

MEETING OF THE BOARD OF DIRECTORS: Virtual Board Meeting

Thursday, April 4, 2019
10 am-12 pm PST

<https://global.gotomeeting.com/join/317464581>

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BOARD MEETING AGENDA

- 10:00 am–10:05 am **Welcome and Call to Order** (David)
- Call to Order
 - Agenda review
 - Review and approval of December Board Meeting Minutes
- 10:05 am-10:25 am **Governance Committee Report** (Ralph, David, Marge)
- 10:25 am-10:40 am **Development Update** (Meghan, Ralph)
- 10:40 am-11:00 am **Finance Committee Report** (Ralph, Mary, Ed)
- Financial Dashboard Review
- 11:00 am–11:40 am **Staff Report - Major Accomplishments**
- 2019 Getting to Zero Forum Update (Stacey)
 - IECC Technical Proposals (Eric)
 - IECC Get Out the Vote (Stacey)
 - GridOptimal Buildings Initiative (Mark, Alexi)
 - NYSERDA (Jim)
- 11:40 am–12:00 pm **Closing**
- Closing discussion
 - June Board Meeting agenda
 - June, October, December Board Meetings scheduling
 - 2020 Board Meetings
- 12:00 pm **Adjourn**
- Closing Gavel

MEETING OF THE BOARD OF DIRECTORS: ANNUAL MEETING – MEETING MINUTES

Wednesday, December 12 and Thursday, December 13, 2018
NBI Headquarters, 623 SW Oak, Portland, Oregon 97205

Wednesday, December 12, 2018, 8:30 am – 4:30 pm Pacific Time

8:30 am – 9:00 am **Arrive, Settle In, and Breakfast**

9:00 – 9:07 am **Welcome and Call to order** (David)

Attendees

In person:

- Steve Nadel
- Nancy Ander
- David Goldstein
- Peter Turnbull
- Ralph DiNola
- Patrick O'Shei
- Gregg Ander
- Michael McAteer, ex officio
- Marge Anderson
- Jeff Harris

By GoToMeeting:

- Mark McCracken
- Brendan Owen
- John Wilson, ex officio
- Michelle Thomas

Staff:

- Ralph DiNola
- Cathy Higgins
- Mark Frankel
- Jim Edelson
- Erik Makela
- Amy Cortese

By GoToMeeting:

- Stacey Hobart

Quorum maintained during the meeting

9:07 am – 10:00 am **State of Play:**

Board members shared industry perspectives – where we are, where we are going

10:00 am – 10:15 am **Break**

10:15 am – 10:45 am **Audited Financial Statements:** (Jeff Lester, Audit Manager)

Presentation, Review and Approval

Audit communication letter

- No significant changes to accounting policies or disagreements with management
- No material audit adjustments

Audited financial statement

- Clean report on financials

Michael and Jeff asked questions about best practices for other non-profits our size. NBI is above average in terms of liquidity.

Resolution: Approval of Financial Audit

Steve Nadel: Finance committee motion recommending approval of audit. Steve moved to approve, Jeff Harris – second. Audit was approved by a majority. No objections to unanimous acceptance. Motion passes

10:45 am – 11:15 am **Finance Committee Report and Discussion** (Ed, Ralph, Mary)

Staff fiscal review and update

NBI is below budgeted expenses for the year. Patrick asked whether accounting management is keeping up with evolving consulting model. Most of the growth is coming from there. Do we have the administrative muscle to deliver on engineering/consultative services (tangible products and services)? Ralph is moving to a revenue/expense internal report by program.

11:15 am – 11:30 am **Governance Committee Report**

Bylaws with proposed edits will be up on the board portal Q1. Personnel policies also up for review, including financial policies. Governance committee identified December as the annual meeting of NBI.

11:30 am – 11:45 am **Election of Officers, Review of Committees**

Michael McAteer resigned from the board. Michael now participating as ex-officio. He can no longer serve as Board Vice President. Board asked to consider candidates for Presidency in 2019 election.

Vote on Election of Officers and Board Committees

Slate

President: David Goldstein

Vice President: Peter Turnbull

Treasurer: Ed McGlynn

Secretary: Marge Anderson

Board committee membership remained the same.

Resolution: Re-elect Board Member Steve Nadel

Move to re-elect: Steve Nadel, Second Jeff Harris

Unanimous acceptance with abstentions (Goldstein, Turnbull, Anderson)

11:45 pm – 12:15 pm **Lunch Break**

12:15 pm – 1:00 pm Keynote: Michael Colgrove, Executive Director, Energy Trust

1:00 pm – 1:30 pm **Support Report Core Mission**

Discussion of NBI internal values framework.

Benefits:

- Personnel manual update
- Health care went up 24%
- 401k plan update
- 2019 Compensation review

OneTreePlanted matching gift – for replanting forest lost to wildfire, staff and board members were encouraged to contribute.

