

Minutes

Board of Directors Meeting

Association of Small Business Development Centers (ASBDC)

January 28, 2008

By Conference Call

Board Members Participating: Jody Keenan (Chair); Georgianna Parkin (Vice Chair); Jerry Cartwright (Secretary); Mike Myhre (Treasurer); Becky Naugle; Al Salgado; Debbie Trujillo; Mary Lynn Wilkerson; Bill Carter; Rich Werner.

Others Participating: Michelle Abraham; Ron Jacobs (Venable law firm); Gayle Kugler; Carol Lopucki; Maile Luuwai; Barb Necarsulmer; Mark Petrilli; Clinton Tymes; Diane Wolverton; Lyle Wright; Mike Young; Dan O'Grady.

Call to Order: The meeting was called to order by Chair Keenan at 3:30 p.m. (Eastern Standard Time) on Monday, January 28, 2008.

Bylaws Amendments: The Board welcomed Ron Jacobs of the Venable law firm, the Association's attorney. Chair Keenan reviewed proposed amendments to the Association's Bylaws, prepared by the Venable law firm at the Board's request. The proposed amendments would permit the Chairperson of the Associate State Directors' Working Group to serve as a voting member of the ASBDC Board of Directors, if ratified by the general membership.

It was requested that language be added to the proposed amendments to ensure that a state director and an associate state director from the same state could not serve on the Board of Directors at the same time.

It was also requested that language be added to the proposed amendments to provide for filling a vacancy in the Board seat held by the representative of the Associate State Directors' Working Group.

Ron Jacobs stated that he would make the requested revisions to the proposed Bylaws amendments, in time for the Board to approve the proposed amendments and forward them to the membership for consideration during the Spring Meeting.

Motion: Bill Carter moved that: (1) the Board meeting be recessed so that the Association's attorney could make the requested revisions to the proposed Bylaws amendments; (2) the Board vote by e-mail on the revised, proposed Bylaws amendments (to be prepared by the Association's attorney); and (3) the revised, proposed Bylaws amendments be sent to the membership if approved by the Board. The motion was seconded by Al Salgado and passed by voice vote.

Recess: The meeting recessed at 4:10 p.m. on Monday, January 28, 2008.

Vote on Proposed Bylaws Amendments and Adjournment: On January 29, Chair Keenan sent all Board members an e-mail, attaching the revised, proposed Bylaws amendments prepared by the Association's attorney, and asking Board members to vote on whether to approve the

revised, proposed Bylaws amendments. Chair Keenan's e-mail also asked Board members to vote on whether to adjourn the meeting. The motion to adjourn was made by Bill Carter and seconded by Al Salgado.

Vote on revised, proposed Bylaws amendments: The Board voted unanimously by e-mail to approve the revised, proposed Bylaws amendments prepared by the Association's attorney.

Vote on adjournment: The Board voted unanimously by e-mail to adjourn.

Adjournment: The meeting was adjourned on Thursday, January 31, 2008.

Next Meetings of the Board:

Regular meetings of the Board are held by conference call on the fourth Tuesday of each month, at 3:00 p.m. (Eastern Standard Time), with the following exceptions:

- The Board will meet in Arlington, Virginia on Sunday, March 2, preceding the Association's annual Spring Meeting.
- The Board will meet in June, possibly in the Washington, DC area.