

December 20, 2019

NRC BOARD OF DIRECTORS MEETING MINUTES

(Minutes recorded by Marialyce Pedersen, Secretary to the Board)

12:00 – 2:00 p.m. (ET)

(Times listed are tentative)

1. Welcome – Chair Barry/President Keeling (12:00 p.m.)
2. Call to Order Board Meeting – Chair Barry (12:01 p.m.)
3. Roll Call – Secretary Pedersen (12:02 p.m.)

- Rick Anthony
- Stephen Bantillo
- Mick Barry
- Nina Butler
- Susan Collins
- Alec Cooley
- Barb Eckstrom
- Chantal Fryer
- Susan Gordon
- Wayne Gjerde
- David Keeling
- Gary Liss\*
- (excused) Leslie Lukacs
- Fran McPoland
- Kerrin O'Brien
- Marialyce Pedersen
- Sarah Pierpont
- Lisa Rider
- Lynn Rubinstein
- Justin Stockdale

(17 initial attendees for quorum at roll-call; 19 total by the end)

4. Minutes

- a. [November 22, 2019 Board Minutes](#) [Motion]

Mick: I want to remind everyone to get their committee reports in on time. It makes it difficult to prepare an agenda when they are arriving just hours before a meeting!

Dave: Thank you to Secretary Marialyce for the thorough meeting minutes. But the minutes should be an overview of what is discussed. They are public records, so we need to scale back the details of the minutes. Sarah Pierpont can help.

We need to go back and put in Board member names and remove emails in minutes. They are accessible by any person—may run into spam issues.

Stephen: Motion to approve the agenda as proposed.

Susie: Second.

Mick: Motion passes.

Mick: Motion to approve minutes from November meeting?

Lynn: Motion to hold off approval until minutes are revised.

Fran: Second.

Mick: Motion approved.

Marialyce: I will revise the October and November minutes and re-send.

5. Treasurer's Report – Treasurer Pitt (12:05)
  - a. [December Treasurer's Report](#)
  - b. [November NRC Financials](#)

Sarah (and Susan): Awaiting report from Charlotte.

Bantillo: Motion to table.

Susie G: Second.

Mick: Motion passes.

6. Executive Director's Report – Sarah DeSouza
  - a. Executive Director's Report

Sarah: It is difficult to manage the Board meeting prep when reports are arriving just shortly before the meeting. Zero Waste is booming right now—a lot of excitement and enthusiasm. I have been invoicing for next year. I need support reaching out to ROs. Great work by board members who have reached out to corporate entities. We received

\$5,000 from WM this week. I am working with finance reports, setting us up as vendors. This does raise the IRS piece.

Dave: We rely on a Jeff Crinn to do our taxes. He was paid by NRC, but fell ill last year and caused NRC to miss its tax extension filing deadline. I can reach out to the State of California to pay our taxes and fees if we have an extension filed with the IRS. If anyone has a suggestion of an organization that can do our taxes, please advise. My sister is a CPA and I'm trying to get her to look at it, but that may be a conflict of interest.

Nina: If you state the conflict of interest, and the board acknowledges it, can the board approve of you exploring this?

Mick: I am willing to authorize Dave to have further conversations with his sister the CPA.

Nina: I'll make that motion.

Susie G: Second.

Mick: Motion approved.

Susan: CRI has a day-to-day accountant and a second firm that does our taxes. I could ask for a proposal.

Dave: Yes, please.

Susan: I want to get everyone emotionally prepared. We are going to have a slew of fines from various states due to the charitable contributions.

Dave: We will also have a fine from the IRS.

Kerrin: Question for Sarah—we have an early-bird deadline—how many are registered?

Gary: It's in the conference report.

Nina: We need to consider providing Dave with the approval to approve Sarah's additional hours due to the conference.

Dave: Sarah, did you share the invoices?

Sarah: No.

Dave: 20 hours a week x \$30/hour... Sarah submitted three invoices, listing hours per day and activities. The board has authorized me to approve the invoices if they are

under \$2,500. These are all slightly above that, so it's not significant, but it is to a point where I do need board approval.

Mick: I recommend a percentage overage approval authority—e.g., 10-15%.

Dave: I'm requesting approval for Sept, Oct and Nov. and approval to approve that 110% amount.

Stephen: I recommend doing them separately—first, a motion to approve invoices.

Susan: Second.

Mick: Motion approved.

Stephen: Second, a motion to provide president discretionary authority to approve invoices at 110%.

Susan: Second.

