

P.O. Box J, Prague, Oklahoma 74864
1023 N Jim Thorpe Blvd

ASSOCIATION OF GOVERNMENTAL RISK POOLS

Minutes
Board of Directors Email Meeting
February 16-23, 2009

(Note. Consistent with Board Governance Policy 5.6, votes that are unanimous among those voting are recorded as “carried” or “failed. If there is a “split vote” it is recorded by noting the number of votes “for”, “against”, “abstained” or “absent” among those otherwise reflected as “present”; unless a roll call vote is taken, wherein the vote of each Board member is recorded the same as in a “split vote”).)

From: Harold Pumford [mailto:hpumford@agrip.org]
Sent: Thursday, February 19, 2009 8:37 AM
To: Cheryle Mangels (CSDSIP); 'Donna Abersman'; 'John R. Sallade'; 'Ken Horner'; 'Lester Nixon'; 'Michael Rhyner'; 'Shawn Bubb'; 'Steven P. James'; 'Terry Norwood'
Cc: A Bill Tackett; A Craig Bodine; A Linda Lee; Traci Sedlacek
Subject: Board-Appointment to audit committee

Board members. At the request of President Mangels the purpose of this communication is to poll the board as to appointment of Director Norwood to the Audit Committee, pursuant to GP-5.8 and assignment of terms pursuant to GP-7.1. (See Board Policies at <http://www.agrip.org/governance-policies/>).

President Mangels is currently on the Audit Committee along with Vice President Bubb and Director James. The Audit Committee will need to interview the audit manager and review the audit for presentation at the March 8 meeting. She wants to continue the practice of the President not serving on the committee.

First, in my opinion GP-7.1, which calls for a standing Audit Committee, needs to be revised. The GP calls for the committee to be composed of three Directors so that one director “rotates” off the committee each year “at the end of the Annual Membership Meeting”. Terms were not set for the current committee; and the timing of terms should run concurrent with board member terms which now expire on December 31 rather than at the end of annual membership meetings. I will add changing the rotation date to December 31 in each year as an agenda item for March 8,

Second, GP-5.8 makes it a duty of the President to recommend to the Board appointment of member to the Audit Committee. President Mangels recommends the following appointments to be effective upon a majority vote of the board by email:

- For a term to end in 2009 (December 31) – Director James
- For a term to end in 2010 (December 31) – Vice President Bubb
- For a term to end in 2011 (December 31) – Director Norwood

Please reply and indicate your vote For or Against the recommended appointments. Thanks.
Harold

From: Harold Pumford [mailto:hpumford@agrip.org]

Sent: Monday, February 23, 2009 12:07 PM

To: 'Cheryle Mangels (cheryle@csdsip.net)'; 'Donna Abersman (abersman@ascip.org)'; 'John R. Sallade (jsallade@pacounties.org)'; 'Ken Horner (kah@cvmic.com)'; 'Lester Nixon (lnixon@ncacc.org)'; 'Michael Rhyner (mrhyner@mmrma.org)'; 'Shawn Bubb (sbubb@mtsba.org)'; 'Steven P. James (sjames@mabe.org)'; 'Terry Norwood (terry@marcit.org)'

Cc: A Bill Tackett (btackett@agrip.org); A Craig Bodine (cbodine@agrip.org); A Linda Lee (llee@agrip.org); Traci Sedlacek (tsedlacek@agrip.org)

Subject: Board-Audit committee approved

This is a report of the board action in response to my February 19 email on "Board-Appointment to audit committee".

The Board was unanimous in their votes for the Audit Committee composed of Vice President Bubb and Directors James and Norwood. Harold

Harold Pumford, CEO
February 23, 2009