



## Board of Directors Regular Meeting

Thursday, February 23rd, 2017, 6:00 – 9:00 PM

Location: U.T. Student Union – Room 4.206 (Chicano Cultures Room)

Time	Page	Item	Presenter	Action
<b>6:00</b>		1. <b>ENDS POLICY READING &amp; MEMBER OPEN TIME</b>		LISTEN
<b>6:10</b>		2. <b>REFLECTION QUESTIONS &amp; HOUSE UPDATES</b>	All	LISTEN
<b>6:20</b> (10 min)	8 20 26 27	3. <b>CONSENT AGENDA</b> January 26th, 2016 Board Meeting Minutes January Board Retreat Minutes February Occupancy Report Ruth Schulze Resolution	Nicole	VOTE
<b>6:30</b> (0 min) (0 min) (5 min) (5 min) (0 min)		4. <b>COMMITTEE WORK</b> Executive Coordinating Committee GMM Committee Nominations Committee Committee for Combating Oppression Audit Committee	Roxanne Cara	LISTEN
<b>6:40</b> (25 min) (20 min)	29 30	5. <b>STRATEGIC LEARNING</b> Review & Monitoring Strategic Learning Goals NASCO Representative Meeting		DISCUSS LISTEN
<b>7:25</b>		<b>BREAK!</b>		ENJOY
<b>7:35</b> (10 min) (10 min)	42 49	6. <b>POLICY MONITORING</b> Monitoring Policy B2 – Business Planning & Financial Budgeting Monitoring Policy C6 – Officers’ Roles	Staff Huyler	VOTE VOTE
<b>7:55</b> (10 min) (25 min) (5 min) (10 min) (5 min)	50 54 62	7. <b>GOVERNANCE</b> February Monthly Operational Report ED Evaluation <b>**EXECUTIVE SESSION**</b> Ed Job Description Check GMM Agenda Review Noah Vice President	Staff Cara Huyler Noah Huyler	VOTE VOTE DISCUSS DISCUSS VOTE
<b>8:50</b>		8. <b>MARCH MEETING PREVIEW</b>		LISTEN
<b>8:55</b>		9. <b>MEETING SUMMARY / EVALUATION</b>		
<b>9:00</b>		10. <b>ADJOURN</b>		

# P a c k e t N o t e s

## READ ME FIRST

*to get the big-picture view of the meeting and other useful information*

***Bold items indicate new tasks that you should work on prior to the meeting.***

### ICC Austin Ends Policy

The purpose of ICC Austin, a Texas non-profit corporation, is to create a mutually beneficial, diverse, and inclusive community so as to promote the transformation of society toward cooperation, justice, and non-exploitation. To achieve this vision, ICC Austin provides affordable housing to students, on a cooperative basis, in an environment that enhances member education, encourages the formation of long lasting communities, and fosters responsible citizenship.

#### 1. MEMBER OPEN TIME

At the beginning of every Board meeting members and others are invited to speak to the Board briefly on any matter that is important to them. Keep in mind that these presentations are informational only and will generally not change the agenda of the Board meeting except in the most extreme circumstances. Member input during Member Open Time serves to provide the Board with useful feedback and ideas for future meetings. **Outcome:** member access to the Board

If you can't make it to the meeting in person, don't worry. There are many other avenues available, including talking to your house Board Rep, have someone else attend on your behalf, emailing the entire Board ([iccboard@iccaustin.coop](mailto:iccboard@iccaustin.coop)), attending an ECC meeting, etc.

#### 2. HOUSE UPDATES & OPENING ROUND ROBIN(S)

Briefly share house updates that would enrich the knowledge and function of other houses, e.g. how the house successfully mediated a conflict, or how two houses cooperated to start purchasing food in bulk. We may go around the room twice so that all questions can be answered. **Outcome:** general information sharing and loosening up for meeting conversation

**Please be prepared to discuss these question(s):**

- ICC Austin had an “open house” event with College Houses in January for prospective members to come see the house communities. **How did your open house go?**

#### 3. CONSENT AGENDA

As always, please attempt to have any clarifying questions resolved prior to the Board meeting by contacting your Office Manager, Laura ([laura@iccaustin.coop](mailto:laura@iccaustin.coop)). However, any item may be pulled from the Consent Agenda if you believe substantive discussion is required. Otherwise, the items on the consent agenda will be passed as a group without discussion so that the Board can spend their time on more important matters. **Outcome:** The Board efficiently approves material not needing discussion.

Note for February Consent Agenda – Board resolution authorizing Ruth Schulze reimbursements. The resolution on the consent agenda is a formality that will give ICC Austin financing flexibility. It needs to be passed ASAP because it is only retroactive 60 days. Passing this resolution does not bind ICC Austin in any way. The Board is still scheduled to discuss Ruth Schulze extensively in March and April.

## P a c k e t N o t e s

### 4. COMMITTEE WORK –

Unless otherwise noted, committee work in this section consists of brief written and/or verbal reports.

**Outcome:** Board is briefed.

#### Executive Coordinating Committee (next meeting March 2, 6:30pm @ ICC Austin office)

Members of the committee are Cara (president), Noah (vice president), Roxanne (secretary), and Huyler (treasurer).

At the last ECC meeting the ECC continued to work on the goals that they set for the board to achieve this semester. The ECC planned the strategic learning section of the meeting so that a productive discussion will be able to take place. The ECC also reviewed the action goals to make sure they would be achievable. Roxanne and Cara talked about their experience at a social justice retreat and Cara is going to get Billy in contact with the director of the retreat. (see FYI section of this packet for Board meeting topic planning table.)

#### General Membership Meeting Committee (next meeting March 1, 7pm @ ICC Austin office)

Current members of the committee are: Cara (co-chair), Noah (co-chair), Josh, J.T., and Lana

No report. The draft GMM agenda will be discussed later in the meeting.

#### Nominations and Recruitment Committee

Current members are: Roxanne (chair), Wilson, Mila, and Dessa

The last NomCom meeting was on February 6<sup>th</sup>, 2017. At the meeting the committee started to ask the following questions of itself. What is the Nom Com's purpose? What makes a good ECC candidate? What makes a good Community Trustee? Who do we want to contact for interest in these positions? Develop action plan for contact. The next NomCom meeting is going to be held on February 27<sup>th</sup> at 7:00pm at French House.

#### Committee for Combatting Oppression

Current members are: Cara (co-chair), Lana (co-chair), Noah, Rachel, Alana, and Dessa

The last CCO meeting was held on February 9<sup>th</sup>, 2017. The CCO is in the planning stage of organizing a social justice resource fair/inter-ICC guff swap. It will be called Radical Next Moves: Cooperative Swapping of Ideas & Goods. We are currently contacting different organizations about their interest in tabling/presenting. It will occur the afternoon of March 25<sup>th</sup> (tentatively) at Avalon. If you know of any orgs that would enjoy tabling, please let Cara or Lana know. The next CCO meeting is going to be held on February 22<sup>nd</sup> at 7:00pm at French House.

#### Audit Committee

Current members are: Huyler (chair), J.T., Wilson, Josh, Rachel, and Dessa

The last Audit Committee meeting was on December 12<sup>th</sup>, 2016. The committee talked about the audit with the auditor. The next Audit Committee is planned for March 15<sup>th</sup>, 2017 at 7:00pm at the French House.

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## 5. STRATEGIC LEARNING

### Review and Monitor Board Strategic Goals

At the January 2017 Board retreat the Board spent time thinking about the Ends Policy and Board strategic goals from the summer 2016. The retreat ended with an updating and refinement of the existing strategic goals. **Meeting Preparation:** Take a look at the updated Board Strategic Goal list in the packet and be prepared for discussion. In particular, think about ICC Austin progress towards each goal, how difficult each will be, and the relative priority of each goal. **Outcome:** Better Board understanding of goals, progress towards achieving those goals.

### NASCO Representative Meeting

NASCO staff conducts annual “member visits” to shoot the shit with member co-ops each year. Last February Daniel Miller from NASCO attended the ICC Austin Board meeting to talk about NASCO. This year Corrigan Nadon-Nichols plans to attend the ICC Austin Board meeting. **Meeting Preparation:** Read the summary materials in this packet, and take a look at the separately-emailed NASCO conversation packet, and think about any questions you’d like to ask. **Outcome:** The ICC Austin Board will have a better understanding of what NASCO has to offer, and be in a better position to continue the ICC Austin external engagement conversations over the next several months.

## 6. POLICY MONITORING

### Policy B2 Business Planning – Policy Monitoring

**Meeting Preparation:** Read B2 Monitoring report while following the steps below. **Outcome:** Determine if the Board policy regarding Business Planning has been followed over the past year.

- Step 1 – Review the decision tree that is included in your Board manual (under Directors’ Guide)
- Step 2 – Read the B2 monitoring report and use the decision tree to help you answer the key questions
- Step 3 – Be prepared to share the results of your review of the B monitoring reports

Some key considerations are:

- Does the report contain a reasonable interpretation of the Board policy?
- Does the report demonstrate compliance with the Board policy? If not, is there an acceptable plan for compliance?
- Is this the policy you want?

### C5 – Director Code of Conduct

**Meeting Preparation:** Take a look at the compiled information from everyone. You might want to take a careful look at questions that got the lowest scores, had the most varied answers, and/or those with lots of “don’t know” responses. Here are the basic questions to answer:

1. Are we doing what we said we would do?
2. What can we do to get better?
3. Is this the policy we want?

Like all monitoring policies, this is primarily the time for “checking to make sure you did what you said you would do” rather than a meandering discussion into the policy. However, if there are concerns about the policy, or ideas for improvement, this would be the time to bring them forward – and task the ECC with

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making sure a further conversation happens at a future meeting. **Outcome:** Determine if the Board followed its own policy over the past year.

### 7. GOVERNANCE

#### Executive Director (ED) Annual Evaluation

The Board evaluates overall ED performance each year in a two-month process. During the January meeting, the Board talks briefly about the process to prepare for a longer discussion in February, typically during Executive Session. The **outcome** is typically a written communication to the ED regarding overall performance.

**Meeting Preparation:** Read over the ED Evaluation Packet excerpts in this Board Packet. You should also have been emailed a full 185 page ED Evaluation packet that has more details, if you are interested. Some or all of the ED Evaluation will take place in Executive Session. The Board Executive Session procedures are included in the packet FYI section for your review if you're not familiar with them.

#### Executive Director job description update check

The Board created ED hiring procedures in 2016 which were approved in December 2016. The procedures call for an annual preparedness check, which happens in January/February each year. In January, the Board acknowledged the hiring procedures were current. For February, the Board needs to check on the ED job description to make sure it is up-to-date. Since the job description was approved by the Board in December 2016, an update now is not necessary. **Meeting Preparation:** Take a look at the ED evaluation material in the packet for the ED job description. **Outcome:** Board ensures ED job description is updated.

#### February Monthly Operational Report

Each month a staff member will take a few moments during the Governance section to answer any questions or concerns from the board. Members are encouraged to use this time to ask any questions that they may have had while reading this report. **Meeting Preparation:** Read report. **Outcome:** Better general understanding of operational activities.

#### GMM Draft Agenda Review

The GMMCom created a draft GMM agenda building off past GMM and Board conversations. **Meeting Preparation:** Take a look at the agenda and come prepared to give feedback to the committee. **Outcome:** The GMM Committee has enough input to create final GMM Agenda. The final GMM agenda needs to be approved at the March Board meeting.

#### Noah Appointment as Vice-President

The Board assigns the elected ECC officers to the roles of President, Vice-President, Treasurer and Secretary. Cara, Huyler, and Roxanne have already been appointed to roles, but the newly elected Noah has not. After discussion at the February ECC meeting, the ECC members are happy with their current roles and having Noah appointed as Vice-President. The Board is requested to formally appoint Noah as Vice-President. There is no backup material for this agenda item. **Meeting Preparation:** None **Outcome:** Vice-President appointment considered by Board.

## P a c k e t N o t e s

### 8. MARCH MEETING PREVIEW

In an effort to encourage the Board to be forward-looking, a little time at the end of each Board meeting will be devoted to setting up for the next Board meeting. This information is also available on the Board Calendar.

- February Board Meeting Minutes
- March Operational Report
- March Occupancy Report
- Approve GMM Agenda
- Ruth Schulze Learning
- Policy C7 – Board Committee Principles
- Policy D4 – Monitoring ED Performance
- Ends Policy Monitoring Report
- Ends Policy evaluation activity

ICC Austin 2016 - 2017 Board of Directors  
Community Agreements

At the Fall 2015 Board Retreat, the Board of Directors came up with a list of standards and expectations that they would hold themselves to at Board meetings. They are printed here as a useful reminder for all Board directors and attendees at the meeting.

Thank you for agreeing to abide by the following community agreements.

**ICC Austin 2016-2017 Board of Directors Community Agreements:**

- Come prepared, having read the board packet, come up with questions
- Be accountable to the Board, but also to the organization and to your particular house
- Be active, voice opinions, solicit others' opinions, raise your hand and say something
- Be respectful of other people
- Step up, step back - be mindful of your presence and the presence of others
- Be respectful of everyone's time, use co-op fingers (don't reiterate)

### 3. Consent Agenda - January Minutes

## ICC Austin Board Meeting Minutes

**Thursday, January 26th, 2016, 6:00 PM – 9:00 PM**

Location: UT Student Union – Room 4.206 (Chicano Cultures Room)

Time	Page	Item	Presenter	Action
<b>6:00</b>		1. <b>ENDS POLICY &amp; MEMBER OPEN TIME</b>		LISTEN
<b>6:10</b>		2. <b>REFLECTION QUESTION &amp; HOUSE UPDATES</b>	All	LISTEN
<b>6:20</b> (10 min)		3. <b>CONSENT AGEDNA</b> December 1st, 2016 Board Meeting Minutes January Occupancy Report 2 <sup>nd</sup> Quarter Financial Report		VOTE
<b>6:30</b> (0 min) (3 min) (3 min) (3 min) (6 min)		4. <b>COMMITTEE WORK</b> Executive Coordinating Committee GMM Committee (join) Nominations Committee (join) Committee for Combating Oppression (join) Audit Committee (Form and join)	Noah Roxanne Cara Huyler	LISTEN    VOTE
<b>6:45</b> (10 min) (5 min) (10 min) (5 min) (15 min)		5. <b>GOVERNANCE – Part 1</b> ED Annual Evaluation (learning) ED Hiring Preparedness check January Monthly Operational Report Officer Seating Policy Board Officer Compensation	Noah Noah Staff Roxanne Cara	DISCUSS DISCUSS VOTE VOTE VOTE
<b>7:30</b>		<b>BREAK</b>		ENJOY!
<b>7:40</b> (5 min) (5 min) (5 min)		6. <b>POLICY MONITORING</b> Monitoring Policy B1 – Financial Conditions Monitoring Policy B4 – Membership Rights & Responsibilities Monitoring Policy C5 – Director’s Code of Conduct	Staff Staff Cara	VOTE VOTE VOTE
<b>7:55</b> (10 min) (35 min)		7. <b>STRAGEIC LEARNING</b> External Engagement – What? Why? Ends Policy Follow-up		
<b>8:40</b>		8. <b>FEBRUARY MEETING PREVIEW</b>		LISTEN
<b>8:45</b>		9. <b>MEETING EVALUATION</b>		LISTEN
<b>8:55</b>		10. <b>ADJOURN</b>		LISTEN

\*\* See minutes for changes to draft agenda

Facilitator:

- Nicole Reneaux

Board Directors present:

ECC Officers:

- Cara McConnell – President – arrived at 6:48 pm
- Noah Vaughn – Vice-President
- Roxanne Zech – Secretary – arrives at 6:16 pm
- Huyler Marsh – Treasurer

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#### House Representatives:

- Dessa Gilbert – Arrakis
- Alana Brandt – Avalon
- Joshua Malett – Eden
- Lana Porter – French House
- Wilson McElvain – Helios
- Shannon Mullery – House of Commons – absent
- Lainey Jackson – New Guild
- Mila Santa – Royal
- Rachel Ellis – Seneca

#### Community Trustees:

- J.T. Harechmak

#### ICC Austin Staff:

- Billy Thogersen – Executive Director
- Ashleigh Lassiter – Membership Director
- Nick Hill – Finance Director
- Laura Khalil – Officer Manager
- Audrey Castro – Board Administrative Assistant

#### Guests:

- Scott Delhommer

#### **6:04 PM Nicole called meeting to order**

#### **Member Open Time**

**6:05**

*Time Allotted: 10 min/Time Spent: 3 min*

Noah speaks as a member of ICC Austin and not as an Officer. He says that he has been having discussions with members with some housemates about the new sexual assault policy. There was a suggestion that each house should receive education about the policy by either having it through the board or having more information sent out.

#### **Reflection Question & House Updates**

**6:08**

*Time Allotted: 10 min/Time Spent: 8 min*

Huyler says that French house is doing okay and no one is dead and the house has not burned down. Josh says that Eden is doing good, and they have some new members which is cool because they are figuring things out. Wilson says he was elected on Sunday and they only have one vacancy. Mila says that Royal has three vacancies which is hard because everyone is doing extra labor, but everything else is good. Dessa says that Arrhakis is doing well. They have been playing with puzzles and board games. Dessa says that they have started to plan their houses' around the world. Alana says that Avalon is good and there are a lot of good vibes. Avalon had their first house dinner this week which was nice. Rachel says that Seneca Falls is good and they're planning their houses' around the world as well. Lana adds to what Huyler said by saying French house is clean so far this semester and that she is going to her houses' around the world. Lainey says that New Guild is having a member review coming up and she is nervous but hopeful that things will get resolved. New Guild is is planning their first party that is being thrown by an organization that helps with women's health clinics, and the house is also planning around the world. JT says his house

### 3. Consent Agenda - January Minutes

is doing great and they have his favorite labor czar moving into the house which he is looking forward to. JT says that his house is not half HOC alumni, and that even after college you can continue to live the dream. Scott attends the meeting as a guest. Scott says that he believes Wilson will do a good job.

#### **Consent Agenda**

**6:16**

*Time Allotted: 10 min /Time Spent: 2 min*

Nicole introduces the Consent Agenda for the new members. JT moves to pull the occupancy report from the consent agenda for further discussion.

Noah motions to accept the consent agenda without the January Occupancy Report.

<p>MOTION: Accept the consent agenda without the January Occupancy Report. Noah motioned. Lana seconded. VOTE: 12-0-0 PASSED</p>
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#### *January Occupancy Report*

**6:18**

*Time Allotted: 0 min/Time Spent: 3 min*

JT wants to talk about the slightly low occupancies and wonders if this is because of the changes that were made to member reviews. Ashleigh responds by explaining that there were two members who had their memberships revoked and they have not been filled yet. JT follows up by asking if these numbers are comparable to other spring semesters. Ashleigh responds again that these numbers are not out of line for the spring semester. She adds that ICC Austin has both bad and good spring semesters and it is not only because of the member reviews. Nick adds that there were the same number of member reviews last year, but it is so bad now because a lot of people dropped right before the semester began. He believes that they knew that they were going to be moving out but waited until the end of the holidays to inform staff which makes it harder to fill the rooms. Ashleigh says that staff is going to push back the penalties and do tiers so that everyone is not dropping out at the beginning of the new year. Alana asks what the tiers are. Ashleigh says it is \$100.00, \$300.00, \$950.00.

With no more questions JT motions to accept the January Occupancy Report.

<p>MOTION: Accept the January Occupancy Report. JT motioned. Josh seconded. VOTE: 12-0-0 PASSED</p>
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#### **Committee Work**

**6:21**

*Time Allotted: 15 min/Time Spent: 24 min*

#### *ECC Committee*

**6:21**

*Time Allotted: 0 min/Time Spent: 4 min*

Roxanne says that she will be giving the update since Cara is not at the meeting yet due to car trouble. The ECC did a lot of work when they had a retreat before the board retreat. The ECC started planning the meetings for the rest of the semester by planning conversations and making decisions what those discussions would look like based off the last year. The ECC came up with effective and efficient starting

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off points for the board to work on this semester. Noah adds that the ECC got planning done that normally gets done at the retreat which is why this past retreat was much shorter. Rachel asked when the ECC meets. Roxanne said the next ECC meeting is going to be February 2<sup>nd</sup> at 6:30pm in the 2<sup>nd</sup> floor office in New Guild. Noah says that the ECC meetings are open to everyone in ICC Austin.

#### *GMM Committee*

6:25

*Time Allotted: 3 min/Time Spent: 2 min*

Noah explains that the GMM Committee helps plan the Fall and Spring GMM by planning it and setting it up. The committee talks about different discussions to have at GMM and plan how those conversations are going to take place. Noah says that they are trying to ramp up attendance and are thinking of ways like the co-op crawl to boost attendance. Lainey asks Noah how many meetings are there going to be. Noah says they will be having three meetings including the rehearsal.

#### *Nominations Committee*

6:27

*Time Requested: 3 min/Time Spent: 2 min*

Roxanne says that the NomCom has been more relaxed in the past and she wants to change that a little. She wants to have more strict goals specially to have a community trustee by the next GMM, so that means there will be three meetings by the Spring GMM. Roxanne's goal is to hold brainstorming sessions and as a group they are going to compose and send out emails together so that people can answer any possible questions. Lana asks if there is an alumni network that the NomCom can tap into. Ashleigh says that there is not currently one.

#### *Committee for Combatting Oppression*

6:29

*Time Requested: 3 min/Time Spent: 5 min*

Lana says that she told Roxanne that she would take over her duties as co-chair for this committee. Noah says that the last two CCO meetings have been productive filled with good conversations and they are wanting to plan an event. The CCO is more geared towards the members of ICC Austin. The idea is to have more resources that help educate about various social justice organizations so that they can come and give workshops or talks. An idea they thought about was to have a swap party where members can bring things like clothes or various things that they do not need anymore and instead of throwing it away they can swap it with someone else. There has also been talk about an organization in Austin that works with youth ambassadors and they can come and shadow different members and learn about co-ops, labor, or other things. The swap party is going to be March 25<sup>th</sup> in the Avalon parking lot. There is a google doc that people can add to if they have suggestions or idea. The next CCO meeting is going to be February 9<sup>th</sup> at Avalon at 6:00pm.

#### *Audit Committee*

6:34

*Time Requested: 6 min/Time Spent: 9 min*

Huyler reminds the board that the Audit is going to need to be formed. Huyler also explains that every year ICC Austin gets an audit done to make sure the organization is free from errors. This is not required but it feels good to make sure everything is going well. Huyler says that ICC Austin has been using the same auditors for the last couple of audits and there could be a discussion about possibly changing auditors. There are going to be at least two meetings this semester so that the committee can discussion auditor options. JT tells the board that if they are interested in being a part of a non-profit in the future this would be good experience to learn how an audit works.