Mick: Motion approved.

7. President's Report – President Keeling (12:20 p.m.)

- a. [President's Report](#)
- b. [NRC Board Commitment Letter](#)
- c. [NRC Director/Officer Conflict of Interest Policy Statement](#)

I want to compliment the Markets Council (Chantal and Wayne) on its hard work to develop our 2020 workshop schedule. We had a November Chula Vista workshop but due to ARD, attendance was low so we pulled that.

Now we are working with ZW San Diego, and CRRA, to do a workshop on Feb. 11, 2020. The agenda and speakers are already done so we are handing this off to ZW San Diego. They are getting sponsors. The NRC can make money if we get sponsors. We are looking for approval for the MOU as it stands—need a motion.

Lynn: I have concerns with both MOUs. The first concern is regarding the readiness of NRC website--handicap accessibility. Bob Hollis was going to report back that we were done or would be.

Bob: I work on ADA accessibility to make sure our sites meet Section 508. I'd be happy to do that for our site as well. We have multiple layers of security and an SSL certification, firewalls. We meet all levels of security,

Lynn: Thank you Bob. Do we have the privacy policy?

Bob: That's needed—we will have it by the end of the meeting—it was in the footer before.

Dave: The KAB draft was developed prior to this. We will incorporate your suggestions.

Next, the other MOU that's in front of you is basically how we can use the EPA logo and name, for promotion and the conference. We will need another agreement for revenue sharing splits, etc. We are also having a workshop with the KAB conference on Feb. 11<sup>th</sup>, so we have a similar MOU from the EPA. They are actually sponsors, not partners—they are not bringing financial support, just content and name support.

KAB will also be doing the registration. They will use their development staff to obtain sponsorships. Every comment Lynn made is applicable to this one. I'm asking for approval and permission to make changes to this MOU and sign it.

Kerrin: Motion made.

Stephen: Second.

Mick: Approved.

Dave: **More Recycling** is bringing the next version of the platform to the NRC. Nina has sent an MOU, which you will receive after the holidays. Please take time to look through it and send comments. There were a lot of changes, a lot of intricacies. We had an Exec. Comm call about the disclaimers (ACC, etc.).

Barb asked for the NRC Committees and members, and I did include that (Excel doc). Let me know if there are errors or anyone was left off. I also want to talk to NRC affiliate members to join our committees.

Most Board Members have now provided them but a few NRC Board Commitment and Conflict of Interest documents have not yet been provided, so please do so if you have not already.

Sarah and Marialyce, I will ask you to pay attention to the attendance—you need to let us know; we need active participation.

Alec: Motion to approve Zero Waste MOU.

Wayne: Second.

Mick: Motion carries.

Nina: There is another MOU needed. The first MOU is for the InfoExchange, to bring market opportunities to the forefront. The platform is much broader. We've always needed market development but now more than ever we need to bring the supply/demand disconnect into alignment.

My team (with seed money from ACC) is to deliver tools to government, business, institutions—to increase demand for recycled materials, and improve quality. Insight into various policies, bring value to the industry. I built in more enhancements and features. Before we launch, I think it's important that we have a promotional plan, how sponsorships will work—my company's role, clear conflict-of-interest understanding, making it really clear what the value proposition is. I didn't want to ask the Board to vote on the MOU until you have a sense of what the plan is, have a chance to digest this. Provide the real concept so you have time, and then we can vote in January. This is not the final form but I wanted to give a sneak preview.

Instead of just InfoExchange, we've developed this broader Recycling Market Development Platform. "American recycling is breaking down—imagine a future without it." Help unfold the supply/demand imbalance—so it's not just "rah-rah jobs through recycling". Clicking through, you'll see statistics from the EPA. We've been so focused on collection and education...there's still a need to improve the streams, but in thinking through the audiences, I think we need tools for businesses, government AND citizens—so we are trying to make it approachable for each audience, tell the story, build in the flexibility.

ACC has already contributed—but how do we incorporate input from other organizations? For olefin, we have less than 5% recycling for the supply already online. Bill Moore (Moore & Associates) is a fiber expert and will be furnishing data about paper (recycling rates, etc.).

The Holy Grail is a dashboard by material type! We will be able to show from the perspective of NRC AND ALL ITS AFFILIATES the state of plastics (and other) recycling. InfoExchange doesn't have everything yet—it will have additional layers. If we had, for example, each landfill across the country, and the cost to landfill...helping us bring to life what the variations are—we could really drive awareness, bring tools to life, allow citizens to play with it. We have a cost-benefit analysis for different materials.

