

IGDA Board Minutes - March 23 2011

Meeting called to order at 12:03pm Eastern and adjourned at 1:35pm. Held via conference call.

Board Members in Attendance:

Brian (absent 12:10 to 12:19), Tom, David, Darius, Jane, Tobi (left 1:30), Coray, Erin, Rodney (present 12:04-1:35, but absent 12:15-12:20), Tim (present 12:05-1:25), Jamil (present 12:27-1:35), Wendy (present 12:15-1:35)

Board Members Not in Attendance:

Mark

Also Present:

Gordon, Sheri, Sky, Ryan

Board entered executive session at 12:15pm and exited executive session at 12:17pm. Board entered executive session at 12:21pm and exited executive session at 12:30pm.

Agenda

- Approve minutes from last meeting
- Select incoming board members due to void election
- Confirm ED Contract
- Approve Annual Report
- Employee Leasing plan
- Approve bylaws revision for vice-chair
- Amazon App Store terms discussion
- Review/Approve revised budget

Motions Summary

12:18pm

Tom moves to give 3-year Board seats to Brian, Feargus, Dustin, and Cordy; 1-year to Scott, Tobi seconds

- Approved unanimously
- Brian, Rodney absent

12:30pm

Tom moves to approve bonus and compensation for the ED as submitted, Darius seconds

- Approved unanimously

12:32pm

Rodney moves to approve the ED contract as submitted, Jamil seconds

- Approved unanimously

12:38pm

Tom moves to approve the content of the Annual Report as submitted and revised, Wendy seconds

- Approved unanimously

12:50pm

Tom moves to approve the OASIS leasing program for employees of the IGDA, Wendy seconds.

- Approved unanimously

1:17pm

Tom moves to approve the revised minutes as submitted, Jane seconds

- Approved unanimously

1:30pm

Wendy moves to approve the budget as submitted, Erin seconds.

- Approved unanimously

Submitted by Darius Kazemi, Secretary of the Board

Meeting Notes

- Minutes approval
 - Tobi and Sheri made some minor notes
 - Wondering if we need to include transcripts? Is there liability?
 - Probably no strict liability, but direct attribution not necessary
- Select new board members
 - Brian drops off due to potential conflict of interest, will rejoin afterwards
 - Entered executive session is entered at 12:15pm
 - Leave executive session at 12:17
- Confirm ED contract
 - Entered executive session at 12:21
 - Leave executive session at 12:30
- Annual report review
 - Content looks good, but formatting needs work
 - Cat Wendt will format the annual report
- Employee leasing plan
 - Because we have a virtual team, employee leasing seems like a good option
 - Took a long time to find a good employee leasing firm, but Finance found OASIS and highly recommends it
 - allows choice of 3 health plans, Cafeteria Plans, Retirement accounts, workers comp, etc
 - Question about timing and legal implications about IRS liability
 - Costs of this employee leasing plan are already figured into the 2011 budget
- Bylaws revision for Vice Chair
 - Tabling discussion since this wasn't fully vetted by Governance and needed more thinking
- Discussion of new Amazon App Store terms
 - We reached out to Amazon and they said they needed some time to get back to us
 - Amazon controls the price of apps, which is not unique to Amazon Appstore, but some of the terms are unique and could set a poor precedent
 - David will take point on this and set up a phone call with Amazon
- Preparing for new Board members
 - Adding new members Board members to the mailing list immediately as opposed to their official April 1 term start, to better acclimate them
- Thank you to Tom, Mark, and Tim for their time on the IGDA Board, as this is their final meeting.
- Budget review and approval