Huyler motions to form the Audit committee.

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MOTION: Form Audit Committee

Huyler motioned.

Lainey seconded.

VOTE: 12-0-0 PASSED

How that all the board members have heard about the different committees they are encouraged to join different committees that they may be interested in. After a round robin the committee results are below:

- GMM: Noah, Josh, JT, Lana
- NomCom: Roxanne, Dessa, Mila, Alana
- CCO: Cara, Lana, Noah, Rachel, Alana
- Audit: Huyler, JT, Wilson, Josh, Lainey, Rachel

#### **Governance**

**6:45**

*ED Annual Evaluation (learning)*

**6:45**

*Time Allotted: 10 min/Time Spent: 3 min*

Noah explains that Billy is the Executive Director of ICC Austin. Billy is the only employee that the board can command, and then Billy will pass those requests to his staff. Noah says that this is basically what the board will be talking about during the ED Annual Evaluation. The board will be checking to see how Billy has been performing over the last year and will go into executive session to discuss his performance. Noah explains that the board has written to Billy. The board will go through the monitoring reports that Billy has been working on and decide if ICC Austin is compliant. Noah recommends the board read over the reports before the next meeting.

Scott asks if this is when the annual evaluation of when the Executive Director hiring procedure is going to get updated. Billy suggests waiting until next time because the board just approved the hiring process last semester and there has not been significant.

Noah says that there is more to come in the next board packet. Billy asks if everyone received the packet he emailed out. Most people received it and the other ones will recheck their emails. Billy said he will resend the email.

*ED hiring preparedness*

**6:48**

*Time Allotted: 5 min/Time Spent: 6 min*

Noah says that the board decided Billy is great but in case he leaves the unexpectedly so the board had figure out a new hiring process. The board will be talking about this more later this semester.

Cara arrives at 6:49

Noah continues to say that this is a way to recruit a new Executive Director. Nicole asked the board if they felt ready to talk about this next month. Scott asked Billy if he thinks there will be any huge updates. Billy said that it has been updated since December and it needs to be added to the regular document.

JT asks if any of the new board directors have any questions. Wilson asked what should the directors be looking for. JT replies that making sure each board director understands what is going on. He adds that the board will be talking about the process of what would happen if Billy would step down. Wilson asked if there was a procedure. Billy says yes there is one. Roxanne says that for a long time the board did not

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have a hiring process set up, but now ICC Austin has one. JT adds that when they set this up people had a lot of questions so the board should be prepared for the next meeting.

Josh asked if this procedure has more information about the details about Billy's review. Noah said that the summary is going to be in the next packet. This is a big topic and this is a warning that there will be a lot to discuss. Billy explained that the board is evaluating the performance during every meeting with the monitoring reports. This is summing up everything and the details are in the reports. Noah said there is also a compensation plan and is good for two years so the board should keep this in mind because it should still be good.

*January Monthly Operational Report*  
*Time Allotted: 10 min/Time Spent: 19 min*

6:54

Billy says that there has been an update since this report was written. The German House is no longer a co-op. It was bought and is going to be redeveloped. In good news, the Avalon's lease was renewed for another 17 months.

JT asked if there were any comments on the building. Billy said that they can't submit any plans yet but they are working on it.

Roxanne wanted to give kudos about the lobbying Austin counsel.

Noah asked if the current project timeline is still good. Lana asked if ICC Austin was currently being zoned as a hotel. Billy replied yes. Billy adds that because ICC Austin falls through the cracks and we get swept up with other groups for zoning. Scott asked if there is anything that membership can do like calling the city council like with the parking variances. Billy said it could be beneficial. Wilson asks if Billy thinks it will go through. Billy said that Angela from College Houses was confident and Billy is letting her take the lead.

Scott asked Ashleigh in terms of the marketing plan if there are metrics for the events and if we hit those metrics. Ashleigh replied that there are and we did for the new member event but she is not sure about the turn out for the CPR. Scott asks in terms of contract prioritization is there going to be a need base for financial aid. Is this for among the entire pool of members or just new members. Ashleigh said that this is just for new members and they will get pushed up the list. Ashleigh added that current members will be fine because this will not affect them. Mila asked if the documentation that helps the need based financial aid is already in process. Ashleigh responds that there is a whole list of what they have considered

Roxanne motions to accept the January Operational Report

<p>MOTION: Accept the January Operational Report Roxanne motioned. Alana seconded. VOTE: 12-0-0 PASSED</p>
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*Officer Seating Policy*  
*Time Allotted: 5 min/Time Spent: 4 min*

7:03

Roxanne said that at the last meeting the ECC heard the confusion from the board and Billy rewrote the policy. The ECC reviewed this and felt it was more clear. Billy says that every board member has gone through the new director training and signed the statement of agreements.

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Josh asked if these criteria is for when someone steps down in the middle of the semester. Roxanne replies that it is. Billy gives the example of if someone could show up from a house and no one would know if they are the right person. Lana asks if this is in place of seating and if it would be these qualification and written confirmation from the houses. Roxanne says it will be a standing agenda item and it might be added that they can confirm when you've been sent by your house.

Lana motions to accept the Officer Seating Policy.

<p>MOTION: Accept the Officer Seating Policy Lana motioned. Josh seconded. VOTE: 13-0-0 PASSED</p>
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*Board Officer Compensation*

7:07

*Time Allotted: 15 min/Time Spent: 15 min*

Cara apologizes for being late. Cara talks about how over the past semester the ECC has been talking about director compensation and they presented it to the board and there was more information that was requested. Cara says that there has been some changes that they think it makes more sense. Cara explains that currently the officers receive a stipend of \$100.00 and that is because there is no house labor and it is a way for the organization to say thank you for all the work. Some officers put more work into committee work and there has been a problem of officers not documenting the committee's procedures. Cara continues by explaining that there would be a base rate of \$50.00 and \$25.00 for each committee meeting that they attend. There will be a cap of \$125.00. This will allow for a paper trail of work because the officers will have to submit certain things.

Huyler asks how the staff feels about this. Billy says it is minimal and really good.

Mila points out that it says old board officers get a per rate for attending meetings. Mila isn't sure if all officers that attend a meeting are actively helping organize it or just attending. Cara says that they had decided in this were to occur then the officers would have to work it out within themselves. Noah explains that the purpose of old officers is not for them to just come and get money but for them to help with the transitions. Noah adds that this is more to do with the previous system but is still helpful. Lana asks if his applies for current ECC members. Cara responds that it will only affect Roxanne and Noah since they just were elected and will be still in position after June 1<sup>st</sup>, 2017. Billy says few people take advantage of this but some do. Billy continues that they think the directors are going to meeting for a year and they can stay and help with the transition of the new offices that come after. Huyler says that the current board directors got phased into their roles but when he was elected they were all ahead of him. Huyler says that last year they just gave all the work to the President and the rest did not do much. Huyler believes that the recognition for the extra work that is done is good. He says that Cara, Roxanne, and Noah are doing work and things are moving.

Mila had a question about if the stipends are considered income and if that could affect members who are not allowed to receive income because they are international students. Mila was wondering if it would be possible for that stipend to be credited to the rent of that person. Billy says that they could work for a solution.

### 3 . C o n s e n t A g e n d a - J a n u a r y M i n u t e s

JT likes that the ECC came with concrete information and the system they set up. JT asks since this isn't starting until June then would it be possible to add a check in December or January as a sunset review. This policy would expire unless the board wanted to put it back into effect.

Huyler asks if anyone would like the ECC officers to step out so that the board could further discuss this without the ECC present. The board doesn't not feel this is necessary.

Roxanne asks if the vote would be including the sunset review. Lana asks if the voting is checking in. Billy says yes it can be added. Noah asks if this time would affect Roxanne and himself. Lana asks if Noah and Roxanne are voting. Roxanne says she can abstain. Scott points out that Cara and Huyler would also be effected with this since their post term will be dropped to \$75.00 a meeting. Billy agrees. JT asks if they are 1099 in compensation. Billy says they are.

Lana motions to accept the Board Officer Compensation with a sunset review 6-month check in.

**MOTION:** Accept the Board Officer Compensation procedures with a six-month check-in review, and one-year sunset provision.

Lana motioned.

Alana seconded.

**VOTE:** 9-0-4 PASSED

The abstaining parties are affected by this vote.

**Break** **7:22**

**Policy Monitoring** **7:34**

*Policy B1 – Financial Conditions* *7:34*

*Time Allotted: 5 min/Time Spent: 2 min*

Nick says that ICC Austin is in good condition and points out the new members that are noncompliant are in bold in the document. Nick opened for questions. Noah asks if Nick can explain the noncompliance. Nick explains that ICC Austin wants to be around 10% profit and for years we've been below that goal. ICC Austin is slowly increasing the rent rates and watching cost in hopes that within the next two year ICC Austin will be compliant. Nick adds that the large spikes are from insurance payouts. Huyler tells the board that this has come up a few times. Billy further explains that it will stay this way for a year and the board needs to understand the information and how to approach this to find a sufficient solution. Noah says the report is good and he likes how it is set up with the check boxes which makes it easier to see what is needed and if it's being accomplished. Scott says that he knows there are scheduled advances coming up and this financial information can be overwhelming to new members. Roxanne asks if this has to happen before taxes are filed. Nick says it does not.

Josh points out that this information isn't always completely understood what you're a new board member and wonders if there would be a way to mitigate that. Billy responds that it was brought up to change the calendar to have this pushed back to later in the semester.

Huyler asks why the document has this report in both October and November. Billy says that is incorrect information and should not be there.

### 3 . C o n s e n t A g e n d a - J a n u a r y M i n u t e s

Dessa asks if the board members are supposed to be concerned that they are noncompliant. Nick says yes they should be. He goes on and says that this was put in place for a reason; to ask staff why and what can be fixed. Nick says that staff has known that ICC Austin is noncompliant and they have taken the measures of slowly increasing the rent rates while also decreasing costs. Nick adds that there is a plan and they don't want the board to be surprised.

Huyler asks if ICC Austin is still on budget for the increase with the current decrease in occupancy. Nick says it is too early to tell but it should be alright and they should still be on track.

Huyler motions to accept the Monitoring Report for Policy B1 – Financial Conditions.

**MOTION: Accept Policy B1 – Financial Conditions.**

Huyler motioned.

Cara seconded.

**VOTE: 13-0-0 PASSED**

*Policy B4 – Membership Rights & Responsibilities*

7:42

*Time Allotted: 5 min/Time Spent: 3 min*

Ashleigh says that this is probably one of the more easier monitoring reports because it is straight forward. She says there are no noncompliance.

Roxanne gives kudos for the increase in new member training and the increase in GMM attendance. Noah has a comment on the GMM by saying if the board members are interested in increasing the GMM attendance then they should come to the GMM meetings to help strategize.

Roxanne asks about the compliance of the judiciary committee. Ashleigh says this committee is if a member has their membership revoked then they can submit an appeal and outlines with very specific reasons.

Roxanne motion to accept the Monitoring Report for Policy B4 – Membership Rights & Responsibilities.

**MOTION: Accept Policy B4 – Membership Rights & Responsibilities.**

Josh motioned.

Noah seconded.

**VOTE: 13-0-0 PASSED**

*Policy C5 – Director's Code of Conduct*

7:45

*Time Allotted: 5 min/Time Spent: 7 min*

Cara says that everyone has read the policy and that is has to do with how the board works together. Cara says she may have been overly critical. Cara points that C5.6 is the most obvious low score and that this is something that they have enforced before for a director who has not been coming to the meeting. Billy suggests the board members look at the attendance document in the back of the packet. Lana asks if it is possible to continue to reach out the house labor czars since this is considered as labor. Lana says she has had an email sent about her absence once. Noah doesn't know what but he was looking and agreeing and felt it was compliant.

### 3 . C o n s e n t A g e n d a - J a n u a r y M i n u t e s

Cara says that the board has not been reporting this been reported at the GMMs and she feels this means that the board is noncompliant in that section. JT says that the way the board used to function by focusing on the smaller details and now the board is able to look at the bigger picture and work on higher levels. Cara believes the board is noncompliant with C5.9 of not reporting the boards attendance at GMM and asks if this should be changed to not include it or should the board start reporting this to the members. Most of the board believes that they should just start reporting this at the GMMs and not change the policy. Josh asks who decides what that is going to look like. Roxanne says the GMM committee. Lana asks if they could just use the attendance document that is at the end of the board packet.

**MOTION: Accept Policy C5 – Director’s Code of Conduct.**

Roxanne motioned.

Lana seconded.

**VOTE: 13-0-0 PASSED**

#### **Strategic Learning**

**7:52**

*External Engagement – What? Why?*

*7:52*

*Time Allotted: 10 min/Time Spent: 16 min*

Huyler says that a long time ago there were great people in ICC Austin who decided that we should support other co-ops as well as the local community and this has become a pillar of the organization. Huyler explains that currently ICC Austin fulfills the pillar of external engagement by giving money to NASCO. Recently there has been concern with what NASCO has been doing with the money that they are being sent and what kind of co-ops are they supporting. The questions have become why is ICC Austin donating to NASCO and what can external engagement can look like. Huyler says that the board has taken a step back to look and what ICC Austin can be doing with the money that they are currently sending to NASCO. Huyler also reminds the board that in the February meeting there will be a representative coming from NASCO and the board should be thinking about different questions to ask. Huyler also suggests to review the meeting from last year where a different NASCO representative came to talk to the board.

Roxanne says that the ECC has planned to talk about external engagement and why ICC Austin gives in the first place. Roxanne also says that there are so many questions on this topic. One question is ICC Austin should be giving on a local scale instead of the national scale that they are doing with NASCO.

Cara explains that NASCO is a multifaceted organization. ICC Austin sees NASCO Education at the conference that members attend, but there is also NASCO Properties and NASCO Development Services. Cara says that Nick has voiced his concern before and last year requested a financial report but have still not received an audit from NASCO.

Nick clarifies that NASCO is split into three companies. Most organizations pay directly to NASCO Education and then that money is then moved around to help pay for the other companies like NASCO Properties. There is also NASCO Development Services and this is where co-ops with extra money can pay and help develop more co-ops. Nick says there was a lot of money moving around the three companies and it made him feel uncomfortable with the lack of transparency. Nick has suggested that they should have an audit and possibly make a committee to help them. Nick suggests to the board that ask about what progress NASCO has made towards an audit and what accomplishments they have had. JT asks if Nick can email the board some questions to ask the NASCO representative when he visits. Nick agrees to send out questions.

### 3 . C o n s e n t A g e n d a - J a n u a r y M i n u t e s

Noah talks about the alternative option that the board heard about before in regards to a co-op bank. Nick elaborates that he likes this option because the money can be invested with interest so ICC Austin will be able to give and gain money for a nest egg. Nick also likes the idea of continuing to support NASCO Education. Lana asks if ICC Austin has looked at other options and suggests that the board come back with options at the March Board Meeting. Roxanne reminds the board that they will be talking about the Ruth Schulze project in March as well. Roxanne also informs the board that Cara, Lana, and herself will be attending a co-op conference that deals with social justice co-ops for people under 35, this is targeted towards youth.

Josh asks if anyone has looked into investing into local co-ops to fulfill the external engagement. Billy says that ICC Austin invests into Wheatsville and Black Star and they have been working with College Houses more lately. Huyler suggests making a committee to look into other options. Nick suggests that the board not spend too much more time on NASCO because they have Ruth Schulze coming up and that will require a lot of time. Huyler asks how much ICC Austin is currently sending NASCO and how much are they spending on Ruth Schulze. Nick says they are sending NASCO about \$10,000 and they are spending \$3.3 million for Ruth Schulze.

Cara asks if people feel prepared with the coming up with questions for the next meeting with the NASCO representative. Lana asks if he is aware of the questions the board will ask and if there is a plan for him to receive some questions so that he is prepared for the meeting. Nick agrees that no one likes to be blindsided, but the audit has been something that ICC Austin has been asking for a while.

*Ends Policy Follow up*

8:08

*Time Allotted: 35 min/Time Spent: 1 min*

Roxanne says that the ECC did a lot of hard work on this but doesn't think the board is ready to talk about this at this moment. The board decides to strike this section from the meeting and come back to it at a later time in the semester.

#### **February Meeting Preview**

8:09

*Time Allotted: 5 min/Time Spent: 1 min*

Nicole reads over the February Meeting Preview.

#### **Meeting Evaluation**

8:09

*Time Allotted: 10 min/Time Spent: 14 min*

Josh thinks the meeting went well and is going to talk to his house about the marketing plan. Josh is also going to remind his house that they need to let the office know if they are leaving because this has been an issue for them in the past semesters. Huyler thinks it was a good meeting and thought it was good to see new faces. Huyler thinks the ECC talked too much but still thought it was a good meeting. Scott thinks it was a good meeting and this was his first as a non-board member. Scott thought it was much more relaxing not having to do anything. Scott agree with Huyler that new members should talk more and returning members should talk less. Nick says he will probably be at the next meeting but his time is winding down with ICC Austin. Nick likes that he was able to see how all of the board members have been able to progress and is excited that it seems ICC Austin is waking up and getting things done. JT thought it was a good meeting and he thanks the new people to come. JT reminds the board that they will be talking about the ED evaluation, and the board members should talk about the marketing plan with their houses. Lainey thought it was a good meeting and said she felt more prepared for this meeting than she had been in the past. Lana thought is being a good meeting. Lana is going to talk to her house about the prioritization being put in place. She thinks that the marketing campaign is awesome and will bring

### 3 . C o n s e n t A g e n d a - J a n u a r y M i n u t e s

that back to her house. Lana is also going to remind the house about the upcoming scholarships. Lastly, Lana thinks it was a good idea for someone to come to each house to explain and talk about the revised sexual assault policy. Billy thinks the meeting went well and that it felt like this was the second part of the board retreat because some of this was duller than what was talked about at the retreat. Billy says it is hard to believe that there are only three more meetings in the fiscal year and says that there is a lot of work that is going to be done before the end of the semester. Noah thought it was a really great meeting and this was his first meeting as an officer. Noah said when he was a new board member he remembers being nervous to talk and did get lost reading the board packet, but he encourages the new members to ask questions. Rachel says the meeting was not as intimidating as she thought it was going to be. Rachel is going to tell her house about what is happening and is going to start now to encourage people to attend GMM. Alana thought it was a good meeting and agree with Billy that there is not much time left and says she thinks they were able to get a lot of work done at the retreat. Alana is planning on talking to her house about the CCO meeting at Avalon and she will talk about the marketing strategy. Dessa liked the meeting too and really enjoyed being able to decipher the information. Dessa thought the financials were interesting. Mila thought it was a good meeting and is excited about the upcoming open houses. Mila is going to try and recruit freshmen to come and check out the houses. Roxanne thought it was a good meeting and is excited for the trip Cara, Lana, and herself are about to take. Roxanne plans on coming back with lots of notes and ideas to implement into ICC Austin. Cara says it just hit her that there are only three more meeting. Cara is excited to see that things will be settling in the next meeting. Cara reminds the board that they are going to talk about NASCO and Ruth Schulze soon and encourages the board to look into past information before the March meeting. Cara thanks Noah for reminding her about a planning a packet reading that she wanted to host. Cara said she will send out a doodlepoll to see what days' work best for everyone. Ashleigh thought it was good meeting and is excited for the open house. Wilson likes the idea of the guided readings and thanks Scott for walking him though the packet. Wilson is going to go back to his house and talk about prioritization and contract signing. Wilson also is going to talk about ICC Austin's goal of 10% profit.

**Nicole adjourned the meeting**

**8:23**



**January New Director Training and Spring 2017 Board Retreat Minutes**  
**Saturday, January 21<sup>st</sup>, 2017**  
**11:30 AM – 6:00 PM**  
UT Texas Student Union, Mexican American Cultures Room 4.206

**AGENDA**

2:30 – 3:30pm	Part 1 – The importance of ICC Austin and Leadership
3:30am - 3:45pm	Break
3:45 - 5:15pm	Part 2 – Ends: Continuing the work of the Board
5:15 - 5:30pm	Meeting evaluation and reflection (review objectives)
6:00pm	Group dinner at Clay Pit

Facilitator:

- Nicole Reneaux

Board Directors present:

ECC Officers:

- Cara McConnell – President
- Noah Vaughn – Vice-President
- Roxanne Zech – Secretary
- Huyler Marsh – Treasurer

House Representatives:

- Dessa Gilbert – Arrakis
- Alana Brandt – Avalon
- Joshua Malett – Eden
- Lana Porter – French House
- Wilson McElvain – Helios
- Shannon Mullery – House of Commons – absent
- Lainey Jackson – New Guild
- Mila Santa – Royal
- Rachel Ellis – Seneca

Community Trustees:

- J.T. Harechmak

### 3 . C o n s e n t A g e n d a - S p r i n g R e t r e a t M i n u t e s

#### ICC Austin Staff:

- Billy Thogersen – Executive Director
- Ashleigh Lassiter – Membership Director
- Nick Hill – Finance Director – Absent
- Audrey Castro – Board Administrative Assistant

#### **2:34 PM Billy starts the Retreat**

Billy wished there were more people who were at the retreat. He knows that there was the women's march going on and hopes more people will be coming in later.

#### **2:34 PM – Part 1 – The Importance of ICC Austin and Leadership.**

Billy wanted to review why the board was here. The board is looking at the big picture and long term goals. Billy says that this retreat is for the board to get a sense of the big picture from a governing perspective. The board is making decisions as a whole group and everyone needs to participate and vote to move forward as a whole group. This is to focus everything through the ends policy. Billy says that if someone on the board felt that the board should not be going down a certain path then the board will look at the ends to see if it will impact the organization.

Roxanne asked if the board can read the ends policy again. Roxanne rereads the ends policy.

Billy said that him and Ashleigh have put together an exercise to help people determine their leadership style. A questionnaire was given to everyone before had and received their scores back. Ashleigh says that the letters each person got will correspond with the information in their packets. The groups are either North, South, West, and East. While in the small groups each group had to pick three things with them if they were stranded on a deserted island. The groups also answered the question of how they as a group worked together to figure out what each group would bring with them.

#### **3:26PM – Break**

#### **3:40 PM – Part 2 – Ends: Continuing the work of the Board.**

Nicole told the board that they were going to take a moment for the presentation, a small group discussion, and then there will be an activity.

Cara starts by showing a presentation that is similar to the one they presented at the Summer 2016 Board Retreat. This presentation is to catch the board up on the discussions that have been going on over the last year. The goal that the board is trying to get accomplished during the retreat is to look at the boards goals that were created earlier this year and come up with more goals for the larger time gaps. Cara says that the Ends Policy is ICC Austin's visionary policy and reflecting to look back to this policy and make sure the organization is meeting those needs. Roxanne says that the Ends is reflected by the policies that the board monitors throughout the year during the board meetings. Roxanne says the board can change the policies if they are not the ones that the board thinks are not going to effective. Cara says the purpose is to make a more diverse and inclusive community. Every April the board does a monitoring report of the Ends policy, and the board has collected data of the population over the last couple of years. Cara points out that the race of ICC Austin is less diverse than the population of U.T. Austin. There has been a decrease in nonwhite population since the 2014-2015 year.

