

Board of Directors Closed Meeting

April 12, 2012 Minutes

Motion to close by Phil K, Alex H seconded
Vote was unanimous in favor; meeting closed at **10:45PM**

Motion to approve the BOC closed meeting minutes of **4/2/12**;
Alex H motioned, Andy S seconded; vote in favor 3-0 (Shari Z for SIC).

Motion to approve the minutes of BOD Closed meetings, as follows:

April 7: Cindy C motioned, Greg S seconded. Vote in favor 6-0-2

June 23: Cindy C motioned, Greg S seconded. Vote in favor 7-0-1

July 7: Tom C motioned, Cindy C seconded. Vote in favor 7-0-1

July 14: Cindy C motioned, Tom C seconded. Vote in favor 7-0-1

July 28: Tom C motioned, Greg S seconded. Vote in favor 7-0-1

Oct. 13: Cindy C motioned, Ed C seconded. Vote in favor 8-0

Jan 12: Cindy C motioned, Greg S seconded. Vote to approve 8-0

Feb 22: Cindy C motioned, Greg S seconded. Vote to approve 8-0

Approve the Release of Specified Closed Meeting Minutes:

- Motion to NOT RELEASE all Closed meeting minutes of the **ARC Committee** made by Cindy C, Shari Z seconded. Vote to approve 6-2, Greg S & Tom C opposed.
- Motion to NOT RELEASE all Closed meeting minutes of **Audit Committee** made by Andy S, Tom C seconded. Vote to approve 8-0
- Motion to NOT RELEASE all Closed meeting minutes of the **Risk Management Committee** made by Cindy C, Shari Z seconded. Vote to approve 8-0

Approve the Release of Closed meeting minutes of the Board Operations Committee:

Motion to RELEASE minutes of the Closed BOC meeting **8/29/11** made by Cindy C, Tom C seconded. Vote to approve 8-0

Motion to RELEASE minutes of the Closed BOC meeting **11/22/11** made by Cindy C, Greg S seconded. Vote to approve 6-2, Andy S & Shari Z opposed

Motion to TABLE* decision on whether to release minutes of Closed BOC meeting **4/2/11** made by Andy S, seconded by Cindy C. Vote to approve 7-1, Greg S opposed (*pending advise by Counsel).

BOD Closed Meeting minutes:

April 7, 2011:

Motion to RELEASE made by Greg S, Cindy C seconded. Vote to approve 1-6-1, Greg S in favor, Cindy C, Andy S, Tom C, Shari Z, Ed C, Alex H opposed, Phil K abstain. Motion fails.

June 23, 2011:

Motion to NOT RELEASE made by Cindy C, Tom C seconded. Vote to approve 8-0

July 7, 2011:

Motion to RELEASE made by Cindy C, Tom C seconded. Vote to approve 8-0

July 14, 2011:

Motion to NOT RELEASE made by Tom C, Cindy C seconded. Vote to approve 8-0

July 28, 2011:

Motion to NOT RELEASE made by Cindy C, Alex H. seconded. Vote to approve 8-0

October 13, 2011:

Motion to RELEASE made by Cindy C, seconded by Alex H. Vote to approve 8-0

January 12, 2012:

Motion to RELEASE made by Tom C, seconded by Cindy C. Vote to approve 6-0-2. Andy S, Shari Z abstain.

February 22, 2012:

Motion to NOT RELEASE made by Cindy C, Ed C seconded. Vote to approve 8-0

Motion to open meeting made by Phil K, Alex H seconded. Vote to open approved 8-0., at 11:43PM.

Meeting adjourned at 11:35PM.

Submitted by Shari Zaret, 4/18/12

*Approved by the CA Board of Directors on 4/26/12
Approved for Release by the CA Board of Directors on 4/25/13*