1:30 pm – 2:00 pm **Communications and Development Report** (Stacey, Meghan, Ralph)

Position NBI as:

- Purveyor of advanced code policy
- Go-to resource for guidance on advanced building design
- Market leader in net zero energy

2018 Electronic Media and Outreach

- 161.2k tweet impressions
- 3 newsletters
- 26 blogs (NBI + Getting to Zero Forum)
- 47 presentations

20th anniversary interviews with founders, 12 videos, 200 views, 6 blogs

2019 plans were reviewed.

Development and Fundraising Update (Meghan)

Meghan Humphreys is NBI's new Director of Development.

- Reviewed proposal dollars by month with budgeted revenue vs. proposal activity
- Foundation priorities:
 - Getting to Zero Schools
 - GridOptimal Buildings
 - MultiFamily Buildings
 - Cities and States (public buildings)
- Personal Contributions from Board
 - Foundations looking for 100% personal commitment from board members

Resolution: Require individual contributions from Board members

Move to require individual contributions of board members - Marge Anderson, second Michael McAteer. Motion passed with all in favor, no abstentions.

2:00 pm – 4:15 pm **Program Updates**

Dave Hewitt presented

Discussion about ZNE Schools key success factors, facilitator training for school districts discussion and

NBI's value add is for Affordable Housing.

4:30 pm Recess Board Meeting until 12/13 (David)

Thursday, December 13, 2018, 9:00 am – 12:00 pm

9:00 am – 9:30 am Arrive, Settle In, and Breakfast

9:30 am – 9:35 am Welcome and Call to Order (David)

9:35 am – 10:00 am Recap and Discussion of Previous Day

10:00 am – 11:45 am Generative Session, Program Approach and Prioritization

11:45 am – 12:00 pm Closing Discussion

12:00 pm Meeting Adjourned

New Buildings Institute, Inc.
Financial Statements

February 28, 2019

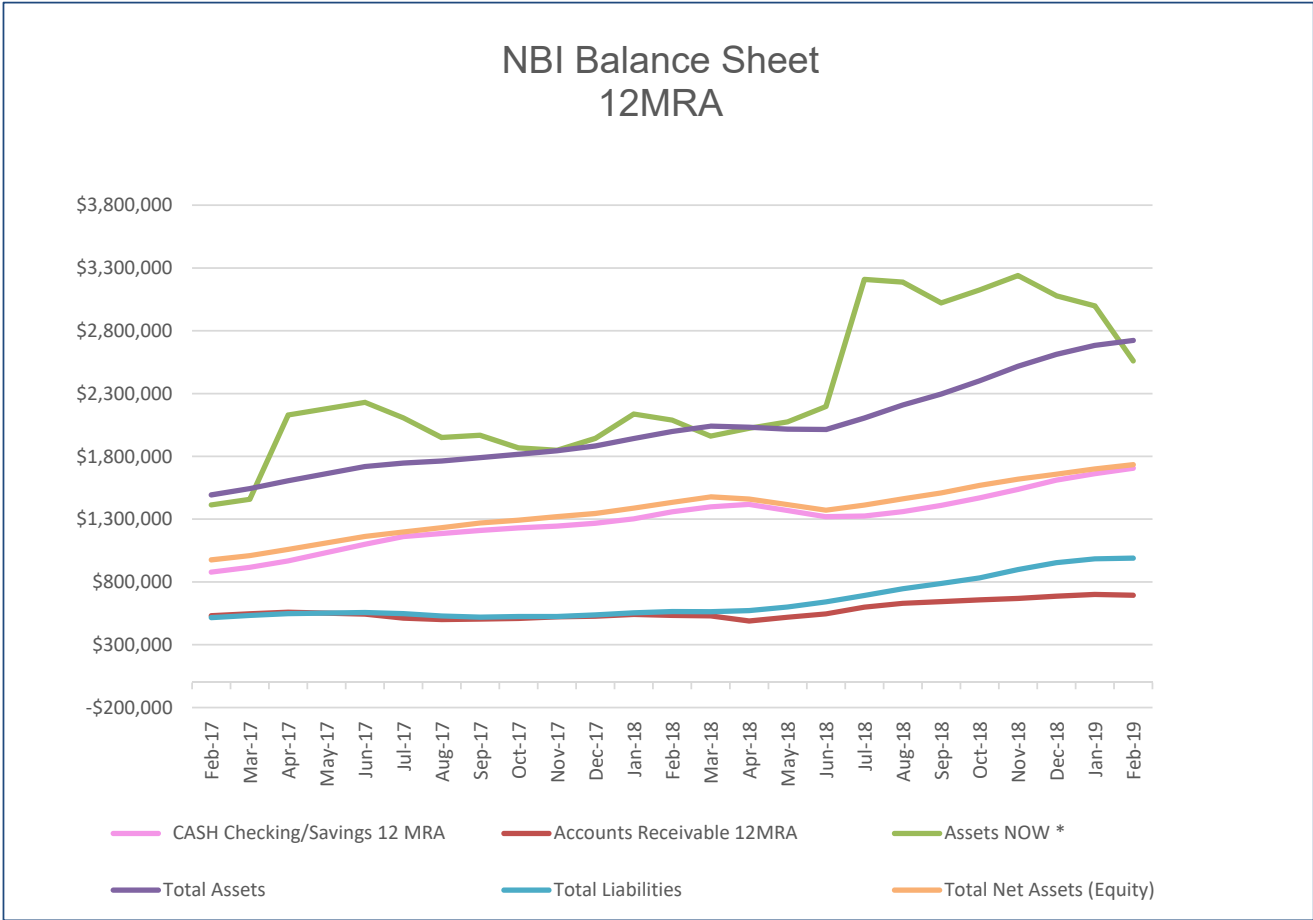
New Buildings Institute, Inc.
Statements of Financial Position