### 3. Consent Agenda - Spring Retreat Minutes

Roxanne says that the board has been monitoring the diversity goal in pieces for both increasing diversity and being more inclusive by looking at the economic background of applicants. Currently the majority of ICC Austin's population is mostly middle class and ICC Austin is not providing housing for the low-income people that they are striving to help. Cara adds that ICC Austin is trying to provide housing for the low-income families and we're not socioeconomically diverse. Cara takes this moment to explain to the board that earlier this year the board spent time to define specific terms so that there would not be any confusion while the board is having these conversations. Roxanne adds that they know these definitions that were created are not the actual definition of the words. These words are defined in respect to the conversation that the board is having. Cara says these are the specific ICC Austin conversation. Cara and Roxanne read the definitions that were created.

Cara explains that the board is doing what the Ends policy says to do. People would argue that there is no metric of diversity, and because there is some diversity that would mean ICC Austin is diverse. Cara says that last summer the board realized that this is a global issue in the world and the board decided to figure out what issues the board wanted to tackle first. Cara talks about the diversity audit that College Houses did on their organization through AORTA. The report suggested that tackling the economic problem would be the best way to increase the socioeconomic problem. Roxanne explains the board decision to focus on one issue at a time by using a pie analogy. Instead of the board just trying to eat the entire pie of social justice, the board will be tackling one issue at a time bite by bite.

Cara shows the goals that were created to increase economic accessibility. At the August board meeting the board came up with a timeline with goals that would span from 6 months to 10-20 years. The first few sets of goals are focused on economic issues and the longer termed goals have a broader view. Cara says that the board feels like they have fulfilled the 6 month goals of scholarships, building organizational alignment, and building consensus. Roxanne says that staff has already started implementing these practices into ICC Austin's operations. Cara says that the one year goals feel like it's in the works and on the horizon. Cara adds that the ECC has set up conversations for the few months that should help execute these goals. Roxanne reminds the board that the theme of the Fall GMM was steering the ship, and the ECC feels like these one year goals have helped steer the ship. Roxanne adds that the board is now waiting to reap the benefits of that steering.

Roxanne reads over the 5 year and 10 year goals. She points out that the last two goals are more focused on social justice, and there are a lot of decisions that the board has to make during this journey. Cara explains that right now the board is in the one year goal range, and right now the ECC wants to develop the goals that span from 1-5-year mark. Roxanne clarifies the conversations from today doesn't have to be about what the board wants to add but could also be about questions as well as what resources are needed to achieve these goals. Cara tells the board that she thinks that having fresh eyes could look at these goals differently and might be able to determine if there needs to be more information. Roxanne says this is like goal monitoring.

#### **4:03 PM – Small group discussion.**

The board moves on to small group discussion. Nicole numbers off the board to separate them into small groups to answer the following questions.

1. What does a better world in 10 or 20 years look like? What things have changed?
2. Can or should ICC Austin play a part in any of those changes?
3. Is ICC Austin's role in the envisioned better world captured in the Ends Policy? Or does something need to be added, removed, or changed? If so, what?

### 3 . C o n s e n t A g e n d a - S p r i n g R e t r e a t M i n u t e s

Below are the responses from the small groups for each question.

1. What does a better world in 10 or 20 years look like? What things have changed?
  - a. Noah says his group believes that there will be less economic and racial oppression. They believe that the ICC Austin community will have a bigger voice in society. The group believes that people will not be categorized by characteristics that don't have to do with them. There will be access to health care and education, and there won't be institutions that don't act in the best interests for the citizens.
  - b. Roxanne says that her group believes it will be a Trump-free future. ICC Austin will be a cool, chill, and informed place. They believe that history will be recognized and reparations will be made. The group believes that science and history will have consensus on what is true. Cara adds that there will be basic human needs for all humans available.
  - c. Mila says that her group believes people will be equally and fairly represented. This would allow for more time and space for joy and doing things that make the oppressed happier. There will be self-determination and less government supremacy with more outlets for creativity.
  
2. Can or should ICC Austin play a part in any of those changes?
  - a. Cara says ICC Austin should be a part of those changes and hopefully have a radically different structure so that those changes are going to be inherent. Roxanne adds the simple act of existing and a microworld will be providing affordable housing and acting towards it.
  - b. Mila says that her group talked more about the how. They believed that ICC Austin can represent those things that we want in the world but on a smaller scale. The group also thought it could free up time by providing shelter and food to members of other cooperatives. The bigger vision of changing the world can still be locally focused because it would still impact the larger picture and the world.
  - c. Noah said that his group talked about how ICC Austin can affect democracy and talked about how we are making education and housing more accessible. Being a non-oppressive community that focuses on the community itself.
  
3. Is ICC Austin's role in the envisioned better world captured in the Ends Policy? Or does something need to be added, removed, or changed? If so, what?
  - a. Mila says that her group talked about how they think the Ends policy is well written and it depends on the interpretation. Keeping awareness on how the Ends policy is interpreted the way it's supposed is good.
    - i. Huyler said we could use this time on discussion about the terms to make sure that people understand the Ends policy and how it is interpreted.
    - ii. Mila responds that it being non-exploitation is not very defined or clear on that second part of the policy.
    - iii. Huyler says as long as we as a group understand the interpretation it does not need to be changed. Conversations on the interpretation of the Ends policy wouldn't be necessary.
  - b. Noah talked about the interpretation as well. Their group thought it was key for the vagueness because it is good for it to be able to adapt. If it is changed it can make it difficult because the boards can go into different directions. Noah's group liked the promotion of transportation of society. The current

### 3 . C o n s e n t A g e n d a - S p r i n g R e t r e a t M i n u t e s

ways might not be enough but the group is not sure how to add that to the Ends policy. They did talk about changing the verbiage if possible.

- i. JT said the board is hesitant to change things but is interested in the conversations that could change the verbiage.
- c. Cara says that they didn't have a lot of time to talk about this topic. Roxanne added what changing the Ends policy would be like and what reasons it would be changed. Cara said if the board feels strongly about specific interpretations because the current board will not always be around then more explicit verbiage might be important.
- d. Alana said allowing for flexibility is important because the board does change.
  - i. Roxanne said they had a discussion about what an Ends policy would actually look like. It doesn't have to be short and vague and it can be long and specific. There is more room to better understand that policies can change.
  - ii. Huyler likes to think the needs of the Ends policy should be for the future board as well. Huyler reminded that board that they do monitor this as a board policy and that can determine how the policy is interpreted. Huyler believes there should be room left for the future board to interpretant the needs for them.
- e. Cara doesn't know the specific words but there should be more clearness for the Ends policy. Roxanne likes the intention from Huyler and it resonated with him. Roxanne likes the Ends policy being clear with its intensions. Cara says that accountability might not be the word she is looking for but she is looking for people to come back and look at the meaning. Cara says the issue is to go back that and see that the board felt that ICC Austin needed to be diverse, but there is not something that says we are not meeting the Ends. Cara says the board needs to be accountable and be able to go back and check the Ends policy.
  - i. Mila asks if he board would like for all the words to be goal focused and can be checked for the board to be able to make sure we meet the Ends policy.
- f. Lana says that the progress oriented and that the future board should always make the progress.
  - i. Cara says one of the metrics that the board is going to be able to keep going back to is the diversity of ICC Austin membership compared to U.T. and ACC students. This could be a metric that the board wants to meet and or exceed the membership.
- g. Billy says there is the Ends policy the board has written and the board just said community which means population. Staff has been interpreting this to be Austin student population not the board. If the board determined that the term diverse isn't enough then that word can be changed.
- h. Lana brought up the Black Star Co-op's End policy. Their policy has specific points and ICC Austin can adopt this by adding clauses to the Ends policy.

Nicole thanks the board for participating in this activity. She tells the board that they are going to check back with the goals and will need to fill in the time frame from the 1-5 year marks. The next time horizon is from 1-5 years. The 5 year goals have been determined but more can be added if the board feels like some are needed. The board is going to drill into these different time lengths and what would have to happen in that time to be successful. The board participated in another activity that would break down different goals for 1, 3, and 5 years from now for ICC Austin to be successful in achieving diversity.

### 3 . C o n s e n t A g e n d a - S p r i n g R e t r e a t M i n u t e s

#### **5:21 PM – Meeting Evaluation**

Lainey thought the retreat was good. She didn't know what to expect. Lainey said it was good to get back into the mind set before the upcoming meeting. Mila thinks that regarding the objectives the board did a good job. Mila points out that the board didn't get to talk about the expansion project but she feels good about what was accomplished. Dessa thought the retreat was interesting, and liked that the board took these lofty goals and broke them down to their intentions. Alana thought it was a good day to focus on the goals and good to jump into the aspects of the board meetings. JT said this was his 11<sup>th</sup> board retreat and he is really excited to see the steering of the ship towards this timeline. JT is also happy that the board is here and hope that board is ready to work over the semester. Billy said he likes the 3-hour retreat format and that it is cutting to the chase. Billy believes the objectives have been reached, and would like to give recognition to the ECC for having a 4-hour meeting to plan the board work for the entire semester. Roxanne didn't really know how many people were going to make it because some of the houses had not elected their representatives yet. Roxanne is happy that the board was able to stay focused the entire time. Noah thought the retreat was great and is really excited about all the goals the board was able to talk about. Noah thinks this is a good time to be active and make changes in the community. Lana said this was a more successful retreat than the last one in the fall, and she is excited to dig in. Cara wanted to thank everyone for coming to the retreat. Cara was happy that the ECC did before the retreat to make sure that the retreat was going to be successful. Cara does warn the board that there is going to be a lot of information to digest over the next semester. Ashleigh thought the retreat went really good. Ashleigh said the time was used great. Ashleigh also liked what Noah had to say and thinks that the goals that were created can make changes in the community. Huyler apologized for being later due to traffic. Huyler liked the format and that it wasn't the same type of meeting that has been done before. Huyler also liked the member participation and there was a lot of good work being done. Wilson said this was his first board retreat and came into the retreat thinking why should he even be here because he has not been nominated yet. Wilson said that he was happy to come once the meeting started and that he really enjoyed himself. Nicole thanked the board for having her facilitate. Nicole liked how the board has been working hard and changing. She is able to take away that the organization is great.

#### **6:09 PM – Meeting Adjourned.**

### 3. Consent Agenda - Occupancy Report

## Occupancy Report

Prepared by staff for the February 23<sup>rd</sup> board meeting

Spring occupancy is still behind budget but has increased in the last month. Occupancy as of February 13<sup>th</sup> is 96.4% compared to 95.5% last month. Budgeted occupancy is 97%. We may still secure an additional one or two contracts before the end of the semester, but it is unlikely we will reach budget for the spring. The strong summer and fall occupancy will likely be a wash against the low spring projections. As a reminder, occupancy percentage is calculated using maximum versus actual days occupied. Maximum days occupied is equivalent to 100% occupancy from January 1 – May 28.

Looking ahead to contract signing for the 2017 summer and 2017/18 academic year. There are currently 154 people on the contract signing waitlist which larger than this time last year when there were 113 people.

<b>Spring 2017</b>				
<u>House</u>	<u>Occupancy</u>	<u>Signed</u>	<u>Pending</u>	<u>Available</u>
Arrakis	100%	20	0	-
Avalon	100%	22	0	-
Eden	106%*	16	0	
French	90%	18	0	2 shared
Helios	99%	17	0	-
HOC	95%	27	0	-
New Guild	96%	30	0	1 shared
Royal	84%	14	0	3 shared
Seneca	100%	19	0	-
<b>Totals:</b>	<b>96%</b>	<b>183</b>	<b>0</b>	<b>6 shared</b>
Budgeted Occupancy				97%
Current Occupancy Revenue				\$615,190
Budgeted Revenue				\$624,817
Variance				<b>(\$9,627)</b>

\*Eden has 16 members for the spring. One private room has been converted to a double.

<b>Spring Occupancy Comparisons</b>			
	Occupancy projections*	Budgeted Occupancy	Actual Occupancy (end of May)
Spring 2013	98%	96%	97%
Spring 2014	unk	99%	94%
Spring 2015	98%	97%	98%
Spring 2016	95%	97%	96%
Spring 2017	96%	97%	-

\*Based on contracts signed as of February

<b>Fall 2016</b>	
Total Occupancy	99%
Budgeted Occupancy	98%
Occupancy Revenue	\$558,622
Budgeted Revenue	\$549,839
Variance	\$8,783

<b>Summer 2016</b>	
Total Occupancy	85%
Budgeted Occupancy	83%
Occupancy Revenue	\$223,602
Budgeted Revenue	\$221,246
Variance (as of 7/31)	\$2,356

Occupancy information as of February 13, 2017.

3 . C o n s e n t A g e n d a – R u t h S c h u l z e  
R e i m b u r s e m e n t R e s o l u t i o n

Introduced By:  
Seconded By:  
Vote:

**RESOLUTION**

A RESOLUTION OF UNIVERSITY OF TEXAS INTERCOOPERATIVE COUNCIL, INC. (ICC AUSTIN), DECLARING ITS OFFICIAL INTENT TO REIMBURSE ITSELF WITH THE PROCEEDS OF A FUTURE BORROWING FOR CERTAIN CAPITAL EXPENDITURES TO BE UNDERTAKEN BY THE CORPORATION; IDENTIFYING SAID CAPITAL EXPENDITURES AND THE FUNDS TO BE USED FOR SUCH PAYMENT; AND PROVIDING CERTAIN OTHER MATTERS IN CONNECTION THEREWITH.

W I T N E S S E T H :

WHEREAS, **ICC Austin** (the “Corporation”) is a nonprofit corporation duly organized and validly existing under the laws of the State of Texas; and

WHEREAS, the Board of Directors of the Corporation (the “Board”) is the governing body of the Corporation; and

WHEREAS, the Board has determined that it is in the best interest of the Corporation to make certain capital expenditures on a project that generally consists of, but is not limited to: the cost of the acquisition, construction, renovation, equipping and furnishing of the Ruth Schulze Student Housing Cooperative and located at 915 West 22<sup>nd</sup> Street, Austin TX (the “Project”); and

WHEREAS, the Board currently intends and reasonably expects to participate in a taxable or tax-exempt borrowing by a qualified conduit issuer to finance such capital expenditures, including money to reimburse the Corporation for the portion of such capital expenditures incurred or to be incurred subsequent to a period commencing 60 days prior to the date hereof, and ending prior to the later of 18 months of the date of such capital expenditures or the placing in service of the Project (but in no event more than 3 years after the date of the original expenditure of such moneys); and

WHEREAS, the Board hereby desires to declare its official intent, pursuant to 26 C.F.R. § 1.150-2, to reimburse the Corporation for such capital expenditures with the proceeds of the Corporation’s future taxable or tax-exempt borrowing.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF ICC Austin THAT:

Section 1. ***Declaration of Official Intent.*** The Corporation presently intends and reasonably expects to finance the Project with legally available funds.

Section 2. ***Dates of Capital Expenditures.*** All of the capital expenditures covered by this Resolution were or will be made on and after the date which is 60 days prior to the effective date of this Resolution.

Section 3. ***Issuance of Bonds or Notes.*** The Corporation presently intends and reasonably expects to participate in a taxable or tax-exempt borrowing by a qualified conduit issuer within 18 months of the date of the expenditure of moneys on the Project or the date upon which the Project is placed in service, whichever is later (but in no event more than 3 years after the date of the original expenditure of such moneys), and to allocate from said borrowing an amount not to exceed \$250,000 to reimburse the Corporation for its expenditures in connection with the Project.

Section 4. ***Confirmation of Prior Acts.*** All prior acts and doings of the officials, agents and employees of the Corporation that are in conformity with the purpose and intent of this Resolution, and in furtherance of the Project, shall be and the same hereby are in all respects ratified, approved and confirmed.

Section 5. ***Effective Date of Resolution.*** This Resolution shall take effect immediately upon its passage.

PASSED AND ADOPTED at a regular meeting this 23 day of February, 2017.

ICC Austin

By: Cara McConnell  
President

Attest:

By: Roxanne Zech  
Secretary

## 5. Strategic Learning - Strategic Learning Goals

### ICC Austin Board Strategic Goals

Created: August 2016

Updated: January 2017

#### 6-Month Board Goals (or by spring 2017)

- Deepen understanding of economic justice, gauge member views, and begin organizational alignment process
- Build consensus on policy and goals for promoting economic accessibility

#### 1-Year Goals (or by summer 2017)

- Complete conversations on economic justice to the extent they can be incorporated into operations
- Develop process for granting scholarships to students who otherwise couldn't afford ICC
- Implement member-supported policy change to address economic accessibility

#### 1.5 Year Goals (or by fall 2018)

- Display quantifiable progress in economic justice
- Move toward understanding the racial history of students, West Campus, Texas, and the US through partnership with student organizations and social justice groups
- Research and lay groundwork for a comprehensive strategic diversity and engagement plan (see UT plan)

#### 3.5 Year Goals (or by fall 2020)

- Have at least one other close relationship with a non-Nasco social justice organization
- Make ICC's scholarship availability visible to UT, ACC students, prospective members, and people with financial need

#### 5.5 Year Goals (or by fall 2022)

- Focus on racial justice initiatives
- Reflect diversity of Austin student population in ICC houses, with equal representation in organization leadership in houses and on the board
- Maintain fully developed network of mutually beneficial social justice organization relationships
- Demonstrate and be a model for the financial feasibility of social justice work in non-profits and cooperatives

#### 10-Year Goals (or by summer 2026)

- Known as a radically diverse and inclusive organization, committed to combatting oppression and serving marginalized groups
- Recognition as a leader in economic justice in the national student housing cooperative movement

## ICC Austin External Engagement: Where does NASCO fit in?

### Executive Summary

Your ICC Austin staff took a close look at NASCO over the past couple of years. The results were not promising. Significant good-faith efforts were made to change structural flaws, but were neither successful now nor hopeful regarding the future. Our conclusions are that ICC Austin should stop spending time trying to fix NASCO because the odds of change are very low, consider alternatives to NASCO Development Services for cooperative development, and ensure that NASCO member dues achieve adequate outcomes. Staff will not release any further NASCO dues payments until NASCO gets a financial audit. - Billy Thogersen, Executive Director

I've outlined what I see as my primary concerns with NASCO and provided a few poignant questions for NASCO staff so that you can make informed decisions. I can't emphasize enough that ICC Austin staff and Board should not fall into the black hole of time consumption that is NASCO. I suggest that we share our concerns with NASCO staff and NASCO Boards so that they are prepared if we decide to distance ourselves and give them the opportunity to speak to achievements. Much like many small / mid-sized nonprofits, NASCO is a slow moving ship and change takes time. Withdrawing all or a portion of our funding is a way to speed NASCO up in addressing critical concerns. We can continue to financially support NASCO or we can find other uses for these funds -- it doesn't really matter. What does matter is that ICC Austin staff and Board energies should be focused on the Ruth Schulze expansion and our own progress with social justice. Attempting to fix systems as fundamentally flawed as NASCO, particularly when other student housing cooperatives have already determined that they are not worth salvaging, would not make the best use of ICC Austin resources. - Nick Hill, Finance Director & former NDS Board Director

Key areas of concern regarding NASCO family:

- Unwieldy and complicated structure
- Lack of accountability
- Leadership and operational issues
- Lack of transparency
- Extreme resistance to change
- Disengagement from NASCO by student housing cooperatives
- Questionable bottom-line results

### External Engagement Context

Cooperation among cooperatives and concern for community are two cooperative principles collectively referred to as External Engagement. Up until a couple years ago, ICC Austin had not given much thought to the engagement strategy. But times have changed. The ICC Austin Board and staff now have the time to review how ICC Austin engages with the outside world. While the overall engagement strategy is still

## 5. Strategic Learning - NASCO Representative Meeting

in development, the present concern is where NASCO might fit into an optimized program.

For most of ICC Austin's history, the vast majority of its external engagement, that is time and money, has been mediated through NASCO. About two years ago, ICC Austin staff began taking a closer look at NASCO and has found a number of troubles. Reporting to the Board began, with serious Board-level conversations starting about a year ago.

### ICC Austin Board Outcomes

1. This conversation with Corrigan from NASCO, as well as past NASCO conversations, should be the foundation for taking action with the ICC Austin/NASCO relationship. We need actionable facts and details, or at least a path forward to get that information.
2. This conversation with Corrigan, and others, should provide a way to share Board concerns with NASCO.
3. Determine what we want from an organization like NASCO. Determine if NASCO can provide what we want in all or part.

### ICC Austin Questions for NASCO (Boards and staff)

*NASCO Education Question* - How does NASCO staff see the organization being organized 3 years from now. Describe changes and why. Describe anticipated roadblocks.

*NASCO Education Question* - Which audit firms have been considered for this year's audit? What are their qualifications? Do any of the CPA firms have a prior relationship with NASCO; if so - in what capacity?

*NASCO Development Services (NDS) Question* - name number of completed projects in the last five years and describe the biggest achievement. (exclude properties that later became NASCO Properties)

*NDS Question*- name current number of projects in process with likely positive outcomes, describe the project with the most potential. (exclude NASCO Properties development)

*NDS Question* - Describe the main reasons why it's necessary or desirable to have NDS legally structured as a separate Company. What results has the structure achieved?

## 5. Strategic Learning - NASCO Representative Meeting

*NASCO Properties Question* - There are rumors that NASCO Properties subsidiary may be spun off as a separate Company. If this is being discussed, why has it not been brought up to the NASCO membership? Describe why NASCO Family is considering this move and the likelihood that it will create instability for the NASCO Education parent company. Describe other pros and cons.

*General Question* - How does NASCO promote leadership development and connections with outside organizations?

*General Question* - What has NASCO accomplished in the last three years? And were those accomplishments part of a larger plan made known to the NASCO membership?

*General Question* - What does NASCO do? What resources does NASCO have to offer ICC Austin and other midsized and large member co-op systems?

*General Question* - How does NASCO promote economic solidarity in the southeastern U.S.?

