2006
BOARD OF GOVERNORS
MEETING

Minutes of Meeting

Sheraton Boston Hotel
Boston, MA
October 7, 2006
# TABLE OF CONTENTS

<table>
<thead>
<tr>
<th>Item</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>Call to Order</td>
<td>1</td>
</tr>
<tr>
<td>Welcome from Host City</td>
<td>4</td>
</tr>
<tr>
<td>Recognition of Fellows of the Academy of Electrical Contracting</td>
<td>4</td>
</tr>
<tr>
<td>Approval of Previous Minutes</td>
<td>4</td>
</tr>
<tr>
<td>Report of the President</td>
<td>4</td>
</tr>
<tr>
<td>Remarks by Edwin D. Hill</td>
<td>4</td>
</tr>
<tr>
<td>Report of the Secretary-Treasurer</td>
<td>4</td>
</tr>
<tr>
<td>Report of the Chief Executive Officer</td>
<td>4</td>
</tr>
<tr>
<td>Special Report on Labor Relations Task Force</td>
<td>4</td>
</tr>
<tr>
<td>Report on Electrical Contracting Foundation</td>
<td>4</td>
</tr>
<tr>
<td>Remarks by Lonnie Coleman</td>
<td>4</td>
</tr>
<tr>
<td>Report on NECA Political Leadership Council</td>
<td>4</td>
</tr>
<tr>
<td>Remarks by Stuart Rothenberg</td>
<td>4</td>
</tr>
<tr>
<td><strong>Action On</strong></td>
<td></td>
</tr>
<tr>
<td>Bylaw Proposal #1</td>
<td>4</td>
</tr>
<tr>
<td>Bylaw Proposal #2</td>
<td>4</td>
</tr>
<tr>
<td>Ordinary Proposal #1</td>
<td>5</td>
</tr>
<tr>
<td>Amendment to Ordinary Proposal #2</td>
<td>5</td>
</tr>
<tr>
<td>Ordinary Proposal #2, as Amended</td>
<td>6</td>
</tr>
<tr>
<td>Election of Member Officers</td>
<td>7</td>
</tr>
</tbody>
</table>
MINUTES OF MEETING
OF
BOARD OF GOVERNORS
NATIONAL ELECTRICAL CONTRACTORS ASSOCIATION, INC.

Sheraton Boston Hotel       October 7, 2006       Boston, Massachusetts
Chairman:
E. Milner Irvin, III

Secretary and Director, Sergeants-at-Arms:
J. Michael Thompson

Call To Order: Chairman Irvin called the regular meeting of the Board of Governors of the National Electrical Contractors Association, Inc. to order at 8:00 a.m. October 7. Mr. Irvin welcomed the members of the Board and guests.

Regarding the conduct of the meeting, the following are applicable in accordance with sections 4.4 and 8 of the Bylaws:

- In all elections of officers, except when the candidate is unopposed, and in voting on amendments to the Bylaws, the Board of Governors shall take a ballot vote. On other matters, the usual form of viva-voce voting shall prevail with each member of the Board of Governors having one vote, provided any member of the Board of Governors may call for a ballot vote on any question before the question is put to the Board of Governors for a vote.

- On ballot votes, except on matters pertaining to Labor Relations, each Governor shall cast, as a unit, all the number of votes as provided in the Bylaws for the members of the chapter who are in good standing thirty (30) days prior to the date of the meeting. On any matter pertaining to labor relations, the number of votes shall be limited to those attributable to members signatory to an I.B.E.W. labor agreement. The President, District Vice-Presidents and the Vice-President-at-Large shall cast one (1) vote each.

- Effective date of these proposals shall be immediate upon passage unless otherwise indicated.

- Robert's Rules of Order will govern such discussion as may be desired on these proposals.

Committees: President Irvin announced that he had appointed the following committees for this meeting:

**Credentials Committee**
Chairman: David Mackay, Boston Chapter, NECA
Michael B. Richards, Los Angeles County Chapter, NECA
Ira K. Eastman, Memphis Chapter, NECA
Linda Milbourn (Secretary), Bethesda, Maryland

**Tellers Committee**
Chairman: J. T. Osborn, Albuquerque, New Mexico
Bill Orgill, Olympia, Washington
Frank Piatt, Massillon, Ohio
Selma Ulrich (Secretary), Bethesda, Maryland
ROSTER - The following is a list of the members of the NECA Board of Governors that were in attendance:

