

Present: Dan Meredith, Josh King, Matthew Isaacs, Ross Musselman and Sascha Meinrath

I. Executive Staff

Explanation: In our initial discussions, we were more or less agreed that the Board of Directors should establish a 3-5 person Executive Staff to handle the day-to-day operations of the Foundation. These persons would be appointed directly by the Board and would be directly responsible to the Board for the activities of the organization. What we need to develop is a delineation of the Board's and the Executive Staff's responsibilities, as well as to begin developing portfolios that the Executive Staff would need to cover.

A. Discussion

1. Who determines what falls within the purview of the Mission Statement? Anything that does not clearly fall within the Mission Statement is a Board Matter.
2. Move to accept the following:
 - Board Responsibilities
 - ✓ Appoint and Oversee Executive Staff, including the development of decision-making procedures within the Executive Staff and the assignment of particular portfolios to those staff.
 - ✓ Establish the Mission of the Organization
 - ✓ Approve contracts that may challenge the mission of the organization or that have implications for the organization's legal status.
 - ✓ Approve Executive Staff SOP.
 - ✓ Approve the Annual Budget
 - Executive Staff Responsibilities
 - ✓ Structure the day-to-day operations of the organization
 - ✓ Appoint and oversee all non-executive staff
 - ✓ Set policies consistent with that mission
 - ✓ Approve Contracts that are consistent with the mission of the organization and do not have implications for the organization's legal status.
 - ✓ Develop and monitor the Annual Budget
 - ✓ Establish partnerships and collaborative efforts with other organizations.
3. Portfolios will be divided among the following positions
 - a. Executive Director
 1. Marketing
 2. Fundraising
 3. Special Events
 - b. Technical Coordinator
 1. Development
 2. IT Infrastructure
 - c. Project Coordinator
 1. Clients
 2. Bookkeeping

4. Nomination Process
 - a. Executive Director
 1. Sascha was nominated and seconded.
 2. It is consented
 - b. Technical Coordinator
 1. Dave was nominated.
 2. Dan was nominated.
 3. Tabled until following meeting.
 - c. Project Coordinator
 1. Ross was nominated and seconded.
 2. It is consented.
 5. Executive Staff Guidelines
 - a. Need an Executive Staff SOP
 - b. Tenants prior to Executive Staff SOP
 - c. Decisions should continue through the Board until ES SOP is approved.
- B. Decisions
1. Delineation accepted between Board and Executive Staff
 2. Assigned the following portfolios to Executive Staff
 3. Portfolios will be divided among the following positions
 - a. Executive Director
 1. Marketing
 2. Fundraising
 3. Special Events
 - b. Technical Coordinator
 1. Development
 2. IT Infrastructure
 - c. Project Coordinator
 1. Clients
 2. Bookkeeping
 4. The Board made the following appointments:
 - a. Executive Director: Sascha Meinrath
 - b. Project Coordinator: Ross Musselman
 5. The Board must approve an Executive Staff Standard Operating Procedure before the Executive Staff is fully empowered.

II. Operations

Explanation: Because there is currently no one on staff that has been appointed by the Board to accept particular responsibilities, the Board is the only entity empowered to make decisions for the CUWiN Foundation. While the issue of Executive Staff is being resolved, the Board must handle these questions.

- A. The Omidyar Network has granted the CUWiN Foundation \$5,000.00 without earmarks. The question is: what do we do with it?
 1. Discussion
 - a. WiFiDog Integration
 - b. Shore up feature sets of the software
 - c. Purchasing some of the equipment that we want to buy.
 - d. Funding in reserve

- e. Site Survey Kit
- f. Table until next meeting
- B. Outreach Initiative to Local Communities. Ross wants to put a significant amount of his energy into getting communities in Champaign County to follow Homer's example. He is seeking Board approval of this initiative.
 - 1. Discussion
 - a. Materials would be available for recruiting
 - b. It can generate a revenue stream
 - 2. Decision: Ross is empowered by the Board to start producing these materials and approaching Champaign County communities about Community/Municipal Wireless.

III. Fiscal Sponsorship

Explanation: CUWiN has received an offer from Grassroots.org to change our fiscal sponsorship. Some of the details of the deal (as described by Sascha) are listed below. The Board must decide what to do with the offer.

- A. Discussion
 - 1. Glowing review from current Grassroots client
 - 2. What will be the reaction of the IMC?
 - a. probably negligible, but we must be cautious
- B. Decision: We granted Sascha the power to move forward with moving the fiscal sponsorship, with the stipulation that the contract be presented to the Board.