

Meeting of the STEM AC Foundation Board of Directors

February 23, 2018

STEM AC Conference Room

8-9 a.m.

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

1. Call to Order. Maureen O'Toole, Foundation Founder, called the meeting to order at 8:10.
2. Additions to Agenda: None
3. Approval of Minutes from Last Board Meeting: Board Secretary Laurie Anderson approved minutes prior to the Board meeting.
4. Action Items
 - a. *Shall the Board approve the job description for the Foundation Director?* After conversation described below, Dr. David Hill, Director at Large, made a motion to table the discussion on the job description of the Foundation Director until more action is taken to secure a long-term contract for this position. Laurie Anderson, Board Secretary, seconded the motion. The motion was approved by unanimous vote.
 - i. Modifying the Director position description. The Director position description needs to be modified to meet state contractor job description requirements. Members of the STEM Action Center will work within the RFP process in conjunction with the state procurement office to post the Foundation Director position. Approval through the state for a full-time Director using the RFP process for a 3-5 year position is a long process.
 - ii. Focus areas for the Director. Discussion started by Todd Grande, Board Treasurer, addressed creating agreement on the major areas of focus for the position. Will this position have primarily external focus, with the Director traveling across the state to engage industry, business, education, etc. or is it primarily an internal position with a focus on grant writing and other sources of fund raising that don't require extensive community interaction? STEM AC Director Dr. Angela Hemingway intends to include both the internal and external areas of foci. Laurie Anderson, Board Secretary, stated that both internal and external areas are necessary to make connections and secure funding. Primary focus for the short term will be internal, however, in order to create structure for receiving, tracking, distributing and reporting Foundation funds. Dr. Hemingway stated that one of the greatest needs is to create awareness of the Foundation and its ability to connect to industry, an external focus, so this may require greater involvement by the STEM AC Director in the short term.
 - b. *Shall the organization approve the proposed Key Priority Indicators for the Foundation?* Discussion centered on the need to create a tracking and reporting system for Foundation funds and to create a KPI addressing this action. Dr. Hill moved that the KPI be approved contingent upon the addition of a tracking and reporting action item. Laurie Anderson seconded the motion. The motion was approved by unanimous vote.
 - c. *Shall the organization approve the proposed Board member roles and responsibilities?* Laurie Anderson stated that the position descriptions were fine as is. There was no other conversation concerning Board member position descriptions (Chair, Secretary, Treasurer, and Director at Large). Dr. Hill recommended that a statement about the

fiduciary responsibility of Board members be added to the document which describes the overall roles and responsibilities of the Board of Directors. Dr. Hill moved that the Board member positions descriptions and description of Board member roles and responsibilities be approved contingent upon adding a statement about fiduciary responsibilities. Laurie seconded the motion. The motion was approved unanimously.

- d. *Board member input on the proposed Board recruitment matrix to ensure that the matrix and potential candidates represent.* Due to time constraints, Laurie Anderson made a motion that this topic be tabled until the next Board meeting. Dr. Hill seconded the motion. The motion was approved by unanimous vote.
5. Reports: Maureen O’Toole, Foundation Founder, provided an update on grant activity and other fund development activities. Maureen reported that there is approximately \$102,000 in donations being processed currently. She created a spreadsheet tracking donation status that she will send to the Board Treasurer. She also created a spreadsheet tracking grants applied for and respective status of each.
6. Board Training: None.
7. Generative Discussion: What can the Board do to support the Foundation efforts? Due to time constraints, this topic was tabled until the next Board meeting.
8. Meeting Feedback Survey. No survey was distributed.
9. Adjourn. Laurie Anderson moved to adjourn the meeting at 8:47. Dr. David Hill, Director at Large, seconded the motion. The motion was approved by unanimous vote. The meeting adjourned at 8:47.