

APPENDIX B

Board of Directors Special Meeting

May 17, 2023

MINUTES DRAFT

Date: May 17, 2023

Time: 11:00-11:30 a.m.

Location: Virtual via Zoom,

BOD members present: Brett Bina, Jo-Lynn Brown, Gershom Faulkner, Thomas Furlong, Deveron Gibbons, Michelle Grimsley, Kimberly Jackson, Adam David Johnson, Jeff Johnson, Daniel Mageras, Mike Meigs, Liz Sembler

BOD members absent: Nikki Gaskin-Capehart, Alysén Heil, Mark Strickland, Tonjua Williams

SPC leadership present: Susan Demers, Matthew Liao-Troth

ISPS staff present: Aron Bryce, Sam Jenkins, Matthew Lee, Sharon Panov

Discussion Items	Action/Response
1. Welcome/Call to Order - Jo-Lynn Brown, Chair	The meeting was called to order at 11:03 a.m.
2. Index of Approved Policies	<p>Index of approved policies was presented to the BOD for review.</p> <p>Document presented: ISPS Policy Index v. 2.: Investment Policy approved on 8/16/22. SPC Quoting Guide adaptation approved on 8/16/22. BOD Term limits approved on 11/8/21. SPC BOT Hybrid Quorum approved on 8/16/22. Credit Card Policy pending final approval. Check Disbursement Policy pending final approval. Records Retention Policy pending final approval.</p>
3. Review and approval of pending ISPS policies a. Credit Card Policies and Procedures b. Financial Controls and Check Disbursement Policy c. Records Destruction and Retention Policy	<p>a. Credit Card Policy presented to BOD for approval.</p> <p>Document presented: ISPS Credit Card Policy Draft. Change to the policy: card limits of \$5,000 max.</p> <p>ISPS Credit Card Policy approved with changes.</p> <p>b. Financial Controls and Check Disbursement Policy presented to BOD for approval.</p> <p>Document presented: ISPS Check Disbursement Policy Draft.</p> <p>ISPS Check Disbursement Policy approved.</p> <p>c. Records Destruction and Retention Policy presented to BOD for approval.</p> <p>Document presented: Records Retention and Destruction Policy Draft.</p> <p>ISPS Records and Retention Policy approved.</p>

<p>4. Governance/Steering Committee Report</p> <p>A. Board Leadership Transition policy</p>	<p>A. Board Leadership Transition Policy draft was presented to the BOD for final approval. Previously presented to and approved by Governance Committee. A brief overview provided by Chair Jo-Lynn Brown.</p> <p>Document presented: ISPS Board Leadership Transition draft.</p> <p>Board Leadership Transition Policy approved.</p>
<p>5. Comments</p>	<p>Executive Director Kimberly Jackson said that a Gift policy will need to be discussed and approved at a future meeting.</p>
<p>6. Wrap-up and Adjournment</p>	<p>The meeting was adjourned at 11:18 a.m.</p> <p>Next BOD quarterly meeting is scheduled for August 14, 2023.</p>