### ICC Austin Requests to NASCO

- A Board structure that makes sense
- Transparent financial reporting (consolidated financial statements)
- Transparency of NASCO Family operating activities, strategic direction, and governance to NASCO membership (not just board members / staff)
- Annual financial audits (critical for any future ICC Austin dues payments)

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ADDITIONAL CONTEXT - PAST STAFF BOARD REPORTS DISCUSSING NASCO

Nick Hill report on NASCO structure (from November 2016 Board packet)

**NASCO and NASCO Development Services**

Over the past year, ICC Austin has been discussing the Cooperative Principle ‘P6: Cooperation amongst Cooperatives’ and in particular the North American Students of Cooperation (NASCO) which is currently our primary beneficiary in our commitment to community engagement. NASCO is a great organization doing good things in the world. It serves as a champion for the cooperative movement, it has a large membership base of students and community members and it holds a top-notch education event once a year called NASCO Institute. NASCO also does a good job helping seedling co-ops become established by providing guidance, best-practices and acting as a resource for small organizations that might not otherwise have the financial resources or expertise. Furthermore, it provides cohesion and networking opportunities for an industry that would otherwise be fragmented due to geographic limitations (i.e. it provides students and community members of shared ideals a meeting ground to influence change in the world). Lastly, NASCO has been working on ways that they can have real impact on social justice issues and are meeting some of the same road blocks and successes ICC Austin has recently been discussing.

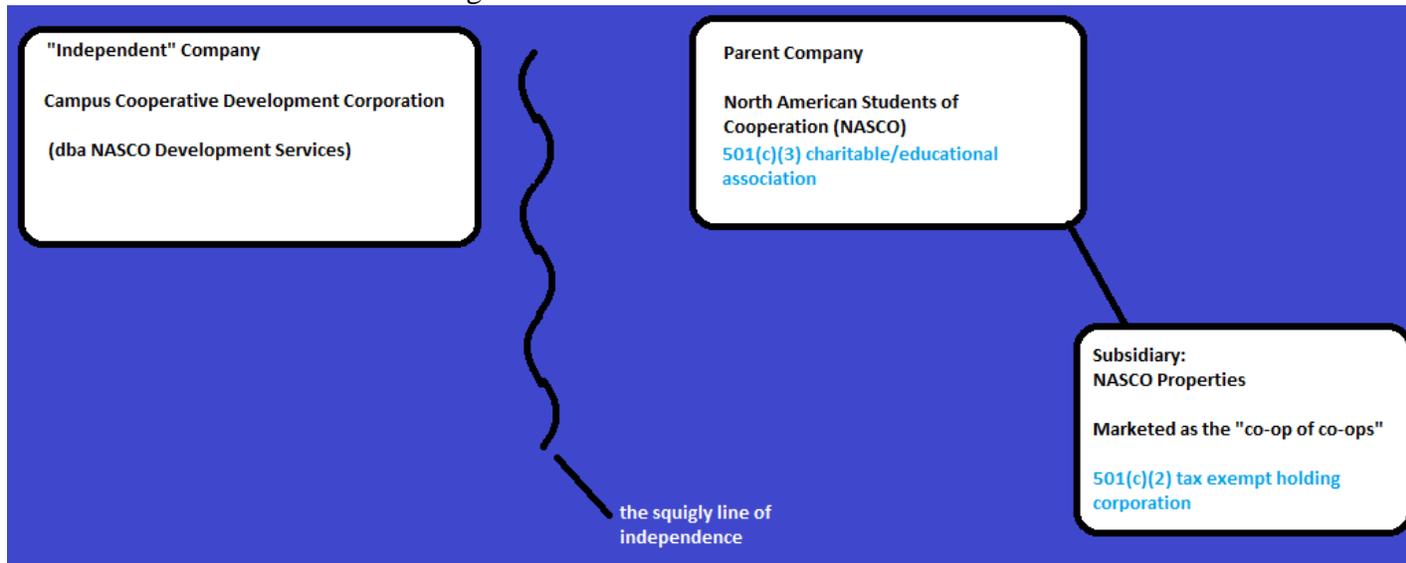
As I’ve mentioned before, I serve as ICC Austin’s Board Rep for NASCO Development Services (NDS), which is a company related to (but technically independent from) NASCO. They are responsible for developing new cooperatives. These development services aid small groups of people that have started a new co-op or collective in taking it to the next level. NDS walks these fledgling co-ops through the steps of becoming established and connects them with other helpful services. Some of these properties (but not all) become NASCO Properties which is a property holding corporation and a subsidiary of the NASCO parent company.

It can get confusing with all the NASCO’s, but essentially there are 3 companies:

- 1) NASCO Parent Company, which holds NASCO Institute Conference and provides other education services;
- 2) NASCO Properties (NP) (a subsidiary of NASCO Parent Company) which owns co-ops in the U.S.
- 3) NASCO Development Services (NDS), which on paper is a separate Company, but is marketed by NASCO as part of the “NASCO Family”

## 5. Strategic Learning - NASCO Representative Meeting

Pardon the quick and dirty org chart, but the way the 3 companies are presented to the outside world looks something like this:



For all the great things NASCO, NP and NDS (hereto referred to as the “NASCO Family”), I’m not satisfied by the structure. It was pieced together over the last two decades to pander to the varying needs and wishes of its investing members and Board members at various times. The reality is that NASCO is one company and it controls NDS and NASCO Properties through contractual arrangements and through its governance structure. This isn’t necessarily a bad thing, but I think the NASCO Family Organization will be better served if it unified, simplified and got rid of complexities that no longer serve it.

### **Ineffective / Inefficient Governance Model**

NASCO is a relatively small organization, but it’s structured to have 3 independent Boards (**comprised of over 50 Board seats in total!!**). This is way too many Board seats even for a large multi-national company -- much less a small non-profit like the NASCO Family. We can all imagine the problems that arise when you have so many voices with conflicting needs, desires, attitudes and perspectives. This also means a *huge* portion of the NASCO staff time is spent preparing Board materials for each separate Board. What’s a bigger problem is that the people being tasked to govern the 3 organizations are only presented a silo’d view of what’s going on. NASCO Board members are rightfully excited about education and tackling social justice issues. NASCO Properties Board members are excited expansion opportunities and managing their current properties. NASCO Development Services Board members are jazzed about identifying seedling co-ops and helping them gain stability and traction to become permanent. Here’s what’s concerning - staff presents isolated Financials and deliverables for each supposedly separate organization...but no one is watching the big picture. Furthermore, there is money moving between the organizations that should be

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eliminated under GAAP accounting rules when providing consolidated Financials (more on that in a bit).

I personally feel that the organization would be better served with a limited number of Board seats (no more than 15 total). I think the seats should be filled based on experience and commitment to serve full terms -- not on a popularity contest. The current structure of having over 50 seats in the "NASCO Family" of Boards has resulted in high turnover due to burnout and a history of people not able to fulfill their commitments. This in turn has resulted in ineffective and inefficient governance.

### **Structure and Control**

In this area, I can only speak for NDS because I have not served on the other Boards – but I suspect there are similar issues. When I joined the NDS Boards, there were not clear policies for staff to follow and the Board was not doing a good job monitoring. To me, monitoring means doing more than paying attention to the enjoyable stuff like advertising and marketing. To ensure any nonprofit is a success, Board members should be watching the numbers, monitoring a budget and ensuring milestones and deliverables are met. They can't do this effectively unless they are given complete and adequate information.

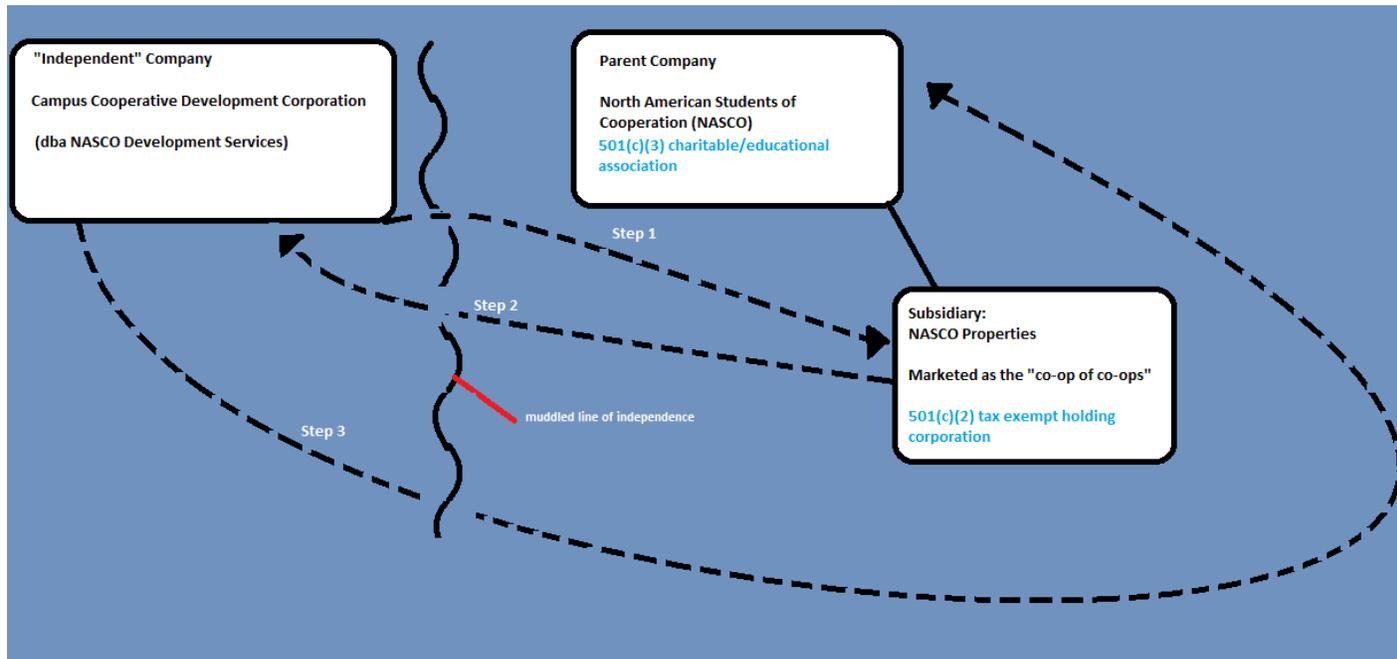
Furthermore, NASCO Parent Company controls NASCO Properties and NDS. What exactly is control and why is it important? Control is where one party (or business) has undue influence over another and transactions are not made at arms-length-distance. The reality is that NDS is a shell company controlled by NASCO Parent Company. This can be evidenced by these facts:

- NDS has no employees, it is technically staffed through a contractual arrangement with NASCO parent company.
- it's thinly capitalized (i.e. it has few actual assets),
- 90% of NDS dues revenue automatically and immediately goes to NASCO per the staffing arrangement and in return NASCO shields NDS from economic losses by covering staff costs in years where not much development services happen.
- NDS is run at or near break-even to avoid paying income taxes. For example, 50% of any net income at the end of the year is "donated" to NASCO for their low income scholarship for NASCO Institute. This causes problems because an adequate level of funds are not retained for future development work or other professional services.

Here's another quick and dirty flow chart showing how some of the other fees flow around the organization. Success fees are earned when *some* of the seedling co-op that NDS courts and eventually becomes a NASCO Properties Holding (step 1). When NP closes on the loan for the new holding, a portion of the loan goes to NDS in the form as a success fee consulting fee / revenue (step 2). Then 75% this revenue immediately goes back to NASCO parent per the odd contractual staffing arrangement (step 3). The result is the "NASCO Family" is self dealing

## 5. Strategic Learning - NASCO Representative Meeting

itself revenue. The dollar amount currently isn't material (~\$10-20K per year), but this practice of self-dealing revenue is not compliant with GAAP or an acceptable accounting practice.



All the information above demonstrates that NASCO is operating as one company. But it's telling the outside world (and investing members like ICC Austin) that it's three companies. Because I feel this is misleading and unnecessary, I've been pushing hard for NDS to dissolve and for NASCO to make development an internal program. This will be the primary topic at the upcoming NDS Board meeting -- which will be held immediately after NASCO Institute later this month.

I'd like to emphasize that NASCO and NDS are doing good work. If you take a step back from looking at the screwy structure -- you can see the organization as a whole serves a good purpose, especially for new co-ops that are getting established. It's important to recognize that in the paragraphs above, I focused on the bad so that we know where we need to push for change. Similar to ICC Austin and other mid-sized nonprofits, NASCO staff is working with a slow moving ship and effective change takes time, planning and strategy. I don't think there's corrupt business practices or fraud -- I think they just got a little off track when trying to make things work over the years. We should push for change, but we can't expect it to happen instantaneously. As long as we see progress, I think we should continue to support NASCO until we see a better use of our Community Engagement funds.

What change? I highly recommend that ICC Austin continue to pushing for financial transparency, policies that make sense and a governance model that is effective. There's been talk about moving to a policy governance model, which I think makes sense but will be a little more difficult to implement given the fact that the NASCO Boards only meet in person 2-3 times per year and everyone is spread out geographically. I think a more

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important first step is to eliminate some of the 53 seats on the NASCO Boards. Merging NDS into NASCO will eliminate 19 seats, but many of those Board members want to continue participating. I'm sure there's a compromise, but people should be focused more on the needs of the organization than their personal ego. I find it funny that these people have more concern over their Board seats than the health and financial transparency of the organization.

From what I can tell, NASCO staff has done their best to accommodate our requests and continue to make progress. They have also given verbal commitment from ICC Austin's request for a financial audits of the 3 organizations this coming year. There needs to be follow-up after I leave to ensure this still happens. Current NASCO staff has been met with resistance from former-staff and long-term Board members who don't like change so it will take us continuing to push in a positive direction if we want to see it happen. I'll keep you posted on what happens in Michigan next week.

-Nick Hill – Finance Director

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Notes on the NASCO Education Board Decisions (see next three pages):

A review of the NASCO Education Board and Executive Committee decisions over the past three years shows that 78 decisions were made. Of those decisions 68, or almost 90%, of those decisions could be reasonably characterized as administrative in nature such as approving minutes, agendas, and very minor process and policy changes. Accountability decisions, here defined to be oversight of the organization in terms of making sure Board expectations come to pass, fared poorly: The NASCO Board appears to be quite good at ensuring the attendance policy is followed (almost 10% of total Board decisions), but otherwise the only accountability decisions are approving the annual budgets. (Note that the 2014 NASCO budget was approved by the Executive Committee, not the Board.)

Leadership and Operational Issues - I spoke with a NASCO Education Board member last fall and asked him "What does the NASCO Board do?" He started to give me the boilerplate about NASCO being an umbrella organization of co-ops, but I interrupted and said. "No. I know that. I mean, what are the big issues the NASCO Board is talking about? What are the goals? What actually happens at the NASCO Board meeting?" He said, "Not much. Really we just sit around and argue about procedural details and listen to reports." Now that's just one person of course, but...

Looking at the NASCO Education Board decision three-year history again is instructive here. Seven decisions could be reasonably classified as high-level in nature, and six of those had to do with staff negotiations. Only one topic, the NASCO dues structure decision, showed elements of high-level leadership. Based on the meeting minutes it's not that absolutely no big topics were ever discussed by the NASCO Education Board, but that those discussions

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have not amounted to definitive action - and seem to get relegated to the “committee graveyard”. One example is the AORTA anti-oppression audit.

NASCO Education Board Decision Summary Jan 2014 – June 2016

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NASCO Representative Meeting

When	Group	Motions	Notes
June 2016	Board	Approved consent agenda Excused Ellie and Meg absences Entered executive session - equal employment claim Approved April Board minutes Extend MONDO visioning discussion by 5 minutes	approve agenda; approve board member resignations
April 2016	Board	Approved consent agenda Excused Nick Harvey absence Approved FY 16/17 budget as presented Approved defining executive committee quorum Approved board officer secret ballot election process Approved planning committee voting process Postponed NASCO Properties representative vote Approved a new voting process for officers Approved extending board officer election process Approved shortening lunch to 40 minutes Elected board and committee officers Approved NASCO Properties voting process Approved meeting adjournment	approve agenda; approve september 2015 minutes; seat new nasco board director; seat new nasco properties directors  previously not defined; set quorum at majority of executive committee seats  same as for board officers motion tabled to later; online voting to be considered extended until after lunch online voting within 2 weeks
March 2016	Executive Committee	<a href="#">Approved renewal of NASCO fiscal sponsorship of USFWC</a> Approved proposing "Cooperative Resilience" as the 2016 Institute theme	US Federation of Worker Cooperatives; 2016 statement of agreement
January 2016	Executive Committee	Accepted resignation of Dan Newton	
December 2015	Executive Committee	Approved Chiji Ochiagha as NASCO representative to LINC Board	LINC = Lots In Common
October 2015	Executive Committee	Approved settlement agreement	related to human resources/employment litigation against NASCO?
September 2015	Board	Approved consent agenda Approved NASCO Institute Board liason Approved election process change for AGM agenda Approved country of residence bylaw change for AGM agenda Approved AGM agenda Approved "Sound Financial Policies" Proposal	agenda; june 2015 board meeting minutes; excuse absences; appoint Danial Miller to Lots In Common Board approved Alex Green to act at Board liason for NASCO Institute planning added details on exactly how ballots are to be distributed and validated mandating that at least three NASCO board director reside outside the United States AGM = annual general membership meeting each November NASCO staff to create internal controls to be evaluated annual by Financial Sustainability Committee; staff to present budget annually
September 2015	Executive Committee	Approved cosmetic changes to NASCO Properties staffing contract	

## 5 . Strategic Learning - NASCO Representative Meeting

June 2015	Board	Approved consent agenda	agenda; march 2015 minutes; accept resignation of Daniel Krovonet; seat new board directors
		Excused absence of Dan Newton	
		Excused absence of Leila Benedyk	
		Denied excuse of absence of Kit Fordham	
		Approved board election procedure changes for AGM	Board previously approved election changes in September 2014, but they were not in minutes; per lawyer, changes need to be in bylaws and must go to general membership for approval
		<a href="#">Approved new NASCO dues structure</a>	Except section 4.214 to be revisited;
		Approved Diversity Committee choice of Identity Caucus Board	
		Denied a statement to be written to Diversity Congress	"To send a statement to Diversity Congress to be written by Inclusion laying out certain skills and experiences sought in a Caucus appointment"
		Approved an ammended agenda	
		Approved empowering staff to make cosmetic numbering changes	Staff allowed to make non-substantive grammatical and numerical to NASCO documentation
		Approved memorandum of understanding: James R Jones Fund	To move responsibility for maintaining the fund from CDF to NASCO; NASCO to be responsible for fundraising
		Approved striving to suney outgoing NASCO board members	
		Approved tasking the Inclusion Committee with surveying outgoing board members	
		Approved section 4.214 of NASCO dues structure	see note above
March 2015	Board	Approved consent agenda	agenda approval; September 2014 Board minutes approval; seating new Board directors; accept resignation of Justin Chandler
		Excused absenses	Kit Fordham, Danial Kronovet, and Mingwei Huang
		Accepted the AORTA anti-oppression audit report	
		Endorse Kim Garmany to run for NCBA Board	
		Entered Executive Session	general topic not included in minutes beyond "legal update"; possbily staff contract negotiation
		Approved budget increases of \$2,000; staff salaries increased 1.6% instead of 1.5%	
		Approved the FY 15/16 budget with above changes	
		Approved NASCO Institute theme "Investing in Our Co-ops"	
		Approved holding tri-board "MONDO" meeting summer 2016	motion included inviting NDS and NP boards to participate in tri-board meeting
		Elected officers	Board officers; planning committee; NASCO Properties representative
		Approved delegating AORTA audit follow-up to Inclusion Committee	"The board will prioritize formal action steps, timelines, and accountable members as work to the Inclusion Committee. This committee will sort through all advice and recommendations from AORTA audit and disseminate them to appropriate committees, personnel, and membership. The committee chair will provide monthly progress reports on committee work at each executive committee meeting between April and the June/July board meeting."
		Excused absence	Nick Harvey

5 . Strategic Learning -  
N A S C O Representative Meeting

September 2014	Board	Approve consent agenda	Approve minutes; excuse absences; approve agenda	
		Proceed with having a discussion at AGM and for the BOD to make a decision in the near future	AGM = Annual General Membership meeting that takes place at NASCO Institute each year; decision is about member dues and being inclusive	
		Approve AGM election process changes		
		Approve tentative AGM agenda		
		Approve assigning a 1-year NASCO Board position to the co-chair of the diversity caucus	For 2014 only; Inclusion committee tasked with documenting the change	
June 2014	Board	Approved consent agenda	March 2014 minutes; excuse absences; committee appointments; agenda approval; new board members seated; approved discussing executive committee decisions	
		Approve Conflict of Interest and Whistleblower policies	per minute, policies primarily use standard IRS boilerplate language	
May 2014	Executive Committee	Approve consent agenda	minutes; agenda	
		Accept NASCO staff's DOO position JD		
		Recind March 2014 Board decision for PerCo to hire intern personnel manager		
		Accept staff contract as offered by Negotiations Committee		
		Appoint Devin to hiring committee as NASCO Education representative		
April 2014	Executive Committee	Approve consent agenda	minutes; agenda; new member applications	
		Appoint new members to Negotiations Committee	to try to "reinvigorate" efforts and hopefully reports in a timely manner in the future	
		Approve the budget		
March 2014	Board	NOTE: THESE MINUTES EXCLUDE PERSONNEL DECISIONS		
		Approve consent agenda	Agenda; excused absences; Sept 2013 minutes; Member Engagement Committee charter; active member applications	
		Approve NDS management contract		
		Approve Nasco Institute theme: Hand in Hand: Shaping the Cooperative Decade		
		Approve Board members to speak to Berkely Student Cooperative (BSC)	one person to call the general manager; two to speak to BSC Board	
		Enter executive session: Staff performance issues		
		Create a Collective Collaboration Committee (CCC)	purpose to propose bylaw/policies changes to allow for hiring a staff collective	
		Task Personnel Committee with hiring an Interim Personnel Manager	Note: the Executive Committee recinds the motion in April 2014	

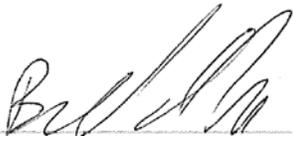
February 23, 2017

**Policy B2 – Business Planning and Financial Budgeting** rev. 4.19.13

I report compliance with this policy **except 2.1a (profit margin)**.

Unless indicated otherwise, all data in this report is for the twelve-month period ending January 31, 2017 and is accurate as of that date.

I certify that the information contained in this report is true.

Signed  Billy Thogersen – Executive Director

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INTRODUCTION

*‘If you don’t know where you’re going, any road will get you there’ – Lewis Carol*

ICC Austin has up to 188 members at any given time, 250 or so members in any given year, four full-time staff, nine house communities, and 45 years of inertia. Without a well-articulated written plan, it is very easy for everyone, and various groups of people, to be working their own differing version of the ICC Austin plan. And further, it’s not enough just to make a plan. It must be consulted regularly to ensure that the desired trajectory is maintained. It is very easy to get distracted and sidetracked otherwise.

