Ohio Energy Project Board Meeting

Date: February 1, 2018 Time: 1:30 p.m.

**Location: Ohio Energy Project offices,**

**200 E. Wilson Bridge Rd., Worthington, Ohio**

**Board Members Present:**

Dale Arnold, Ohio Farm Bureau Federation – President

Scott Potter, Ohio State University – Vice President

T.J. Faze, Vertiv – Treasurer

Barry Schumann, AEP – Secretary

Jackie Bird, consultant – Governance Chair

Andrew Finton, North Central Electric Cooperative – trustee

Jill Kocher, Public Utilities Commission of Ohio – board partner

Chris Monacelli, Westerville Electric Division -- trustee

Susan Moser, Ohio Development Services Agency – board partner

Devin Parram, Bricker & Eckler – trustee

Janet Rehberg, Buckeye Power – trustee

Stjepan Vlahovich, Ground Level Solutions – trustee

Bill Yost, retired hydrologist – trustee

**Board Members Not Present:**

Kelli Gaza Nowinsky, Columbia Gas of Ohio – trustee

Karen Ritchey, American Municipal Power – trustee

**OEP Staff Present:**

Debby Yerkes, Executive Director

Shauni Nix, education consultant

Sue Tenney, education consultant

Jessica Sarber, education consultant

Liza Richard, financial agent

**Guests Present:**

Kristen Appleton, Buckeye Power intern

**Call to Order and Welcome:**

President Dale Arnold called the regular meeting of the board to order.

**Approval of minutes and agenda:**

Arnold asked if there were any corrections to the previously distributed minutes of the December 2017 board meeting. Hearing none, Arnold called for a motion. Scott Potter moved the minutes be approved as presented; Jackie Bird seconded. Arnold called the vote. Motion carried.

Arnold noted the consent agenda had been shared electronically prior to the board meeting and asked if there were any changes. Debby Yerkes advised that Kelli Nowinsky was not able to attend and that her presentation on marketing would be held until the April board meeting. Yerkes said Sue Tenney would present a hands-on activity in lieu of the marketing presentation. Arnold called for a motion. Scott Potter moved to accept and close the agenda as revised; Bill Yost seconded. Arnold called the vote. Motion carried.

**Development Report:**

Debby Yerkes noted receipt of funds in January from AMP Ohio, AEP and the AEP Foundation, including non-restricted funds. Yerkes said staff is looking at a $125,000 grant focused on raising awareness of careers among high school students through informal education, and suggested applying for funding for a program similar to the AEP Foundation-supported OEP energy careers program.

Sue Tenney said OEP is looking to strengthen its relationship with Honda of America Manufacturing by bringing the Ohio Energy Blitz teacher workshop to Marysville this summer and including a visit to Honda facilities. Tenney said staff is also hoping to meet with IGS about opportunities to support OEP.

Yerkes initiated a discussion about the possibility of creating a coupon book that could be shared with energy efficiency program participants which would include coupons from sponsors and non-sponsors. Some board members raised questions about whether doing coupon book marketing would be an issue with non-profit status, and with sponsors who might balk at having coupons from competitors or non-sponsors distributed through OEP program.

Jackie Bird asked if non-restricted funds could be used for staff training, noting that lack of funds has limited training opportunities in the past. Board members agreed that providing training as a professional development would benefit staff and the organization.

Arnold noted by board consent that OEP staff investigate the legal ramifications of creating a coupon book with Devin Parram, and look into training opportunities for staff and board with Jackie Bird.

T.J. Faze reviewed the organization’s financial status, including an updated fiscal year-to-date profit and loss statement. Scott Potter suggested that the year-to-date statement be included in board packets going forward. Faze said the organization’s overall financial health is good. Arnold called for a motion. Faze moved to accept the financial statements including the updated profit and loss statement for audit; Scott Potter seconded. Arnold called the vote. Motion carried.

**Organizational Chart:**

Janet Rehberg and Buckeye Power intern Kristen Appleton shared draft organizational charts for OEP board and OEP staff to visually represent the structure of the OEP team which could be posted on the OEP website. Board members reacted favorably to the charts and made some suggestions including adding affiliation of board members, getting current photos of all board and staff, and moving some data around funding areas/percentage of budget to another location on the OEP website. Dale Arnold suggested that the April board meeting be “photo day” to capture photos of everyone, and Debby Yerkes agreed to include a reminder in the April board meeting notice.

Arnold noted board consent that Rehberg and Appleton should proceed with revising the organizational charts for posting on the website www.ohioenergy.org.

**Hands-on Activity:**

Sue Tenney shared some hands-on activities OEP uses with students when introducing the concepts of force and motion as part of the energy education curriculum. Board members explored ways to balance a plastic eagle figurine and to build a structure from cups, blocks and tongue depressors.

