

Meeting of the STEM AC Foundation Board of Directors

January 9, 2018

STEM AC Conference Room

4-5 p.m.

Call-in Information: 1-877-820-7831 Passcode: 118994

1. Call to Order. The meeting was called to order at 4:06 p.m.
2. Additions to Agenda. None.
3. Approval of Minutes from Last Board Meeting: Dave Hill made motion to approve the Minutes and Todd Grander seconded the motion. The Minutes were approved by a unanimous vote.
4. Action Items
  - a. Shall the organization approve the proposed Audit Policy? Dave Hill moved to approve the policy as written and Laurie Anderson seconded the motion. The policy was approved unanimously.
  - b. Shall the organization approve the proposed Gift Acceptance Policy? Dave Hill motioned to approve the policy as written and the motion was seconded by Angela with modifications as recommended. The policy was approved unanimously.
  - c. Shall the organization approve the proposed Fiscal Policy? Laurie Anderson made a motion to approve the policy as written and the motion was seconded by Todd Grande. The policy was approved unanimously.
  - d. Shall the organization approve the proposed Document Destruction Policy? Discussion was introduced by Dave Hill about the need to describe how to retain electronic communication internal process and written procedure. Board members directed the Foundation Founder to write an operating procedure on handling electronic communication. Dave Hill moved to approve the policy as written and Laurie Anderson seconded the motion. The policy was approved unanimously.
  - e. Shall the organization approve the proposed Whistle Blower Policy? Discussion centered on four areas:
    - i. making the document more succinct by collapsing all three reporting options into one sentence and adding the option for a face to face meeting;
    - ii. changing the title from Board President to Board Chair;
    - iii. including the word "immediately" in the sentence "All reports shall be investigated." in section III, Investigation and Follow-On Actions, to create a sense of urgency in dealing with whistleblower issues.
    - iv. modifying sentence a. in section III, Investigation and Follow-On Actions, to say "Provide the person filing a report and the accused with the summary of the findings."
  - f. Identify date and time of next Board meeting. The next Board meeting was scheduled for Friday, February 23<sup>rd</sup> at 8 a.m. Topics for the next Board meeting will include:
    - i. Board member recruiting. Maureen is developing a Board recruitment matrix and will request Board input on ensuring that the matrix and potential candidates represent:

1. all Idaho regions to reflect the Foundation and the STEM Action Center geographical footprint;
    2. representation from various professional sectors: education, industry, nonprofits, law, finances/investing, etc.;
    3. gender diversity;
    4. skills required for governance; and
    5. Board experience.
  - ii. review and approval of the Foundation Key Priority Indicators (KPI).
  - iii. review and approval of the Foundation CEO job description and Board member roles and associated responsibilities.
5. Reports: Maureen reviewed grants applied for by the Foundation and respective status:
  - a. August 2017 “Helping Hands” Pro-bono Form 990 preparation by Harris and Co. Won.
  - b. October 2017 Power Engineers Sponsorship of \$2k for Idaho Science and Engineering Fair (ISEF). Won.
  - c. November 2017 BSU Public Radio Free PSA. Didn’t win.
  - d. December 2017 Boise Analytics Pro-bono assistance determining what data to collect for use in grants and how to organize and report data. Won.
  - e. December 2017 Andeavor (formerly Tesoro) \$25k sponsorship of ISEF. Won.
  - f. December and January 2017 US 2020 Grant for \$150K. This grant addresses both funding and STEM AC capacity building as it includes two full-time staff members for the duration of the grant. The first part of the grant process is completed and now STEM AC members and the Foundation Founder, Maureen, will prepare and submit the second phase of the application during January.
  - g. January 2018 \$25k INL sponsorship for ISEF. Submitted and pending.
6. Board Training: None.
7. Generative Discussion: What can the Board do to support the Foundation efforts? Maureen identified that the three topics already identified for the next Board meeting are areas in which Board assistance is required.
8. Meeting Feedback Survey: Board members completed a Board meeting assessment survey.
9. Adjourn: The meeting was adjourned at 4:49 p.m.