	February 28, 2019	June 30, 2018
Assets:	(Unaudited)	(Audited)
Cash and cash equivalents	\$ 1,986,160	\$ 1,085,894
Accounts receivable (net)	436,449	931,038
Prepaid LBNL services	82,645	120,000
Prepaid expenses, deposits & supplies	24,636	27,480
Current assets	2,529,890	2,164,412
Other assets	-	-
Fixed assets (net)	30,646	33,493
Total assets	\$ 2,560,537	\$ 2,197,905
 Liabilities and net assets:		
Accounts payable and credit cards	\$ 110,612	\$ 339,986
Deferred revenue - LBNL services	82,645	120,000
Deferred revenue - sponsorships	348,877	449,139
Payroll liabilities	164,025	153,335
Current liabilities	706,159	1,062,459
Other accrued liabilities	-	-
Total liabilities	706,159	1,062,459
Net assets (Equity):		
Unrestricted Net Assets	646,890	1,135,446
Temporarily Restricted Net Assets	488,556	-
Net Income	718,932	-
Total net assets	1,854,377	1,135,446
Total liabilities and net assets	\$ 2,560,537	\$ 2,197,905

CURRENT RATIO (Current Assets / Current Liabilities)

3.6

2



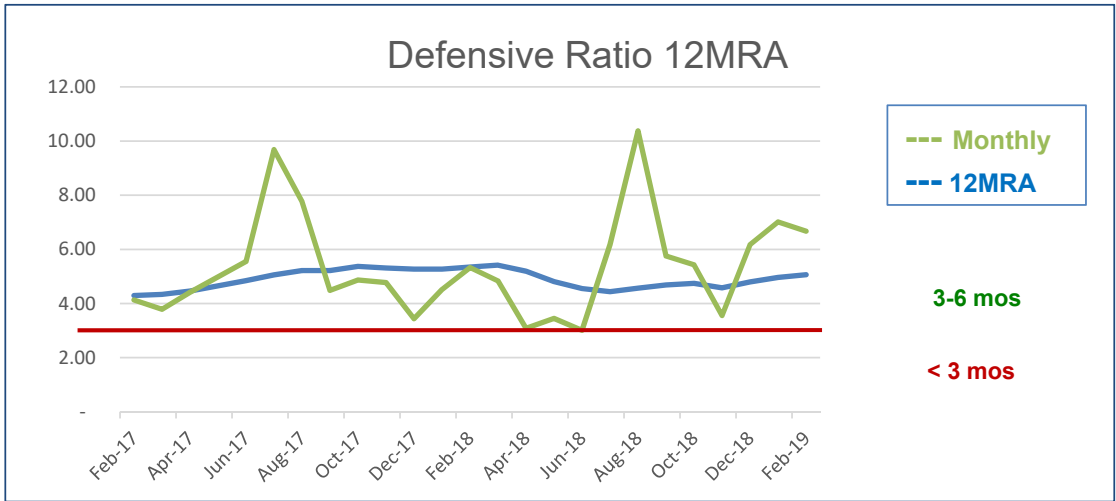
* Assets NOW - Assets by Month

All other information - MRA (Monthly Rolling Average)

1) Defensive Interval (DI)

