

IRE Board Meeting

June 12, 2010

IRE Conference in Las Vegas

Board members in attendance: Alison Young, Lea Thompson, David Cay Johnston, Cheryl Phillips, Sarah Cohen, Robert Cribb, Andrew Donohue, Leonard Downie Jr., Lise Olsen, Aron Pilhofer, Mc Nelly Torres, Phil Williams. Absent: Manny Garcia.

Staff Present: Mark Horvit, Jennifer Erickson, IRE attorney David B. Smallman, Esq.

1. **Call to order (Young):** Young called the meeting to order at 6:37 p.m. and welcomed the new board members: Sarah Cohen, Andrew Donohue and Aron Pilhofer. She also congratulated Cribb, Garcia, Torres and Williams, who were reelected during the membership meeting.

Young said the meeting would start with the election of 2010-11 officers; she had shared a list of candidates ahead of the meeting. She reminded everyone that non-incumbents are welcome to run as well.

2. **Election of officers:**
 - a. **President:** Phillips nominated Young; Thompson seconded. All were in favor, and Young was elected president.
 - b. **Vice president:** Young nominated Garcia; he was unable to attend but agreed to run. Thompson seconded the nomination. All were in favor and Garcia was elected vice president.
 - c. **Treasurer:** Olsen nominated Johnston; Williams seconded. All were in favor, and Johnston was elected treasurer.
 - d. **Secretary:** Olsen nominated Williams; Thompson seconded. All voted in favor and Williams was elected.
 - e. **Member-at-large:** Young nominated Thompson. Williams seconded the nomination. All were in favor, and Thompson was elected.
3. **New business:**
 - a. **Comment on elections:** Olsen thanked Young for improving upon the election of officers. She said the process is much more transparent, open and collegial.
 - b. **Role of chairperson:** Young said that it has been the custom that the immediate past president serve in the ex-officio capacity as chairman of the board. As Phillips maintains the position of immediate past president, she will continue in the role of chair.
 - c. **New board member orientation:** Young said there would be a conference call for new board members in the coming week. Topics covered will be board policies, a description of fiduciary duties, etc. Staff will send out a packet of information ahead of the call.
 - d. **Upcoming board meetings:** Young informed the new members that the board voted to have three in-person meetings in the coming year. For one of the meetings, board members will have the option of attending via speaker phone. The board will reevaluate this change next June.
 - e. **IRE conflict-of-interest form:** Young said IRE attorney David Smallman will send the conflict-of-interest form to the new board members. She asked that they please return them in a timely manner.
 - f. **Committees:** Young said that everyone should think about which committees they would like to join for the year; contact her to discuss further.
4. **Meeting adjournment:** Johnston made a motion to adjourn; Torres seconded the motion. All were in agreement and the meeting adjourned at 6:51 p.m.