PASS
Board of Directors Meeting
In Person – October 14, 2013
Charlotte, North Carolina

Attendees: Bill Graziano, Douglas McDowell, Thomas LaRock, Rob Farley, Adam Jorgensen, Denise McInerney, Wendy Pastrick, James Rowland-Jones, Sri Sridharan, Rick Bolesta, Olivier Matrat, Jennifer Moser

Attendance via Remote Audio/Video: Neil Buchwalter

PASSHQ Attendees: Judy Christianson, Craig Ellis, Alison MacDonald, Janice Simpson, Vicki Van Damme

Board Advisors/Incoming Board Members: Tim Ford, Amy Lewis, Mark Souza, Jen Stirrup

Not in Attendance: Rushabh Mehta

Agenda for Discussion:

1. **Welcome and introductions**
2. **Update from CA**
3. **Vote on minutes from September 12, 2013 meeting**
4. **Board Q&A session at Summit - Review**
5. **Executive presentation to Microsoft**
6. **Summit logistics**
7. **Bill's address to PASS HQ**

Meeting Minutes

1. **Welcome and introductions**

Douglas McDowell welcomed the Board and the new Board members, whose term will start January 1st, 2014: Tim Ford, Amy Lewis and Jen Stirrup. He thanked everyone for attending the meeting, and went through the agenda and various housekeeping items.

2. **Update from CA**

Rick Bolesta gave an update on the history of CA as a founding member of PASS. Over the years CA and PASS have grown in different directions and CA is unable to commit the necessary marketing dollars to PASS in order to sustain their position on the PASS Board of Directors; therefore, CA is relinquishing their two (2) vendor appointed Board seats, currently held by Rick and Neil Buchwalter. The resignation will be effective as of December 31, 2013.

Rick summarized PASS as an organization that has grown to over 130,000 members worldwide over the past 14 years and dedicated that growth rate to three things: Microsoft's contribution, Christianson & Company's dedication and the quality of the Board being raised to a new level. Rick's passion for PASS remains and he noted that sitting on the Board for so long was due to the dedicated community and Board members and their focus for achievement.

Bill Graziano & Douglas thanked Rick and Neil for their tenure with PASS.

3. Vote on minutes from September 12, 2013 meeting

Motion: I move to approve the Board of Director meeting minutes from the September 12, Board meeting, which were sent to the Board via email on September 26, 2013.

Motion: Douglas McDowell
Second: Rob Farley

Bill Graziano	Yes
Thomas LaRock	Yes
Rushabh Mehta	Absent
Adam Jorgensen	Yes
Denise McInerney	Yes
Wendy Pastrick	Yes
James Rowland-Jones	Yes
Sri Sridharan	Yes
Rick Bolesta	Abstain
Neil Buchwalter	Yes
Olivier Matrat	Yes
Jennifer Moser	Yes

Motion passed (12 yes, 0 no, 1 abstain and 1 did not vote).

4. Board Q&A Session at Summit - Review

The Board discussed the upcoming Q&A session at PASS Summit, of the role of a moderator and messaging regarding the duplicate ballot concerns from the most recent election.

Alison MacDonald presented an overview of the number of ballots that went out to the membership, how the ballots were pulled and how the ballots were de-duped. The outcome of the election was not changed even when taking duplicate ballots into account.

As noted in the September Board meeting minutes, an election review committee (ERC) will be convened and the Board will determine the structure of this committee, led by the IPP Bill Graziano. Membership clarification/cleansing is a top priority post-Summit.

Adam Jorgenson will be the moderator at the Q&A session.

5. Executive presentation to Microsoft

Thomas LaRock, Adam, and Denise McInerney reviewed the presentation to be given during the Microsoft Executive meeting with the Board. The Board strategized with Mark Souza, Jennifer Moser and Olivier Matrat on the presentation/discussion.

PASS and Microsoft have been growing together. PASS will present some new ideas to determine if they align with Microsoft's vision. They will then develop those ideas in preparation for the January Microsoft/PASS Executive meeting.

6. Summit logistics

Thomas and Alison presented the Board with the current Summit attendance numbers. Final attendance numbers will be made available later Tuesday evening.

Thomas mentioned the Vendor/Sponsorship assignments to the Board of Directors (Directors to meet with all exhibitors during expo hours). The aim is to increase relations between the Board and key sponsors. Craig,

in his new role as Global Alliance Manager, will hand out assignments via email and be the owner of this process.

Alison gave a brief overview of the Day 1 and Day 2 keynotes. Bill's keynote on Day 1 will introduce the Board, the new ExecCo and the new directors for 2014. A Power Map video will be presented that takes the community through SQLSaturday event growth. The PASSion award will be announced along with the honorable mention. Additionally a list of outstanding volunteers and Sri Sridharan's efforts around the volunteer database will be mentioned.

Douglas, Tom and Bill will all speak in the Day 2 keynote. Douglas will present financials including revenue sources and spend. Bill will thank Rushabh as outgoing IPP and present his award. Thomas will talk about 2014 highlights and introduce David DeWitt.

7. **Bill's address to PASS HQ**

Motion: Whereas, PASS partnered with Christianson & Company in February of 2007.

Whereas, the hard work and dedication of the entire Christianson & Company team has resulted in tremendous growth in all key measures of our organization including revenue and membership.

Whereas, Judy Christianson has been a valued presence in all aspects of PASS over these last seven years.

Whereas, PASS has derived tremendous benefits from the team that Judy has assembled including the team at Christianson & Company and our valued partners.

Therefore, be it resolved, that PASS does hereby recognize, acknowledge, and appreciate the efforts and contributions of Judy Christianson, the entire team at Christianson & Company and our valued partners that we collectively call "HQ".

Motion: Bill Graziano
Second: Douglas McDowell

Thomas LaRock	Yes
Rushabh Mehta	Absent
Adam Jorgensen	Yes
Denise McInerney	Yes
Wendy Pastrick	Yes
James Rowland-Jones	Yes
Sri Sridharan	Yes
Rick Bolesta	Yes
Neil Buchwalter	Yes
Olivier Matrat	Yes
Jennifer Moser	Yes

Motion passed (13 yes, 0 no, 1 absent and 0 did not vote).

Judy Christianson and Christianson & Company will be presented with a signed copy of the motion. Judy Christianson thanked the Board on behalf of Christianson & Company.

The meeting was adjourned 5:35pm ET.

The next meeting in January is in-person in Redmond, WA. Date and time to be determined.