



KENTUCKY CHAPTER

Board of Directors

Officers

Chair:
Jeff Money Penny
Luckett & Farley

Vice-Chair:
Wayne Turchetta
HMC Service
Company

Treasurer:
Jesse Schook
GRW

Secretary:
Megan Campbell Smith

Board:

Chris Zitelli
Christian Taber
Clifford Ashburner
Clive Pohl
Chris Tyler
David Noltemeyer, Sr.
Frank Weiss
Glenn Sullivan
Heidi Anne Kaltenhauser
John Brasch
Matthew Boone Gardiner
Mike Milligan
Nathan King
Patrick Nall
Susan Ratcliffe

Executive Director
Joan Pauly

2010 Board of Directors Election Nominee Application

Nominees: Please review our Chapter Strategic Plan and Aims before answering the following questions (www.usgbckentucky.org/about). Return the completed form to jpauly@usgbckentucky.org by close of business on November 25, 2009. Completed applications in PDF format appreciated. The Committee reserves the right to delete narrative exceeding the space provided. Application material will be made available to the Nominating Committee for evaluation and to the Chapter membership if selected for the slate. Questions, please contact Executive Director Joan Pauly 404.291.5178 (located in Louisville). Thank you.

Submitted by:

Name: _____

Title: _____

Organization: _____

Address: _____

Membership Category: _____

Telephone: _____ Fax: _____

Email: _____

- a. After reviewing our chapter's strategic goals, aims and annual plan, what do you believe your contribution will be to our organization?
- b. Our Board is a strategic board but, as a volunteer-based organization, we rely on all leadership and volunteers to run the organization; do you believe you have the support of your employer to contribute both time and your expertise to the board?
- c. Our Chapter is committed to forming partnerships, strengthening membership diversity and advocating for the establishment of green building requirements in our region. What resources would you bring to the Board through your contacts, experience and expertise to further the Chapter in these aims?
- d. One of the most important functions of the Board members is fundraising, sponsorship and other activities to support priority needs of the Chapter. This may take many forms, including direct sponsorships; helping secure funding or otherwise opening doors from corporate, governmental and charitable sources; seeking



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third-party sponsors; recruiting important new members; in-kind support; etc. Please explain your ability and willingness to participate in resource development.

- e. Our Chapter will be developing and implementing a green building education strategy to address the needs of multiple audiences in our region such as architects, engineers, homebuilders, homeowners, real estate professionals, public officials and government employees, contractors, sub-contractors, developers and brokers, and more. Please explain what markets you believe the Chapter should focus on and how you may be able to help the Chapter with its education program?
- f. Please list all other organizations, corporations and clubs that you have been associated with in the past 3 years and/or presently associated with? Please also list if you sit on committee or Boards of these associations.
- g. This Chapter is organized and functions in a governance model that is called Dynamic Governance. This method of governance requires full participation in the governance of the organizations. Board members are required to participate at meetings, come prepared in advance of meetings and to seek solutions for the chapter. Does your schedule allow you to attend monthly meetings as well as trainings and events that require the Board? KY Chapter bylaws require 60% board meeting attendance in a one-year period.
- h. Our chapter requires that all Board members must be members of our Chapter (this means that if you are an employee of a company that is a corporate member of USGBC National, you must also join the chapter as fee-paying member). Are you a member of the Chapter?
- i. Under our Chapter Bylaws, we must have certain percentages of Board members who are members of our chapter but also employees of companies that have joined USGBC National. Are you an employee of a USGBC National member company?
- j. The Board's Conflict of Interest of Policy is summarized below. As the full statement indicates, conflicts are not inherently improper, but Directors must be conscious of such conflicts and act with candor and care in dealing with such situations. Will you abide by the Chapter's conflict policy and can you do so without significantly affecting your Board responsibilities?



CONFLICT OF INTEREST POLICY

Leaders must avoid and minimize activities and situations that actually, potentially or apparently conflict with the Chapter's interests or interfere with the leaders' duty to serve the Chapter with undivided loyalty ("conflicts").

Conflicts include:

- (1) having a direct financial or close personal interest in a company, service or product that could be affected (in a positive or negative manner) by a decision of a board, committee or other Chapter governing body on which the Leader serves,
- (2) serving as a partner, director, officer or trustee of another entity that has an interest in a transaction with the Chapter,
- (3) revealing or misusing confidential information,
- (4) accepting or offering substantial gifts, excessive entertainment, favors or payments which may reasonably be construed to constitute undue or otherwise improper influence,
- (5) breaching any fiduciary duty owed to the Chapter,
- (6) participating in any private inurement transactions, which include transactions where the Chapter's resources are transferred to an individual solely by virtue of the individual's relationship with the Chapter and without regard to accomplishing the Chapter or provisional chapter's purposes,
- (7) exploiting opportunities for personal or private benefit that could otherwise benefit the Chapter,
- (8) taking direct action on behalf of the Chapter that may result in material personal or private benefit or that may result in a material adverse impact to a personal or private competitor, and
- (9) competing with the Chapter, and
- (10) generally includes transactions where an 'insider' receives economic benefits from the Chapter greater than the value of the consideration received by the Chapter (IRS section 4958).

Leaders shall stand in a fiduciary relation to the Chapter and their fiduciary responsibilities are to

perform their duties, including their duties as members of a committee, in good faith, in a manner

reasonably believed to be in the best interests of the corporation and with such care, including

reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances.

Conflicts are not inherently improper. However, Leaders must be conscious of conflicts and act with candor and care in dealing with such situations.