



Meeting Minutes

Special Board of Directors Meeting

August 22, 2017 – 10:00 a.m.

Daisy's Place Activity Center

330 Manor Rd

Miquon, PA 19444

Board Members Present: Deborah Hassan, Board Chair; Maria Pajil Battle; Harris Bock; Christopher Cashman; Ann Donley; Amy Fleischer; Michael Hanlon; Rita Lee; Nicole LeVine; Toni Miller; Loraine Ballard Morrill; Susan Mucciarone; Sue Perrotty; Dianne Rotwitt; Deb Walters; Kim E. Fraites-Dow, CEO, *ex officio*, non-voting

Staff Present: Katherine Allebach; Ken Anderson; Stephanie Lim Capello; Shawwna DiFilippo; Keisha Jordan; Maureen Maier; Jamie Murphy; Babette Racca; Jennifer Richards; Michael Vanic

Not Present: Anne Baum; Marlene Beers; Joann Gonzalez-Generals; Grace Killelea; Maria Kraus; Colleen Rooney; Leslie Stiles; Diane Welsh; Ilene Wood

A special meeting of the Board of Directors was held on Tuesday, August 22, 2017 and began at 10:10 a.m.

Opening Remarks

Board Chair, Deborah Hassan called the meeting to order. She began by thanking all members for attending the Special Board Meeting and Board Retreat. Deborah informed the Board that the reason for this special board meeting was to discuss a vacancy on the Board of Directors and Board Development Committee. The cause for the vacancy is because Mary Stengel Austen has resigned from GSEP's Board, as she has been nominated for the GSUSA Board of Directors. Mary is unable to serve as both of member of GSEP's and GSUSA's Board.

Board of Director Vacancy

The Board Development Committee provided the recommendation of Rick Perkins to fill the vacancy on the Board of Directors. Per the Bylaws, if a vacancy is to occur, the Board Development Committee may make a candidate recommendation and the Board of Directors has the power to fill the vacancy for the remainder of the term. Rick was elected at the 2017 Annual Meeting as a non-Board, Board Development Committee member and he serves on the Finance/Audit Committee.

Deborah Hassan allowed any questions to be brought up before the vote. There were none, and Deborah moved to vote on Rick's appointment to the Board. The Board of

Directors approved the appointment of Rick Perkins to fill the open Board Member seat by unanimous consent.

Board Development Committee Vacancy

Since Rick was appointed as a Board Member, this left a non-board, Board Development Committee vacancy. The Board Development Committee recommended Debbie O'Brien, who is the SVP, Market Manager Enterprise Business & Community Engagement for Bank of America. She has worked at Bank of America for the past 15 years and has great connections in the Philadelphia area.

Deborah Hassan allowed any questions to be brought up before the vote. There were none, and Deborah moved to vote on Debbie's appointment to the Board Development Committee. The Board of Directors approved the appointment of Debbie O'Brien to fill the vacancy by unanimous consent.

Adjournment

Before the meeting was adjourned, Deborah provided a reminder about the September Board and Delegate Meetings, occurring on September 25, 2017 from 4:30 – 7:00 p.m. at Shelly Ridge. The Delegate Meeting occurs immediately following the Board Meeting from 7:00 – 9:00 p.m. at the Daisy's Place Activity Center.

The special Board of Directors Meeting was adjourned at 10:14 a.m.