**Board Evaluation Results:**

Jackie Bird shared that 14 of 15 board members completed evaluations of their individual board involvement and of the overall board. Generally, she said the results showed increased understanding of board roles but mixed results in understanding organizational financials and fundraising. Bird said the results show there are opportunities to increase board member knowledge such discussions with fundraising experts on ways to increase and improve fundraising efforts. Jessica Sarber noted the opportunity to provide board training for members.

Bird noted that the organization needs to file an ethics statement and its Ohio Association of Nonprofit Organizations agreement annually, and suggested those be addressed at the April board meeting.

Arnold noted by board consent that Jackie Bird and Jessica Sarber explore board member education needs and suggest some opportunities to address those needs at the April board meeting. Chris Monacelli suggested looking at a board retreat for strategic planning to address board education and other issues facing the organization. Board members and staff suggested looking at doing a retreat at the October meeting.

**Youth Energy Celebration:**

Shauni Nix and Sue Tenney said the celebration will be held May 15 at the Columbus Zoo Africa Center, and that teachers have responded enthusiastically about attending with students. Nix encouraged every board member to invite someone new to attend the celebration to introduce them to OEP and its programs. Tenney asked for suggestions on programmatic activities for the celebration. The event will host up to 400 students, teachers, sponsors and guests.

**Executive Session:**

Dale Arnold said the board would move into executive session to discuss the hiring of a new executive director to succeed Debby Yerkes, who is retiring June 30, 2018. Arnold excused Shauni Nix and Liza Richard from the room.

Arnold opened the executive session by noting an interview committee consisting of board members and staff met Jan. 22 with internal candidate Shauni Nix to discuss her interest in the executive director position. The committee consisted of board members Dale Arnold, Scott Potter, Jackie Bird, Devin Parram and Barry Schumann, and OEP staff members Debby Yerkes, Sue Tenney and Jessica Sarber.

Arnold said the interview committee based on the discussion with Nix during the interview unanimously endorsed hiring Nix as the next executive director effective July 1, 2018. Yerkes will assist Nix in preparing for her new role during the transition period leading up to July 1.

Bill Yost made a motion to accept the interview committee recommendation to hire Nix as the next executive director effective July 1, 2018; Andrew Finton second. Arnold called the vote. Motion carried unanimously.

Arnold said the next step in the process is to review the organization’s finances and to prepare a salary and benefits package to be offered to Nix. The finance committee consisting of Dale Arnold, Scott Potter, T.J. Faze and Debby Yerkes will look at the finances and prepare the offer. Arnold said part of the financial consideration will be the anticipated hiring of a new education consultant to replace Nix. Scott Potter moved the Finance Committee create an offer to share with Nix, and if Nix accepts the offer that the committee be authorized to hire her without coming back to the board but if Nix counters the offer that the committee must come back to the board for further discussion about the offered package; Bill Yost seconded. Arnold called the vote. Motion carried.

After further discussion, Arnold noted by board consent that the offer include a transitional salary level, a background check and language that the offer become effective July 1 pending no catastrophic issues arise prior to the effective date. Also by consent, the board will ask the executive director to prepare a recommendation for an ongoing periodic background check process for all staff.

Arnold asked that Shauni Nix and Liza Richard be asked to return to the meeting room. Upon their return to applause, Arnold advised Nix that the board had unanimously and enthusiastically agreed to extend to her an offer to be the next executive director of the organization, with a detailed offer to be drafted and shared in the near future. Nix thanked the board and said she looks forward to serving in that role.

**Adjournment:**

With meeting agenda business and the executive session being concluded, Arnold called for a motion to close the executive session and to adjourn the board meeting. Bill Yost moved to close executive session and adjourn the meeting; Jackie Bird seconded. Potter called the vote. Motion carried.

Executive session closed and regular board meeting adjourned at 3:01 p.m.

*-Recorded by B. Schumann, secretary*

**Upcoming OEP events:**

Youth Leadership Summit – Feb. 7, 2017, Columbus

Energy Workshop – Feb. 27, 2018, Dayton

Energy Workshop – Feb. 28, 2018, Dayton

Energy Workshop – March 6, 2018, Columbus

Energy Workshop – March 13, 2018, Columbus

**Board Meeting – April 5, 2018, Worthington**

Youth Energy Celebration – May 15, 2018

**Board Meeting – June 7, 2018, Worthington**

**Board Meeting – Aug. 2, 2018, Worthington**

**Board Annual Meeting – Oct. 4, 2018, Worthington**

**Board Meeting – Dec. 6, 2018, Worthington**

Board members are encouraged to attend any OEP event. See [www.ohioenergy.org/events](http://www.ohioenergy.org/) for information on more upcoming events or contact OEP staff for specific event information.