We've been populating the buy recycled information this year. It also feeds into PlasticsMarkets.org. We have a major bottleneck in collection/processing infrastructure.

In addition to sponsoring workshops, webinars etc.—businesses that want to be patrons of recycling, we ask for significant sponsorship dollars. I'm not asking for my company to be compensated, but to cover the costs of my company maintaining a really strong

platform—hosting, maintenance, license, content, dashboard with stats, enhancements (more data) to InfoExchange. We'll have an Impact Tracker, for companies to report—and celebrate who are the giants of the recycling economy—and then track GHG savings (EPA WARM, etc.).

Also, how we'll monitor sponsorships, rotating logos, etc. We are still working on the potential total for the value to NRC. One org has given \$10,000—a small company, an initial funder (ReFold, a start-up).

I'm asking for zero commitment from NRC up-front. If we get nothing, that's my company's hit. I'm really trying to set it up as a no-risk to the organization.

Dave: One of the things we've always talked about is the value of an NRC membership—the market development workshops, the newsletters, etc. I think this platform provides a huge value proposition for the organization and our members—we have something to sell now! The NRC wants to “own” market development—this platform helps us do this!

Also, during our last call, Wayne mentioned talking to AmeriPen, who sent out feelers about working on legislation. I shared with Kyla a link to the InfoExchange and she came back raving. They will come back in the new year to see how they can work with us.

Questions for Nina?

Marialyce: I'm thrilled; this is really exciting.

8. Board Business (12:30 p.m.)
  - a. NRC Strategic Plan
    - i. [Strategic Plan Draft](#)
    - ii. [Annual Retreat Matrix](#)

Kerrin: (Shared NRC Strategic Plan details.)

The Comms Committee is developing an integrated communications plan that propels us into an intentional future. I think we do need to engage a third-party Strategic Planning expert, so I'm looking to find somebody to do that, and funding. I invite your observations.

Lynn: Thanks for doing this! Since there were 12 responses, why 10 (plan elements)? The third-party idea is sensational. How will the board address disparities and opinions? What does it mean? How can we, in a positive way, integrate the information?

Kerrin: It is worth continued conversation. It's where we sit! The Board and the ROs see NRC development differently. I think we know communications have been challenged. This is an example of where we may be off.

Nina: Thank you for doing this.

Marialyce: Aren't "Develop Policy Feedback System" and "Improve Procedure for Policy Feedback" almost the same/duplicative?

Kerrin: Yes, I was just reflecting the terms used at our strategy meeting.

Stephen: For the most recent policy development, the Bottle Bill--I think there was a gap that the ROs did not receive all the information about what was going on, the way the Board did.

Kerrin: Maybe this is the reason we need Policy reps and 4 RO members to discuss gaps in communication, so we can all move forward?

Marialyce: Yes, I want to see more RO/Board communications.

Mick: Being a statistician, I need clarification on these numbers?

Kerrin: People had to rank importance by number, so that is reflected.

Chantal: It's worth time to carve out on Board calls, so I suggested taking strategic discussions at the first part of our calls and the committee reports afterward.

## 9. Committee Reports (1:15 p.m.)

### a. Policy Committee (Bantillo/McPoland)

Fran: On the policy subcommittee, to discuss legislative options in front of Congress—I only have four names from the Board. I'm not sure this request went out to the ROCs. I have Marialyce, Peter Adrian, Barb Eckstrom and Wayne Gjerde. (Add Rick Anthony.)

Mick: We will deal with that in Item 10.

Fran: We don't have to hurry; all of this legislation won't go far in an election year. But the ROs should have this discussion.

Dave: For the policy committee people, this is the opportunity we spoke of—the subcommittees to deal with legislation—this is your chance—please reach out to Stephen and Fran.

Rick: Count me in.

### b. Markets Committee (Freyer/Gjerde)

i. [Market Development Report](#)

Chantal: Lynn let us know that the SERDC and NERC workshop is on hold. We are looking at something in 2021, not 2020. One other thing—ISRI’s conference is at the end of April and there are a lot of 50<sup>th</sup> anniversary Earth Day activities—so we may want to find another date.

Dave: My concern is that ISRI, Robin Weiner, expressed a desire to put on a workshop at their conference—so I want them to reach that conclusion as well.

Rick: I think the whole Spring will be a major offensive for the environment and we should be a part of it!

Dave: Please send additional comments to me and Chantal.

