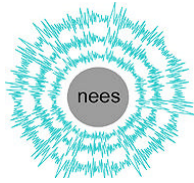


## MINUTES



### **Board of Directors NEES Consortium, Inc.**

Thursday, May 1, 2003 from 8:30 AM to 11:00 AM PST  
Via Teleconference

Attachments: 1. NEES Nominations Committee Report  
2. Standing Committee Policies

**Time:** Meeting started at 8:40 AM Pacific Time  
**Attendance:** Directors: Thalia Anagnos, Ian Buckle, Gregory Deierlein, Ricardo Dobry, Helmut Krawinkler, Bruce Kutter, Robert Nigbor, Andrei Reinhorn, Kenneth Stokoe, James Wight and Solomon Yim  
(Absent: Sharon Wood, later joined call at 9:11 AM)  
Also present: Reed Helgens and Robert Reitherman, Consortium of Universities for Research in Earthquake Engineering; William Holmes, Rutherford and Chekene (joined call 8:58 AM) and Andrew Neitlich, The Sago Group (joined call 9:13 AM)

Robert Reitherman, former Interim President of the NEES Consortium, Inc. Board of Directors, convened the teleconference at 8:40 AM (Pacific Time). Roll call was taken and it was determined a quorum was achieved. Items on the previously distributed agenda were discussed with the following results.

A motion was made and seconded that the following be elected temporary chairperson and temporary secretary of the first meeting: Temporary Chairperson: Robert Nigbor and Temporary Secretary: Reed Helgens who is responsible for minutes.

Vote: Unanimous (11)

To expedite the progress of the meeting, it was agreed that the meeting would not follow Robert's Rules of Order.

There was discussion on the interpretation of the wording "by majority vote" in the Bylaws. In the ballot for electing Directors for the Board, there was a question whether candidates running for multiple seats on the board were each required to receive a majority of the votes by the entire voting body of the membership to be elected. It was pointed out that the wording in the Bylaws was reviewed and approved by legal counsel and followed the California Code for Non-Profit Incorporation. Any changes the Board chose to make to the Bylaws to clarify this point would require a vote of the entire membership.

#### **BOARD OF DIRECTOR APPOINTMENTS**

There was discussion on the proposed nominees for appointment to the three open seats on the board (Seat A, Seat B and Seat C) by the elected Directors. It was explained that the suggested categories, or areas of expertise, of the candidates were not permanent categories, and could be varied from election to election. The intent was to achieve a balance of areas of specialties represented on the board.

A motion was made and seconded to accept the framework of the seven candidates in the three slots outlined by the Nominations Committee in their “Report to the First Elected NEES Board of Directors”.

Results of vote: Unanimous (12) Sharon Wood had joined conference call, full board now present.

There was discussion on the slate of candidates suggested for Seat A. Practicing Structural Engineer.

Motion was made and seconded to vote by polling each director individually for their vote on each of the three seats; Seat: A, Seat: B and Seat: C, to complete the Board of Directors, bringing the total number of Directors to 15, per the Bylaws.

Results of vote: Unanimous (12)

Motion was made and seconded to vote for candidates for Seat A: Practicing Structural Engineer.  
Results of vote: Craig Comartin elected to Seat A by unanimous vote (12)

Motion was made and seconded to vote for candidates for Seat B: Practicing Geotechnical Engineer/Geoscientist

Results of first vote: tie, (6 to 6)

Motion was made and seconded to have an immediate second vote for candidates for Seat B: Practicing Geotechnical Engineer/Geoscientist.

Results of second vote: Carl Stepp by majority vote (7 to 5)

Motion was made and seconded to vote for candidates for Seat C: I.T. Professional.

Results of vote: Kyran Mish elected to Seat C by majority vote (7 to 5)

#### STANDING COMMITTEES POLICY

There was discussion on the current Standing Committee Policy that stated one member of the Board “shall serve as a member of each committee”. Bill Holmes pointed out that the language is unclear whether the Board Member representative is counted in the total committee membership (some committees are limited to a certain number of members) or if the Board Representative is an additional person. Sharon Wood offered the option of having the Board Member Representative serve as a non-voting member that would act in the role of Board liaison. The Board reserved the option to have a Board Representative serve as a non-voting member as needed.

(Ricardo Dobry excused himself from the meeting at 10:05 am, Pacific Time.)

(Thalia Anagnos excused herself from the meeting at 10:05 am, Pacific Time, would rejoin later.)