While certainly not the only tool, business planning plays a significant role in coordinating and guiding the co-op. In short, the Board needs to make sure ICC Austin has an up-to-date business plan, that it is aligned with the organizational objectives set by Board, and is being implemented. The Board tasks staff with creating the ICC Austin business plan in policy B2. This monitoring report provides data demonstrating staff compliance with the Board expectations regarding both business planning and financial budgeting.

General Note: The current business and budget plan is included in the FYI section of this Board packet. The Ends Alignment section explains the Board-level connection and is intended for Board discussion, while the rest of the material is presented as informational background and is not intended for Board discussion.

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MONITORING HISTORY

November 2014	Noncompliance with 2.1a and 2.1b
February 2016	Noncompliance with 2.1a (profit margin)

### *Policy B2 – Business Planning and Financial Budgeting*

*The staff shall not cause or allow business planning and budgeting to deviate materially from the Board's Ends priorities, risk financial jeopardy, or fail to be derived from a multiyear plan.*

Is this the policy we want?

#### INTERPRETATION

In short, ICC Austin must have, and conform to, an acceptable business plan.

Financial planning is essential to avoid *financial jeopardy*. ICC Austin will have in place a *multiyear business plan* containing, as a component, a financial plan (budget) crafted to ensure the fiscal success of the co-op. The business plan also addresses the desired results in a larger context, including the appropriate planned activities, so as to reasonably comply with the limitation policies while pursuing the desired results inspired by the *Board's Ends* policy.

Is this a reasonable interpretation?

#### Operational Definitions:

1. ICC Austin will operate with a multiyear business plan updated for each year.
2. The business plan will be aligned with the Board's Ends policy.
3. In policy B2.1, the Board has defined "fiscal jeopardy" as those conditions that do not meet the criteria set in the B1 – Financial Conditions policy. The financial plan (budget) included as part of the business plan will be designed to meet or exceed those criteria.

Is this a reasonable definition?

#### DATA SUPPORTING COMPLIANCE

1. The business plan for 2016-2018 was presented to the Board in February 2016 and was in effect for this reporting period. The business plan was updated for 2017-19 (see FYI section).
2. The business plan Ends Alignment section describes the connection between the Ends policy and the operational plans. The Ends Alignment was reviewed by the Board for the 2016-18 plan and is included with the 2017-19 business plan for review (see FYI section).
3. See 2.1 below for data about fiscal jeopardy.

Is this data adequate?  
Does this data demonstrate compliance?

### *Policy B2.1a – Business Planning and Financial Budgeting*

*The staff will not create plans or budgets that risk incurring those situations or conditions described as unacceptable in the Board policy "B1 - Financial Condition and Activities."*

Is this the policy we want?

INTERPRETATION

The business plan guides the co-op financially and set goals and procedures that avoid the unacceptable conditions set forth in the B1 policy. In terms of planning, the essential criteria are those that require sufficient net income, liquidity, solvency, and cash reserves. The Executive Director provides the Board the Operational Definitions for these criteria in the B1 monitoring reports.

Is this a reasonable interpretation?

Operational Definitions:

1. The multiyear budget will show planned financial conditions of profit margin, current ratio, debt-to-equity ratio, and adequate reserve funds within the limits defined by policy B1.

Is this a reasonable definition?

DATA SUPPORTING NONCOMPLIANCE (NONCOMPLIANCE)

See budget plan in FYI section. All planned financial conditions fall within the acceptable ranges except **profit margin**.

**Compliance Plan: As reported previously over the past three years in B1 monitoring reports and budget presentations, turning around the profit margin will take some time to accomplish if revenue (member cost shares) increases are going to be spread out during this period of transition with the probable loss of Avalon and increased costs associated with the Ruth Schulze expansion. The FY 17-21 budget plan gets ICC Austin moving towards compliance in FY 17-18, and into compliance in FY 18-19.**

Is this data adequate?  
Does this data demonstrate compliance?

*Policy B2.1b – Business Planning and Financial Budgeting*

*The staff will not create plans or budgets that omit credible projection of revenues and expenses, owner investment and return, separation of capital and operational items, cash flow, and disclosure of planning assumptions.*

Is this the policy we want?

INTERPRETATION

Planning for ICC Austin’s success begins with a realistic forecast of occupancy. Over the last three years, systematic analysis of historical occupancy is providing a better guide to what can be expected in the future. Active planning strategies, e.g. marketing, can reasonably be expected to produce some future benefits, but because ICC Austin already operates at near-capacity on a market basis, these increases will not be substantial. Using historical data, expected business environment trends, and implementing cost-control plans provide a reasonable means to forecast expenses. Net revenue is projected to reflect a positive cash flow. A capital budget is prepared to maintain facilities and support strategic initiatives. Assumptions on revenue, cost, and capital spending are carefully examined using historical data and current trend analysis.

Is this a reasonable interpretation?

Operational Definitions:

1. Projections of revenues and expenses are based on historical data, trend analysis, and/or the effects of planned operational actions.
2. A capital budget is prepared separately from the operational budget
3. Cash flow projections are clearly shown
4. Assumptions made in creating the multiyear plan and annual budgets will be clearly stated in writing in the plan.
5. The overall credibility and reasonableness of the plan, including the embedded projections and assumptions, are tested by having the plan thoroughly reviewed by the entire ICC Austin staff team, and externally by other knowledgeable professionals as appropriate.

Is this a reasonable definition?

DATA SUPPORTING COMPLIANCE

1. Historical data, trend analysis, and/or the effects of planned operational actions were variously used for budget projections. Data available upon request.
2. The capital budget plan was prepared separately from the operational budget (see budget plan in FYI section).
3. The cash flow plan was prepared separately from the operational budget (see budget plan in FYI section).
4. Assumptions were disclosed throughout the plan and in a section called “planning assumptions”. Data available upon request.
5. For the FY 2017-21 budget, each individual plan component was thoroughly reviewed by at least two staff members. In addition, the overall plan was reviewed by all staff again to check for reasonableness. The similarity of the current budget to past successful budgets provided the greatest evidence for credibility (see the prior year data in the budget plan in FYI section).

Is this data adequate?  
Does this data demonstrate compliance?

Policy B2.1c – Business Planning and Financial Budgeting

*The staff will not create plans or budgets that would result in default under any of the Cooperative’s financing agreements or cause the insolvency of the Cooperative.*

Is this the policy we want?

INTERPRETATION

The operational budget will incorporate lender requirements. Not to *cause insolvency of the Cooperative* is fully captured in the B2.1a section as adequate current and debt-to-equity ratios.

Operational Definitions:

Is this a reasonable interpretation?

1. The business plan will incorporate any loan covenants.
2. The anticipated debt coverage ratio must be no less than 1.20 to 1.
3. The anticipated debt-to-equity ratio must be no greater than 2 to 1.

Is this a reasonable definition?

DATA SUPPORTING COMPLIANCE

1. The following table shows all outstanding ICC loans and the relevant covenants incorporated into the business plan:

	Minimum Debt Coverage Ratio	Maximum Debt-to- Equity Ratio
UFCU “Big Loan”	1.20:1	8:1
UFCU Fire Sprinkler Line of Credit	1.20:1	4:1
UFCU Ruth Schulze Land Purchase	1.20:1	2:1
Projected Ruth Schulze construction	1.20:1	2:1

2. For the four-year budget plan period, the anticipated debt coverage ratio is more than 1.20 to 1. (see operating budget in FYI section)
3. For the four-year budget plan period, the anticipated debt-to-equity ratio does not exceed 2 to 1. (see operating budget in FYI section)

Is this data adequate?  
Does this data demonstrate compliance?

Policy B2.1d – Business Planning and Financial Budgeting

*The staff will not create plans or budgets that have not been tested for feasibility.*

Is this the policy we want?

INTERPRETATION

This policy provision applies to major projects: expansions, relocations, or other plans that require substantial debt. In *The Expansion Toolbox*, Bill Gessner outlines five ways to assess the feasibility of a major project: market feasibility, internal readiness, financial feasibility, design feasibility, and risk assessment. ICC Austin will not undertake any major project unless feasibility has been assessed in this way.

Is this a reasonable interpretation?

Operational Definitions:

1. Feasibility for any major project will satisfactorily answer the following questions:

Financial and Capital Analysis

Can ICC raise the money?  
What are the financial projections, ability to repay debt, etc.?

Market Analysis

What are the occupancy projections?  
What is possible in the operating area?  
Is ICC thinking too big or too small?

Organizational Capacity

Does ICC have the capacity in terms of leadership, governance, management, staff, systems, alignment, member engagement, and commitment, to handle this project?

Design

Can the new facility operate effectively as a student housing cooperative?

Worst Case Scenario/Contingency Planning

What could go wrong and is ICC prepared?  
Does ICC have sufficient cash to weather disruptions of a variety of types?  
Are the contingency funds and working capital sufficient?

Is this a reasonable definition?

DATA SUPPORTING COMPLIANCE

1. The budget and business plan currently contains one major project falling within this executive limitation, the Ruth Schulze expansion project. Throughout the spring of 2015, the Board evaluated the feasibility of the Ruth Schulze project according to the above criteria. The Board will review this data again during spring 2017 to make a final decision to move forward on the construction phase. Detailed feasibility data considered by the Board is located in the Board library section of the ICC Austin website.

Is this data adequate?  
Does this data demonstrate compliance?

Policy B2.2 – Business Planning and Financial Budgeting

*The staff will not create plans or budgets that provide less for Board prerogatives during the year than is set forth in the Governance Investment Policy.*

Is this the policy we want?

INTERPRETATION

The annual budgets within the business plan contain adequate funds for governance as determined by the Board.

Is this a reasonable interpretation?

Operational Definition:

1. The Board's budget, as submitted by the Board to staff by the November Board meeting each year, is included in the annual budget. If the Board fails to submit a budget by that date, a carryover number from the previous year is used as an estimate.

Is this a reasonable definition?

DATA SUPPORTING COMPLIANCE

1. The FY 17-18 budget of the business plan contains a line item for Board budget showing \$39,769, which is the amount requested and approved by the Board.

Is this data adequate?  
Does this data demonstrate compliance?

---

*Policy B2 – Business Planning and Financial Budgeting*

*The staff shall not cause or allow business planning and budgeting to deviate materially from the Board's Ends priorities, risk financial jeopardy, or fail to be derived from a multiyear plan.*

*The staff will not:*

1. *Create plans or budget that*
  - a. *Risk incurring those situations or conditions described as unacceptable in the Board policy "Financial Condition and Activities."*
  - b. *Omit credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.*
  - c. *Would result in default under any of the Cooperative's financing agreements or cause the insolvency of the Cooperative.*
  - d. *Have not been tested for feasibility.*
2. *Provide less for Board prerogatives during the year than is set forth in the Governance Investment Policy*

## 5. Policy Monitoring – Policy C6 – Officers’ Roles

<b>Monitoring Report</b>														
<b>C6 - Officers' Roles</b>														
<b>Monitoring Results - 2/12/2017</b>														
	<p>1. C6 Officers are elected annually or may be appointed by the Board, pursuant to Bylaw Article VII ("Officers") in order to help us accomplish our job.</p> <p>2. C6.1 No officer has any authority to supervise or direct the staff.</p> <p>3. C6.2 Officers may delegate their assigned tasks but remain accountable for ensuring the tasks are accomplished.</p> <p>4. C6.3 All Officers will be an active participant in the Executive Coordinating Committee (ECC), including consistent attendance at monthly ECC meetings.</p> <p>6. C6.4 All Officers ensures that the Board acts consistently with Board policies.</p> <p>7. C6.4.a All Officers work together to ensure the ECC functions as an effective team.</p> <p>8. C6.4.b All Officers work together to ensure that all current Board Directors have access to accurate, up to date, and appropriately - maintained documents as required for the discharge of Board duties.</p> <p>9. C6.4.c All Officers work together to ensure that all Directors are oriented with regard to ICC Austin's finances as needed to fulfill their duties.</p> <p>10. C6.5 Officers will equitably divide the responsibility to chair or co-chair the Audit Committee, Nominations and Recruitment Committee, and General Membership Meeting Committee.</p> <p>11. C6.6 ICC Austin shall have four Board Officer positions, with each position held by a different member. The Officer assigned to the role of corporate President serves the Board as Chair function of the Bylaws and other Board policies. This officer also holds ultimate accountability for the proper functioning of the ECC.</p> <p>12. C6.7 The Officer assigned to the role of corporate Vice-President serves as the Board Chair for any temporary absence.</p> <p>13. C6.8 The Officer assigned to the role of corporate Secretary oversees the ICC Austin general election and other general membership votes as described in the Procedures for ICC Austin General Election and Membership Votes.</p> <p>14. C6.9 The Officer assigned to the role of corporate Treasurer leads the Board's process for creating and monitoring the Board's (not the ICC Austin operational) budget.</p>													
Lana	5	5	4	5	4	4	4	4	4	4	5	5	5	5
Josh	4	5	4	5	4	5	5	4	Don't know	4	4	4	4	4
Dessa	4	4	4	Don't know	4	4	4	4	4	4	Don't know	4	4	4
Roxanne	4	4	5	3	5	5	5	4	5	Don't know	Don't know	4	4	4
Noah	5	5	5	5	5	5	4	4	4	5	5	5	5	5
Wilson	4	3	4	5	4	5	4	5	4	4	4	4	4	4
Huyler	5	5	5	5	5	5	3	5	5	5	5	5	5	5
Mila	5	5	4	4	4	4	4	4	5	4	4	Don't know	4	4
Shannon	4	5	3	3	4	Don't know	3	4	Don't know	Don't know	4	4	4	4
Lainey	5	4	4	5	4	4	4	4	4	4	4	4	4	4
Cara	5	5	5	4	4	5	3	3	5	5	5	5	5	3
<b>AVERAGE:</b>	<b>4.55</b>	<b>4.55</b>	<b>4.27</b>	<b>4.40</b>	<b>4.27</b>	<b>4.60</b>	<b>3.91</b>	<b>4.09</b>	<b>4.56</b>	<b>4.44</b>	<b>4.44</b>	<b>4.40</b>	<b>4.18</b>	
<b>16. Do you have any comments or thoughts about our performance relative to this policy? What can we do to get better?</b>														
Lana, Wilson, Huyler, Lainey, and Cara	No													
Josh	Where does the CCO fit into this?													
Dessa	Seems to be an organized and responsible group?													
Roxanne	The specifics of each title are a little fuzzy to me as I feel like we don't often see those played out. Also I put a "3" on C6.3 is because while we're doing great on this now, over the last year we've had some heavy absences.													
Noah	Overall I think yes.													
Mila	As a new director I found it hard to answer specific questions about how the officers work within the ECC.													
Shannon	Better maintain consistent and clear communication between board members on board information and to the ICC community.													
Cara														
<b>17. "Is this the policy we want?" If not, do you have any comments or suggestions on potential revisions to this policy?</b>														
Lana, Dessa, Wilson, Huyler, Shannon, Lainey, and Cara	Yes													
Josh	Seems about right													
Roxanne	How does the distribution of power / the board decision to leave the titles to be somewhat arbitrary affect this policy?													
Noah	Do we need to change some of the language in C6, C6.6-C6.9?													
Mila	C6.8 – I heard recently that the positions that officers held weren't strictly related to what they did anymore, as long as all the committees were chaired and all the ECC responsibilities were met. Is that just informally true or do we want the policies to reflect that? Or do they already reflect that since this one doesn't say that the Secretary must chair the NomCom?													
<b>18. Do you want me to print you a hard copy of all of the changes made in the Board Manual or do you primarily use the electronic version?</b>														
Noah	In practice the roles effectively are what's in place in C6.6-C6.9, but changing of these roles is more or less allowed. Also does our current staggered election cycle qualify as annual to adhere to c6?													

Monthly Operations Report  
prepared by staff for  
February 23, 2017 Board meeting

GENERAL ADMINISTRATION

BOARD TURNOVER

The 10-year average for fall-to-spring House Board Rep turnover is about 45%. For this year, it was somewhat higher than average at 66%, but well within the normal range. While high Board turnover probably won't ever change, effective management of this challenge has been changing for the better. This year, half of the new spring House Board Reps were recruited in the fall and attended at least one Board meeting prior to the January Board meeting. The recruiting work did a lot towards keeping Board momentum. It's a lot easier to on-board three new Directors than six.

Keep this in mind as you proceed through the spring. House Board Rep turnover averages a whopping 70%, and Board Officer turnover 50%, each June. Thinking about who will be around from your houses this summer, recruiting them for Board work, and having them attend a spring Board meeting will have a big impact. Given that there are only three more Board meetings left this spring semester, it's definitely not too early to start your recruiting work to ensure good Board perpetuation.

NEW STAFF AND STAFFING TRANSITION

The hiring for the Office Manager position went very smoothly in January, with over 150 applicants to choose from. The final choice between the top candidates was difficult, and ICC Austin wasn't going to lose either way. Laura started work on February 1, and the training with Nick and other staff is proceeding well. I anticipate all the bases will be covered when Nick leaves at the end of February.

The next phase of the staff transition, March through May, will be a time to work out any kinks as Laura, Chris, Ashleigh and I settle into new routines. During this period, and per the business plan, I'll be working to expand the annual Operational Calendar to incorporate more of the routine tasks. The purpose is to make the ongoing operations more robust - especially in the event of emergencies or unforeseen staff turnover.

By the end of the summer I expect the staff team to be humming along, ready to accomplish the work of the cooperative.

RUTH SCHULZE UPDATE

UNO Trust Funding - City staff have approved the ICC Austin application for an additional \$300,000 in grant funding for the project, and City Council is scheduled to vote at their April 6 meeting to make it

## 7. Governance – February Operational Report

official. This is an important milestone because projected project costs had risen so much that financing was beginning to be problematic. The additional trust funds provide the necessary leverage to make the project comfortably feasible again.

Site Plan Comments - Following a three month delay, the city returned the first set of site plan comments at the beginning of February. The design team met on February 8 to review the comments and did not see major problems. The next step is to make a formal update to the site plan addressing all the review comments. We should have an update on site plan status by the March Board meeting.

Building Plan Submittal - Building plans we submitted to the city for review on February 9. We will be using Mike McHone, our site plan consultant, to expedite the building plan review process. He doesn't see any major problems in getting a building permit for this project, and his current best guess is permit issuance on May 15.

Construction Contract Negotiations - The ICC Austin lawyers and staff have been reviewing and modifying the New Line Construction contract. It is important that sufficient time be spent on the front end ensuring that everyone is on the same page before the construction starts - and to make sure ICC Austin will be on reasonable legal footing if things go south. The final contract will hopefully be in place before the March Board meeting with a small contingency fee paid (\$10,000) so that pre-construction work can begin. The pre-construction work needs to be done now so that the project has a chance of breaking ground in August 2017.

Member Communications - Per ECC direction, staff has been providing regular Ruth Schulze expansion project updates in the ICC Austin Weekly News emails. The information is being presented in digestible chunks so that members taking the time to read them will be up to speed by the time of the planned April Board go/no-go decision.

Keep in mind that this project has been moving forward now since May 2013, so there is a lot of history (available in the Board library).

Current Project Timeline (no significant change from last month):

March	Staff presentation to Board on Ruth Schulze construction phase
April	site and building plans approved by city (late April) Agreement with general contractor signed Board approval of construction phase Additional UNO Trust Funding approved by city council
May	Financing loan closing Building permits obtained
June-July	Preliminary utility work
August-Sep	Project groundbreaking

## 7. Governance – February Operational Report

Communications to Board (This is where the Executive Director communicates information to the Board, including both issues falling under the B6.3 Board policy and other important matters not conveyed by other means.)

- Staffing changes impact on ICC Austin budget. The hiring of a dedicated Maintenance Manager in November 2016, an Office Manager in February 2017, and the departure of Nick in March 2017 will have a net impact of about \$24,000 in additional staff spending this fiscal year. While the Board has been kept apprised of the staffing changes since the fall, the financial impact for the current-year was not known until now. Despite the \$24,000 cost, between good occupancy and savings in other areas, the net change to the FY 16-17 budget plan should be minimal. The additional staff costs were incorporated into the FY 17-18 budget plan approved by the Board in December 2016, so this is a one-time event. This issue is being brought to the attention of the Board because the magnitude of the unplanned spending is significant.

-Billy Thogersen – Executive Director

### MEMBERSHIP ADMINISTRATION

I don't have much to report this month. I have been busy with member education events, the Open House, and prepping for the contract signing season.

-Ashleigh R. Lassiter – Membership Director

### FINANCIAL ADMINISTRATION

#### FAREWELL!

It's been a pleasure serving as your Finance Director over the last two and a half years. It was the third time my life has intersected with ICC Austin and just like the other times - I'm walking away a stronger person with some fresh views and ideas. Hopefully, this will not be the last. Regardless, I'm proud of the changes I've seen over the last few years and look forward to ICC Austin stepping up to transform society for the better.

#### NASCO

Since I'll be leaving ICC Austin at the end of the month, I've stepped down as the NASCO Development Services (NDS) Board Rep. However, before I go -- I want to throw in my two cents one last time. As I've mentioned before, I think the NASCO business structure and governance structure is inherently flawed and the resistance to fix these problems is so deeply imbedded in the culture of NASCO that we aren't going to see changes anytime soon. ICC Austin staff (and other student cooperative systems) have been raising concerns going through the proper channels for years and met limited results. I think at this point it may do more good for us to walk away from the table until they adopt a board and company structure that makes sense. It would also be fine if we decide to stay with NASCO and keep pushing for change.

## 7. Governance – February Operational Report

The only thing that really matters is that ICC Austin should not dedicate any more staff or Board time to solving their problems. We can stay or we can go, but we should make that decision and leave it at that. Time spent on NASCO would be better served focusing on ICC Austin expansion, our own social justice initiatives and making ICC Austin an even better place to live.

-Nick Hill – Finance Director

### OFFICE ADMINISTRATION

As you might know, my role as Office Manager will absorb some responsibilities from both Audrey and Nick. I will be taking over all of Audrey's duties, so I'm now the point of contact regarding BAA support. I'm looking forward to working with all of you! In Nick's absence, I will be the new person responsible for bookkeeping tasks like bank reconciliations, working with house treasurers, paying bills, and processing rent payments. Learning all of the processes involved has been a whirlwind of information! I am super lucky and thankful that both Nick and Audrey have done an excellent job of explaining and walking me through everything.

-Laura J. Khalil, Office Manager

### FACILITIES ADMINISTRATION

I am currently working on cleaning and doing preventative maintenance on the a/c units as summer is quickly approaching. We are also getting some tree trimming scheduled for the week of spring break so I'll have more on that in the coming weeks. As always should you have any questions, comments or concerns about maintenance, cleaning or just anything in general please feel free to ask.

Chris Hegar - Maintenance Manager

## 2017 Executive Director Evaluation Packet (excerpts)

The Board is scheduled to conduct an ED evaluation in January and February 2017. In preparation, staff has prepared some background materials to help you with the work.

