

Professional Recyclers of Pennsylvania  
Board of Directors Meeting Minutes  
L. Robert Kimball & Associates Harrisburg Office  
January 8, 2007

**Board Members Present**  
**Present**

Jan Arnold  
Don Blakesley  
Barb Giovagnoli  
Sandi Brown  
Mike Crist  
Walt Davenport  
Dean DeLong  
Art Feltes  
Kurt Fenstermacher  
Kris Howdyshell  
Amy Mazzella di Bosco  
Tanya McCoy-Caretti  
Pete Previte  
Chuck Raudenbush  
Brenda Schmidt  
Joanne Shafer  
John Yingling

**Board Proxies**

Bob Bylone  
Beth DeNardi  
Dan Grow  
Skip Raabe

**PROP Staff Present**

John Frederick  
Amy Zuckett

1. Administrative

1.1 Roll Call & Introductions—Mike Crist

- a. It was decided that there was a quorum.
- b. Mike Crist called the meeting to order at 10:00 am.  
Attendees introduced themselves.

1.2 Approval of November Minutes

- a. The November Board Meeting Minutes had been previously e-mailed to all of the Board Members and Board Proxies for review.

**Motion: John Yingling moved to approve the November 2006 Board Minutes. Dean DeLong seconded the motion. Motion carried.**

### 1.3 Financial Report

- a. Joanne Shafer reviewed the financial report as presented to the Board in the board packet. Joanne noted that the current balance was \$163,721.21 as of January 8, 2007. PROP has a CD containing \$25,000 and the balance held in savings is \$50,116.99 as of December 31, 2006. The only outstanding invoice is to DEP for the Certification program in the amount of \$44,420.50.

Joanne Shafer reported that PROP had a financial plan done in 1988. Since PROP's financial situation has changed significantly since that time and the savings account is in excess of \$50,000, perhaps it is time to seek out another financial plan.

**Motion: Tanya McCoy-Caretti moved that PROP hire a Financial Advisor to offer advice. The Executive Director is to speak with at least three financial entities. Amy Mazzella di Bosco seconded the motion. Motion carried.**

Joanne Shafer noted that PROP has secured a \$10,000 sponsorship from Waste Management for the 2007 Conference.

**Motion: Sandi Brown moved to approve the Financial Report. Walt Davenport seconded the motion. Motion carried.**

### 1.4 Correspondence

- 1.4.1 Resignation of Administrative Assistant, Christine Brown  
The Executive Committee received a letter from Christine Brown indicating her resignation from the PROP Staff as the

Administrative Assistant. Her exit interview revealed some areas where she thought the organization could use some strengthening. She included these thoughts in her resignation letter.

Jennifer Allison will be hired to replace Christine Brown. Ms. Allison has a BS in Business Administration and experience with MS Access data base software.

#### 1.4.2 Resignation of Board President, Kurt Fenstermacher

The Executive Director received a letter from Board President Kurt Fenstermacher stating that he has accepted a position in El Paso, Texas and will no longer be able to perform the duties of Board President.

**Motion:** Joanne Shafer moved that the Board accept the resignation of President Kurt Fenstermacher with deep regret and congratulations and that a letter of appreciation for his services be sent to Mr. Fenstermacher. John Yingling seconded the motion. Motion carried.

#### 1.4.3 Resignation of Membership Chair, Bruce Brady

The Executive Director received a letter from Membership Chair Bruce Brady stating that he has accepted a position in Minnesota and will no longer be able to perform his duties as Membership Chair.

**Motion:** Joanne Shafer moved that the Board accept the resignation of Bruce Brady, Membership Chair, with regrets and that a letter be sent to Mr. Brady thanking him for his services. John Yingling seconded the motion. Motion carried.

#### 1.5 Board Reorganization

**Motion:** John Yingling moved that the floor be opened for nominations for President. Walt Davenport seconded the motion. Motion carried.

**Motion:** Joanne Shafer moved that Amy Mazzella di Bosco be nominated for President. Dean DeLong seconded the motion. Motion carried.

**Motion:** Joanne Shafer moved that nominations for President be closed. Walt Davenport seconded the motion. Motion carried. Amy Mazzella di Bosco will be President by consensus.

Amy Mazzella di Bosco resigned her position as Secretary.

**Motion:** Dean DeLong moved that the floor be opened for nominations for Secretary. Chuck Raudenbush seconded the motion. Motion carried.

