

**RIM COUNTRY EDUCATIONAL ALLIANCE
BOARD MEETING
MINUTES OF THE REGULAR MEETING
September 16, 2011**

Mike Vogel called the first Board meeting to order at approximately 6:00 p.m. at Town Hall, 303 North Beeline Highway, Payson, Arizona.

PRESENT: Board Members Suzanne Cummins (via telephone), Steve Drury, Mary Kastner, Dean Martin (via telephone), Judge Ronnie McDaniel and Mike Vogel;.

RESOLUTIONS:

1. Resolution #1: A RESOLUTION OF THE GOVERNING BOARD OF THE RIM COUNTRY EDUCATIONAL ALLIANCE APPOINTING BOARD OFFICERS FOR FISCAL YEAR 2011-2012.

Mike Vogel recommended that he be appointed as Chairperson, Steve Drury as Vice Chairperson and Mary Kastner as Secretary.

Motion to approve Resolution #1 as stated above was moved by Judge McDaniel and seconded by Suzanne Cummins.

Vote: Motion carried 6-0.

2. Resolution #2: A RESOLUTION OF THE GOVERNING BOARD OF THE RIM COUNTRY EDUCATIONAL ALLIANCE ESTABLISHING THE FISCAL YEAR.

Mike Vogel explained that State law mandates the fiscal year be July 1 to June 30 for all towns and cities and that we could have a problem later on if we depart from those dates.

Motion to approve Resolution #2 as stated above and establish the fiscal year to begin on July 1 and end on June 30 was moved by Judge McDaniel and seconded by Steve Drury.

Vote: Motion carried 6-0.

3. Resolution #3: A RESOLUTION OF THE GOVERNING BOARD OF THE RIM COUNTRY EDUCATIONAL ALLIANCE DEFINING THE SECRETARY'S DUTIES TO INCLUDE THOSE DUTIES TRADITIONALLY PERFORMED BY AN ENTITY'S TREASURER.

Motion to approve Resolution #3 as stated above was moved by Steve Drury and seconded by Suzanne Cummins.

Vote: Motion carried 6-0.

4. Resolution #4: A RESOLUTION OF THE GOVERNING BOARD OF THE RIM COUNTRY EDUCATIONAL ALLIANCE AUTHORIZING BANK SIGNATORIES

AND ESTABLISHING FINANCIAL REPORTING PROTOCOL AND DECLARING AN EMERGENCY.

Chairperson Vogel pulled this resolution and stated it is premature at this time to resolve and vote on this issue.

NEW BUSINESS:

1. Board Decision Request to direct the Secretary to create and propose a budget for the 2011/2012 fiscal year to the Board for adoption at the next Board meeting.

Draft #1 of the RCEA budget was discussed and Dean Martin asked where the revenues were and Mike Vogel explained that this was the first version of the budget and that hard numbers are being sought from other sources on the revenue side of the budget.

Mike Vogel also explained that until Resolution #1 was passed at this meeting that technically no one had the authority to work on it.

Suzanne Cummins moved that the Board direct the Secretary to create and propose a budget for 2011/2012 fiscal year to the Board. Steve Drury seconded the motion.

Vote: Motion carried 6-0.

2. Board Decision Request to direct the contractors to move forward with the creation of a Master Development Plan for the Millennium Campus and return to the Board for approval of the final document.

Suzanne Cummins asked how we can pay for this request when we don't have any money yet. Mike Vogel explained that this is just the first step to receive permission to begin discussions. Steve Drury asked who the contractor is and Mike Vogel replied: Winners Corporation.

Steve Drury moved that the Board move forward on the master plan for the campus. Judge McDaniel seconded the motion.

Vote: Motion carried 6-0.

3. Board Decision Request to direct the Chairman to discuss with the Rose Law Group for services as the legal representatives of the Rim Country Educational Alliance (SLE). A contract will not be signed until a revenue source has been established.

Mike Vogel explained that this is one of two Valley law firms that have experience in renewable energy and that Rose Law Group also has a municipal division.

Discussion ensued on this request because there is no budget currently in place. Dean Martin said that any expression of intent creates liability. We have to get the Rose Law Group to perform pro bono services for the SLE until we have a budget in place and can then retain them. That way they cannot accrue expenses. We could run into a legal problem if we were accruing expenses without a budget.

Suzanne Cummins also commented that when we discuss pro bono with future retention, nothing in our discussion can imply in any way that we're seeking their counsel or engaging them in any form of formal representation.

Mary Kastner restated the motion:

"We authorize the chairman to engage the Rose Law firm on a pro bono basis until such time as he can bring a contract back for Board approval."

Suzanne moved the motion and Judge McDaniel seconded it.

Vote: Restated Motion carried 6-0.

4. Board Decision Request to direct the Board to locate office space, furniture and office equipment for the Rim Country Educational Alliance (SLE). The lease contract and purchases will not be signed/made until a revenue source has been established.

Suzanne Cummins asked if this is just a motion to allow solicitation of bids but not acquisition until a budget is in place. Mike Vogel agreed.

Mary Kastner moved the motion and Judge McDaniels seconded it.

Vote: Motion carried 6-0.

5. Board Decision Request to direct the Secretary to research the availability and cost of General Liability and Director's liability insurance and return to the Board with a recommendation for purchase.

Dean Martin moved the motion. Suzanne Cummins seconded it.

Vote: Motion carried 6-0.

Mike Vogel stated that if any Board members want to discuss an item it must be placed on the agenda before it can be discussed and to advise him prior to the next meeting of any items to be added.

Chairperson Vogel adjourned the meeting at approximately 7:00 pm.

Respectfully submitted,

Mary Kastner, Secretary
Rim Country Educational Alliance