### Evaluating the Big Picture

While the Board evaluates the Executive Director continually throughout the year via the monitoring reports, **the annual evaluation provides the opportunity to reflect on overall performance**, and to ask the question, “How do we think the relationship with the Executive Director is going?”

### Compensation

Note that the “Annual ED Evaluation Process” is different from, but occurs along with, the “ED Compensation Process”. Last year, the Board approved a 2-year ED compensation plan. The compensation plan is included for Board review, but no Board action regarding ED compensation is required this year.

### What’s All This Material and What Do I Do With It

Note from Executive Director 2

Summary of Board Monitory Reports 4

The summary is provided so you can see at a glance the results of all the monitoring reports for the past year. All instances of non-compliance have been pulled out so you can easily see the areas you may want to spend additional time reviewing.

Full Monitoring Reports Jan-Dec 2016 5

*Don’t spend time reading all this material*, unless you just want to. The full monitoring reports are provided so that you will have quick reference to detailed information in case you want more details after looking over the Summary of Board Monitoring Reports.

Board ED Evaluations 2015 and 2016 124

For the Board to understand the context of the current-year ED evaluation, it might be useful to take a look at previous ED evaluation letters.

ED Compensation Plan (approved) 126

FYI only. The two-year plan was approved last year. The spring 2018 Board will need to approve an updated plan.

ED Job Description 132

FYI only. This is part of the Board ED hiring procedures to help the Board find qualified candidates and *is not* a template for measuring current ED job performance. The Board ensures that the job description is up-to-date through annual reviews. The last review was December 2016, so no further action is required until January 2018

ED Behaviors and Motivators Assessment 134

FYI only. ICC Austin uses these assessments for hiring and evaluating staff. The reports are intended to be used along with additional training and materials to get the most out of them, but a lot of useful information can be gleaned without knowing all the technical details. This is being provided to the Board to provide additional context during the annual evaluation process.

Note from Billy Thogersen, Executive Director

Biggest Challenges

One major challenge for me over the past year, and moving into 2017, is accepting that my three-person staff model didn't work. While I am now relieved that we now have a fourth dedicated facilities staff member, a big challenge lies ahead with the departure of Nick in March and the replacement of that position with the Office Manager. At this point I'm seasoned enough to know that the transition will not be without headaches and glitches, but I'm confident in the strategy.

Perhaps my biggest challenge will be taking on the role of ED full time. I enjoy moving around, getting dirty, and fixing things with my hands, all of which made the job of Facilities Director satisfying. Buckling down to read, write, think, plan, manage staff, and meet with people, all day, every day, has been disorienting. To manage this challenge, I work on a variety of different things each day for shorter periods of time. It seems to be working to mimic the randomness of my previous work, thus keeping things interesting.

One thing I've noticed as Executive Director is the impact of uncertainty on my peace of mind. When nothing was my ultimate responsibility, i.e. when I wasn't ED, looming issues like Ruth Schulze cost overruns or unplanned Avalon lease cancellation didn't faze me. I like stability, predictability, and systems which make sense and are moving inevitably towards a successful end. To me, it seems like an ideal ED would both be fully aware of the uncertainty and potential failure, but also not let those factors cause a mental breakdown or crippling indecision. The challenge for me is to believe ICC Austin will be successful more, and worry a little less.

Goals

With the big change in staff members and staff structure in 2017, much of my work will be to make sure that the staff team functions substantially better than ever. This will involve shifting duties around and trying different things, but I envision an optimized system being in place by the end of the year. The Executive Director processes, in particular, need special consideration. The reality is that ICC Austin has been functioning with a half-time ED for the past three years. Now that I have full time availability, I will be able to focus on work that has not been receiving adequate attention.

The top priority will be moving the Ruth Schulze expansion project forward since it is a critical part of the plan for future ICC Austin success. Over the next year I need to make sure the building plans are finalized, financing is in place, and the Board receives adequate information to make an informed go/no-go decision on the project.

While Ruth Schulze expansion and stabilizing the new staff are the top two priorities for 2017, planning for capital improvements, expansion, and development – both alumni and scholarship – need to move forward using whatever time is left over.

Board Support

I continue to receive and appreciate the strong support of the ICC Austin Board. Much of this support comes in the form of having dedicated, passionate, *self-disciplined, and big-picture focused* Board members. From my conversations with other Executive Directors in student housing cooperatives, I know that this is far from the norm. Most of the stories I hear are about energy spent by Executive Directors reigning in and managing board efforts, trying to convince the board of this or that, and participating in a ceaseless slog of committee meetings – what for me would be intolerable working conditions.

The ICC Austin Board continuing excellent, high-level work will provide me with what I need to thrive professionally, as well as to carry out the responsibilities tasked to me by the Board.

## Executive Director Policy Monitoring Summary Table

January 2016 – December 2016

Policy	Date Monitored	Submitted per Board Schedule	Accepted by Board*	Compliance
B - Global Executive Constraint	December 2016	yes	yes	yes
B1 - Financial Conditions and Activities	January 2016	yes	yes	no
B1 - Financial Conditions and Activities	October 2016	yes	yes	no
B2 - Business Planing and Financial Budgeting	February 2016	yes	yes	no
B3 - Asset Protection	September 2016	yes	yes	yes
B4 - Membership Rights and Responsibilities	January 2016	yes	yes	yes
B5 - Staff Treatment and Compensation	July 2016	yes	yes	yes
B6 - Communication to the Board	June 2016	yes	yes	yes
B7 - Board Logistical Support	November 2016	yes	yes	no
B8 - Emergency General Administrator Succession	August 2016	yes	yes	yes
Ends Policy	March 2016	yes	yes	yes

\*Board acceptance indicates the report had reasonable policy interpretations, adequate data provided, and that the plan for managing any noncompliance was sufficient.

## Reported Non-Compliance with Compliance Status or Compliance Plans

**B1.1 - The profit margin for the period under review is below the 10% compliance threshold (January 2016 and October 2016)**

Compliance Plan: The multi-year budget plan will bring the profit margin into compliance by Fiscal Year 2017-18, (Note that the profit margin can't be changed quickly without relatively drastic actions.)

**B1.6 - The first quarter IRS payroll tax payment deadline was missed. (October 2016)**

Status: Compliance - This was a one-time oversight. To prevent future issues, the payroll deadlines dates have been added to the ICC Austin operational calendar.

**B2.1a – The planned profit margin does not fall within the acceptable range**

Compliance Plan: See B1.1

**B7.2 – The Board Officer email addresses were not updated from June-August 2016.**

Status: Compliance. This was a one-time event not expected to recur due to inadequate ED communication to the BAA.

**B7.3 – Board Policy C6 – Officer Roles was not updated in the Board Manual.**

Status: Compliance. This was a one-time event not expected to recur. A new communication process has been worked out between the ED and BAA to prevent future problems.

## Resolution on the General Administrator Evaluation

prepared by the Board President for the  
March 12, 2015 Board meeting

Billy Thogersen,

The board first wants to congratulate you on all of your success helping ICC Austin become the best cooperative it can be, but more importantly, we want to thank you. Your tireless work improving ICC and helping it thrive have not gone unnoticed. Some have said that you “fixed ICC like you fixed houses,” and it cannot be overstated how much the board notices and greatly appreciates everything you do for our cooperative.

It is obvious how much you love ICC and believe in its mission. As one board member said, “He’s one of us.” We on the board are grateful to have such a cooperatively-minded person as our General Administrator. During the board’s conversation, it was noted how respectful you are to board members and how receptive you are to all members. These traits give a sense of cooperation between staff and the membership, which is very valuable to us.

The board also noticed how you have grown into your new role. You have adapted to new challenges, and, although the changes are drastic and there is still much work to be done, the board is ecstatic about the direction you are helping take ICC. We believe that you have done an incredible job complying with the board’s policies, and we all expect that in the near future instances of noncompliance will be few. We know it takes a lot of work, and we are so grateful.

On that note, the board wants to extend an invitation to accept our support in whatever ways we can help. We want you to stay with us as long as possible, so if there is anything we can do to improve your work with ICC, we want to provide you with the tools to do your job properly. Your effort has been invaluable, and we thank you so much for your selflessness and service.

Sincerely,  
Hunter Tolbert

ICC Austin Board President; on behalf of the ICC Austin Board

Billy Thogersen,

The Board of ICC Austin completed our review of you as Executive Director in March of 2016 for the preceding year. To start off, we want to thank you for all your work--you do an amazing job. ICC, and the Board, are lucky and grateful to have you as our ED.

Your dedication, hard work, and experience are such an invaluable asset to our organization that our dependence on them is the only caveat we have. We hope you will stay for many years to come, but recognize that we rely on a single individual in perpetuity.

Over the past few years since becoming Executive Director, you've hired an excellent staff and worked to put build up documentation and efficient procedures, but it continues to be true that whenever you do move on from ICC, it will be a serious detriment to the organization. We appreciate your efforts to make ICC sustainable beyond your time with us, and ask that you continue to work towards that end. There's no amount of training, documentation, or other measures that would make your departure painless for the organization, but we encourage you to continue doing what you can to ensure the organization is in a place to make that transition with minimal pain when you decide to move on.

It says a lot that our only concern is that you're *too* valuable an asset to the operation. On a more personal level, we as a board greatly enjoy working with you. We appreciate how thoughtfully and carefully you listen to each and every member's input. We feel the cooperative spirit you hold in every interaction.

The bottom line is that you're doing a phenomenal job as Executive Director. Your service to the organization is greatly appreciated and we hope you'll be with us for years to come.

Sincerely,

*ICC Austin Board of Directors*

## EXECUTIVE DIRECTOR JOB DESCRIPTION

*This job description is for ED hiring purposes only, not for evaluating ED job performance. Board Policies D2 and D4 outline how ED job performance is evaluated.*

Purpose: As the sole employee of the Board of Directors, the staff member hired as Executive Director (ED) assumes ultimate accountability for all non-Board operations of the cooperative. The ED ensures the successful integration of ICC Austin’s various operational elements within a clearly articulated and cohesive strategic plan.

Status: Reports to Board of Directors  
Salaried/Exempt position

Responsibilities:

### I. LEADERSHIP

- A. Provide top-level collaborative, consensus-based, operational leadership expertise to the members, Board and staff.
- B. Act as legal agent of the ICC Austin Board of directors to outside entities.
- C. Ensure ICC Austin operates within the guidelines of a clearly written strategic plan.

### II. HUMAN RESOURCES

- A. Hire, train, evaluate, discipline, fire, and manage all ICC Austin staff.
- B. Delegate and assign duties and responsibilities to ensure efficient operations.
- C. Ensure a safe, healthy workplace for employees.
- D. Ensure reasonable internal controls and personnel policies are in place and functioning.
- E. Ensure all necessary operating policies are developed and reviewed regularly.

### III. PLANNING AND FINANCIAL OVERSIGHT

- A. Coordinate development and implementation of a multi-year strategic plan for ICC Austin operations.
- B. Ensure sufficient process documentation exists to allow for the day-to-day performance of ED function by other staff, if necessary.
- C. Ensure sufficient succession planning for ED responsibilities.
- D. Provide financial expertise sufficient to ensure financial planning feasibility.

### IV. POLICY GOVERNANCE

- A. Hold final accountability for compliance with all Executive Limitations and Ends policies.
- B. Report as directed by the ICC Austin Board
- C. Ensure Board receives monitoring reports and other information necessary for high-level governing according to the established monitoring schedule.
- D. Create and maintain operational policies in alignment with Board-directed Ends Policy.

## REQUIRED QUALIFICATIONS

- Prepared for bottom-line accountability for a business with a budget of \$1.5M annually
- Proven ability to lead and motivate others and to foster cooperation.
- Proven ability to develop and implement a vision.
- Business expertise and property management experience
- Strategic planning experience.
- Oversight-level understanding of financial statements.
- Operating, capital, and cash budgeting experience.
- Proven ability to develop complex and robust systems.
- Excellent communications skills.
- Demonstrated ability to listen and respond appropriately.
- Demonstrated ability to give and receive feedback.
- Personnel management expertise
- At least ten years of senior-level work experience\*

## OTHER HIRING CONSIDERATIONS

- Strengthens existing staff team in terms of *Behaviors and Motivators* personality assessment
- Willing to attend CDS Consulting Board governance training(s) and work with the existing ICC Austin governance structure for at least a year before suggesting major changes.

\*The qualifications, in particular the 10-year senior-level experience, would be appropriate for the \$81,000 ED salary level that will hopefully be achieved by FY 2020-21. Until then, pickings may be slimmer with a lower salary.)

## GMMCom Report and Draft Spring 2017 GMM Agenda

### Executive Summary

The spring 2017 GMM is scheduled for Saturday, April 1 from 2-5pm. The GMM committee established rationale and outcomes for having the GMM, and drafted an agenda based on deepening ICC Austin understanding of social justice. Several new ideas will be tried to increase attendance and active participation. The draft GMM agenda and small group discussion questions/prompts are up for Board review and input at the February Board meeting.

### Reasons for having GMM and anticipated outcomes

The ICC Austin General Membership Meetings provide a unique and essential mechanism for building organizational connectedness. In short, GMMs are the biggest shared experiences specifically focused on ICC Austin itself.

GMMs offer members the opportunity to think of the cooperative as a whole and what ICC Austin seeks to achieve in the Ends Policy, rather than just a cheap place to live. The stakes are relatively high, so the GMM needs to be really good.

Desired Outcomes:

- Allow members to learn about, and contribute meaningfully to, Board learning discussions
- Inform the general membership about key organizational activities
- Listen to members
- Get as many members as possible, from as many different houses as possible, together at one time

### GMM Theme and Logistics

GMMCom thought about both past GMM and current Board conversations, and settled on trying to deepen the ICC Austin understanding of social justice. In particular, the organizing concept is to better understand the ICC Austin relationship to social justice.

The following logistical changes will be implemented to make the GMM more successful:

*Time Management* - Given that members have expressed a desire for a shorter GMM *and more small and large group discussion time*, time management needs to be carefully considered. These are the ideas for helping:

- Start GMM on time, rather than build in slop time at the beginning
- Firmly limit presenter and officer candidate introductions times
- Combine presentation topics when possible

*Presentation Quality* - Talking at people (reporting and lecturing) is inherently un-engaging unless done well. GMMCom intends to hold all presenters to a higher standard this time around to ensure that the GMM is engaging. Presentations must meet a reasonable standard by the GMM rehearsal. If not, they will be cut from the program. The rationale is that it is better to have nothing than something that sounds

## 7 . G o v e r n a n c e - G M M D r a f t A g e n d a

unrehearsed, mumbled, or just plain boring. (The extra time gained can be better used in group discussion.)

*Board Policy 5.9* - The Board policy calling for reporting to at GMM regarding Board Performance will be done through a written report handed out when members arrive for GMM, and/or through an very short verbal briefing.

*Advance Notice of GMM Questions/Prompts* - The small group discussion prompts will be given out way in advance, and House Board Representatives should promote house-level discussions of these topics. The idea is for members to have already given substantial thought to the issues prior to getting together with members from other houses at GMM.

*Small Group Discussion Process* – The composition of the small groups will change between prompts, i.e. people will be shifted around, to avoid the echo-box effect, increase the odds of everyone getting to participate in good small-group conversations, and promote the exchange of ideas.

### Small Group Discussion Questions/Prompts

1. What does social justice mean to you? And in what ways do you think is ICC Austin doing a good job in transforming the world towards greater social justice?

Before jumping into how ICC Austin fits in, very briefly share with your group what you think social justice is. It's alright to share that you don't know or if you find the term "social justice" unhelpful or antagonizing. Limit yourself to a minute or less for these comments.

ICC Austin does work towards achieving social justice in the world. For example, the organization provides affordable housing to help members get an education, builds communities, and educates members about the cooperative model. In what areas do you think ICC Austin is being successful?

2. How far can ICC Austin go towards being a social justice organization? Are there any limitations? Should ICC Austin even being moving in this direction?

Clearly ICC Austin is not a social justice organization. In many ways it functions as a club for like-minded individuals, and based on the current demographics, ICC Austin services disproportionately benefit privileged groups, namely white and/or economically advantaged and/or physically able.

Do you feel that there are any limits to what ICC Austin can achieve in terms of transforming society towards justice? If so, what? Do you think ICC Austin is a social justice organization right now? If not, can ICC Austin ever be a social justice organization?

## 7. Governance - GMM Draft Agenda

3. What are you willing to change about yourself as an ICC Austin member or your house culture to help ICC Austin make better progress towards social justice?

What are you willing to see changed about ICC Austin as an organization to make better progress towards social justice?

ICC Austin is an institution made up of 188 individual members in 9 distinct house communities. Progress towards social justice needs to be addressed at both the individual and institutional levels. It won't work for one to change without the other. And of course, the most important condition needs to be membership-level consensus.

Unless ICC Austin plans to “outsource” social justice functions, change will involve changes to how ICC Austin currently operates. And change, even discussion of change, can be uncomfortable. Considering everything else that you've heard today, what are your thoughts on changes you'd be willing to make personally, or those you'd like to see ICC Austin make, that would help achieve the greater good? Note that the “greater good” is whatever you think it is, not an objective fact. So, you may well disagree profoundly with other members. That's both ok and a necessary part of the democratic process to develop a consensus.

DRAFT GMM AGENDA

Changing Ourselves: How far are you willing to go?

ICC Austin General Membership Meeting  
Spring 2017

Saturday April 1, 2-4:45pm @UPC

Part 1 - Introduction and Reports (30 minutes)

Welcome and Icebreaker (15)	???
A Message from Your President (5)	<i>Cara - President</i>
Financial Update (Ruth Schulze) (5)	<i>Huylar - Treasurer</i>
Report from Staff (5)	<i>Billy - Executive Director</i>

Part 2 - ICC Austin Business and Board Perpetuation (30 minutes)

Candidate Endorsements and Election Information (5)	<i>Roxanne - Secretary</i>
Board Officer Candidate Introductions (25)	<i>themselves</i>

Stretch and Snack Break - 5 minutes

Part 3 - Member Engagement Conversations (90 minutes)

Social Justice Introduction and Inspiration (10)	<i>Committee for Combating Oppression</i>
Small Group Discussions (30 minutes)	<i>members</i>
Large Group Facilitated Discussion (50 minutes)	<i>facilitator J.T.</i>

Attendance Trophy, Group Picture, and Meeting Surveys (10 minutes)

Pizza & Donuts; Co-op Crawl Kickoff at 8:30pm - *the end of the GMM is the beginning of the party...*

*Educator of Ceremonies - J.T. Harechmak*

F Y I - F e b r u a r y 2 0 1 7

Board Attendance and Work Performance *											
		Arrakis	Avalon	Eden	French	Helios	HoC	N. Guild	Royal	Seneca	JTH
Jun	retreat										
	meeting										
Jul	board work										
	meeting										
Aug	board work										
	meeting										
Sep	board work										
	retreat										
Oct	meeting										
	meeting										
Nov	board work										
	meeting										
Dec	board work										
	meeting										
Jan	board retreat										
	board work										
Feb	meeting										
	board work										
Mar	meeting										
	board work										
Apr	GMM meeting										
	meeting										
	board work										

 = meeting absense or board work not done  
 board work consists of minutes review and monitoring reports

F Y I - F e b r u a r y 2 0 1 7

Board Officer Work Performance *					
		President	Vice Pres	Treasurer	Secretary
Jun	retreat ecc meeting board meeting board work				
Jul	ecc meeting leadership training board meeting board work				
Aug	ecc meeting meeting board work				
Sep	retreat ecc meeting board meeting board work				
Oct	GMM meeting ecc meeting board meeting board work				
Nov	ecc meeting board meeting board work				
Dec	ecc meeting board meeting board work				
Jan	ecc meeting board retreat board meeting board work				
Feb	ecc meeting board meeting board work				
March	ecc meeting board meeting board work				
April	GMM meeting ecc meeting board meeting board work				
*All officers have atteded CBLD 101 training					

**Board Committee Performance**

**Audit Committee (formed Jan 2017)**

Current members: Huyler (co-chair), J.T., Wilson, Josh, Lainey, and Rachel.

Meetings Held: none

Next Outcome: Vet auditors and make suggestion to Board

Next Meeting: 3.15.17 @ 7:00pm @ French House

**Nominations Committee (formed July 2016)**

Current members: Roxanne (chair), Dessa, Mila, and Alana.

Meetings Held: 7.14.16, 9.18.16, 2.2.17

Next Outcome: Continue efforts to find a nomination of a new community trustee; hold first meeting

Next Meeting: 2.22.17 7pm @ French house

**GMM Committee (formed July 2016)**

Current Members: Cara (co-chair), Noah (co-chair), J.T., Josh, and Lana.

Meetings Held: 9.27.16, 2.8.17

Next Outcome: Final agenda and meeting logistics check

Next Meeting: 3.2.17 @7pm @ ICC Austin office

**Committee for Combatting Oppression (formed July 2016)**

Current members: Cara (co-chair), Lana (co-chair), Noah, Rachel, and Alana.

Meetings Held: 7.24.16, 9.29.16, 10.13.16, 2.9.17

Next Outcomes: Planning stage of Radical Next Moves: Cooperative Swapping of Ideas & Goods.

Next Meeting: 2.22.17 @ 7:00pm

prepared by staff for

February 23, 2017 board meeting

**BOARD BUDGET EXPENDITURES FY 2016-2017**

**Board Budget Summary**

	Budget	Actual	Remaining
Board Officer Compensation	5,600	3,350	2,250
Auditor and Professional	16,195	10,775	5,420
Board Officer Training	4,300	3,822	478
Meeting Expenses	3,500	2,208	1,292
General Membership Meetings	3,000	1,282	1,718
D&O Insurance	6,712	4,387	2,325
<b>Total Board Budget</b>	<b>39,307</b>	<b>25,823</b>	<b>13,484</b>

Executive Session Procedures Rev Oct 2015

Background

The minutes of ICC Austin Board meetings are public records and can be subpoenaed for use in legal proceedings. In addition, Board members themselves can be called to testify about discussions at Board meetings.

However, there are times when the Board may want to have truly confidential discussions. Examples might include evaluating the Executive Director, sensitive human resource topics, or briefings from lawyers on pending lawsuits.

Fortunately, the mechanism of Executive Session provides a tool for allowing Boards to have legally protected, confidential conversations. Simply put, Executive Session is a portion of a Board meeting which the Board determines needs to be “officially off the record” and follows very specific rules (outlined below).