EXECUTIVE COMMITTEE

President: E. Milner Irvin, III, Miami, Florida
Vice President, District 1: Richard L. Burns, Syracuse, New York
Vice President, District 2: Rex A. Ferry, Girard, Ohio
Vice President, District 3: Frank Russell, Mobile, Alabama
Vice President, District 4: James B. Stouffer, Benton Harbor, Michigan
Vice President, District 5: John M. Gueldner, San Antonio, Texas
Vice President, District 6: James E. Mackey, Seattle, Washington
Vice President, District 7: John J. Negro, Cedar Rapids, Iowa
Vice President, District 8: Robert V. Rydalch, Salt Lake City, Utah
Vice President, District 9: Richard Nogleberg, Citrus Heights, California
Vice President, District 10: Donald Wilson, Canby, Oregon
Vice President at Large: John R. Colson, Houston, Texas

CHAPTER AND GOVERNOR

Alaska................................. David Lantz, Alternate
Albany................................. Simeon A. Hunsdon
American Line Builders........... Thomas Walden
Arizona................................. Gregory Russell
Arkansas............................... Johnny Robinson
Atlanta............................... Lanny S. Thomas
Atlantic Coast....................... William A. Powell, Jr., Alternate
Augusta............................... Tim Mundy
Baton Rouge........................... Greg Smith
Boston................................. David Mackay
California Central Coast.......... John L. Mussell
Cascade............................... Mel A. Buttram
Central Florida..................... Terry W. Davis
Central Illinois..................... James E. Gardner
Central Indiana..................... Jeff W. Cardwell
Central Massachusetts............. Jonathan Ostrow
Central Mississippi................. Donald G. Jordan
Central Ohio......................... Charles R. Scherer
Central Texas....................... John Lambert
Chicago & Cook County............. David A. Hardt
Cincinnati......................... David W. Gronotte, Alternate
Connecticut.......................... Michael E. McPhee, Alternate
Contra Costa......................... Raymond M. Trebino
Dakotas............................... Gregory A. Rick
East Tennessee....................... Jerry W. Sims
Eastern Illinois..................... William L. Ficek, Alternate
Eastern Oklahoma.................... Alan J. Cook
Florida West Coast................ Andrew D. Delaparte
Georgia............................... Joel Brad Butler, Alternate
Greater Cleveland.................. Richard E. Cunningham
Greater Sacramento................ Frank Schetter
Gulf Coast........................... Charles Freeman
Hudson Valley........................ Jeffrey L. Seidel
Idaho................................. Douglas W. Keith
Illinois.............................. Wayne E. Henson
Inland Empire....................... David Peterson, Alternate
Intermountain....................... Timothy G. Homer
Iowa.................................. Skip Perley
Kansas.............................. Ron E. Barnhart
Kansas City........................... James W. Lacy
Kern County.......................... Richard Trayner
Long Island......................... Robert J. Kohlmeyer
Los Angeles County................ Michael Richards
Louisville......................... William B. Lich
Mahoning Valley.................... David A. Dickey
Maryland.............................. James H. Cornelius
Memphis............................. Ira K. Eastman
Michigan......................... Ronald Lindberg
Milwaukee......................... Gregg B. Eisenhardt
Minneapolis...................... Bruce Young
Missouri Valley Line............... Fred Davie
Montana............................. Mick Cabbage
Monterey Bay California............ Frederick Jensen
Nebraska............................. William Heller
New Mexico......................... Dale E. Phagan
New York City...................... Gina Addeo, Alternate
North Central Ohio............... James D. Abbott
North Florida...................... Ron A. Autrey
North Louisiana................... G. Kirk Davis
North Texas........................ Michael H. Boggs
Northeastern Illinois............. Craig R. Martin
Northeastern Line.................. George Troutman
Northern California............... Terrell Givens, Jr.
Northern Illinois................ Carl E. Ballard, Alternate
Northern Indiana.................. Anthony J. Maloney III
Northern New Jersey............... Lewis S. Weinstock
Northern New York............... Leo J. Villeneuve
Northwest Line.................... Gary A. Tucci
Ohio/Michigan..................... Dan Saad
Orange County...................... Robert L. Douglas
Oregon Pacific-Cascade........... Nathan Philips
Oregon-Columbia................... Max N. Landon
Penn-Del-Jersey................... Gabriel J. Noto
Puget Sound .................................................. Wayne F. Tyrrell
Quad-Cities .................................................. F. Dennis Fuessel
Red River Valley ............................................. Marvin L. Groves II
Redwood Empire .............................................. Ben Cantarutti
Rhode Island & S.E. Massachusetts ................... William O'Rourke
Rochester New York ........................................... Kenneth Lawrence
Rocky Mountain ............................................... Jerry Grippa, Alternate
Saguaro ............................................................. John Kostyo
San Diego ...................................................... David A. Raspolich
San Francisco ................................................... Kenneth A. Paganini
San Joaquin Valley ............................................ Brain Gini
San Mateo County ............................................ Robert Gonzales
Santa Clara Valley ............................................ Patrick L. Mark
South Florida ................................................... Jonathan R. Borden
South Louisiana .............................................. James J. Frischhertz
South Texas .................................................... Robert A. Corbo
Southeast Texas ............................................... Charles M. LeBlanc
Southeastern Line ............................................ William H. Green
Southeastern Michigan ....................................... Arthur Ashley
Southern Colorado ............................................ James L. Peterson
Southern Indiana ............................................. John C. Dyke
Southern Nevada ............................................ Robert J. Lisowski
Southern New Jersey ...................................... Nelson Cooney, Jr.
Southern Sierras .............................................. Thomas G. Ispas
Southern Tier .................................................. William G. Emmons
Southwest Washington ...................................... Jerome S. Geissler
Southwestern Line ........................................... Leslie W. Simmons
St. Louis ........................................................ Daniel Schaeffer
St. Paul .......................................................... Robert Gorg, Alternate
Twin Ports-Arrowhead ........................................ Blair Mahan, Alternate
Washington, DC ............................................... Kenneth W. Hart
West Virginia-Ohio Valley ................................ James Smith
Western Line ................................................... Bob Briscoe
Western New York State .................................... Angelo A. Veanes
Western Ohio .................................................. Dennis F. Quebe
Western Oklahoma .......................................... Stephen F. Young
Western Pennsylvania ....................................... Robert J. Bruce
Wisconsin ........................................................ Ron Jahnke
Wyoming ........................................................ Bob Blackham

