

Professional Recyclers of Pennsylvania
Board of Directors Meeting
Ramada Inn, Altoona
November 19, 2008

1. ADMINISTRATIVE

• **Roll Call and Introduction**

Lori Robson called the meeting to order at 11:09am. It was determined that a quorum was present.

Board Members Present

Lori Robson
Brenda Schmidt
Bob Bylone
Mike Crist
Joy Smallwood
Joanne Shafer
Lorin Meeder
Michele Nestor
Art Feltes
Sue Mancino
John Yingling
Mike Hnatin
Skip Raabe

PROP Staff

John Frederick
Season Consiglio

• **Approval of Minutes for the September 4th, 2008 Board Meeting**

Motion: Art Feltes moved to approve the meeting minutes as distributed with John Yingling seconding the motion. Motion carried.

• **Financial Report**

Joanne Shafer reported that as of November 17, 2008 there is a bank balance of \$43,447.13, which includes \$22,845.98 in CD's)

Certificate of Deposit Balances:

- M & T CD #1 \$5,000 (restricted scholarship)
- FCB New CD \$60,000
- FCB New CD \$30,000

M&T Money Market Savings as of 11/17/2008- \$24,122.42

Waiting on outstanding Certification billing from DEP for June and July.

Money has been moved to cover payments to the Wyndham in Gettysburg for the PROP conference and Gateway Clipper at NRC Conference.

Reviewed the PROP Conference and NRC Conference sheets, which will be attached to the minutes.

Appeal to the committee chairs to turn in in-kind forms to have an accounting record regarding what is being contributed to PROP. This helps show value to DEP and with grants, etc.

Motion: Brenda Schmidt moved to approve the Treasurer's report, with Sue Mancino seconding. Motion carried.

2. CONSENT AGENDA

Lori explained what the consent agenda is for the benefit of the new board members. Mike Crist pulled the nomination report.

Motion: Joanne Shafer moved to approve the Consent Agenda, Art Feltes seconded. Motion carried.

3. OLD BUSINESS

- **NRC Annual Congress and Exposition Update**

Reviewed outcome of the NRC Conference, work put in vs. money earned. (worksheet attached)

- **Privacy Policy**

Membership Committee sent this to the board last year. It was determined that the board passed a policy in November of 2006 that included technology usage. A second policy- the data protection policy was also discussed with focus on the existing mailing list policy. Advised to add section F under the data protection policy that members shall be notified of the privacy policy annually.

Motion: Michele Nestor motion to add section F to data protection policy with Mike Crist seconding. Both amended their motion to put the information under section 2H instead of F. Motion carried.

- **2009 Conference Update**

John advised that there is a conference call next Monday for the conference committee. The staff has started the layout for the brochure and for the exhibitor space.

- **Proxies**

Lori asked that information be provided regarding Proxies for Bob Bylone, Mike Hnatin and Andrew White.

4. NEW BUSINESS

- **Recycling Markets Exchange**

John advised that he spoke with Julia Morano and thought it would be a worthwhile discussion at the conference regarding product stewardship. He wants to make sure the board does not mind looking in to this further. (This did not go through a vote.)

- **Green Expo**

An expo group is planning to do a Green Expo in Philadelphia in the upcoming year, would we be interested in this event? Bob advised that they have been approached about this and it has a broad focus on going green, not a strong recycling base. Information provided regarding the Remade conference, which is more directly recycling related. The board felt this was an operational item that John can use judgment on.

Meeting went to break at 11:55am for lunch.

Meeting called back to order at 12:45 by Lori.

- **NRC Proposed Affiliation Agreement**

John advised that NRC is considering a new affiliation plan, proposing to charge affiliates the \$1000 fee, but waiving the per member fee. NRC will then be going after larger financial contribution from

national supporters. Concern to most organization is that their attempt to raise funds will clash with the states attempt to raise funds.

John was advised on concerns and given sentiments to address with the NRC committee. The Board would like to review any draft agreement before final approval is given.

- **Proposed Business and Industry Committee**

Board agrees that with private companies as members, this type of committee does seem to be a good fit. Currently determining interest and the structure the committee would follow. The Board asks that the committee would report back after their first meeting is held.

Motion: Art Feltes moves to create the Business and Industry Committee, Sue Mancino second. Motion passed.

- **Council Structure**

Lori reviewed the current chairs to see if they remain the same.

A fundraising chair is needed, along with additional members of the fundraising committee. Season will help to spearhead efforts in office.

America Recycles Day was placed under the Awards Committee. Art volunteered to chair the Awards Committee, as long as someone will take over his other committee chair position.

Lori will ask Tom Arnold if he would like to be head of Hazardous Materials. Lori then finalizes committee chair placements.

- **By-Laws**

Motion: Michele Nestor motions to send suggestion to the By-Law committee for review to make changes to the mission statement, John Yingling seconded motion. Make sure to check if corporation papers need to be changed if mission statement changes. Motion passed.

- **Board Legislative Priorities**

Review of the Legislative Priorities determined by the Board and laid out in enclosed hand out.

Motion: John Yingling motion to authorize PROP lobbyist to carry through on Board priorities, Art Feltes seconded motion. Motion passed.

5. EXECUTIVE SESSION- Employee Bonus Program

Returned to meeting at 1:55pm

6.ELECTION OF OFFICERS

- No further nominations. Motion: Michele Nestor motion to close nomination and John Yingling seconded. No opposition, Art abstained.
- Unanimous ballot cast to pass the nominations.

7. ADJOURN

- Next meeting to be held by conference call. Staff will assist in putting together the next meeting.
- Dates set for 2009 meetings:
 - January 12th
 - March 16th - Motion: Mike Crist motioned to change meeting to this date as it is already listed in the calendar book. Brenda opposed, all others approve. Motion passed.
 - May 11th
 - July 28th night before the PROP Conference, discussion regarding holding the meeting at the end of the conference with majority agreeing they prefer it at the beginning.
 - September date to be set in conjunction with the SWANA conference.
 - November 17th and 18th Board retreat, with agreement to hold the event again in the Altoona area as convenient for Board and staff.

Art Feltes motion to Adjourn meeting- 2:10pm, Lori closed meeting.