

Ohio Energy Project Board Meeting
Date: December 13, 2017 Time: 1:30 p.m.
Location: Ohio Energy Project offices,
200 E. Wilson Bridge Rd., Worthington, Ohio

Board Members Present:

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
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:

Dale Arnold, Ohio Farm Bureau Federation – President
Chris Monacelli, Westerville Electric Division
Susan Moser, Ohio Development Services Agency – board partner
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:

Brian Garland and Ben Antonelli, Rea & Associates

Call to Order and Welcome:

Vice President Scott Potter called the regular meeting of the board to order.

Approval of minutes:

Potter asked if there were any corrections to the previously distributed minutes of the September 2017 board meeting. Hearing none, Potter called for a motion. Bill Yost moved the minutes be approved; Andrew Finton seconded. Potter called the vote. Motion carried.

Board Resolution:

Potter shared a resolution to modify organization bylaws to change the frequency of board meetings to bi-monthly starting February 2018 with the October meeting to serve as the annual meeting. A list of future dates was included in the agenda and may be found below. Potter called for a motion. T.J. Faze moved passage of the resolution; Bill Yost seconded. Potter called the vote. Motion carried.

Audit:

Potter asked representatives of auditors Rea & Associates to introduce themselves. Brian Garland and Ben Antonelli reviewed the draft audit for the years ended June 30, 2017 and 2016, which Antonelli said included a clean opinion. Antonelli noted the financials generally showed favorable increases year-to-year. He said management/general/fundraising accounted for about 12 percent of expenses in 2017, very favorable compared to general guidance of 75 percent program expense and 25 percent management/general/fundraising expense. Antonelli also led a review of the draft 2016 Form 990. Board members noted several items to be updated or revised. The board thanked Antonelli and Garland for reviewing the documents.

T.J. Faze led a review of the 2018 budget and current financials. The 2018 budget showed total income of \$1,960,102 with education expenses of \$1,330,819 and program fees of \$629,283. Faze and Scott Potter asked if management/general/fundraising expenses could be shown in the budget in the future.

Debby Yerkes noted that the budget included a commitment from the Ohio Development Services Agency of \$40,000. She said the grant has actually been increased to \$91,925 in order to include LED bulbs in energy efficiency kits but the increase was not reflected in the budget since the new agreement has not been signed by ODSA.

Faze reviewed the balance sheet and profit and loss statement through September 2017, as well as profit and loss statement, Accounts Receivable and Accounts Payable statements through Dec. 11, 2017. He noted the seasonal nature of OEP program expenses is reflected in the statements but overall financials appear in good order.

Debby Yerkes announced the organization's line of credit with Chase Bank has been paid in full, bringing a decade-long liability to an end.

T. J. Faze announced that the Columbus Foundation's Big Give initiative had resulted in \$825 in donations to OEP with a Big Give match of about \$70 for a total of just more than \$895 in donations. Yerkes advised that Sue Tenney had added a "Donate" link at the top of the ohioenergy.org website to enable site visitors to make direct donations to OEP via credit card or PayPal anytime.

Finally, Yerkes announced that long-time board member Judith Santmire had resigned to pursue other interests. Jackie Bird requested a letter of thanks be sent to Santmire recognizing her involvement with OEP beginning as a student leader and continuing as a staff member and finally as a member of the board.

Potter called for a motion. Bill Yost moved to accept the financial statements for audit; Andrew Finton seconded. Potter called the vote. Motion carried.

Watt's Happening:

Jessica Sarber shared a slideshow recounting numerous significant OEP achievements during the past school year. Jackie Bird suggested the slideshow be added to the ohioenergy.org website.

Icebreaker:

To introduce some physical activity, Sue Tenney shared a variation of an icebreaker used with students in which participants self-selected into multiple groups based on their interest in a stated topic such as favorite music style, holiday movie, etc. Sue explained the activity helps students get to know each other

and enables them understand how it feels to be part of a larger or smaller group/individual based on their interests.

OANA Accreditation:

Jackie Bird announced the Ohio Association of Nonprofit Organizations (OANO) has awarded its Standards of Excellence accreditation to the Ohio Energy Project. Bird and Yerkes thanked board members and staff for all their work in earning this accreditation which promotes ethical practices and accountability in nonprofit organizations in Ohio.

Boardapalooza:

Debby Yerkes said a total of eight staff and board members attended the OANO 2017 nonprofit conference, Boardapalooza. Yerkes said attendees came away with many learnings, among them:

- Consent agenda – A meeting practice which packages routine committee reports, board meeting minutes and other non-controversial items not requiring discussions or independent actions as one agenda item. The agenda including consent items is disseminated prior to the board meeting along with any documentation so the board can do due diligence before voting. Yerkes said OEP will move to consent agenda as best practice.
- Smart and Healthy Board goals – Various goals to improve board practice.
- Format and focus of board meetings – Yerkes asked each board member to review a list of discussion topics included in their board packet and to select six of the topics they would like to see focused on at an upcoming board meeting. Members completed their selections and turned them in to be reviewed so the top six topics can be identified and worked into future meeting agendas.
- Marketing/Elevator Speech – Yerkes said that board member Kelli Gaza Nowinsky discussed some social media and elevator speech ideas that could be explored to benefit OEP. Yerkes invited interested board members to attend a meeting at the OEP office in Worthington from 9 a.m.-noon, Thursday, Dec 28, to join with Nowinsky in discussing social media and elevator meeting concepts that can be adapted to further the organization's mission.

Executive Session:

Scott Potter at about 2:30 p.m. asked all OEP staff members except the executive director to wait outside the room so the board could go into executive session to consider succession planning. The board entered executive session.

Adjournment:

At the end of executive session with meeting agenda business concluded, Potter 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; Stjepan Vlahovich second. Potter called the vote. Motion carried.

Executive session closed and regular board meeting adjourned at 3:18 p.m.

-Recorded by B. Schumann, secretary

Upcoming OEP events:

Board Branding/Marketing/Social Media committee meeting – Dec. 28, 9 a.m.-noon, Worthington, open to any interested board member

Youth Leadership Summit – Jan. 23, 2018, Dayton

Youth Leadership Summit – Jan. 24, 2017, Dayton

Youth Leadership Summit – Feb. 7, 2017, Columbus

Board Meeting – Feb. 1, 2018, Worthington

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 for information on more upcoming events or contact OEP staff for specific event information.