The following Chapters were not represented:

**Domestic Chapters**
East Central California
El Paso
Northeast Louisiana
Southwest Louisiana
West Texas
Western Massachusetts

**International Chapters:**
ACEN NECA Monterrey
ECA ~ Electrical & Communications Association ~
   Queensland
Electrical Contractors Association of New Zealand
Electrical Contractors Association of Western Australia
NECA (Australia) ~ National Office
NECA (Australia) ~ South Australia Chapter
NECA ACOEO (Guadalajara, Mexico)
NECA AMERIC (Mexico) ~ National Office

**International Chapters**
Canadian Electrical Contractors Association Rick Brodhurst
NECA (Australia) ~ New South Wales
   Chapter .................................................. Stephen Griffiths
NECA El Salvador ........................................... Rodolfo Mena
NECA ACEH Honduras .................................... Charles H. George
Welcome from Host City: David Mackay, Governor of the Boston Chapter welcomed the governors and guests to Boston.

Recognition of Fellows of the Academy of Electrical Contracting: Mr. Irvin requested that all Fellows stand and be recognized.

Action on Minutes of Previous Meeting:
Upon motion duly made and seconded, the minutes of the meeting held in Chicago, IL on September, 17, 2005, were approved.

Report of the President: Mr. Milner Irvin, President presented a report on the state of the association.

Guest Speaker: Mr. Edwin D. Hill, International President of the IBEW discussed challenges confronting the industry.

Report of the Secretary-Treasurer: Mr. J. Michael Thompson, Secretary-Treasurer, reported on the financial and membership status as of August 31, 2006.

Report of the Chief Executive Officer: Mr. John M. Grau, Chief Executive Officer, provided a current update on matters of substantial concern to the Association.

Special Report on Labor Relations Task Force: Vice Presidents James B. Stouffer, John J. Negro and John R. Colson and Mr. George M. Higgins, Vice President, Labor Relations, reported on the progress and discussions with the IBEW.


Remarks: Mr. Lonnie Coleman, Vice President of the MCAA, updated the Board on activities of his association.

Report on NECA Political Leadership Council: Mr. Ron Autrey, National Chairman, reported on accomplishments of the Political Action Committee.

In Memory of Charles R. Fazio: Charles Fazio was instrumental in the success of the Electrical Contracting Foundation and in recent efforts to increase the visibility of ECPAC. Unfortunately he passed away earlier this year. In recognition of his many contributions to NECA, the body rose and applauded his efforts.

Guest Speaker: Mr. Stuart Rothenberg, a political analyst, addressed the Governors and guests. He talked about some important aspects of the coming elections.

Actions:

Action on Bylaw Proposal Amendment #1:
Being properly submitted by the Arizona Chapter, NECA, this proposal to add Section 12.2 regarding Committee Appointments was LOST. A ballot vote was required and the results showed 1,075 votes cast FOR and 3,744 votes cast AGAINST. In addition, there was one spoiled ballot totaling 19 votes. A two-thirds majority was required to adopt this amendment.

Action on Bylaw Proposal Amendment #2:
Being properly submitted by the NECA Executive Committee and the Central Ohio Chapter, NECA, this proposal to amend Section 10.7 (b) regarding Vice Presidential Vacancy was ADOPTED. A ballot vote was required and the results showed 4,766 votes cast FOR and 90 votes cast AGAINST. A two-thirds majority was required to adopt this amendment.
Bylaw Proposal Amendment #2

Note: strikeover indicates deleted language; underline indicates new language

Current Language
Section 10.7 Vacancies.
(b) In the event a District Vice President is unable to serve, the Executive Committee, after consulting the Governors from the District where the vacancy exists, shall appoint a qualified Member from that District (see Section 10.3) to serve the unexpired term.

