



## U.S. green building council mississippi organizing group

### **Meeting Minutes – Leadership Retreat**

January 14, 2007 1:30pm

Attendees: John Milner, Brunini Grantham Grower & Hewes  
Perry Richardson, Canizaro Cawthon Davis  
Sheryl Fox, Canizaro Cawthon Davis  
Charles Hooker, Offisource  
Ann Somers, Cooke Douglass Farr & Lemons  
Patrik Lazzari, Yates Construction  
Michelle Russell, Herman Miller  
Lauren Thompson, Canizaro Cawthon Davis  
Wade Thompson, Duvall Decker Architects  
Andrew Liles, Canizaro Cawthon Davis  
Steve Browning, Hayes Dent  
Nathan Boggan, Foil Wyatt Architects  
Beth Miller, Mississippi State University

#### Items Discussed:

---

1. Secretary (T. Scott) was not present. W. Thompson to take minutes this meeting.
2. Issue of getting meeting minutes distributed in a timely manner. All present agreed this issue is important.
3. Clarification of officer requirements. J. Milner indicated roles for all officers will be defined in bylaws.
4. Group review & comment on strategic plan topics. Revisions to executive summary per P. Richardson.
  - What issues are local?
  - How do we have a more beneficial economic impact?
  - How does our strategic plan respond to our local problem (in Mississippi)?
  - What are our local problems in terms of green buildings and sustainable design?
  - How do we find solutions to these problems?

LOCAL problems:

  - Cheap vs. cost effective
  - Acknowledgement of environmental problems
  - Short vs. long term benefits
  - Lack of education
  - Fear
  - Lack of Knowledge of direct benefits/consequences

Mission/Solutions:

  - Educate on grassroots level & local leaders
  - Educate on emerging green builders.
  - Alliances
  - Be an information resource
5. The goals of the Organizing Group - "stick to what we know"...things that are indisputable. & expand on that knowledge.
6. J milner...carefully consider the groups public position. Establish your network. Let people know who you are. Then you develop into an informational source.  
If you're gonna play a role in legislation...it needs to be thoroughly planned.  
Stay in your niche, where you are most effective. "Stay in green buildings...."
7. Watch out for being used as a strategic agendas. We need to develop an expertise & call that our home.

8. Missing piece: executive committee  
The entire executive board typically meets very infrequently.  
Interim meetings involving officers occur to communicate/implement the board's & groups goals.  
We need to deal with structure.
9. Discussion of group organizational structure by J. milner.
10. 501c3 organization  
Vote to approve this & get started with the paperwork.  
J milner moved, s browning second. All approved with no objections.
11. Bylaws.....how do we want them to look for our initial submittal to national usgbc.  
Proposed changes to model bylaws were discussed.
12. Review of usgbc provided model bylaws as follows:
13. Membership:  
member of national usgbc to be a local member? Yes
14. Board of directors:  
Dues proposed by exec committee & voted on by board (possibly electronic...or using www to help with this)  
14 categories represented in board...is this a mandate? NO  
Use "included but not limited to" language....  
Put a numerical cap on # of individuals...min of 10, max of 25  
Keep "no more than one from each member company"  
"#4" fill in days as "30"  
Quartly meetings for the board
15. Committees:  
Executive committee (officers and committee chairs)....makes authoritative decisions on a day-to-day basis that are ratified by the board of directors.....in order to have constant leadership.
  1. executive  
(big 3 list as standing committees)
  - 2.. finance
  3. education
  4. membership
  5. programs/events
  - (Others as "special committees")
  6. governmental advocacy
  7. liason
  8. communications
  9. others that the board may appoint when necessary
16. Board of directors 10 to 25 people who meet quarterly. Board member terms are for 2 years.
17. Officers flow from the board of directors (you have to be on the board to be an officer, etc...officer terms are for 1 year (possibly build these limits in later...))
18. Call for vote: the executive committee to be officers only. Motion by B miller Second by S browning. All approved with no objections.
19. Include annual budget & annual audit in bylaws. Budget to be approved by the board each year.
20. To be included in bylaws: "Executive committee appoints committee chairpersons"
21. Immediate past president to be an ex-officio member of the executive committee for purposes of continuity? Yes.  
Vice president typically steps up to become president....
22. J milner recommended a staggered succession of positions.

23. Article IX Indemnification: j milner questioned the need for this inclusion. Possibly for insurance purposes. We need to know more about national USGBC position on indemnity. How would this relate to the insurance required of a provisional chapter per national USGBC?
24. Limit indemnification to the proceeds via insurance.
25. Motion for j milner to develop draft of bylaws based on discussions. All approved with no objections.
26. Budget - M Russell to adapt sample budget as a guide & submit draft to leadership group for review.
27. Dues are collected by national usgbc (even local dues) and redistributed back to us at a local level.
28. Each committee to review annual budget needs and transmit to M. Russell.
29. Discussions on calendar of events & budget to continue in future leadership group meeting.
30. Send P. Lazzari & A, Somers any ideas for potential educational programs.
31. All committee heads to review goals as outlined in the Strategic Plan. Be critical of goals & consider what resources you may need to achieve these goals. Forward proposed revisions to N. Boggan.
32. The group will operate as a "provisional chapter" for about a year.

No more items