

Minutes
Board of Directors
Residential Energy Services Network, Inc.
February 25, 2003
Shelter Pointe Hotel and Marina
San Diego, California

Members Present

Ben Adams
Wade Byrd
Barbara Collins
Megan Edmunds
Richard Faesy
Philip Fairey
David Goldstein
Bruce Harley
Thomas Hamilton
Michael Holtz
Mark Jansen
Kelly Parker
Linda Perry
Gayle Sampson
Douglas Walter
Daran Wastchak
David Wilson

Members Absent

Stephanie Harmon
Rob McCorkle

Staff Present

Steve Baden
Kathy Spigarelli

Others Present

Tracy Fogsong, EnerCalc
Kathy Howard, Energy Sense
Myron Katz, Wisznia Associates
Lew Pratsch, U.S. Department of Energy
Barrie Rowley, D.R. Wastchak
Jesse Rowley, D.R. Wastchak
John Walsh, Northeast Utilities
Eric Werling, ICF Consulting

Call to Order

Residential Energy Services Network (RESNET) President, David Wilson called the meeting to order at 5:35 p.m. There was a quorum of members present. The members were notified of the meeting by e-mail and U.S. postage.

Approval of 3/5/02 & 12/12/02 Minutes

Mark Jansen moved that the minutes of 3/5/02 and 12/12/02 be approved. Barbara Collins seconded the motion. The motion passed.

2001 Audit & 2002 Financial Compilation

Thomas Hamilton presented the two documents that had been previously mailed to the members of the board.

Steve Baden explained the current financial system in that he made deposits and credit card receipts but that the accounting firm of Davis and Dash kept the records and that Mr. Baden did not have authority to sign checks.

Thomas Hamilton moved that the board accept receipt of the 2001 audit and 2002 financial compilation. Mark Jansen seconded the motion. The motion passed.

Report of the Nominations Committee on Vacant Board Members

Barbara Collins reported that there were two vacancies on the RESNET Board with the resignation of Dennis Storer and the vacancy of Jeremiah Gardner's seat since Energy Rated Homes of Arkansas did not apply for re-accreditation. The RESNET By-laws provide for the Board to fill vacant board seats for the remainder of the board member's term.

The nominations committee was composed of Barbara Collins, Richard Faesy, Gayle Sampson, and Douglas Walter.

Barbara Collins stated that for the vacant rater representative seat the nominations committee nominated Tracy Fogelsong. Richard Faesy seconded the motion.

Wade Byrd nominated Myron Katz for the position. The nomination was seconded by Michael Holtz.

Michael Holtz moved that nominations be closed. Bruce Harley seconded the motion. The motion passed.

Both candidates were provided time to address the board.

A secret ballot was taken. The results were:

Tracy Fogelsong - 13 votes
Myron Katz - 3 votes
Abstaining - 1 vote

Tracy Fogelsong was elected to the board to serve until October, 2003.

Barbara Collins stated that the nominations committee nominated Kathy Howard for the vacant rater provider seat. Philip Fairey seconded the nomination.

Philip Fairey moved that nominations be closed. Michael Holtz seconded the motion. The motion passed.

Philip Fairy moved that Kathy Howard be elected unanimously. Michael Holtz seconded the motion. The motion passed without objection.

Kathy Howard was elected to the board to serve until October, 2003.

Report of the Nominations Committee on 2003 RESNET Officers

Barbara Collins presented the report of the nominations committee. The following names were presented:

President – David Wilson
Vice President – Mark Jansen
Treasurer – Thomas Hamilton
Secretary – Kelly Parker

Barbara Collins moved the nomination of the officers presented by the nominations committee. Linda Perry seconded the nominations.

Richard Faesy moved that nominations be closed. Michael Holtz seconded the nomination. The motion passed.

Richard Faesy moved that the officers be elected unanimously. Michael Holtz seconded the motion. The motion passed without objection.

David Wilson was elected as president, Mark Jansen as vice president, Thomas Hamilton as treasurer, and Kelly Parker as secretary.

Executive Director's Compensation

The board went into executive session.

Daran Wastchak moved that the following compensation package to be offered to the RESNET Executive Director:

- Effective March 1, 2003 the compensation for services rendered for and in behalf of RESNET is to be \$11,000.00 per month. This compensation amount is to cover any annual leave and/or holidays etc. that may occur during a given month.
- Steve Baden would still be considered to be an Independent Contractor (as defined by the IRS) hired by RESNET to complete certain tasks and projects.
- The Executive Director is responsible for obtaining his own health, life, disability insurance coverage etc.
- The RESNET Ways & Means committee will draft a comprehensive contract for services that will run on a bi-annual basis and will be presented to the Governing board for review and approval prior to its official inception. Until that time, the Board will ask that Mr. Baden continue to work for RESNET on a month-by-month basis.
- The Governing Board is also in favor of additionally providing the Executive Director with a performance based incentive compensation structure built on a graduated scale that will not exceed 10% of his contracted compensation package. The Ways & Means Committee is tasked with the assignment of putting together a full set of performance criteria, standards, and details of this incentive package and present it to the Governing Board for their review and comment prior to it taking place.

Michael Holtz seconded the motion. The motion passed.

2003 Budget

Philip Fairey moved that the following budget be approved for 2003:

Professional Services	\$151,500
Accounting	10,000
Travel	28,000
Supplies	2,500
<u>Other</u>	<u>17,500</u>
TOTAL	\$209,500

Michael Holtz seconded the motion. The motion passed. Staff was asked to prepare a more detailed budget for 2004.

RESNET Chapters

Ben Adams moved that a committee be formed to explore options on RESNET chapters and present a recommendation to the board. Richard Faesy seconded the motion. The motion passed. Ben Adams, Richard Faesy, Bruce Harley, and Kathy Howard volunteered to serve on the committee.

Rater Blanket Insurance Policy

Mark Jansen moved that a committee be formed to explore options for RESNET providing blanket insurance policies for its members and present a recommendation to the board. Daran Wastchak seconded the motion. The motion passed.

2003 RESNET Priorities

Steve Baden presented a prioritized listing of the 2003 RESNET priorities that were previously approved by the board but were not ranked.

The 2003 Priorities are:

1. Place organization on financial and organizational sustainable basis
2. Complete process for amending HERS standards
3. Assist in development of workable, fiscal sound, and industry friendly federal residential energy efficiency tax incentives
4. Provide leadership in ensuring robust performance method for the International Energy Conservation Code
5. Assist in implementing new Fannie Mae energy mortgage product
6. Serve as facilitator between EPA and the rating industry on proposed changes to the ENERGY STAR Homes Program
7. Develop dynamic partnerships with the U.S. Department of Energy and HUD
8. Implement North Carolina project
9. Initiate process for developing industry standard for sampling
10. Continue to foster rater business development
11. Enhance partnerships with EEBA and Affordable Comfort

The board concurred with the ranking

Additional Staffing

Daran Wastchak moved that the executive director be authorized to increase

staff support and present a plan to the board for long term additional staffing. Linda Perry seconded the motion. The motion passed.

Adjournment

Philip Fairey moved that the meeting adjourn. Bruce Harley seconded the motion. The motion passed and the meeting was adjourned at 7:30 p.m.

Respectfully Submitted
Kelly Parker, Secretary