**Motion:** Amy Mazzella di Bosco moved that Kris Howdysshell be nominated for Secretary. Joanne Shafer seconded the motion.

**Motion:** Dean DeLong moved that nominations be closed for Secretary. Joanne Shafer seconded the motion. Motion carried. Kris Howdysshell will be Secretary by consensus.

## 2.0 Consent Agenda

From the agenda, with corrections (underlined):

As discussed at our November Board Retreat, we will be including a Consent Agenda list of items for each board meeting. These items can be approved by a unanimous vote of the members present, allowing acceptance of reports or other minor actions without discussion. If any Board Member or voting Proxy wishes to pull an item or items from the Consent Agenda so as to discuss it at greater detail, he or she may request to do so with out affecting the other items on the list. The President shall seek requests from Board Members and Proxies to remove items from the Consent Agenda before the vote to approve the Consent Agenda is taken.

Joanne Shafer requested that the Finance and Fundraising Committee Report be removed from the Consent Agenda.

**Motion: Dean DeLong moved to approve the Consent Agenda. Don Blakesley seconded the motion. Motion carried.**

2.1 Committee Report—Finance and Fundraising

Chair Walt Davenport had two items that he would like the Board to review.

First: Request that the Financial Plan be reviewed and updated. This request was met under the Treasurer's Report and Walt thanked the Board for their fiscally responsible action.

Second: In the past, PROP has had "Presidential Luncheons" at the Conference. Former and current presidents have contributed money to the event and so it is named after them. As a new fundraiser for 2007, the Committee is suggesting a "Board Sponsored Luncheon." This fundraiser would consist of contributions from the PROP Board Members and would also be a great tool to use when seeking donations from foundations: PROP can verify that 100% of our Board Members contribute and/or financially support our organization. The Committee would like to know: Who should chair this event?

Discussion included:

- County employees cannot make a financial donation. It is a violation of County Code.
- County employees cannot make a personal donation as it is a conflict of interest.
- With this being the case, how do we satisfy our potential benefactors that 100% of our Board Members make a financial contribution to our organization?

The Committee withdrew their recommendation for a Board sponsored luncheon until adequate research has been done

on the aforementioned issues. The Committee will look at the 990's of other organizations (specifically, PRC).

### 3.0 Old Business

#### 3.1 Certification Program Proposal

Joanne Shafer, Chair, updated the Board on the Certification Proposal that was sent to South Carolina. The SC recycling organization is producing a recycling manual and RW Beck's proposal was selected. PROP has asked for feedback and has yet to receive any.

No determinations have been made regarding the Missouri and Texas proposals.

DEP's funding for the Certification Program is expected to be reduced. PROP is submitting two proposals—one will show the program at DEP's suggested funding (\$375,000) and the other will show the program as it is now (\$572,400). Both proposed budgets will include the in-kind contributions made by members.

The current contract ends at the end of February.

#### 3.2 Amendments to the By-Laws

Chuck Raudenbush, Chair, reported that the proposed changes to the By-laws were sent to every member in good standing. Over 400 ballots were sent and 112 were received within the time limit.

All three proposals were approved.

A discussion of the two vacant Board Seats resulted in a need of clarification as to who should fill the seat: public sector v. private sector v. at large. The Board has requested that the Executive Director create and submit a listing of the Board Members, their Proxies and a characterization of the seat (public, private or at large.)

**Motion: Chuck Raudenbush motioned that we defer the filling of the vacant seats until the next meeting and until the**

characterization of these vacant seats has been received by the board. Dean DeLong seconded the motion. Motion carried.

### 3.3 Waste Watcher Awards

Discussion followed the written report. The application has been changed so that applicants fill out a generic form and the committee decides in which category the applicant belongs.

A question to the Board was: Do we leave the program as is or do we entertain another idea? Suggestions on this included:

- Hold this event in conjunction with a legislative event—a new spring event exclusively for new Representatives and Senators.
- Fall Event—joint legislative day with PWIA and SWANA

The consensus of the Board was that the Government Liaison and Waste Watcher Award committees will work this out. However, they will confer with SWANA.

### 3.4 Strategic Plan

Nothing to report.

## 4.0 New Business

### 4.1 Committee Chair Appointments

#### 4.1.1 Membership Committee

Jan Arnold has been appointed Chair of the Membership Committee.

#### 4.1.2 Municipal Committee

Joy Peffley has been appointed Chair of the Municipal Committee.

#### 4.1.3 Data Management Committee

Sharon Svitek has been appointed Chair of the Data Management Committee.