“Informal” executive session, one in which the specific rules are not followed, is also an option for the Board. Ultimately, the Board can decide to do whatever it wants. **BUT REMEMBER: If you don’t follow the rules exactly, THE DISCUSSIONS WILL NOT BE LEGALLY PROTECTED.**

Procedures

1. The Board determines that it needs to enter Executive Session, either as a scheduled item on the Board agenda or as-needed during the course of the Board meeting.
2. A motion is made, seconded, and approved to enter Executive Session. The motion should contain only a general description of the topic:

*Sample motion: “I motion that the Board enter Executive Session to discuss human resource matters, receive legal advice, etc.”*

3. The Board should quickly review the Executive Session Rules (see below)
4. The Board has confidential discussions restricted to the topic stated as the reason for entering Executive Session.\*
5. The Board votes to exit Executive Session

\*Staying on topic is important for organizational transparency and maintaining internal trust

## Executive Session Rules

1. The Executive Session of the Board may only include duly elected or appointed Board Directors, and any staff or outside professionals that the Board determines *are absolutely necessary* to provide professional expertise in the discussion. The Executive Session generally **MUST NOT INCLUDE** the Board minutes taker, non-Board members, staff not directly related to the issue at hand, substitute house Board representatives that may not have been duly elected, etc.
2. No Executive Session minutes are recorded except: “Board enters executive session”; “Board exits Executive Session”
3. No formal Board decisions can be made in Executive Session. (If a conclusion is reached during Executive Session, someone must make a motion after exiting Executive Session.)
4. Executive Session must remain confidential forever and always. Later discussion of what happened during Executive Session outside of Executive Session, whether between Board members or non-Board members, **REMOVES THE LEGAL PROTECTIONS.**

**REMEMBER:** If the Board has some kind of "informal" executive session, that is, one not following these rules, the topics discussed are still legally a public record. In other words, **THERE IS NO LEGAL PROTECTION FOR THE BOARD** unless the Board follows the rules above.

ECC Spring 2017 Board Meeting Planning Framework

Topics for Strategic Learning (from January ECC retreat)

1. Economic Justice
2. External Engagement
3. Ruth Schultze
4. Community Trustee
5. Committee for Combating Oppression
6. Social Justice
7. Strategic Visioning

Topic	Goal	Action
Economic Justice	Decide whether to change Ends Policy	<del>A. Catch up new Board</del> <del>B. Write open letter to membership</del> <del>C. Build consensus with Board</del> <del>D. Write new policy if desired</del> E. Bring findings/policy to members
	Learn about scholarship options	Staff presentation
External Engagement	Decide how to best allocate resources to external engagement	<del>A. Review other options for external engagement</del> <del>B. Meet with NASCO in February</del> <del>C. Determine why, how, when, and how much external engagement is best</del> D. Talk to members about findings
Ruth Schultze	Decide whether to construct the project	<del>A. Present information, provide opportunities for further learning, and answer questions</del> B. Make decision
Community Trustee	Improve Nominations Committee process	<del>A. Review current committee process</del> <del>B. Make improvements</del> <del>C. Appoint new community trustee by GMM</del>
Committee for Combating Oppression (CCO) (not spring 2017)	Decide whether CCO should be a Board or Operational committee	A. Review CCO charter and history B. Discuss C. Make decision

Social Justice	Decide whether to create next steps	<del>A. Staff and Board review and monitor goals</del> <del>B. Decide whether to further define or add new goals with new Board</del>
Strategic Visioning (probably summer 2017)	Improve ECC process	A. Read PPT from Cara B. Find useful topics for ECC C. Apply topics to Board or ECC

Board Conversation Scheduling

Meeting	Actions
Board Retreat	Catch up new Board on Ends Policy Discussion Review and monitor strategic learning goals, part 1 Further define or add new goals with Board
January Board Meeting	Introduction to External Engagement – How and why? Ends Policy follow up discussion
February Board Meeting	Review and monitor strategic learning goals, part 2 NASCO Meeting
March Board Meeting	Ruth Schultze learning Ends Policy activity: Is this the policy we want? Pt. 1 Staff Presentation for scholarship options
April Board Meeting	Ruth Schultze decision Ends Policy activity: Is this the policy we want? Pt. 2 External Engagement



# BUSINESS PLAN

2017 Calendar Year

## Introduction

Through Board Policy B2 – Business Planning and Financial Budgeting, the ICC Austin Board of Directors requires the Executive Director to operate under a multi-year plan. The multi-year plan consist of two interrelated parts: The five-year financial budget plan and the business plan. This document presents the business plan component only.

Business planning always begins with the Board's Ends Policy. To ensure the business planning connection to Board-determined organizational outcomes, the Strategic Objectives are tied directly back to the Ends Policy (see Ends Policy Alignment section). This avoids the common pitfall of creating specific goals that seem in line with organizational mission, but in fact are merely strategically tangential or less important than other possible goals.

Business planning is a continuous, fluid process. Past experience demonstrates that the plan details will evolve throughout the year to accommodate new needs and information. This document outlines the end result of the annual business plan review and update, and is current only as of January 13, 2017.

Staff is solely responsible for creating and operating under the business plan, and any presentation to ICC Austin Board Directors or members is for informational purposes only.

# Annual Reviews and Progress

*This current business plan does not contain plan details for past years. However, it is useful (and somewhat inspiring) to take a high-level look back at past performance. This is accomplished through annual executive summaries.*

## 2015 Business Plan Executive Summary

The business plan for 2015 was a half-year plan (June-December), with the initial six months of the year spent bootstrapping the first-ever ICC Austin business plan, required under Board policy B2. In retrospect, the planning was unrealistically ambitious. However, the goals not achieved helped determine the amount of time available outside of ongoing operations available for larger initiatives in subsequent years.

### Completed Business Plan Goals:

- Branding for ICC Austin developed and inconsistent materials removed
- Complete expense review and optimization (eliminate any waste/optimize spending)
- ICC Austin website overhauled
- Safe space training integrated into New Member Orientations
- Options for replacing ICC Austin house signs investigated
- Critical organizational procedures identified, documented, and tested
- Ruth Schulze expansion project site plan submitted
- Ruth Schulze expansion project financing investigated and optimized

## 2016 Business Plan Executive Summary

The business plan for 2016 carried forward many of the unfinished goals from 2015, as well as added new initiatives based on Board discussions of social justice. The timelines for making progress were spread out more realistically based on our limited experiences in 2015. Overall, planning for 2016 proved to be more feasible, and achieved better results. The largest unanticipated factors were the new priorities arising during the year, most notably Ruth Schulze development complications, review of the membership processes, accelerated staff restructuring, and extraordinary external engagement time commitments. Moving forward, not only do business plans require realistic timelines, but also reasonable unallocated bandwidth for priorities that will manifest themselves during the year.

### Completed Business Plan Goals:

- Developed and implemented strategies for improving summer occupancy
- Scholarship funding added to budget plan (starting FY 20/21)
- Full review of membership application processes
- Developed new staff structure and incorporated into long term budget plan
- Ruth Schulze lobbying and negotiations for site plan exemptions, e.g. surface parking
- Pre-contract signing online orientation developed and implemented
- Internal and external engagement plans created (including marketing, media, social media, diversity, anti-oppression, and leadership development components)
- New house videos created
- New house signs designed, manufactured and installed
- Sexual violence procedures developed and implemented
- Developed thorough understanding the NASCO-centered external engagement strategy issues

# Business Plan Flow

*Again, business planning does not start with specific ideas. Instead, it is derived from a systematic planning approach. For the current plan, a SWOT analysis was used. Future years will employ a substantially more sophisticated methods, such as Human Centered Design and/or Structured Scenario Planning to create deeper levels of understanding and extended planning horizons. The result of high-level planning are a list of Strategic Objectives.*

*All potential Strategic Objectives are analyzed against the Board Ends policy to ensure that planning will achieve the Board's organizational goals. If not, they are discarded. This is a critical analysis that is documented in a special section of the business plan entitled Ends Policy Alignment.*

*Through this planning process, specific goals and action plans can be easily tied back to the systematic, big-picture thinking.*

Strategic Objectives → Ends Policy Alignment → Goals → Action Plans

In the context of the Board Ends policy, overarching Strategic Objectives are created through a strength/weakness/opportunity/threat (SWOT) or similar analysis every two to three years, and evaluated annually. The current Strategic Objectives were created in December 2014. The next Strategic Objective review is scheduled for fall 2017 for implementation in the 2018 Business Plan.

The Ends Policy Alignment analysis provides the Board-level evaluation demonstrating ICC Austin business plan conformance with the Ends

The Goals present specific, measurable, assignable, realistic, and time-bound (SMART) projects towards achieving the Strategic Objectives. The Goals are divided into one-year (current) and two-three year (future) types.

Action Plans get into the who, what, where details of each current Goal to the extent needed to coordinate staff.

# Strategic Objectives

(overarching themes tied to the Ends Policy)

## Financial

1. Optimize affordability
2. Improve operational sustainability (financial planning)

## Facilities

3. Protect and improve existing facilities (facilities planning)
4. Expand Capacity

## Membership

5. Optimize member engagement within ICC Austin and the larger cooperative movement
6. Foster an environment that creates greater diversity and inclusivity
7. Develop internal communication and external marketing plans

## Collective

8. Improve mechanisms of retaining and conveying institutional knowledge
9. Develop threat management plans
10. Processes, structures, and strategies

# Ends Policy Alignment

## Board Statement of Purpose (Ends Policy):

*The purpose of the University of Texas Inter Cooperative Council (ICC Austin), a Texas non-profit corporation, is to create a mutually beneficial, diverse, and inclusive community so as to promote the transformation of society toward cooperation, justice, and non-exploitation. To achieve this vision, ICC Austin provides affordable housing to students, on a cooperative basis, in an environment that enhances members education, encourages the formation of long lasting communities, and fosters responsible citizenship.*

The ICC Austin business plan must advance the Ends policy established by the Board of Directors. This section explains how the nine strategic objectives align with the Ends policy.

1. Optimize Affordability - Affordable housing, while a key component of the Ends policy, is not the only goal to be furthered. In addition, the term affordability is open to a wide array of interpretations - and indeed really has only relative value - but formulating an objective measure of “optimal affordability” is possible. The strategic goal of optimizing affordability entails putting affordability into the context of the entire ICC Austin Ends policy, especially what it means to *provide*, be *inclusive*, and what *environment* is desired. To answer questions such

as provide for how long? provide for how many? provide for who?, and provide what? will require substantial analysis, balancing, and rebalancing to achieve an optimal result. With an objective optimal measure of affordability in place, the organization will be in a much better position to evaluate wholistically the impact of changes to affordability - changes which will happen as the business environment evolves and the Board guides the course of the organization.

2. Improve Operational Sustainability - This financial objective relates primarily to the *provides* word in the Ends. The underlying assumption is that ICC Austin desires to operate both for today, and sustain itself indefinitely, that is, not go out of business and liquidate. To make sure ICC Austin thrives into the future, quality, forward-looking, multi-year financial plans need to be created, followed, updated, and evaluated for effectiveness.
3. Protect and Improve Existing Facilities - As with financial planning, facilities planning at its core relates to *provides* in the Ends policy. ICC Austin facilities face pressures from external regulatory sources, age, rough and continuous use, and deferred maintenance. Developing a medium-term plan for managing existing property conditions, and a long-term strategy for optimizing conditions is essential to being able to Improve Operational Sustainability (financial planning). Facilities improvements also impact the types of *environment that enhance member education* offered by ICC Austin. And through changes to those various environments, *diverse* and *inclusive* qualities will improve.
4. Expand Capacity - Since organizational inception, the ICC Austin bylaws called for development and expansion, including generating revenue specifically for this purpose. Well-executed membership growth not only creates additional financial stability (see objectives one and two), but furthers the Ends policy as a whole. Additionally, in a limited sense, this objective addresses ICC Austin's *provides affordable housing* clause in the Ends policy.
5. Optimize Member Engagement (within ICC Austin and the larger cooperative movement) - This objective works towards making headway with the *cooperative basis* component of the Ends policy. Without member engagement, ICC Austin's cooperative character becomes meaningless. And without a plan for engagement, efforts will be inefficient and likely result in only short-term success. Optimizing member engagement will also positively impact the *creation of mutually beneficial ... communities, the formation of long lasting communities, and fostering of responsible citizenship* by focussing the limited resources on well-defined goals.
6. Foster an Environment that Creates Greater Diversity and Inclusivity - This objective is pulled largely from the language of the Ends policy.
7. Develop Internal Communication and External Marketing Plans - Operating with a plan for presenting (marketing) ICC Austin to the outside world supports various parts of the Ends. These include *provides affordable housing* in the sense that the outside community needs to know about ICC Austin and have favorable impression, that is, want to actually live at ICC Austin. By reaching out more deeply, *diverse* and *inclusive* qualities should improve. And

finally, the *transformation of society towards cooperation* is enhanced through an active and positive presentation of how ICC Austin impacts the world.

Internal communication improvement should receive attention. For members and others within ICC Austin, effective communication is essential to create *mutually beneficial, cooperative, and long lasting communities*. Because of the importance of word-of-mouth membership perpetuation, the stories members tell about their ICC Austin experiences have incredible importance.

8. Improve Mechanisms of Retaining and Conveying Institutional Knowledge - *Member education and long lasting communities* are substantially improved through the effective passing along of information and wisdom. Building upon progress, rather than reinventing the wheel, strengthens ICC Austin by allowing greater forward progress.

Much of the day-to-day business of *providing affordable housing* falls to staff, who embody an important layer of institutional knowledge. Improving the means through which staff retains and conveys work experience contributes to the general accomplishment of the Ends policy.

9. Develop Threat Management Plans - For ICC Austin to achieve any Ends policy at all, the organization must stay in business. Its long history of operational success does not guarantee a successful future, though. In fact, foreseeable events could severely impede Ends policy progress. To minimize the impact, risks should be managed through identification and contingency planning.
10. Processes, structures, and strategies - As ICC Austin moves forward with planned, and unplanned changes, it's important to recognize emerging needs, particularly as they relate to improving operational efficiency and sustainability. While there are specific financial and facilities objectives with the same aim, this objective captures other areas which do not fit neatly into those categories. The relevance to the Ends Policy is the same, though.

# Goals and Action Plans

(specific, measurable, assignable, realistic, time-bound)

## 1. Financial - Optimize affordability

### Current Goals

1.1 Implement occupancy improvement strategies based on marketing plan; evaluate results and operationalize processes	December 2017
1.2 Develop strategies for sustainably funding the scholarship program	December 2017
1.3 Update room allocation policy prioritizing low-income applicants	January 2017
1.4 Lobby city council to change rules for operating licenses for student housing cooperatives and lay groundwork for UNO affordability standards revisions	December 2017
1.5 Move long-term cash reserves into interest-bearing accounts	May 2017

### Future Goals (2-3 years out)

1.6 Conduct analysis of shared and private rooms	
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## 2. Financial - Improve operational sustainability (financial planning & analysis)

### Current Goals

2.1 In conjunction with Ruth Schulze project, Eden redevelopment, and other capital spending, develop optimal debt and investing strategies	December 2017
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What	Who	When
Ruth Schulze construction loan	Billy (Nick)	May 2017
Evaluate funding strategies for future capital and expansion spending	Billy	October 2017
Strategic debt management and investing plan completed	Billy	December 2017

### Future Goals (2-3 years out): none

### 3. Facilities - Protect and improve existing facilities (facilities planning)

#### Current Goals and Action Plan

3.1 Conduct comprehensive facility assessments	December 2017
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What	Who	When
Develop strategy and begin preliminary work	Billy/Chris	June 2017
Complete assessments	Billy/Chris	October 2017
Incorporate findings into facilities long term plan	Billy	December 2017

#### Future Goals (2-3 years out)

3.2 Create long term facilities plan (draft)	2018
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What	Who	When
Create initial draft		
Complete long term facilities plan		

## 4. Facilities - Expand Capacity

### Current Goals and Action Plan

4.1 Move current active Ruth Schulze expansion project forward per the current development calendar	Ongoing
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What	Who	When
Building Plans Approved	City	April 2017
UNO Trust Funds	Nick	March 2017
Financing Close	Staff	May 2017
Construction	Staff	August 2017 - August 2018

### Future Facilities – Expand Capacity Goals (2-3 years out)

4.2 Conduct study of existing ICC Austin properties to determine best overall redevelopment plan	2018
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What	Who	When
Conduct study		

4.3 Develop a written expansion plan	2018
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What	Who	When
Draft an expansion plan		

4.4 Develop Eden redevelopment outline plan	2019
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What	Who	When
Outline redevelopment plan (including previous work)		

4.5 Investigate viability for strategic acquisition of condominiums and other property	2019
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## 5. Membership - Optimize member engagement within ICC Austin and the larger cooperative movement

### Current Goals

5.1 Refine written internal and external engagement plan documents (to optimize engagement at all levels)	Fall 2017
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What	Who	When
Complete the work necessary to complete the working draft plan	Ashleigh	July 2017
Add plan review update schedule to ongoing operation schedule	Staff	Fall 2017

5.2 Enhance existing leadership development program	August 2017
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What	Who	When
Set up wikis or equivalent; promote their use; Create avenues for members to easily transmit knowledge (house officer training, online libraries, editable libraries/forums/wikis)	Ashleigh	August 2017
Develop and document new levels of leadership training to help move ICC Austin to the next level at both the house and Board levels (leadership compass, facilitation training, leading conversations, self-analysis tools, leadership strategies)	Ashleigh	December 2017
Pilot launch of new programs	Ashleigh	December 2017

5.3 Alumni database development (limited)	December 2017
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What	Who	When
Investigate options for alumni databases	Ashleigh	May 2017
Goal to get 100 registered users	Ashleigh	December 2017

#### Future Goals (2-3 years out)

5.5 Alumni network development	2018
Develop formal summer co-op swap with major student housing cooperatives (i.e. 4-8 members from other co-ops incubating ideas in an ICC Austin house, 4-8 ICC Austin members doing the same at the other 4-8 co-ops across the country)	2018

### 6. Membership - Foster an environment that creates greater diversity and inclusivity

#### Current Goals

#### Staff development plan for learning about social justice

6.1 Get houses thinking about their identity, and giving feedback on how they want their houses promoted	Ongoing
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What	Who	When
Operationalize house description updates	Ashleigh	Summer 2017
Operationalize house identity concept for fall house officer summits	Ashleigh	September 2017
Spring 2018 focus topic at NMO, HOS, town halls in conjunction with Ruth Schulze project	Ashleigh with Staff	Spring 2018

#### Future Goals (2-3 years out)

6.2 Create a system for real-time evaluation of house operations; determine how to identify emerging problems and create solution processes	2018
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7. Membership - Develop internal communication and external marketing plans

Current Goals

None (see 2016 goal accomplishments)	
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Future Goals (2-3 years out)

7.1 Begin producing ICC Austin Annual Report (derived from Ends reports)	2018
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7.2 Develop ICC Austin brand and story	2018
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What	Who	When
Generate the "ICC Story"	Staff	
Develop brand - a set of expectations, memories, stories, and relationships that taken together form the decision to choose ICC Austin over other options.	Staff	

8. Collective - Improve mechanisms of retaining and conveying institutional knowledge

Current Goals

8.1 Process documentation for all operational processes	December 2017
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What	Who	When
Review existing and complete all missing process documentation	Staff	December 2017

Future Goals (2-3 years out)

8.2 Incorporate more advanced business planning strategies (human centered design, structured scenario planning, mission capital training, etc)	2018
8.3 Review ICC Austin electronic data; remove obsolete and irrelevant data; consider options for improving the storage structure (google)	2019
8.4 Create systems for capturing, retaining, and making accessible house histories	2019

9. Collective - Develop threat management plans

Current Goals

9.1 Mitigate the catastrophic loss of the ICC Austin office space and/or all physical records	May 2017
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What	Who	When
Fire safe critical paper record storage	Billy	May 2017
Electronic archiving of old records (internship summer 2017)	Staff	August 2017
Death of a member procedures and resource documentation	Ashleigh	December 2017

Future Goals (2-3 years out)

9.2 Develop formal mechanisms to ensure ICC Austin stays abreast of the evolving regulatory environment(s); Action: Determine the regulatory environments (city codes, etc) that need to be monitored and assign to staff to check	2018
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## 10. Collective - Process, Structures, and Strategies

### Current Goals

10.1 Staff and staff structure transition	August 2017
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What	Who	When
Hire Office Manager	Billy	January 2017
Office Manager training	Nick with Staff	February 2017
Training and job duty refinement	Staff	August 2017

10.2 Membership Process Overhaul	December 2017
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What	Who	When
Complete revised house process	Ashleigh	May 2017
Study options for improving efficiency, transparency, and documentation based on 2016 review	Ashleigh with Billy	May 2017
Implement process changes	Ashleigh	December 2017

10.3 Social justice planning for staff	October 2017
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What	Who	When
Develop an operational strategy for ongoing staff training/learning in the area of social justice (especially racial equity)	Staff	May 2017
Incorporate costs into budget plan	Billy	October 2017

10.4 Develop external engagement plan

October 2017

What	Who	When
NASCO annual site visit	Staff	February 2017
Develop acceptable levels of external engagement, and determine where NASCO will fit in after exploring alternatives	Billy	May 2017
Create the external engagement plan and incorporate costs into budget plan	Billy	October 2017

10.5 Expand operational calendar to include important facilities and membership (and other) annual processes

December 2017

What	Who	When
Develop facilities operational calendar	Billy and Chris	May 2017
Develop membership operational calendar	Ashleigh	May 2017
Update and refine operational calendar and finalize by year end	Staff	December 2017

Future Goals (2-3 years out): none

# Notes and Comments

*Important Note* - Several important identified threats are not incorporated into the business plan. These include a major and prolonged economic downturn, saturation of the west campus housing market, and decrease in market rental rates as the new west campus apartment buildings age/deteriorate and possibly begin bargain pricing.

*Additional Comment* - Two threats are incorporated into other areas of the business plan. One is the need to expand to achieve a better economy of scale coupled with very limited expansion resources. The second is the increasing cost of maintenance on the aging facilities.

Notes from ICC Ann Arbor business planning presentation:

Create value propositions, e.g.:

affordability, community, and convenience

collective empowerment

members gain leadership, technical, social, business, and life skills

write down the ICC Austin value proposition by each decade of existence (to help develop ICC Austin story)

Involve members in workshops/charettes to gain insight and information

Consider planning from the following planning frameworks:

Human Centered Design = “hear (needs) - create (approaches) - deliver”

critical question example: “What will the ICC Austin be or have in the next 10 years?”

Structured Scenario Building = “define - develop - implement”

critical question example: “What’s needed to create an ICC Austin for the 21st century?”