- a. Conference Committee (Lukacs/Liss)  
ii. [Conference Committee Report](#) [Motions]

Gary: The question about if/when to do an NRC Board meeting at the NZWC—Leslie and I think it’s a great opportunity. There are competing events in the Carolinas and Florida that week, so that’s a consideration. We looked at Monday, March 16<sup>th</sup>, which would require a longer stay. I haven’t seen the survey results yet.

Sarah: The survey results are under the Board agenda, Item 11.

Gary: We are now at over 110 registered—about 1/3 of our goal of 330. We have tremendous support from Alec on sponsorships--\$10,000 there. We extended early registration to Dec. 23<sup>rd</sup>. Will we be providing attendee lists to everyone, exhibitors, sponsors, etc.? We have privacy concerns, would need “opt-out” option on registration.

The role of the NRC in the ZW Conference and National Recycling Congress need to be part of the strategic planning discussions—do we want to do this in subsequent years? If not, Zero Waste USA and USGBC have expressed interest in taking over. We need help on PR/sponsorships.

Sarah: I put the survey results in a quick spreadsheet about interest in a Board meeting. Of 18 respondents, 7 are going; the rest are not planning on attending. There is not consistency on what dates to hold it.

Bob: I’ve conducted meetings before with half in person and half remote, so that is possible.

Mick: The goal was to have a face-to-face with the ROs in attendance. I am concerned we wouldn't have a quorum.

Kerrin: Board business is fine to do over the phone. If we come together face-to-face, it should be topics of strategic nature that we don't have time to discuss on these calls.

Stephen: My read on the quorum language is that we only need 8, maybe 9.

Mick: On the 18<sup>th</sup>, we would have 7 sitting Board members—not even a quorum. (Discussion on dates and availability...)

Susan: I think you can count me in on the 16<sup>th</sup>.

Mick: Discussion? In-person and on the phone...

Gary: We are open to moving it to the evenings, lunch, etc.

Chantal: I would attend electronically.

Bob: People forget to loop me in—I need to host, so please include me!

Mick: We will send out a survey.

Gary: You can email me on sharing the attendee list. I personally like the idea; Leslie was not inclined.

Marialyce: I seem to get a lot of unwanted mail from vendors when I opt in to conference mailing lists!

Bob: Since people didn't opt in, you can change the registration box now, say that your name will be given to speakers. You'd have to ask approval from those already registered.

Alec: Do you mind sending around a proposal with specific action items to respond (so it doesn't keep drifting)?

Mick: Will send.

Marialyce: Do I have to register and pay if I am a moderator?

Gary: Yes.

Alec: We have \$12,500 committed—our goal is \$30,000.

Marialyce: I've reached out to NatureWorks. It would help if we offered an opportunity to discuss PLA controversies—lack of processing, etc.

Gary: The Product Policies and Organics sessions will cover this area, but also, table-topic luncheons and dinners—this would be a great topic.

Alec: I am trying to get a committee call in early January scheduled to get a new strategy in place.

Nina: It was my delay in getting inventory to Alec for sponsorships.

Stephen: Alec, thank you for the report and putting the list together. NRC Board Members could make contributions...would it be helpful to show NRC Board Member commitments on this list too?

Alec: Sarah, can you help with tally?

Gary: Leslie was compiling that; 13 have committed, so \$1,300.

- a. Communications Committee (O'Brien/McClellan)
  - iii. [Communications Committee Report](#)

Kerrin: We are setting up systems and structures to communicate more regularly. We are not content experts. Please provide this so we can turn that into a social media message or newsletter article. Everything else is in the report!

#### 10. ROC Update – Amy Roth (if available) (1:50 p.m.)

Mick: Amy is unavailable on Fridays, so that's why she's not at meetings. We need a substitute from the RO.

Kerrin: We had a ROC call, 8-10 people. There may be some ROC leadership changes. Bob Bylon will be considering this over the holidays. Lynn will be reaching out further on how to better facilitate communications and interaction.

Lynn: I volunteered to reach out the ROC to see if they want to meet at the ZW Conference.

Mick: Please also communicate that we would like more RO participation on subcommittees.

Fran: Will send a list of what they are looking for.

11. Other Business – Chair Barry (1:55 p.m.)
12. NRC Members and Public Comment – Chair Barry (1:57 p.m.)
13. Call for Adjournment [Motion] – Chair Barry (2:00 p.m.)

Stephen: Motion to adjourn.

Dave: Seconded.

Mick: Adjourned. Happy holidays!

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