

**FPA monthly Board of Director's Meeting**  
**Wednesday, 24 October 2007**

Meeting called to Order: 7:10

Meeting adjourned: 9:40

Board Members in Attendance: Ayme Pointer, Steve Mullen, Jim Southworth, Georgia Graves, Charolette Yakovleff, Bob Giarrusso, Mr. Selim

Guest Participants: Chuck Pena, Steve Ruddell

Location: Onsite FPA

Report: Executive Director Report

Presenter: Chuck Pena

Highlights: September and October 2007 Staff Report, Operations Report, Production/post production Report, Development Report, Engineering Report – Distributed to BOD Members in attendance

Motion: The BOD appoint 9<sup>th</sup> member of the Board prior to general officer election

Motion Made By: Ayme Pointer

Motion 2<sup>nd</sup>: Steve Mullen

Discussion: This action is not in conflict with BOD by-laws. This vacancy should be filled with the greater good of the organization in mind

Motion: Carried

**ELECTION OF OFFICERS:**

Position: The 9<sup>th</sup> position on the existing Board to serve a three-year term as an appointed officer to the Board

Nominations: Jim Housel

Nominators: Georgia Graves

2<sup>nd</sup>: Ayme Pointer

Discussion: Nomination accepted

Result: Jim Housel appointed to serve on the BOD

Position: President

Nominations: Georgia Graves, Jim Southworth, Charolette Yakovleff

Nominators: Ayme Pointer, Self, Self respectively

2<sup>nd</sup>: Steve Mullen, Mr. Selim, Bob Giarrusso respectively

Discussion: A secret ballot process shall be used for the voting for all new officer positions – Undisputed

Result: Georgia Graves

Position: VP

Nominations: Jim Housel, Charolette Yakovleff

Nominators: Steve Mullen, Self respectively

2<sup>nd</sup>: Charolette Yakovleff, Bob Giarrusso respectively

Discussion: None

Result: Jim Housel

Position: Treasurer

Nominations: Steve Mullen, Charolette Yakovleff

Nominators: Bob Giarrusso, Self respectively

2<sup>nd</sup>: Him Housel, Ayme Pointer respectively

Discussion: None

Result: Steve Mullen

Position: Secretary

Nominations: Mr. Selim, Charolette Yakovleff

Nominators: Bob Giarrusso, Self respectively

2<sup>nd</sup>: Steve Mullen, Mr. Selim respectively

Discussion: None

Result: Mr. Selim

Approval of Minutes:

Month: August 2006

Discussion: Corrections were indicated in writing and provided to Jim Housel

Approval: Yes

Conflict of Interest:

Discussion: Examples requested

- Causing an appearance of impropriety
- Corporate decisions made by Board members that will affect a personal benefit or outcome
- BOD member doing something not in the best interest of the corporation

Result: No conflict of interest identified

Report: Annual Meeting Overview

Presenter: Jim Southworth

Highlights: There are concerns about membership perception of the Board and organization. Issue should be addressed by Director of Membership, Bob Giarrusso (so noted). The BOD should operate in a transparent and communicative fashion.

Report: Treasurer's Report

Presenter: Steve Mullen

Highlights: 2006 end-of-year report and regular monthly report distributed to BOD Members in attendance

BOD MEMBERS 2007-2008 ROLES:

Georgia Graves - President

Jim Housel - Vice President, Director of Internal Affairs, Chair of Operation Committee

Steve Mullen - Treasurer

Ayme Pointer - Director of Strategy

Jim Southworth - Director of Technology Development

Bob Giarrusso - Director of Membership

Charolette Yakovleff - Director of Events Planning, Chair of Internet Committee

Eugenia Colon - Director of Fundraising

Mr. Selim - Secretary, Parliamentarian

\*\*\*ACTION ITEMS\*\*\* ACTION ITEMS\*\*\* ACTION ITEMS\*\*\* ACTION  
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Item Description: Create and provide agenda template; to Chuck Pena

Responsible Party: Ayme Pointer

Date: 9 November 2007

Follow-up: Reviewed Action Items – 2007 November monthly meeting

Item Description: Create and provide via email “new officer” template to all BOD members

Responsible Party: Jim Housel

Date: 2 November 2007

Follow-up: Reviewed Action Items – 2007 November monthly meeting

Item Description: Sign “new officer” document and provide to President

Responsible Party: All Board of Directors

Date: 2007 November monthly meeting

Follow-up: Reviewed Action Items – 2007 November monthly meeting

Item Description: Schedule brainstorming and strategic framework session with each Director

Responsible Party: Georgia Graves & Ayme Pointer coordinate – All Board members

Date: All meetings shall be “scheduled” by 2 November 2007

Follow-up: Reviewed Action Items – 2007 November monthly meeting

Item Description: Create BOD Book

Responsible Party: Georgia Graves & Ayme Pointer coordinate

Date: 2007 November monthly meeting & 2007 December monthly meeting

Follow-up: Reviewed Action Items – 2007 November monthly meeting

Item Description: Strategic Planning Meeting output

Responsible Party: Ayme Pointer

Date: TBD at President’s discretion – estimated December 2007

Follow-up: Reviewed Action Items – 2007 November monthly meeting

Item Description: Provide Agenda to President 1-week prior to monthly meeting

Responsible Party: Chuck Pena

Date: On-going

Follow-up: On-going

Item Description: Director and Officer “Reports” provided to President

Responsible Party: Each BOD member

Date: 1-week before each monthly meeting; On-going

Follow-up: On-going

Follow-up items for next meeting:

– “Resolution for new committee” – do any of our committees fall into this category?

Miscellaneous:

- Georgia can set up a conference call for any one of us anytime
- Emails representing BOD correspondence should be confined to succinctly discussing FPA Business only

Thank You,  
Ayme Pointer