

WASHINGTON MATERIALS MANAGEMENT AND FINANCING AUTHORITY

Minutes Regular Meeting of the Board of Directors January 21, 2010

The Board of Directors (“Board”) of the Washington Materials Management and Financing Authority (the “Authority”) held a regular meeting at 9:30 a.m. pacific time on Thursday January 21, 2010 at the offices of Van Ness Feldman in Seattle, Washington.

Directors Present:

Mark Dabek, RE-PC
Erik Stromquist, CTL Corp.
Nick Ammann, Apple
Talal El-Husseini, PC Systems and Services
Susan Wright, Osram Sylvania
Gregg Chason, P & F USA, Inc.
Mary Jacques, Lenovo
Meggan Ehret, Thomson Inc.
Jay Shepard, Dept of Ecology

Also Present Were:

John Friedrich, WMMFA Executive Director
Kristyn Rankin, Dell

Directors Absent:

Mike Watson, Dell
Stacy Ward, Wal-Mart Stores
Susan St. Germain, Dept. of Community, Trade & Economic Development

1. Call to Order.

Mary Jacques (secretary) called the meeting to order at 9:42am

2. Call for motion to approve Mary Jacques to preside at today’s meeting in absence of Chair / Vice Chair.

On a motion by Mark Dabek the board voted 8-0 to approve Mary Jacques to preside over this board meeting in the absence of a Chairman (open position) and Vice Chairman (absent) that were absent.

3. Approve Minutes of the Regular board meeting held November 19th Discussion:

The Board reviewed the Minutes of the Regular Meeting of November 19th.

On a motion by Mary Jacques the minutes were approved by a vote of 8-0.

At 10AM Mary Jacques called for a 15 minute Executive session. Mary stated the purpose of the session was to discuss the performance of the WMMFA Executive Director and review a written request from the Executive Director per board request at the November 19, 2009 meeting. Meeting participants other than board members were asked to call back in to join the regular board meeting session at 10:15AM. Upon calling back in at 10:15 all present (John Friedrich and Kristyn Rankin) at the regular meeting were informed that the session would be extended until approximately 10:45 AM. The executive session was extended to 10:44 AM. at which time the regular meeting was called back to order on a motion by Mark Dabek. All board members and others that were present prior to the executive session re-joined the regular meeting at 10:44 AM.

4. Voted to approve the compensation / employment agreement:

On a motion by Mark Dabek the performance review, and executive compensation agreement were approved by a vote of 8-0.

5. Report on current financial position

John Friedrich emailed a summary document to the Board members for review prior to the meeting. The results presented were for full year 2009. Total actual expenses were 6% less than budget for 2009. 38.5 million pounds were collected and processed in 2009. Invoices for 2010 Quarter 1 were mailed out Nov 10, 2009. There was a delay in invoicing awaiting the approval of possible Independent Plans. Independent Plans for 2010 were not approved by the Department of Ecology. Plan total cost for 2009 averaged \$.244 a pound. Q1 2010 manufacturer's invoices are 90% collected by dollars, 96% collected since plan inception by dollars. Approximately 50% of the outstanding uncollected amounts are due to bankruptcy. Department of Ecology has been notified per plan requirements for enforcement of nonpaying Manufacturers and Ecology has been diligent (opinion of Executive Director) in enforcement collection. The Executive Director informed the board he would follow up via e-mail outstanding uncollectable amounts and non-paying members to date next week.

6. Progress report on annual report due to Ecology March 1, 2010 Discussion: The Executive Director described compliance items to be reported to the Department of Ecology by March 1st. Data is being collected for the report.

7. Manufacturer invoice determination factors discussion update

Reserve requirements and timing of invoice issue, due date, terms, and expense payments

For 2010 Manufacturer invoices are based upon 55% market share and 45% Return share. The executive director described to the board the source of market and return share used for 2010.

8. Flex Plan member approval

Discussion: The Executive Director advised board members that there was one Flex plan participant in 2009 – Apple. Flex plan participation by a manufacturer requires board approval. On a motion by Meggan Ehret Flex plan participation by Apple was approved by a vote of 8-0

9. Annual Board Positions – election discussion – vote – per bylaws (nominees listed)

- **Chairperson** **Mary Jacques - Lenovo**
- **Vice-Chairperson** **Kristyn Rankin - Dell**
- **Secretary** **Gregg Chason – P&F USA Inc.**
- **Treasurer** **Meggan Ehret – Thomson Inc.**
- **Member at Large** **Nick Ammann – Apple**

The Executive Director indicated that interest by current board members in the positions listed and up for biennial (serve two year terms) board approval by vote were as listed (above). All position titles and duties begin on the next regularly scheduled board meeting date of March 18th 2010.

On a motion by Meggan Ehret, Mary Jacques was elected as the Chairperson vote 8-0
On a motion by Mary Jacques, Kristyn Rankin was elected as the Vice - Chairperson vote 8-0
On a motion by Meggan Ehret, Gregg Chason was elected as the Secretary vote 8-0
On a motion by Gregg Chason, Meggan Ehret was elected as the Treasurer vote 8-0
On a motion by Meggan Ehret, Nick Ammann was elected as the Chairperson vote 8-0

10. Strategy going forward to offer additional value to members

Discussion: The Executive Director discussed the idea of exploring options with non-covered devices as a potential opportunity to reduce member cost.

11. Proposed budget for Q2, 2010 - budget presentation discussion: The Executive Director presented a summary of the proposed Q2 2010 WMMFA budget including justification for amounts based on volume and anticipated collection activity. A detailed summary was provided to board members by e-mail prior to the meeting.

12. On a motion by Meggan Ehret the Q2 2010 budget was approved by a vote of 8-0

13. Matters to address at future meetings:

The Executive Director advised the Board that the Standard Plan may be reviewed for changes/improvements and outlined the WMMFA's progress with manufactures on DfR and public outreach. The Executive director suggested that progress on these areas is ongoing and will be periodically reviewed.

The meeting was adjourned at 11:27 a.m.