DI = (Cash+Marketable Securities)/Average Monthly Expenses

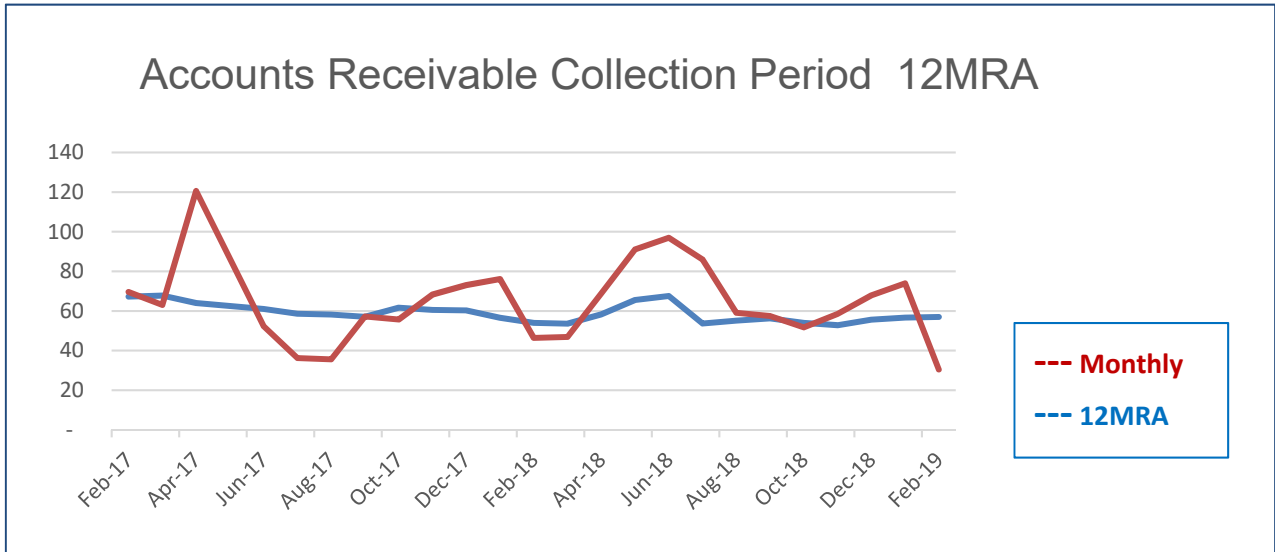
Reflects how many months the organization could operate if no additional funds were received



2) Accounts Receivable Collection Period 12MRA

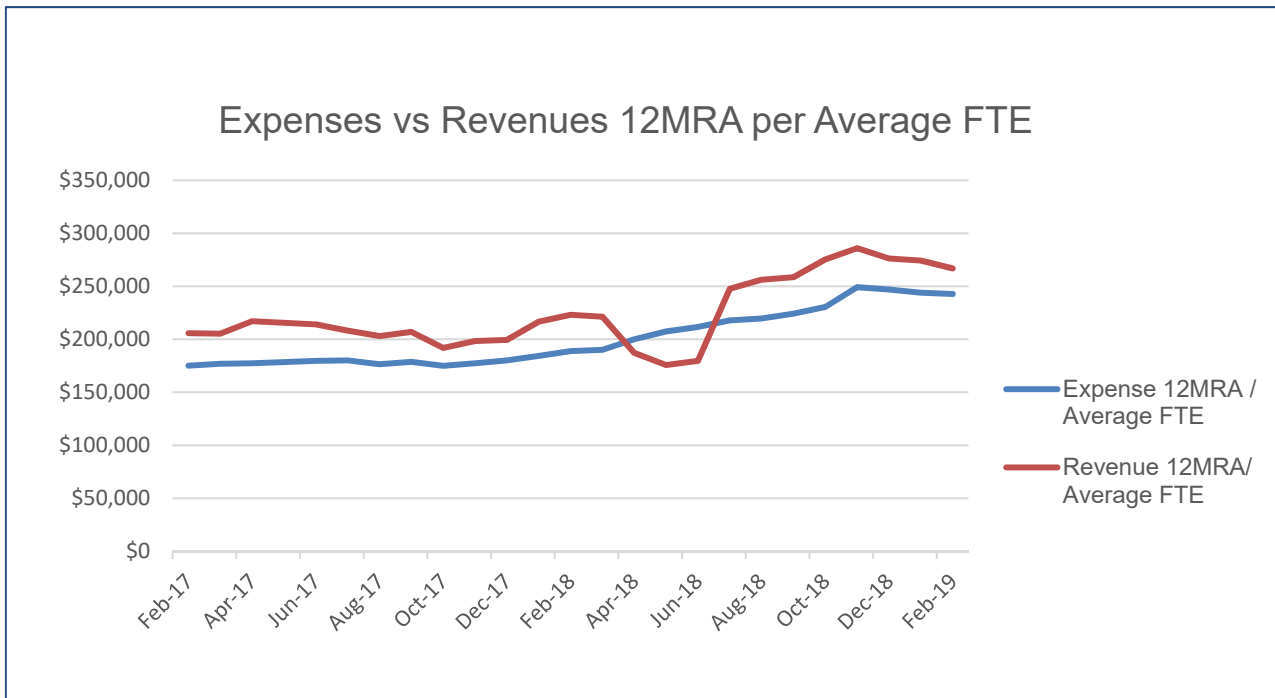
AR Collection Period = Average Accounts Receivable / (Annual Income / 365 days)

Reflects how many days receivables remain unpaid.

