



PASS
Board of Directors Meeting
October 9, 2014 - Teleconference

Attendees: Thomas LaRock, Adam Jorgensen, Denise McInerney, Wendy Pastrick, James Rowland-Jones, Sri Sridharan, Tim Ford, Amy Lewis, Jen Stirrup, Jennifer Moser

Not in Attendance: Bill Graziano, Sanjay Mishra

PASSHQ Attendees: Judy Christianson, Brendan Johnston, Craig Ellis, Esther Galantowicz, Janice Simpson, Vicki Van Damme

Agenda for Discussion:

- 1. Vote on September Board meeting minutes**
- 2. Elections Communications**
- 3. PASSion Award**
- 4. BAC update**

Meeting Minutes

Adam Jorgensen welcomed the Board to the meeting.

1. Vote on September Board meeting minutes

Motion: I motion to approve the September 11 Board meeting minutes that were sent to the Board on October 8, 2014.

Motion: Adam Jorgensen
Second: Denise McInerney

Thomas LaRock	Yes
Bill Graziano	Absent
Wendy Pastrick	Yes
James Rowland-Jones	Yes
Sri Sridharan	Yes
Tim Ford	Yes
Amy Lewis	Yes
Jen Stirrup	Yes
Sanjay Mishra	Absent
Jennifer Moser	Yes

Motion passed (10 yes, 0 no, 0 abstain and 2 did not vote).

Motion: I motion to approve the September 16 Board meeting minutes that were sent to the Board on October 8, 2014.

Motion: Adam Jorgensen
Second: Amy Lewis

Thomas LaRock	Yes
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Denise McInerney	Yes
Bill Graziano	Absent
Wendy Pastrick	Yes
James Rowland-Jones	Yes
Sri Sridharan	Yes
Tim Ford	Abstain
Jen Stirrup	Yes
Sanjay Mishra	Absent
Jennifer Moser	Yes

Motion passed (9 yes, 0 no, 1 abstain and 2 did not vote).

Motion: I motion to approve the September 26 Board meeting minutes that were sent to the Board on October 8, 2014.

Motion: Adam Jorgensen
Second: Sri Sridharan

Thomas LaRock	Yes
Denise McInerney	Yes
Bill Graziano	Absent
Wendy Pastrick	Yes
James Rowland-Jones	Yes
Tim Ford	Yes
Amy Lewis	Yes
Jen Stirrup	Yes
Sanjay Mishra	Absent
Jennifer Moser	Yes

Motion passed (10 yes, 0 no, 0 abstain and 2 did not vote).

2. Election Communications

Adam gave an update on comments that had surfaced over the past week regarding Board members who are candidates and their communications as it relates to the PASS Board elections. The ExecCo reviewed all the comments and Adam summarized that it was their opinion no Bylaw or candidate guideline had been broken. The ExecCo asked for feedback from the Board and all of the candidates who are currently running in the 2014 PASS Board election. Additionally the ExecCo would like a decision from the Board that no Bylaws or guidelines were violated by the current PASS Board election candidates during the public discussions.

Sri Sridharan inquired about any underlying concern and why this has come to a vote. Adam explained that typically from a Governance perspective the ExecCo would make the decision and move on, however in the spirit of transparency the ExecCo wanted to make sure the Board had visibility to the discussion. The Executive wants to affirm the entire Board supports the decision from a Governance and transparency perspective.

Denise McInerney added that we are not putting a policy in place. We are acknowledging one of the teachings is that the Board needs to give better guidance to candidates going forward.

Motion: I move to approve, and by doing so confirm, that no PASS Bylaws or guidelines were violated by the current PASS Board election candidates during the public discussions surrounding the structure and execution of the 2014 PASS Board elections.

Motion: Adam Jorgensen
Second: Amy Lewis

Thomas LaRock	Yes
Denise McInerney	Yes
Bill Graziano	Absent
Wendy Pastrick	Abstain
James Rowland-Jones	Abstain
Sri Sridharan	Abstain
Tim Ford	Yes
Jen Stirrup	Yes
Sanjay Mishra	Absent
Jennifer Moser	Yes

Motion passed (7 yes, 0 no, 3 abstain and 2 did not vote).

3. PASSion Award

The PASS Board discussed the 2014 PASSion award and voted on who will receive this award. The recipient will be announced at Summit 2014.

4. BAC Update

Vicki Van Damme, PASS HQ, presented an update on programs. The program invitations starting going out today, which is an exciting milestone. Amy Lewis has been leading the program committee with the support of Jen Stirrup and Denise McInerney from the Board and Amy Lofstrom and Emilija Dufresne from PASS HQ. The committee will continue to work with the influencers and develop the program over the next four weeks.

From a sponsorship perspective we have made progress due to the research that has been done. We have segmented the vendor market and developed some next steps which include a crafted sales pitch and script. This will ensure that the sales staff is well trained and versed to the content.

Vicki presented the projected vendor revenue and reminded everyone of the need for a lead generation sales position. With Brendan Johnston new to the HQ team a restructure around the sales team is anticipated. In September some heightened goals were presented and the commitment to those goals were based on securing an additional sales resource along with engaging the marketing and sales team. Vicki reviewed the sales launch timeline and dates and reiterated that in order to gross the revenue we need an additional sales resource. A broader review of what the sales team structure is going to look like will be presented post-Summit 2014.

Wendy Pastrick asked if the sales launch timeline was on track. Vicki clarified that everything is on target.

Sri asked to clarify the budget numbers. Vicki replied that this will add to the expenses of the overall budget, however it will also add to the revenue. Although we are asking to spend an additional \$45,000 dollars, we are also asking to generate an additional \$68,000 dollars in revenue.

Tim Ford asked for clarification regarding the sales approach around vendors. Vicki clarified that the approach will be much more refined and targeted. Amy Lewis identified that this lead generation sales position is not strictly for BAC and will include sponsorship across the Board. Vicki echoed that this new position is not a dedicated BAC resource. We do not have an excluded target sponsor list at this time.

Motion: I move to approve a budget exception of \$45,000 to add an additional sales resource to the PASS HQ sales and sponsorship team.

Motion: Adam Jorgensen

Second: James Rowland-Jones

Thomas LaRock	Yes
Denise McInerney	Yes
Bill Graziano	Absent
Wendy Pastrick	Yes
Sri Sridharan	Yes
Tim Ford	Yes
Amy Lewis	Yes
Jen Stirrup	Yes
Sanjay Mishra	Absent
Jennifer Moser	Yes

Motion passed (10 yes, 0 no, 0 abstain and 2 did not vote).

Next Meeting

The next Board meeting will be in-person in Seattle Washington at Summit 2014.

The meeting was adjourned at 3:01 Pacific Time.