

Attendees:

Ginny Favede (Co-Chair)
Rodney Boniti
John Kalkreuth
Don Teichman
Mike Leo
Nick Karras
Michael Gianni
Terry Lavorini
Justin Klempa
Bob Gribben

Bengy Swanson (Co-Chair)
Jim Conrad
Clint Powell
Eran Molz
Don Mays
Calvin Palian (in for Ed D'Aquilla)
Jeff Neely (in for Randy Bostic)
Jodi Bonfini (in for Tom Connor)
Sean Currey
Dave Morris (absent)

Approval of Minutes: Clint Powell motioned for approval and Justin Klempa seconded the motion.

Bid Criteria Committee Report:

Mr. Currey explained the two bid criteria samples (1 for the school boards and 1 for county commissions). The county commission example could be modified for a project like Oglebay or one of the area hospitals. We needed to narrow it down to a couple since we had so many different examples and we felt these two had the information that we needed. Sean opened it to the Board for review of the two bid criterias. Once they are approved, they will go over them and make bullet points for when we go and sell them to the different organizations. With these bullet points, we can explain it better and why we use this and not just give them the paper to review. The committee recommended to the Board to approve these two examples. Co-Chairman Swanson brought up the fact that the one for Ohio County Schools was already approved by them for the upcoming school levy.

Mr. Molz brought up the fact that what would the process be if they wanted to change something on one of these forms? Co-Chairman Swanson explained that you would have to bring it up to the bid criteria committee for review and they would have to suggest the change to the Board of Directors. Mr. Molz made a motion to approve. Mr. Gianni seconded the motion. Co-Chairman Swanson asked if there were any questions. Mr. Powell had a question on who created these documents. Mr. Currey explained that the Ohio County one was in place a while ago and it was approved so we decided to use this one as a a sample because it works. The other one was possibly drawn up by Ron McCala a few years back. They all pretty much read the same for the county commissions. We can use the county commission one for both states (Ohio and West Virginia). We would just have to put it in front of a WV lawyer for WV and an Ohio lawyer for OH. It motion was approved unanimously.

Safety Committee Report:

The Safety committee voted this morning to discontinue the contract with OGLE as of June 22, 2018. The main concerns were the overwhelming costs for what we feel we were getting from them. We came up with a lot of alternative ideas to achieve what they were servicing at a fraction of the costs. We are also using certified OSHA instructors from inside our house between labor and management to do the OSHA 10 and 30 hour classes. We established the rate which is by far fair and it accomplished the goal by far less than what OGLE was charging. We had suggestions for the Drug and Alcohol program and

education for that as well as Silica database and on the next meeting we will have a representative from the Cleveland Employers Association. We have established a collaborative database for Silica exposures to reduce costs for partner contractors. He will be here on May 11th to present as well as a drug and alcohol program.

It was suggested to the Board of Directors to do away with OGLE. Co-Chairman Favede explained what the current OGLE gets us and what the new path that we would like to put out today is going to give us. Currently OGLE is acting as a consultant and part of that is that we provide them with 6 payments of \$1000.00 and for that they acted as a mediator if there were any issues with OSHA as well as they were doing site audits. Anything above that as far as OSHA training were additional costs to the tune of \$3,000.00 per class. With the amount of trainings that Mark West and other companies are requesting, this price is outrageous so we were looking at other ways we can get the trainings without paying this amount. Our contract ends June 22nd but they require a 30 day notice or otherwise it would automatically renew. We wanted to go ahead and take care of it now so it doesn't log us in for another year. Going forward we will be teaching OSHA classes between labor and management on a rotating basis and they will be 1090 and not employees. For OSHA 10 we will pay \$500 up front and \$1500 for OSHA 30.

Don Mays talked about the alliances and that a lot of what we are doing will be documented and those alliances are big promotional items for Project BEST to owners and their commitment to safety. Safe job sites and safe contractors. Those alliances will be handled through at this time the co-chairs (Don and Jeremy Dvorcek). We will communicate with them as to what we will need and forward all information from Project BEST of what they request so we can keep these alliances in good standing.

The safety committee made a motion that we discontinue the OGLE contract and at this time handle all the trainings in house with our OSHA certified instructors on a rotating basis between labor and management. Mr. Mays made the motion and Mr. Powell seconded the motion with a unanimous decision by the Board.

We are looking at the safety glasses program because we found holes in the program and lack of language and documentation. Once we have more information on changes, we will be sure to bring them to the board.