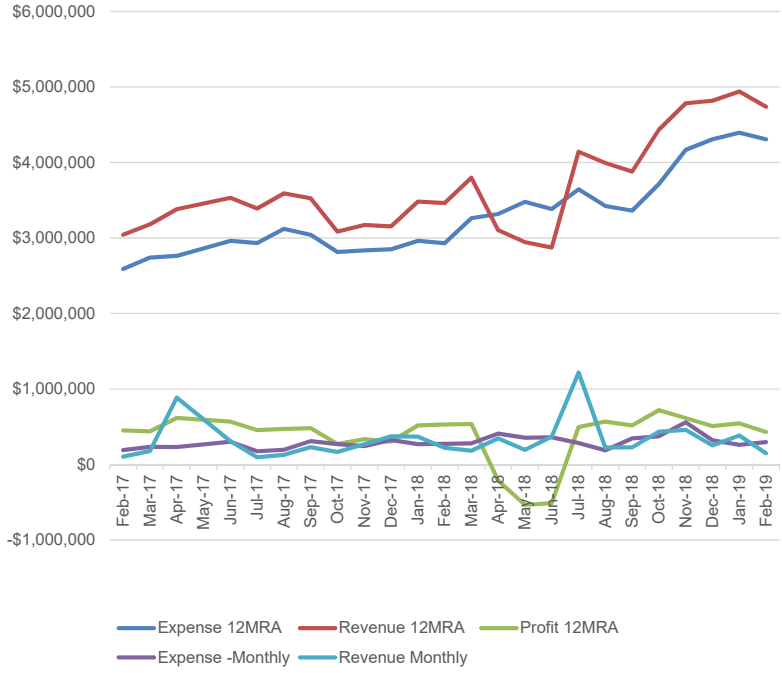


3) Expenses vs Revenues Per Employee (FTE) 12MRA

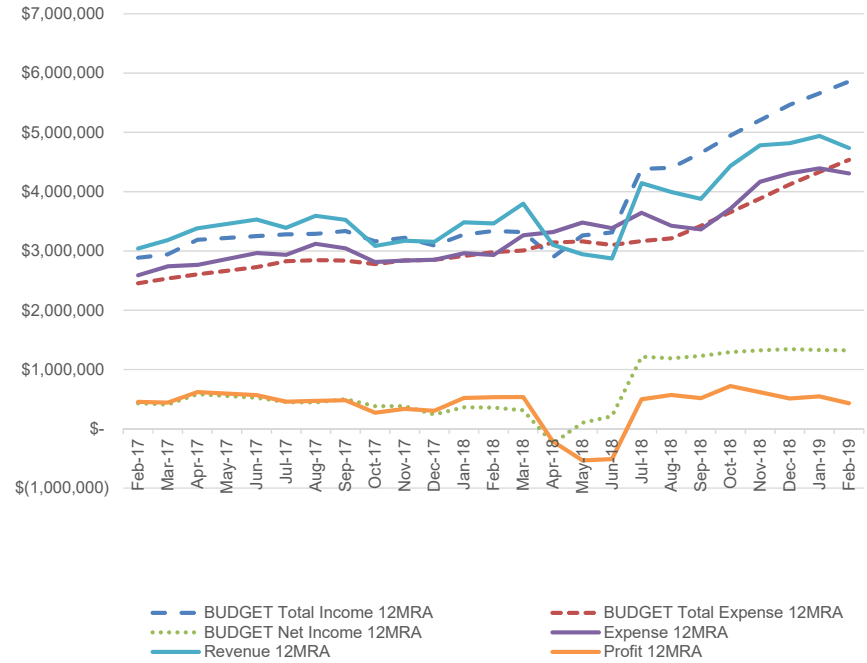
Expenses and Revenues / Average FTE



Revenue and Expense



Revenue-Expenses vs. Budget



New Buildings Institute, Inc.