### 4.2 Administrative Assistant Resignation

This business was covered under Correspondence.

#### 4.3 Administrative Fees Update

John Frederick, Executive Director, reported that the Supreme Court would not hear the final appeal. For many, this provides closure. For others, it provides an impetus to seek other funding solutions. John has met with other entities (PSATS, PWIA, SWANA, CCAP) to ensure that everyone was "on the same page." A survey will be sent to counties and municipalities to see what implications the removal of the Administration Fee has had on them. The results of the survey will be taken to the Legislators and solutions will be sought out.

Discussion included attaching recycling to Open Space Initiatives, raising tax mills and taking the DEP to court to force the DEP to defend the County Solid Waste Plans.

#### 5.0 Generative Discussion with Doug Johnson

See notes at end of minutes

#### 6.0 Good of the Order and Adjournment

6.1 A draft of the conference brochure was distributed.

Corrections/additions are to be submitted ASAP.

6.2 Soil Builders Conference

This conference will look a bit different than before. A few additional sessions will be held at the conference and there will be a one day "Soil Builders" event.

6.3 The next meeting will be at the Ramada Conference Center in State College on March 12<sup>th</sup>.

6.4 NERC is soliciting an RFP for an update of their recycling economic impact study.

For a fee, PROP will assist the consulting group that is awarded the bid.

6.5 Adjournment

**Motion: Art Feltes moved that the meeting be adjourned. Sandi Brown seconded the motion. Motion carried.**

Vice President Mike Crist adjourned the meeting at 2:14 pm.

# Generative Discussion

Doug Johnson, Lutheran Services of America

## Three Functions of Governance as Leadership for the Non-Profit Organization

- Fiduciary—Legal, due diligence
- Strategic—Planning
- Generative—Interpreting ambiguity, framing issues and scouting the future (does not always yield a decision)

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## Two Questions for the Board to use as Generative Discussion topics

- As you look at Pennsylvania's recycling future, what would you identify as the three greatest threats to funding?
- If you could wave a magic wand to change two or three things, what would you change?

### **Results of Question Number One: Three Greatest Threats to Funding**

- Public apathy (lack of money for education)
- Legislators lack knowledge of the importance of recycling
- Lack of DEP commitment
- Do nothing (apathy)
- Act 101's sunset
- Economic markets
- Success of our programs causes the powers-that-be to make cuts saying "you already have success...what more do you need?"
- No state-wide standardization of programs—causes confusion
- Lack of fee (user-type or mandate)
- Lowering of disposal fees
- Lack of market enhancement
- Not keeping it simple (lack of state-wide standardization)
- Decrease of 101 funding (trash exports)
- Potential unfunded mandates (Electronics, HHW)
- Market vulnerability (decrease in durable goods)
- Lack of knowledge (local, personal, state)

- Apathy
- Ignorance

#### Framing

Public Policy Issue—persuade legislators

Public Education Issue—create smarter consumers

Best Practices/Marketing Issue—operational

Economic Issue

## Results of Question Number Two: Wish Making

- Municipal consolidation
- Changes in state law—mandatory trash collection for everyone
- Trash and recycling should be a public utility
- Ban burning
- Work towards efficiency
- Eliminate sunset date with good financial disbursement
- State-wide recycling—let economics drive the system
- Enhance market value of recyclables
- Increase use of recycled content in marketable goods
- Revamp Act 101
- Leaders would be independent thinkers
- Uniformity
- Focus on markets
- Every material is marketable
- Link recycling to important issue of the day (demonstrate that recycling saves fuel)

### Framing

- Policy/Advocacy Issue
- Market Issue

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### After a Generative Discussion....

- Loop back to the strategic plan: "what can we do?"
- Identify parts of the plan that move us forward
- Adjust parts of plan to effectively reach goals

### Approaching Dialogue with Businesses—How?

Local, state and national

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### Observations on this Generative Discussion

- Many strong held opinions in this group
- Hearty conversations
- Divergent opinions and passions

These all combine to yield a significant and valuable generative conversation

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### **Forward Thinking: Using Generative Discussion in Future Conversations**

- Build in a good hour of generative conversation at every or every other board meeting
- Someone needs to build the generative discussion agenda
- Advertise this agenda/topic in advance of the meeting
- Generative time could also include having someone else address the meeting
  - Have dialogue
  - Perhaps get a large corporation present to talk about partnerships (Wal-Mart's greening campaign)