

WASHINGTON MATERIALS MANAGEMENT AND FINANCING AUTHORITY

Minutes Regular Meeting of the Board of Directors January 17, 2013

The Board of Directors (“Board”) of the Washington Materials Management and Financing Authority (the “Authority”) held a regular meeting at 9:32 a.m. pacific time on Thursday, January 17th, 2013 at the offices of Van Ness Feldman in Seattle, Washington.

Directors Present:

Gregg Chason, P & F USA, Inc.
Erik Stromquist, CTL
Mary Jacques, Lenovo
Ken Lowe, VIZIO
John Yeider, Apple
Meggan Ehret, Thomson, Inc.
Mike Watson, Dell
Chipper Hervieux, Ecology
Mark Dabek, RE-PC
Mike Moss, Samsung
Dan Phillips, 4th Dimension Computers and Technology

Also Present Were:

John Friedrich, WMMFA Executive Director
James Yoo, Ace Metal Company
Henry Yates, identified himself as a friend / associate of James Yoo
Miles Kuntz, Department of Ecology
Steven Page, Ace Metal Company

Directors Absent:

Susan St. Germain, Dept. of Community, Trade & Economic Development

1. Call to order

Gregg Chason called the meeting to order at 9:32am. (Order of agenda items revised to accommodate members schedules)

2. Approve minutes of the: November 15th, 2012 regular meeting of the Board

On a motion by Gregg Chason, seconded by Mary Jacques, the minutes of the November 15th 2012 regular board meeting were approved by a vote of 10-0.

(NOTE: Agenda items were addressed out of order from this point on during the meeting in order to accommodate the scheduling of attending board members)

6. WMMFA Executive Director annual performance and contract discussion - Management KPI's

The Executive Director, John Friedrich, provided the board with a copy of Key Performance Indicators (KPI) used as a guide in evaluating executive and organizational performance. Performance goals and measures pertaining to compliance and operational issues were presented. Board members briefly discussed the performance goals to actual performance of the WMMFA and the executive director. On a motion by Mary Jacques, seconded by Mike Watson a revised contract and compensation agreement for the employment of John Friedrich as Executive Director was approved by a vote of 10-0.

4. 2013 Q2 proposed budget and annual projections

John Friedrich provided the board with a proposed budget for the 2nd quarter of 2013. The pounds history, estimated reserves based on prior year results and processing expenses in prior years were presented in summary. On a motion by Gregg Chason, seconded by Mark Dabek, the 2nd quarter 2013 proposed budget was approved as presented by a vote of 9-0. (Mike Moss dropped out of meeting at this point)

7. 2012 Audit and/or review options

The executive director presented the board with several potential organizational audit options for plan tear 2012. Options presented included a full financial audit, a review of financial statements and internal controls, a review of financial statements, or, deferral of an audit or review for combination of several years into a future audit or review. The cost estimates of each option were also provided. After a brief discussion, on a motion by John Yeider seconded by Meggan Ehret the board chose the option of having a "Review of financial statements" by Moss Adams LLP by a vote of 9-0.

5. Board member director nominees - via term renewals specified in bylaws (Board vote)

Chairperson	Mary Jacques - Lenovo
Vice Chairperson	Mike Watson - Dell
Secretary	Gregg Chason - P&F USA
Treasurer	Meggan Ehret - Thomson
Member at Large	John Yeider - Apple

Per WMMFA bylaws elections for the 5 director positions listed above are held annually. Nominees for these positions were solicited from existing board members with final nominees as shown above. On a motion by Mike Watson seconded by Erik Stromquist Mary Jacques was elected as chairperson by a vote of 9-0. On a motion by Mary Jacques seconded by Meggan Ehret Mike Watson was elected as Vice Chairperson by a vote of 9-0. On a motion by Ken Lowe seconded by Mark Dabek Gregg Chason was elected to the position of Secretary by a vote of 9-0. On a motion by Mary Jacques seconded by Mark Dabek Meggan Ehret was elected to the position of Treasurer by a vote of 9-0. On a motion by Mark Dabek seconded by Mary Jacques John Yeider was elected to the position of member at large by a vote of 9-0. John Friedrich reminded the board that the effective date of these positions was the next regularly scheduled board meeting of March 21, 2013.

3. Report on December and annual 2012 financial results

- A. Pounds by CEP totals
- B. Pounds by technology type
- C. Financial reports
- D. Unpaid past due manufacturer's invoices to date

The Executive Director, John Friedrick, presented the collection pound levels, by product type, and associated costs for collection, transport, processing and administration for the year to date -full year 2012. Outstanding receivables YTD were reported to by John to be nearly 100%. John indicated to the board that volumes were 3% higher than in 2011 and cost per pound was nearly the same.

8. **ACE Metal Company (An Ecology approved processing contractor for the WMMFA)**

James Yoo addressed the board and introduced Steven Page (an ACE metal employee) and Henry Yates to those in attendance. James described recent changes in their (ACE Metal) agreement with the WMMFA for processing and described the mission of his organization to the board and thanked the board and management of the WMMFA for their participation in the plan as a processor. He then asked Steven and Henry to speak. Steven expressed his thanks to the board and management of the WMMFA for the business levels they were receiving and described what it meant to him and the rest of the ACE metal family of employees. Henry Yates described his background and advocacy for minority owned businesses.

9. **Matters to discuss at future meetings**

○ **Standard plan re-submission**

The Executive Director reminded the board that an updated "Standard Plan" for electronics recycling needed to be completed and submitted to Ecology by September 1st. John expected to have a reviewable draft prepared by May.

The meeting was adjourned at 10:16 AM