Revenue Year to Date

Actual versus Full Year Budget

Through February 28, 2019

	YTD Revenue	Full Year Budgeted	Remaining amount to be raised	% yet to be raised	YTD Committed/ Invoiced	Full Year Budgeted	Remaining amount to be raised	% yet to be raised	likely	Outstanding
Contributions and Foundation Grant Support	\$ 1,012,050	\$ 1,010,000	\$ 2,050	0%	\$ 1,012,050	\$ 1,010,000	\$ 2,050	0%		
Program Service Revenue	1,950,669	3,732,930	\$ (1,782,261)	-48%	1,950,669	3,732,930	\$ (1,782,261)	-48%		
Sponsorship Income	375,262	738,266	\$ (363,004)	-49%	400,000	738,266	\$ (338,266)	-46%		
Forum Sponsorships	9,125	-	\$ 9,125	\$0 Budget	9,125	-	\$ 9,125	\$0 Budget		
Forum Registration Fees	-	-	\$ -	\$0 Budget	-	-	\$ -	\$0 Budget		
Other Income	5,803	6,645	\$ (842)	-13%	5,803	6,645	\$ (842)	-13%		
Revenues for Future Years (multi-year grants)	-	-	-		-	-	-			
Total New Revenue	\$ 3,352,908	\$ 5,487,841	\$ (2,134,933)	-39%	\$ 3,377,647	\$ 5,487,841	\$ (2,110,194)	-38%		

Portion of the year remaining = 33%

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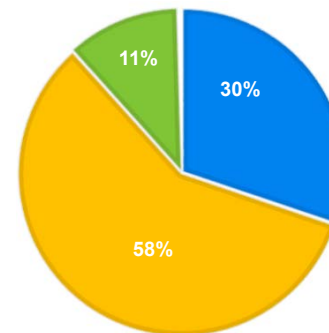
Carry Forward from FY17/18 Previous Year

Temporarily Restricted Net Assets (Grants)	-	per audited financials
Unrestricted Net Assets	1,135,446	per audited financials
Other Revenue	-	
Total Funds Carried Forward from Previous Year	1,135,446	
Total Funds	4,488,354	

Budgeted/Projected Carry Forward to Future Year (@6/30/19)

Temporarily Restricted Revenue (Grants)	-	
Unrestricted Revenue	1,492,596	4 mos of operations
Other Revenue	-	
Total Funds Carried Forward to Future Year	1,492,596	per budget

NBI SOURCES OF REVENUE
FEBRUARY 2019



- Contributions and Foundation Grant Support
- Program Service Revenue
- Sponsorship Income
- Forum Sponsorships
- Forum Registration Fees
- Other Income
- Prior Yr. Temp. Restr. Net Assets Released from Restriction

Use of Funds Carried Forward to Future Year

	Balance 6/30/2018	Balance 12/31/2018	Total Funds used
Tempest Foundation FY18-19	-	-	-
Bullitt Foundation	-	-	-
Total	-	-	-

2019 Sponsorships received/confirmed

	2019 General	Forum	GridOptimal
PG&E			50,000
ComEd	150,000		
Efficiency Vermont	25,000		25,000
NEEA	60,000		
National Grid	100,000		
NYSERDA 2019	25,000		
	invoiced, not yet paid		

\$ 360,000 **\$ -** **\$ 75,000**

New Buildings Institute, Inc.

Expenses YTD by Type of Expense

Through February 28, 2019

DESCRIPTION	28-Feb-19 YTD ACTUAL	28-Feb-19 YTD BUDGET	VARIANCE	
			Favorable <Unfavorable>	%
Cost of Revenue (subcontractors & direct cost) \$	1,076,914	\$ 1,716,070	\$ 639,156	37%
Forum direct expenses	7,814	0	(7,814)	\$0 Budget
Personnel services	1,362,345	1,493,062	130,717	9%
Professional fees	33,634	44,116	10,482	24%
Occupancy	57,487	58,870	1,383	2%
Computer services	11,736	12,400	664	5%
Office supplies and postage	3,547	4,072	525	13%
Other expenses	80,499	103,293	22,794	22%
TOTAL EXPENSES \$	2,633,977	\$ 3,431,883	\$ 797,906	23%

Expenses YTD vs Full Budget by Type of Expense

Through February 28, 2019

DESCRIPTION	28-Feb-19 YTD ACTUAL	2018-2019 FULL BUDGET	VARIANCE	
			Favorable <Unfavorable>	%
Cost of revenue (subcontractors & direct cost) \$	1,076,914	\$ 2,622,477	\$ 1,545,563	59%
Forum direct expenses	7,814	0	(7,814)	\$0 Budget
Personnel services	1,362,345	2,328,965	966,620	42%
Professional fees	33,634	57,106	23,472	41%
Occupancy	57,487	90,692	33,205	37%
Computer services	11,736	18,600	6,864	37%
Office supplies and postage	3,547	6,100	2,553	42%
Other expenses	80,499	157,132	76,633	49%
TOTAL EXPENSES \$	2,633,977	\$ 5,281,072	\$ 2,647,095	50%

