**BOARD OF DIRECTORS MEETING MINUTES**

**February 24, 2024
Santa Fe, New Mexico**

1. **Call to Order** (9:06 am MST)
2. **Roll Call**

**Board Members Present**

President: Billy Tubb

Vice President: Wilson Dau

Treasurer: Ira Rothman

Past President: Frank Agraz

At-Large Director: Tanya Hernandez

At-Large Director: Amardeep Dugar

At-Large Director: Michael Myer

At-Large Director: Kelly Seeger

At-Large Director: Javier Villasenor

Regional Director: Jeremy Maxie

Regional Director: Jared Smith

Regional Director: Becky Stuart

**Board Members Absent**

At-Large Director: Scotty Hutto

Regional Director: Kelly O’Connor

**Staff Present**

CEO/Executive Director: Colleen Harper

Chief of Staff and Director of Operations: Klysha Ross

Chief Financial Officer: Olga Loukina

Director of Marketing and Business Development: Graham Kirk

Director of Education and Standards: Brienne Willcock

 Editor in Chief: Craig Causer

 Senior Manager of Membership: Michael Austerlitz

**3. Agenda** 3.a.Additional Items of New Business

3.b. Adoption of the Agenda

* ***K. Seeger motioned to approve the agenda; seconded by T. Hernandez. Motion passed unanimously.***

**4. Consent Agenda**

4.a. January 29 Board Meeting Minutes

4.b. Committee Changes

* ***W. Dau motioned to approve the consent agenda; seconded by J. Smith. Motion passed unanimously.***

**5. 2024 Fiscal Year Budget**

Colleen and Olga presented the 2024 budget for the Board to review and approve.

* ***M. Myer motioned to approve the 2024 Fiscal Year budget with an additional allocation of monies not to exceed $5,000 to cover the expense of a grants consultant; seconded by I. Rothman. Motion passed with one abstention.***

**6. Extended Board Service Terms**

 The Board discussed the extension of Board term for FY 2024 due to the Fiscal Year change.

* ***M. Myer motioned to approve the extension of Board terms for FY 2024 for six months due to the FY change; seconded by A. Dugar. Motion passed unanimously.***

**7. Revised Bylaws**

 Colleen presented the revised bylaws for the Board to review and discuss.

* ***M. Myer motioned to approve the amendment of the IES by-laws to modify dates related to the fiscal year change; revise the board composition; and to remove the requirement to conduct the business review; seconded by J. Smith. Motion passed unanimously.***

**8. Membership Committee Proposal**

Michael led the discussion on the Membership committee’s proposal on member designations for the Board to review and discuss.

* ***J. Maxie motioned to approve the Membership Committee proposal as presented; seconded by F. Agraz. Motion failed with three approved and nine opposed.***

**9. Board Travel**

Colleen led the discussion on how to handle financially prudent Board travel to important industry events.

**10. Standards – Update**

 Brienne provided an update on the Standards.

**11. Work in Progress W.I.P.**

1. Website
2. Wicket Membership database
3. RP-46 Update

**12. Strategic Plan Review and Discussion**

The Board reviewed the Strategic plan with the Directors.

**13. New Business**

1. NEMA Update

**13. Executive Session**

 The Board went into executive session.

**14.. Adjournment**

* ***B. Tubb motioned to adjourn the meeting at 3:30 pm MST.***