Finance Committee Report:

Donations to address to the Board:

Weirton Madonna High School Scoreboard - \$5,000.00 for 10 years

WVU Children's Hospital Gala - \$1,000.00 sponsorship which includes 6 tickets to the event and name recognition at the event. The finance committee suggested that we table this and donate a larger amount. What we talked about this morning was basically giving \$1500.00-\$2000.00 to the Gala really doesn't carry the weight as an organization. It was pretty much a conscious that we would look at a bigger sponsorship considering they are going to build a \$160 million dollar hospital that we had great success with all the trades down there. It was recommended to the board a 5 year commitment at \$10,000.00 a year for hospital naming room. This would allow the Co-Chairs to go down and have a full blown meeting and get a commitment out of them and to make sure PLA's are in place and to make sure there is work going down that path.

- 1). Weirton Madonna High School Scoreboard was motioned to approval by Clint Powell and Jim Conrad seconded the motion with a unanimous decision by the board.
- 2). WVU Gala – Recommend not to go with the donation to the Gala. Mr. Eran Molz motioned to deny it with a second by Mr. Mike Leo. It was a unanimous decision to table this donation.
- 3). WVU Room Sponsorship – Recommendation to the board was to sponsor a \$50,000.00 over 5 years for a room at Ruby's Children Hospital.

Discussion: With a PLA in place in Morgantown, maybe we can parlay this into Reynolds Hospital and whatever else they have going on down the road. WVU Hospital is turning into Alleghany Health Network of West Virginia. They are consuming everything. If that's the case there will be WVU hospital in every community. These people are mega giants so if we can stay in with them it would seem beneficial in the long run. It's a big donation but we are scaling back on a lot of the waste from years past.

Justin Klempa made a motion to accept the donation and Eran Molz second the motion with a unanimous decision.

First Choice CD had 54-56k yielding a .25%. Rodney Boniti reached out to Mr. Winwood in hopes to getting an increase on the percentage. If we rounded it up to \$100k for the CD, what percentage could we get? The new rate would be 1%. Do we take some excess money from the checking account and put that into the CD or another option would be to take money from one of the CD's in Huntington Bank to increase the CD at First Choice? Bengy explained that we have 2 CD's at Huntington Bank (1 expiring in November and 1 that is currently up). Thought of it was do we roll the full \$116k from the CD over to First Choice to get an even better percentage or do we take some of that and add it to First Choice to equal 100k?

Mr. Boniti suggested we take the expired CD (from Huntington Bank) and roll it over into the First Choice account in hopes to get an even better percentage than 1%. Rodney motioned the approval and Mr. Klempa second the motion. It was approved unanimously by the Board.

It was suggested that going forward (next year) that when RED sends in donation letters to all the local organizations, that we voluntarily combine funds into one large bundle to donate to RED. This would be on a voluntary basis and you will not be forced to participate. In doing this, the one large donation would give value to Project BEST in size and volume. The committee will work on this suggestion for a later time.

The Finance Committee suggested that we would reduce the \$7500 donation to RED to be \$2500 to match what the OVCEC donates every year and in hopes to having a member from Project BEST be on the RED Board. It was indicated that there was no reason for that fee but Project BEST has been donating that amount for the past few years. The motion for the \$2500 donation and having a member sit on the RED Board was made by Mr. Boniti and second by Mr. Conrad. The vote was unanimously approved from both sides.

By-Laws: The by-laws committee made the recommendation for the changes and there were 2 separate requests from Kyle Brown, at last month's BOD meeting.

The first change is on page 3 (Article I, Section 6): "On any such proposal, there must be an affirmative response by a majority those members in each category of membership that are contacted and who vote." The proposed changes to the section shall read "On any such proposal, there must be an affirmative response by a majority vote those members present in the room that are contacted and who vote. Any motion that ends in a tie will die on the floor."

Discussion: Mr. Powell stressed that these changes show unity. Mr. Gribben thinks the only way it's fair is if we keep it the way it is. Management is always outnumbered in these meetings and it would be unfair it was the other way around. The fair way to do it (and this was how it was done originally) and this is how it's set up on every other fund he was on. There was always an equal vote for labor and an equal vote for management. If one side does not agree, the motion fails. You can always bring it back up and renegotiate to get it to pass. Bengy feels that everybody's responsibility to have a vote here and he feels management has an advantage with how the by-laws are currently written.

Mr. Kalkreuth agrees with Bob because it's a 50/50 group. We both pay the same amount of money each. Doesn't matter how many people are here, if we are in favor of a topic, then it passes. Don says that with the numbers now reduced to 9/9 or 10/10, it makes attending the meetings more manageable than when it was 31 people.

