



Executive Committee Minutes
July 22, 2008
3:30-5:00 p.m.
Washington Conference Room

PRESENT: Brad Arntson, Pam Belli, Lois Davis, Joe McArthur, John Prescott and Jeff Thede. Participating via conference call: Margaret Brooks, Tom Kennedy, Algie Gatewood

STAFF: Gareth Nevitt, Maree Wacker, and Ronda Kennedy Clegg

1. Call to Order

Jeff Thede called the meeting to order at 3:35 p.m. Jeff advised that the new FY09 Executive Committee has not been officially appointed yet by the Board since there were still a couple of OTC Board members who were traveling and had yet to submit their electronic vote on the motion to appoint this Committee. Jeff explained that according to the by-laws a majority vote is not sufficient in this situation as it requires an affirmative vote by all Board members. He said we expect those final Board member votes in the next day or two. As a result, Jeff said, this Committee would not be taking any official action at this meeting but would use the time to do some planning.

2. Special Discussion – Board Committees Membership, Meetings and Reports

Jeff Thede presented a draft of the FY09 Board meeting schedule which included a draft of the Board members' committee assignments. He talked about his plan of holding Board meetings on a quarterly basis, and holding committee meetings on a monthly basis. Jeff said the Executive Committee would meet during the months that there was not a Board meeting. He suggested that it might be convenient to select one day a month, either the third or fourth Tuesday for example, as Red Cross Day when all of the committees and/or Board meetings would take place. On Board meeting months, the committees could meet just ahead of the Board meeting. Gareth said that for the Finance Committee, which has some non-Board members, this proposed schedule may not work, as the early morning timing of their current schedule allows them time to participate on the committee with a minimum amount of disruption to their own work schedules. Whereas a mid-afternoon meeting could be more challenging. Jeff said individual committee chairs should be the ones to work out their own committee meeting schedules. He asked each chair to determine the best option for meeting dates and times with their respective committees and to communicate that information back to him or to Thomas.

The Committee discussed the draft FY09 Board Committee assignments. They reviewed the list of members who had not yet been assigned and made suggestions

for placement. The Committee then discussed who would be responsible for contacting the Board members about their committee preferences.

Jeff encouraged the Committee to provide him with their input on ways to improve the board and committee meetings to ensure that members are fully engaged and informed. He said he would like to have Board meetings where the focus is on one, or possibly two, key subjects for discussion and then to allow part of each Board meeting to be used as a time for some social interaction and unstructured conversation. He said rather than summarizing all of the activities of each committee each month, the committee chairs should choose one issue or aspect of the committee's work to report on at each board meeting. Jeff said that he believes this sort of Board meeting format would increase the Board's effectiveness and keep members engaged.

3. CEO Report

Chapter Update

Gareth Nevitt provided an update on OTC activities in Thomas' absence. Gareth announced his upcoming departure from OTC and said his last day would be August 1. He said he is taking a position with the Portland Art Museum. Gareth said he recognized that the timing of his departure is somewhat challenging in that the department is in the midst of closing the fiscal year and with the annual audit coming up very soon. He advised the Committee that OTC has already contracted with Denise Harter, to serve as the temporary Chief Financial Officer until they fill the position permanently. Gareth said Thomas is taking his departure and the upcoming retirement of Bert Kile, as an opportunity to reorganize and reduce the number of his direct reports. He said Thomas plans is to hire a COO/CFO who will be responsible for Health & Safety, Emergency Services, and Administrative Services but he first wants to get some clarity about the details before posting the position.

Gareth talked about the upcoming Metro Managers Association meeting which OTC will be hosting here in Portland on August 6 – 8. He said OTC has received confirmation that our new National President, Gail McGovern will be attending that meeting and that she will take time on August 6 to visit with OTC and Blood Services. Maree Wacker outlined the schedule of meetings that are planned for Gail McGovern's visit. Ronda Clegg provided an outline of the Metro Managers meeting agenda and events.

Regional Update

Gareth updated the Committee on status of the Eastern Oregon Service Delivery Area (EO SDA) and said at this point the existing three staff members have all been transferred to OTC's payroll. He said Thomas spent a week in June touring the EO district and meeting with staff, volunteers and local area community and business leaders. Gareth said Thomas plans to hire a District Manager for the EO SDA, which is the same way the Clatsop Service Area is organized. He said the goal is to hire an outgoing, and proven relationship builder.

Gareth provided a confidential update on the situation at the Oregon Mountain River Chapter (OMR). He advised the Committee that the plans to improve the financial

performance of the Chapter have not been successful. He said one area that continues to be challenging for OMR is paying their ARC National assessment fee. He said they are already in arrears with National, and are unable to pay their current year's assessment. John Prescott asked if they were in danger of losing their chapter charter. Gareth said no, not necessarily but it could cause us to look at a restructure of OMR where some of the counties under their jurisdiction are moved to another chapter or SDA.

Brad Arntson asked for an explanation of the differences between an SDA and a Chapter, and he wanted to know if such a change as reducing the counties served would require OMR Board approval. Gareth explained the differences between a chapter and a SDA, and said that the change would require Board approval but OTC does not anticipate any difficulties in gaining Board approval.

Pam Belli asked about the impact of these changes on the combined financial reporting for the Region. Gareth said the consolidation of financial reporting process has taken somewhat more time than was anticipated and the lack of information from OMR has impeded that process but work is still progressing. He said regardless of whatever structure is finally decided upon for OMR, the expectations around increased fundraising will definitely play a big role. Jeff said he believes there is a significant amount of untapped potential for more and bigger fundraising in that region.

4. Clara Barton Society (CBS) Campaign

Jeff advised that Tom Kennedy, as Chair of the Financial Development Committee, would be taking the lead on the CBS Campaign along with the members of the Financial Development Committee. He said they would be working to secure new CBS members during the campaign which will take place in September and October. Jeff outlined the criteria of the CBS campaign and talked about the Maybelle Clark MacDonald Fund match. He said the whole campaign depends on having every Board member give at a level of at least \$1,000 a year. The Fund would then provide a 100 percent match, up to \$1,000, for all Board donations, and a 200 percent match for all new board members giving at that level. Additionally, they will match all new CBS members' donations, up to \$1,000, who give or pledge to give by June 30, 2009, during the two-month campaign. Jeff said August will be a very busy planning month.

There being no further business, Jeff Thede adjourned the meeting at 4:35 p.m.

Ronda Kennedy Clegg
Recorder for Margaret Brooks, Secretary

Adopted August 19, 2008

Margaret Brooks, Secretary

The next Executive Committee meeting is October 21, 2008