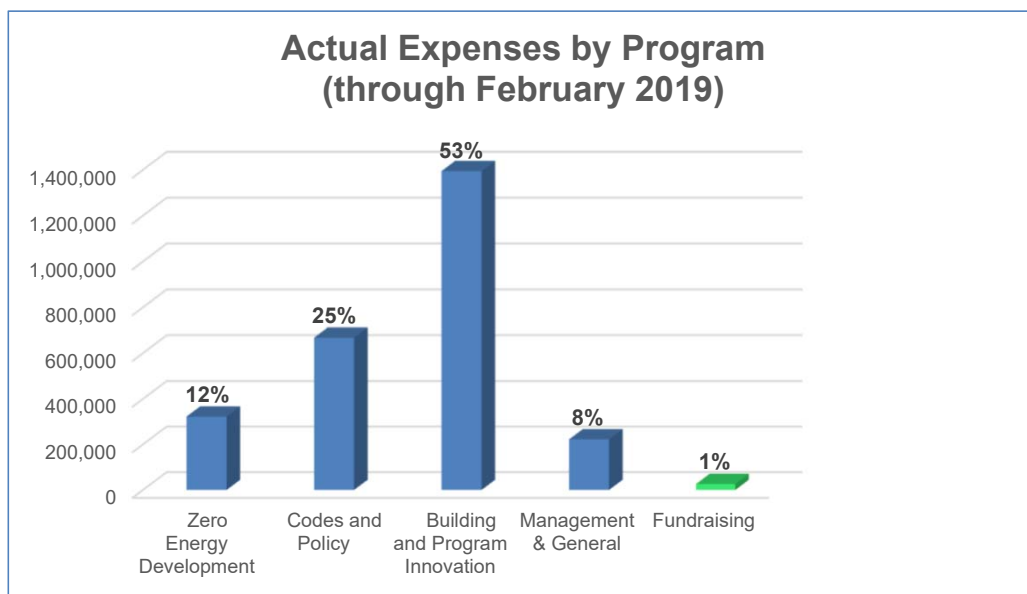
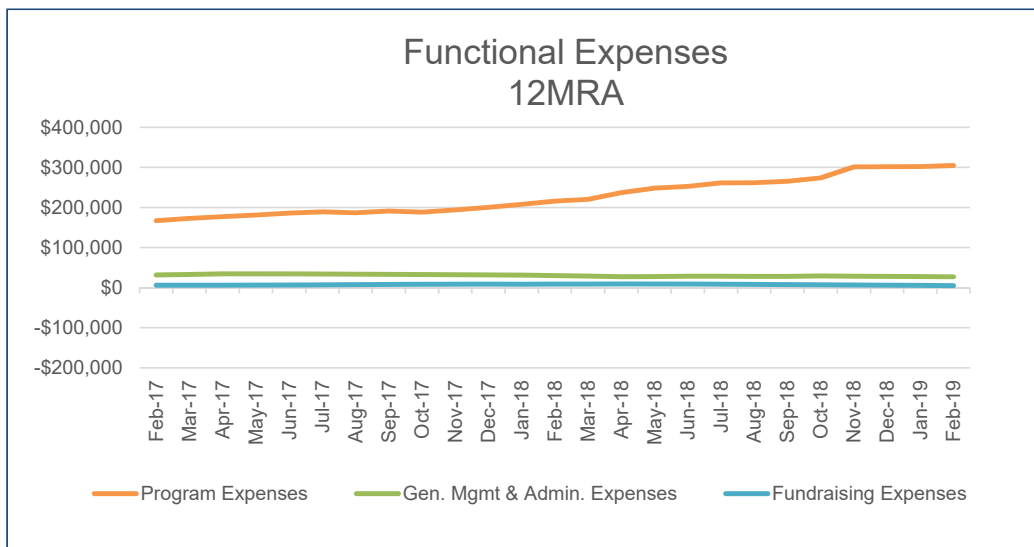
Portion of the year remaining = 33%

New Buildings Institute, Inc.