Mr. Molz agrees with Mr. Gribben that we are all busy but if 3 people have the same weight as 9 then he will not come to the meeting

Jodi Bonfini looked forward to Project BEST when he became the business agent. This group is not supposed to be about us and them because us and them is when we are sitting down at the negotiation table. Everybody that's apart of Project BEST should have the same goal. We should all be on the same page so it shouldn't matter who shows up for each side because it's all going in the same direction. This is supposed to be about us coming together. Two sides coming together for the same goal.

Mr. Gianni questions who suggested these changes and why? Bengy explained that the by-laws committee came up with these suggestions. He feels the reason why this came about was because of the last meeting up in Steubenville.

Mr. Gribben suggests we make a small change on the way we vote. He thinks that we take 2 votes on the matter, one from labor and one from construction. We don't need to have a vote whether we need to vote on a matter.

Motion was made to keep Article I, Section 6 of the by-laws the same as it was. Management voted 9-0 to keep the motion how it was and Labor voted 8-0 to make the change. With the tie, Article I, Section 6 will remain as written.

The next change is on page 4 (Article IV, Section 2). Originally it reads: "The Board of Directors shall consist of eighteen (18) individual directors, nine (9) of whom shall be appointed by and from labor members of Project BEST and nine (9) of whom shall be appointed by and from the management members of Project BEST." The by-law committee suggested the following changes: "The Board of Directors shall consist of twenty (20) individual directors, ten (10) of whom shall be appointed by and from labor members of Project BEST (with one (1) being a non-voting co-chair) and ten (10) of whom

shall be appointed by and from the management members of Project BEST (with one (1) being a non-voting co-chair).” For some reason management side has 10 and labor only has 9. Management wants to change it to 10.

Discussion: Mr. Molz feels since 3 people have the power of 9 why add another Board member? If labor needs to add one more, they have the teamsters or the sheet metal workers. Neither want to be on here and to be fair we don’t want 2 of the same trades on the Board.

Sean Currey made a motion to deny the change. Mr. Gribben second the motion. Labor voted 8-0 in favor to deny and Management voted 9-0 against the change. The Article IV, Section 2 will remain the same. Management will need to take somebody off their side.

The final change suggested by the by-law committee was on page 10 (Article X, Section 16): “Any member of Project BEST who would like to address the Board of Directors will need to be put on the agenda for the next meeting. In order to be placed on the agenda, you will need to submit a written request to the co-chairs 48 hours before the meeting.” Do we need a time limit on how long to talk? It was recommend that they have 5 minute to address and 5 for and discussion and change it to the next available meeting. “Once accepted the non-director will have 5 minutes to present to the board and 5 minutes of discussion and Q/A on the next available meeting” Don Mays motioned for accepting the change while Mr. Gribben second the motion. The vote was unanimously from both sides in favor.

Kyle Brown’s changes:

Section 2-a – “The Board of Directors shall consist of 26 (Double the number of Local Unions which have BEST in their CBA) individual directors, 13 of whom shall be appointed by and from the labor members of Project BEST and 13 of whom shall be appointed by and from the management members of Project BEST...”

Mr. Kalkreuth motioned for denying the amendment and Mr. Boniti had the second motion with a unanimous vote from both sides to deny Kyle’s request.

Article IV Section 3 (add as second paragraph) – “All members, as defined in Section 1, shall be notified of and invited to, all regularly scheduled Board of Directors meetings. Each member shall have a voice but no vote.”

Mr. Gribben motioned for denying the addition and Mr. Lavorini second the motion with a unanimous decision from both sides.

Financial Report: Motion to accept the financials: Mr. Boniti with a second by Mr. Mays. Unanimous decision to accept the financials from both sides.

Old Business: Network Luncheon was held on March 20 in Steubenville. Great turnout and Evan Scurti was there to present to give information on some of the projects that are coming up in Jefferson County.

There are 4 tickets left for the WJU Gaudiosa and 4 left for the Wheeling Health Right Chef Auction.

New Business: next meeting will be May 11th at 1:30pm.

Co-Chairman Favede explains that they are getting video conference set up in the conference room.

Co-Chairman Swanson suggested we make a motion to have all meetings in Wheeling after video conference is set up. Mr. Currey motioned to accept and Mr. Klempa second the motion. The motion passed 8-0 from Labor and 8-1 from management with Mr. Gribben being the lone no vote so all future BOD meetings will be in Wheeling once the video conference device is set up.

The next meeting will be Friday, May 11th at 1:30p.m.

Motion for Adjournment