**Operational Budget Plan  
"Operations"**

	FY 13-14 Actual	FY 14-15 Actual	FY 15-16 Actual	FY 16-17 Projected	FY 17-18 Budget	FY 18-19 Budget	FY 19-20 Budget	FY 20-21 Budget	ENDS Relevance	Notes
<b>Operating Income</b>										
Room and Board Payments	1,266,857	1,337,454	1,342,895	1,386,394	1,484,601	1,554,174	1,630,048	1,671,625	long-lasting communities and equitable contribution	see rent rate schedule; occupancy based on 8-year historic averages with adjustments for summer house closures
Discounts	(3,781)	(5,691)	(6,000)	(7,000)	-	-	-	-		
Room & Board (net)	1,263,076	1,331,763	1,336,895	1,379,394	1,484,601	1,554,174	1,630,048	1,671,625		
Penalty Fees	25,500	22,278	29,450	20,600	27,243	29,543	29,543	29,543	responsible citizenship	fees for cancelling, changing, or otherwise not fulfilling contractual obligations
Membership Fees	12,325	11,559	19,086	17,994	22,968	21,241	21,241	21,289	equitable contributions	uses 3-year average; one-time fee to join ICC Austin; NASCO membership fees incd starting FY 16-17
Credit Card Fees and Other	6,592	8,090	10,755	8,000	8,000	9,000	9,000	9,000	equitable contributions	fees charged for electronic payments paid by members; 99% credit card fees
Interest and Investment	2,469	1,602	2,312	2,200	2,200	1,800	1,900	1,900	cooperation among co-ops	interest rates from bank accounts are very low; includes dividends from Wheatsville and Blackstar co-op investments
<b>TOTAL INCOME</b>	<b>1,309,962</b>	<b>1,375,292</b>	<b>1,398,498</b>	<b>1,428,188</b>	<b>1,545,012</b>	<b>1,615,758</b>	<b>1,691,732</b>	<b>1,733,357</b>		
<b>Operating Expenses</b>										
House Spending (mostly food)	246,306	264,426	252,409	251,160	251,160	270,400	277,875	277,875	autonomy and independence	funds spent to keep ICC Austin up and running during the year assumes funding stays at \$120/member/month for FY 16/17-17-18 and then \$125/member/month
Utilities (electric, water, etc)	157,718	181,319	164,948	182,000	179,800	181,900	189,700	192,500		
<b>House Operating Costs</b>	<b>404,024</b>	<b>445,745</b>	<b>417,357</b>	<b>433,160</b>	<b>430,960</b>	<b>452,300</b>	<b>467,575</b>	<b>470,375</b>		<b>direct consumption by members during year</b>
Depreciation & Amortization	194,154	206,211	214,667	197,474	230,991	243,087	247,472	250,603	affordable housing	accounting expense for the "using up" of houses over time, e.g. a roof gets one year older
Maintenance	90,530	97,724	97,078	98,424	103,323	116,457	124,887	136,404	affordable housing	routine maintenance and fixing things that break
Interest Payments	75,504	66,591	46,858	52,325	33,167	75,133	88,908	86,931	affordable housing	interest on loans; legacy debt \$1M loan matures August 2019 so interest expense is rapidly decreasing
Avalon Lease	68,040	68,844	69,984	71,174	72,384	-	-	-	affordable housing	assumes Avalon lease will not be renewed after FY 17/18
Credit Card Processing	4,341	9,204	10,459	8,500	8,000	9,000	9,000	9,000	affordable housing	expense offset for credit card fees (see credit card fee revenue above)
Property and Liability Insurance	59,753	59,466	57,390	54,354	54,626	66,702	67,025	67,348	affordable housing	rates have stabilized somewhat; a fire or other claim will cause large increase
Advertising	457	1,838	6,064	4,000	5,900	5,900	5,900	5,900	affordable housing	
Eviction Court costs and other	705	388	2,014	1,900	1,900	1,900	1,900	2,100	affordable housing	
<b>Property Operating Costs</b>	<b>493,484</b>	<b>510,266</b>	<b>504,514</b>	<b>488,151</b>	<b>510,291</b>	<b>518,179</b>	<b>545,092</b>	<b>558,286</b>		<b>fixed costs to operate the houses</b>
Staff Costs	243,194	242,321	255,367	268,039	340,074	350,717	375,088	375,109	concern for community	FY17-18 adds 4th staff member; inflation increases; builds potential staff salaries to sustainable levels
Office and Professional	48,899	31,631	39,723	41,142	41,317	41,726	42,145	55,076		copier, computers, advertising, legal, supplies, consulting, etc.
<b>Administrative Overhead</b>	<b>292,093</b>	<b>273,952</b>	<b>295,090</b>	<b>309,181</b>	<b>381,391</b>	<b>392,443</b>	<b>417,233</b>	<b>430,186</b>		<b>costs for organizational administration</b>
NASCO Institute	10,696	12,925	12,622	18,025	19,400	21,346	23,392	25,539	member education	NASCO institute; aspiration is 36 members (20% of ICC Austin membership) each year
Member Education and Training	2,914	4,911	4,548	5,447	5,610	5,779	5,952	6,131	member education	new member orientation, house officer trainings/summit, conflict resolution, equity/inclusivity events
2020 Scholarship Fund	-	-	-	-	-	-	-	12,500	concern for community	portion of rent increase used to seed scholarship fund
Other Training, Projects, & Social Events	195	864	1,197	1,075	1,325	1,325	1,325	1,325	member education	t-shirt contest, workshops, newsletter, etc.
<b>Member Engagement</b>	<b>13,805</b>	<b>18,700</b>	<b>18,367</b>	<b>24,547</b>	<b>26,335</b>	<b>28,450</b>	<b>30,669</b>	<b>32,995</b>		<b>the cooperative difference</b>
<b>Board Governance</b>	<b>25,730</b>	<b>30,182</b>	<b>39,305</b>	<b>39,307</b>	<b>39,764</b>	<b>40,232</b>	<b>40,708</b>	<b>40,900</b>	democratic member control	ICC Austin invests in developing leadership and governance
<b>External Community</b>	<b>16,120</b>	<b>7,838</b>	<b>19,008</b>	<b>12,332</b>	<b>17,639</b>	<b>19,112</b>	<b>19,788</b>	<b>20,660</b>	concern for community	
<b>TOTAL EXPENSES</b>	<b>1,245,256</b>	<b>1,286,683</b>	<b>1,293,641</b>	<b>1,306,677</b>	<b>1,406,380</b>	<b>1,450,715</b>	<b>1,521,066</b>	<b>1,553,402</b>		
<b>Change in Net Assets (profit)</b>	<b>64,707</b>	<b>88,609</b>	<b>104,857</b>	<b>121,510</b>	<b>138,632</b>	<b>165,043</b>	<b>170,667</b>	<b>179,955</b>		Accounting measure of "profit" does not necessarily mean excess cash. However, the cash portion of the "profit" feed reserve accounts so that we can plan for long term projects, renovations and have adequate funds set aside for emergencies.

Ratio Analysis									Annual Target
Profit Margin	4.9%	6.4%	7.5%	8.5%	9.0%	10.2%	10.1%	10.4%	minimum 10%
Current Ratio (excluding emergency funds)	1.10	1.00	0.95	1.04	1.22	2.28	2.63	2.63	minimum 0.8 <i>(the higher, the better)</i>
Debt-to-Equity Ratio	0.60	0.60	0.60	0.60	0.71	0.97	1.07	1.05	max 2.0 <i>(lower is better)</i>
Debt Service Coverage Ratio	1.27	1.32	1.39	1.36	1.71	2.04	1.99	1.87	minimum 1.2 <i>(the higher, the better)</i>

## Fiscal Years (FY) 2017-2021 Capital Budget Plan "Big Purchases"

	FY 13-14	FY 14-15	FY 15-16	FY 16-17	FY 17-18	FY 18-19	FY 19-20	FY 20-21
	Actual	Actual	Actual	Forecast	Budget	Budget	Budget	Budget
AR kitchen tile replacement - tile only								
FH room 13/14 bathroom remodel								
HE fire sprinkler/ada bath/access planning								
RO hvac/duct replacement (city rebates)								
SE fire sprinkler and bathroom renovations								
AR kitchen/1st flr bathroom tile replacement	5,967							
AR 2nd flr hvac	2,204							
FH commerical refrigerator	3,200							
HE fire sprinkler/ada bath (no ada building acces	116,710							
<b>RS land purchase</b>	<b>476,316</b>							
AR ada front door opener		5,303						
HE 1st floor hvac condenser		2,650						
HE fire sprinkler system change to code		2,302						
HE room K renovations		2,855						
NG dish sanitizer		4,319						
NG fire sprinkler planning		4,481						
<b>RS expansion planning</b>		<b>3,394</b>						
SE refrigerator		2,078						
FH dish sanitizer			3,925					
HC fire sprinkler system planning			2,630					
HC pool filtrations system			2,300					
NG fire sprinkler system			115,169					
NG plumbing upgrades			30,000					
NG spruce up and rehab			39,923					
<b>Ruth Schulze Development</b>			<b>144,470</b>					
HC fire spinkler system				85,000				
HC rehab tbd				30,719				
Equipment				4,000				
<b>Ruth Schulze Development</b>				<b>600,000</b>				
Contingency				15,000				
<b>Ruth Schulze Development</b>					<b>960,000</b>			
Contingency					40,000			
RO roof replacement						35,000		
RO dormer replacement						30,000		
NG exterior work and painting						35,000		
Equipment						20,000		
<b>Ruth Schulze Development</b>						<b>572,821</b>		
Contingency						20,000		
FH fire spinkler installation							30,000	
FH rehab/spruce up tbd							10,000	
FH stove hood upgrade							10,000	
NG roof							60,000	
Equipment							20,000	
<i>Eden Development</i>							127,291	
Contingency							15,000	
HE front porch rebuild/ada access								70,000
HE stove hood upgrade								10,000
HC ada bathroom/access								30,000
HC bathroom remodels (3)								25,000
NG stove hood upgrade								15,000
Contingency								65,000
<b>TOTAL</b>	<b>604,396</b>	<b>27,382</b>	<b>338,417</b>	<b>734,719</b>	<b>1,000,000</b>	<b>712,821</b>	<b>272,291</b>	<b>215,000</b>

**Fiscal Years (FY) 2017-2021 Cash Flow Budget Plan**  
**"Where's the Money Going"**

	FY 13-14 Actual	FY 14-15 Actual	FY 15-16 Actual	FY 16-17 Forecast	FY 17-18 Budget	FY 18-19 Budget	FY 19-20 Budget	FY 20-21 Budget	Notes	
<b>CASH RECEIVED FROM (USED BY) OPERATING ACTIVITIES</b>										
Cash receipts from:										
Members (net)	1,298,217	1,373,690	1,396,186	1,425,988	1,542,812	1,613,958	1,689,832	1,731,457	99.9% of ICC Revenue is member contributions (rent) Other income is primarily interest earned on cash (rates are at historic lows)	
Other	10,556	1,602	2,318	2,200	2,200	1,800	1,900	1,900		
<b>Total Cash Receipts</b>	<b>1,308,773</b>	<b>1,375,292</b>	<b>1,398,504</b>	<b>1,428,188</b>	<b>1,545,012</b>	<b>1,615,758</b>	<b>1,691,732</b>	<b>1,733,357</b>		
Cash payments for:										
House operating costs (Food and Utilities)	(404,025)	(445,745)	(417,357)	(433,160)	(430,960)	(452,300)	(467,575)	(470,375)	Reflects utilities, food & discretionary funding provided to house for their operations Cash outlays for staff and office overhead costs. Cash outlays for maintenance, interest on loans. Decrease due to cost of Avalon lease. Cash outlays for Property Insurance Cash outlays for ECC Compensation, GMM, D&O Insurance, CDS consulting and audit. Cash outlays for Officer and member trainings and member events Money contributed to outside cooperative orgs (NASCO, NCA, ACBA, etc)	
Administrative overhead (Staff and Office)	(215,079)	(270,552)	(278,971)	(298,889)	(370,903)	(381,755)	(406,342)	(406,586)		
Property operating costs (Maintenance, loan interest, Avalon)	(274,726)	(268,025)	(194,608)	(263,115)	(240,912)	(224,828)	(247,236)	(257,184)		
Property Insurance	(59,753)	(59,466)	(57,390)	(54,354)	(54,626)	(66,702)	(67,025)	(67,348)		
Board expenses	(25,730)	(30,182)	(39,305)	(39,307)	(39,764)	(40,232)	(40,708)	(40,900)		
Member engagement	(13,610)	(18,701)	(18,366)	(24,547)	(26,335)	(28,450)	(30,669)	(32,995)		
External community	(16,120)	(7,838)	(19,008)	(12,332)	(17,639)	(19,112)	(19,788)	(20,660)		
<b>Total Operating Cash Payments</b>	<b>(1,009,043)</b>	<b>(1,100,509)</b>	<b>(1,025,004)</b>	<b>(1,125,704)</b>	<b>(1,181,139)</b>	<b>(1,213,379)</b>	<b>(1,279,344)</b>	<b>(1,296,049)</b>		
<b>Net cash provided in operating activities</b>	<b>299,730</b>	<b>274,783</b>	<b>373,499</b>	<b>302,484</b>	<b>363,873</b>	<b>402,379</b>	<b>412,389</b>	<b>437,308</b>		
<b>CASH USED BY (RECEIVED FROM) INVESTING ACTIVITIES</b>										
Expansion Fund	(41,508)	(37,239)	(41,932)	(41,276)	(29,276)	(38,249)	(37,985)	(43,824)	This area represents cash set aside to our for Reserve Funds (also called "designated cash"). This is where the majority of ICC Austin's "profits" go. Net income in excess of reserve funding is internally designated (set aside) in capital improvements fund and used for projects in lieu of taking out additional debt.	
Facilities Reserve	(2,674)	(13,753)	-	-	-	-	-	-		
Renovation Fund	(19,471)	(20,629)	-	-	-	-	-	-		
Capital Improvement Fund	-	-	(85,352)	(35,705)	(38,625)	(40,394)	(42,293)	(43,334)		
Emergency Fund	(5,278)	(5,770)	(3,945)	(5,047)	(19,860)	(12,027)	(12,916)	(7,076)		
Designated Cash In	(68,931)	(77,391)	(131,229)	(82,028)	(87,762)	(90,670)	(93,194)	(94,234)		
Expansion Fund	219,837	-	144,470	82,000	29,000	-	-	-		This area represents cash spent out of each individual Reserve fund for their specified purpose. For example, you'll notice \$82K and \$29K planned to be spent out of the Expansion Reserve fund on the Ruth Schulze Development this year and next year, respectively.
Facilities Reserve	5,404	7,284	-	-	-	-	-	-		
Renovation Fund	31,559	-	-	-	-	-	-	-		
Capital Improvement Fund	-	-	68,333	50,000	40,000	40,000	40,000	40,000		
Emergency Fund	60,000	-	-	-	-	-	-	-		
Designated Cash Out	316,800	7,284	212,803	132,000	69,000	40,000	40,000	40,000		
Ruth Schulze Development	(476,316)	(3,394)	(144,470)	(600,000)	(960,000)	(572,821)	-	-	Represents loans related to Ruth Schulze Development. \$476K for Land, \$2.1M for planned development (note \$630K of loan is forgivable loan)	
Eden Development	-	-	-	-	-	-	(127,291)	-		
Capital Improvements (Buildings)	(124,880)	(9,638)	(187,722)	(94,719)	-	(90,000)	(115,000)	(190,000)	Cash outlays for renovations and significant house improvements (not regular maintenance)	
Capital Improvements (Equipment)	(3,200)	(14,350)	(6,225)	(40,000)	(40,000)	(50,000)	(30,000)	(25,000)	Mostly refrigerators, freezers and other equipment for the houses	
<b>Net cash used in investing activities</b>	<b>(356,527)</b>	<b>(97,489)</b>	<b>(256,843)</b>	<b>(684,747)</b>	<b>(1,018,762)</b>	<b>(763,491)</b>	<b>(325,485)</b>	<b>(269,234)</b>		
<b>CASH RECEIVED FROM (USED BY) FINANCING ACTIVITIES</b>										
UFCU primary loan	(160,445)	(172,913)	(177,515)	(647,810)	-	-	-	-	This area represents pay down of loans owed by ICC. Historically loans have been used to finance house renovations. Money was also borrowed to purchase the land to be used for the Ruth Schulze Development.	
UFCU fire sprinkler loan(s)	(13,539)	(14,510)	(15,171)	(34,391)	(33,265)	(35,462)	15,609	-		
UFCU Ruth Schulze land loan	(1,629)	(9,873)	(7,454)	(218,174)	-	-	-	-		
City of Austin Trust	-	-	-	-	-	-	-	-		
Wells Fargo Bond	-	-	-	(9,111)	(87,881)	(88,349)	(89,886)	(90,276)		
Principle Payments	(175,613)	(197,296)	(200,139)	(909,487)	(121,146)	(123,811)	(74,277)	(90,276)		
UFCU primary loan	-	-	-	-	-	-	-	-	This area represents new debt borrowing from ICC Austin	
UFCU Ruth Schulze land loan	237,000	-	-	-	-	-	-	-		
UFCU fire sprinkler loan(s)	-	-	60,000	120,000	-	-	60,000	-		
City of Austin Trust	-	-	-	-	628,000	-	-	-		
Wells Fargo Bond	-	-	-	1,467,888	332,000	572,821	127,291	-		
Proceeds from notes payable	237,000	-	60,000	1,587,888	960,000	572,821	187,291	-		
<b>Net cash provided by (used in) financing activities</b>	<b>61,387</b>	<b>(197,296)</b>	<b>(140,139)</b>	<b>678,401</b>	<b>838,854</b>	<b>449,010</b>	<b>113,014</b>	<b>(90,276)</b>		
Net change in cash	4,590	(20,002)	(23,483)	296,139	183,965	87,898	199,918	77,798		
Cash - beginning of year	338,000	342,590	322,588	299,104	595,243	779,208	867,106	1,067,025		
Cash - end of period	342,590	322,588	299,104	595,243	779,208	867,106	1,067,025	1,144,823		
Designated Cash - beginning of year	660,471	412,602	482,709	401,136	351,163	369,925	420,595	473,789		
Designated Cash - end of year	412,602	482,709	401,136	351,163	369,925	420,595	473,789	528,023		
Total Cash	755,192	805,297	700,240	946,406	1,149,133	1,287,701	1,540,813	1,672,845		
Year over year change in Cash	(243,279)	50,105	(105,057)	246,166	202,727	138,568	253,112	132,032		

### ICC Austin Board Calendar 2016-2017

ITEM	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	JANUARY	FEBRUARY	MARCH	APRIL	MAY
Board Meeting Date	Saturday 12-6pm 6/25/2016 U.T. Union - 4.224	Thursday 6-9pm 7/21/2016 U.T. Union - 4.224	Thursday 6-9pm 8/11/2016 U.T. Union - 4.224	Thursday 6-9pm 9/15/2016 U.T. Union - 4.110	Thursday 6-9pm 10/6/2016 U.T. Union - 4.206	Thursday 6-9pm 11/3/2016 U.T. Union - 4.206	Thursday 6-9pm 12/1/2016 U.T. Union - 4.206	Thursday 6-9pm 1/26/2017 U.T. Union - 4.206	Thursday 6-9pm 2/23/2017 U.T. Union - 4.206	Thursday 6-9pm 3/23/2017 U.T. Union - 4.206	Thursday 6-9pm 4/20/2017 U.T. Union - 4.206	None
ECC Meeting Dates	Friday 6-8pm 6/3/2016 ICC Upstairs Office	Thursday 6-8pm 7/7/2016 Black Star Thursday 6-8pm 7/28/16 Black Star	Thursday 6-9pm 8/25/26 ICC Upstairs Office	Thursday 6-8pm 9/22/2016 ICC Upstairs Office	Tuesday 6-8pm 10/11/2016 ICC Upstairs Office	Monday 6-8pm 11/7/2016 ICC Upstairs Office	none	Monday 4pm 1/16/2017 12pm-4pm U.T. Union - 4.206	Thursday 6:30-8:30pm 2/23/2017 ICC Upstairs Office	Thursday 6:30-8:30pm 3/2/2017 ICC Upstairs Office	Thursday 6:30-8:30pm 3/30/2017 ICC Upstairs Office	Officer Transition Meeting TBD
Board Education	BOD Retreat Saturday 6/25/2016 12pm-6pm TBD			CDS Training 9/10/2016 TBD			Board Self-Evaluation	BOD Retreat Saturday 1/21/2017 12pm-5pm				
General Membership Meetings					Saturday UPC 2-5pm 10/22/2016						Saturday 4/1/2017 2-5pm	
Informal Board Events		Statement of Agreement Check			Statement of Agreement Check				Statement of Agreement Check			
Board Work/Agenda Items	Bylaws review	Bylaws review; Quarterly Financial Report	Bylaws review	Board Budget - learning; GMM agenda review	Approve GMM agenda; Operational budget part 1; Quarterly Financial Report	Board Budget approval; Operational Budget part 2	Accept Operational Budget; Approve New Rates	ED Evaluation - learning; ED Hiring Preparedness Check; Quarterly Financial Report	ED Evaluation; ED Job Description Update; GMM Agenda review	Approve GMM Agenda	Elections; Select auditor; Transition meeting with new officers; Quarterly Financial Report	
Committee Formation & Dissolution	Form GMM Committee					Dissolve Audit Committee; Form Nominations Committee		Form Audit Committee			Dissolve GMM Committee; Dissolve Nominations Committee	
Committee Meeting Dates												
Strategic Learning & Discussion Topics	<i>Social Justice</i>	<i>Social Justice</i>	<i>Social Justice</i>	<i>Social Justice</i>	NASCO learning discussion		TBD	Intro to External Engagement - How & Why?; Ends Policy Follow up Discussion	Review and Monitor Strategic Learning Goals; NASCO Meeting	Ruth Schulze Learning	Ruth Schulze Decision	
Board Governance Process		C1 - Governing Style	C2 - The Board's Job	C3 - Governance Cycle	C4 - Board Meetings		C8 - Governance Investment	C5 - Director's Code of Conduct	C6 - Officer's Roles	C7 - Board Committee Principles	C - Global Governance Commitment	
Board-Staff Relationship			D1 - Unity of Control		D2 - Accountability of the ED		D3 - Delegation to the ED			D4 - Monitoring ED Performance	D - Global Board-Management Connection	
Ends										Ends Policy Monitoring Report		
Executive Limitations	B6 - Communication to the Board	B5 - Staff Treatment and Compensation	B8 - Emergency Executive Director Succession	B3 - Asset Protection	B1 - Financial Condition	B7 - Board Logistical Support	B - Global Executive Constraint	B1 - Financial Condition B4 - Membership Rights & Responsibilities	B2 - Business Planning and Financial Budgeting			

\*\*\*\*All future dates are subject to change. Please read your most recent Board packet.\*\*\*\*  
\*\*\*\*Draft items/dates are in italics\*\*\*\*