nomination for director was held, and Mr Houghton was confirmed as director.

Development of work plan, Budget/Process for prioritization of projects listed under grant proposal

Director Houghton volunteered to review the grant proposal which IRPPC submitted to Ecology.

Process for criteria for contract award

Director Hammett volunteered to gather information on the process used by the Northeast Everett Community Organization.

Process for announcement of "Request for Proposals" for contracted activities

This item was deferred to the next meeting.

Liaison with concerned governmental agencies

This item was deferred to the next meeting.

Discussion of advisory relationship between VMICC, ALRC, and IRPPC

This discussion started with acknowledgment of the fact that VMICC expended the funds necessary for incorporation of IRPPC. At the end of discussion, consensus was established over the importance of role clarity: IRPPC should be viewed as representing the Vashon-Maury Island community. Any action by IRPPC which might be interpreted as a perceived potential conflict of interest on the part of members of the Board is to be avoided. The Board affirmed its commitment to frequent solicitation of community input, as outlined in the proposal to Ecology, which shows a prominent place for the community survey in the IRPPC workplan. The Board expects VMICC ALRC to play an advisory role, suggesting actions and approaches to IRPPC.

Next meeting

To be held 3 May 7:00pm at Café Luna.

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(if time) Outreach (for more IRPPC board members!)