#### STANDING COMMITTEE APPOINTMENTS: EQUIPMENT SITE OPERATIONS AND SHARED USE COMMITTEE

There was discussion on the proposed nominees for appointment to the two open seats (11 and 12) on the Equipment Site Operations and Shared Use Committee by the elected Directors.

Motion was made and seconded to vote on Sharon Wood to serve as the 11<sup>th</sup> seat on the Equipment Site Operations and Shared Use Committee and board liaison.

Results of vote: Unanimous (10)

A motion was made and seconded to accept the framework of the three candidates for the 12<sup>th</sup> seat on the Equipment Site Operations and Shared Use Committee as outlined by the Nominations Committee in their "Report to the First Elected NEES Board of Directors" and to vote.

Results of vote: Dante Fratta appointed to the 12<sup>th</sup> seat on the Equipment Site Operations and Shared Use Committee by unanimous vote (10).

#### STANDING COMMITTEE APPOINTMENTS: DATA SHARING

Motion was made and seconded to appoint Ian Buckle to one of three seats on the Data Sharing Committee.

Results of vote: Ian Buckle appointed by majority vote. Nine Yes and one abstain (Ian Buckle).

Discussion followed on the candidates for the remaining two seats on the Data Sharing Committee. Nomination made by Bruce Kutter to add Dan Wilson. Motion was made and seconded to modify slate of candidates.

Results of vote: Passed by majority vote. Ten Yes and one abstain (Thalia Anagnos re-joined meeting, but opted not to vote as having missed prior discussion.)

Jim Wight suggested a tiered ballot be done to reduce the field of candidates. A preliminary vote by email was taken to reduce the candidates to three. Votes by email or by phone to be directed to Reed Helgens for tallying and to produce a final ballot for vote.

#### STANDING COMMITTEE APPOINTMENTS: I.T. COMMITTEE

Motion was made and seconded to appoint Kyran Mish as the Board Representative and liaison for the I.T. Committee.

Vote: Unanimous (11)

Motion was made and seconded to appoint Cherri Pancake to the I.T. Committee and to serve as Committee Chair.

Vote: Unanimous (11)

#### STANDING COMMITTEE APPOINTMENTS: EDUCATION, OUTREACH AND TRAINING COMMITTEE

Motion was made and seconded to appoint Thalia Anagnos to the Education, Outreach and Training Committee to serve as Board Representative and liaison.

Vote: Unanimous (11)

Thalia stated she would not serve as Chair, but would gather names of interested individuals who would be willing to serve on the Data Sharing Committee.

#### AUTHORIZATION OF CUREE TO REPRESENT NEES CONSORTIUM, INC.

Discussion followed on the need for the continued involvement of the Consortium of Universities for Research in Earthquake Engineering (CUREE) to complete the paperwork in the establishment of NEES Consortium, Inc. as a separate corporation and in the preparation of proposals to the National Science Foundation. As the Consortium Development Project element of the NEES Project, CUREE is required by NSF to complete the incorporation process and submit the 10 year (2004 – 2014) project proposal that will fund NEES Consortium, Inc.

Bob Nigbor to write a resolution to support CUREE's continued involvement that will be put to a vote by the Board of Directors.

#### ESTABLISHMENT OF EXECUTIVE COMMITTEE

A Nominating Committee was formed to create a ballot of Board Members to appoint to the Executive Committee. It was determined that it would be difficult due to the limited size of the board to create a ballot of two nominees for each position on the Executive Committee. Instead one person to be recommended for each of the five seats on the Executive Committee: President, Vice-President, Treasurer, Secretary and an additional member of the Board with at least a 2 year term on the board.

Motion was made and seconded for Sharon Wood, Helmut Krawinkler, Solomon Yim and Bill Holmes serving as an advisor to comprise the Nominations Committee to propose the nominees for the Executive Committee of NEES Consortium, Inc.

Vote: Unanimous (11)

#### ADMISSION OF APPLICANTS FOR INDIVIDUAL MEMBERSHIP

Individual applications for membership in NEES were reviewed. Board Members had reviewed the CVs of the applicants prior to the meeting.

Motion was made and seconded to vote to accept for membership the following three individual applications.

1. Bartlett, S.
2. Gerber, T.
3. Martirosyan, A.

Vote: Unanimous (11)

NEXT MEETING DATE

Bob Nigbor to poll members by email to set date for next conference call for next week

MEETING ADJOURNMENT

Motion made and seconded to adjourn meeting. Meeting adjourned at 11:08 a.m. (Pacific Time).

Respectfully submitted,

Reed Helgens  
Temporary Secretary  
NEES Consortium, Inc.