Actual Expenses by Program

Through February 28, 2019

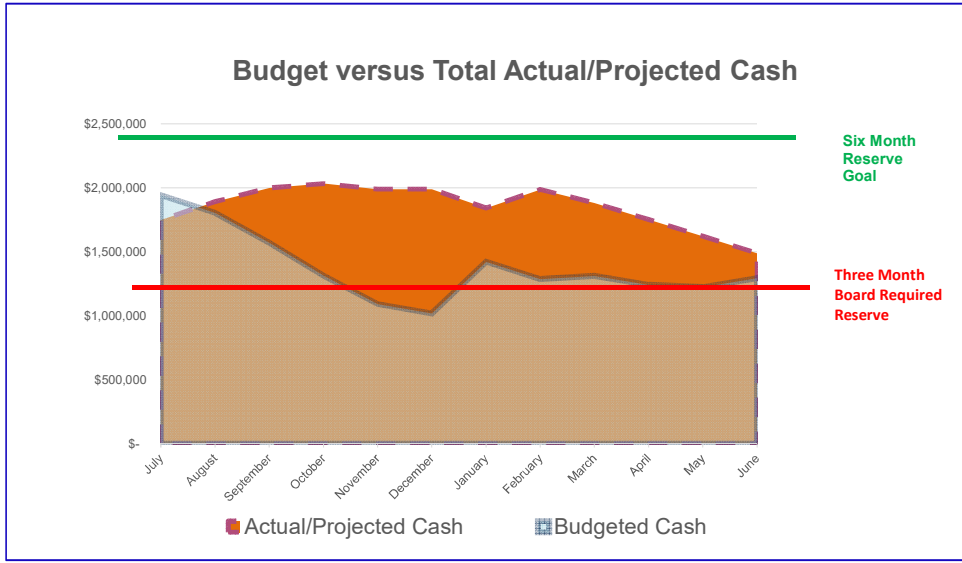
DESCRIPTION	28-Feb-19 YTD ACTUAL	%
Programs		
Zero Energy Development	\$ 322,939	12%
Codes and Policy	667,732	25%
Building and Program Innovation	1,394,783	53%
Management & General	222,325	8%
Fundraising	26,198	1%
TOTAL EXPENSES	\$ 2,633,977	100%



New Buildings Institute, Inc.
Actual/Projected Cash Flows

As of February 31, 2019

	Actual						Projected/Budgeted						Total
	July	August	September	October	November	December	January	February	March	April	May	June	
Cash at the beginning of the month	\$ 1,085,894	\$ 1,748,580	\$ 1,892,261	\$ 1,999,095	\$ 2,032,903	\$ 1,989,697	\$ 1,988,877	\$ 1,840,783	\$ 1,986,160	\$ 1,882,346	\$ 1,751,130	\$ 1,620,980	\$ 1,085,894
Add revenue	1,220,012	225,202	227,341	434,619	458,561	253,610	384,565	148,997	499,481	479,532	465,986	465,082	5,262,989
Less expenses	(285,536)	(187,117)	(345,607)	(374,401)	(559,155)	(322,093)	(262,443)	(297,623)	(569,381)	(564,234)	(564,222)	(574,025)	(4,905,839)
Changes in Pledges & Accounts Receivable	(340,093)	150,911	266,117	(56,123)	(137,119)	151,983	(111,782)	570,694	-	-	-	-	494,589
Changes in Prepaids & Customer Deposits	(10,010)	13,717	498	(3,157)	(21,289)	5,591	43,471	11,378	-	(14,000)	-	-	26,199
Changes in AP and Accrued Expenses	105,436	(25,749)	(20,033)	98,853	152,590	57,858	(344,575)	(253,754)	-	-	-	-	(229,374)
Changes in Accrued Payroll Liabilities	(5,398)	(7,369)	719	3,014	22,305	5,255	(13,252)	5,417	-	-	-	10,000	20,690
Changes in Deferred Revenue	(22,652)	(26,842)	(28,678)	(58,822)	40,901	(155,320)	154,800	(41,002)	(33,667)	(33,667)	(33,067)	(33,067)	(271,083)
fixed assets acquisition, disposals, depreciation	927	928	927	927	927	1,370	1,980	1,270	(248)	1,153	1,153	(248)	11,065
other non-cash adjustments, rounding	-	-	5,551	(11,102)	(927)	927	(858)	-	-	-	-	-	(6,409)
Cash at the end of the month	\$ 1,748,580	\$ 1,892,261	\$ 1,999,095	\$ 2,032,903	\$ 1,989,697	\$ 1,988,877	\$ 1,840,783	\$ 1,986,160	\$ 1,882,346	\$ 1,751,130	\$ 1,620,980	\$ 1,488,722	\$ 1,488,722
Actual per GL	1,748,580	1,892,260	1,987,993	2,032,903	1,989,697	1,988,877	1,840,783	1,986,160					
Unrestricted Cash	973,580	1,082,261	1,189,095	1,222,903	1,179,697	1,500,321	1,352,227	1,497,605	1,515,929	1,506,852	1,498,841	1,488,722	
Temporarily Restricted Cash	775,000	810,000	810,000	810,000	810,000	488,555.83	488,555.83	488,555.83	366,416.87	244,277.92	122,138.96	-	



Reconciliation between Unrestricted Cash & Unrestricted Net Assets

	30-Jun-18	28-Feb-19
Unrestricted Cash	1,085,894	1,497,605
AR - Unrestricted Rev minus AP	83,045	(101,137)
Fixed assets, net of accumulated depreciation	(33,493)	(30,646)
Unrestricted Net Assets plus Net Income	1,135,446	1,365,822

	FY18/19 AVG	Reserve	
		3 mo	6 mo
AVG Monthly Expense:	(408,820)	(1,226,460)	(2,452,919)
AVG Monthly Expense w/o CEC subs:	(299,814)	(899,441)	(1,798,883)