Proposed Language
Section 10.7 Vacancies.
(b) In the event a District Vice President is unable to serve, as determined by the Executive Committee, after consulting the Governors from the District where the vacancy exists, shall, at a time and in a manner determined by the NECA President, elect appoint a qualified Member from that District (see Section 10.4 10.3) to serve the unexpired term.

Action on Ordinary Proposal #1:
Being properly submitted by the St. Paul Chapter, NECA, this proposal regarding the Reporting of Board of Governor Ballot Results was ADOPTED. A ballot vote was requested and the results showed 2,522 votes cast FOR adoption and 2,269 votes cast AGAINST. In addition, there were 2 spoiled ballots totaling 42 votes. A majority vote was required to adopt this proposal.

Ordinary Proposal #1

WHEREAS, The NECA Board of Governors has by past policy cast secret ballot votes;

WHEREAS, In order to eliminate secrecy in the governance of NECA, the votes cast by each governor should be made public to the members, now, therefore, be it

RESOLVED, That following a meeting of the Board of Governors at which a ballot vote is taken, the Secretary-Treasurer shall make available to each chapter a tally of each ballot vote showing the number of votes and decision cast by each governor.

Action on Proposal to Amend Ordinary Proposal #2:
Being properly submitted by the District 7 Council, NECA, this proposal regarding Revised NECA Strategy to Negotiate Restructured Category I, NECA-IBEW Agreement Language was ADOPTED. A ballot vote was requested and the results showed 4,688 votes cast FOR adoption and 47 votes cast AGAINST. In addition, there was one spoiled ballot totaling 55 votes. A majority vote was required to adopt this proposal.

Amendment to Ordinary Proposal #2

WHEREAS, NECA’s District 7 chapters desire to unanimously endorse and encourage adoption of Ordinary Proposal #2 by the Board of Governors as submitted by the St. Louis Chapter with the exception of point number 8 regarding the negotiation of Category I Mandatory Language to implement Minimum National Standards for Safety Policy;

WHEREAS, the implementation of safety standards and practices are solely the responsibility of individual employers under the Category I Management Rights clause and federal OSHA laws and regulations;

WHEREAS, the St. Louis Chapter has concurred with the removal of point number 8 for Ordinary Proposal #2, now, therefore, be it

RESOLVED, that point number 8 be deleted from the “Revised NECA Strategy to Negotiate Amendments to NECA-IBEW Standard Agreement Language” as contained in Ordinary Proposal #2.
Action on Ordinary Proposal #2, as amended:

Being properly submitted by the St. Louis Chapter, and duly amended by the proposal from the District 7 Council, NECA, this proposal regarding Revised NECA Strategy to Negotiate Restructured Category I, NECA-IBEW Agreement Language was ADOPTED. A ballot vote was requested and the results showed 3,841 votes cast FOR adoption and 985 votes cast AGAINST. In addition, there was one spoiled ballot totaling 13 votes. A majority vote was required to adopt this proposal.

Ordinary Proposal #2, As Amended

WHEREAS, NECA members are absolutely convinced that aggressive changes are necessary to amend standard NECA-IBEW Agreement language and provide tools for union employers to recapture and maintain market share in direct competition with open-shop contractors;

WHEREAS, Implementation of these critical changes will expand employment and enable NECA contractors to better secure wages and benefits provided for our IBEW workforce;

WHEREAS, the continued success of NECA-IBEW contractors is threatened by non-union contractors who have adequate freedom to recruit and compensate individual employees commensurate with the specific worker’s skill, abilities and performance;

WHEREAS, NECA contractors can compete more successfully with non-IBEW employers, increase market share and significantly expand employment opportunity for IBEW members if Category I referral procedures are sufficiently flexible to recruit and place trained and consistently productive workers when and where necessary;

WHEREAS, the survival of NECA-IBEW contractors may be contingent upon NECA’s successful negotiations to achieve IBEW agreement to mandate classifications and corresponding wage-benefit rates that are sufficiently flexible to allow member contractors to implement a competitive crew mix;

WHEREAS, NECA’s Labor Relations Task Force issued June 15, 2006, a Report on the 2005 Ordinary Proposal #5 including the required strategy to achieve NECA’s goal for negotiations with the IBEW for more competitive agreement language;

WHEREAS, The membership of the St. Louis Chapter commends NECA’s Labor Relations Task Force for initiating a recommendation for the above referenced strategy; but seeks to amend this strategy to achieve more aggressive and sweeping changes to counter critical and imminent market threats to member survival, now, therefore be it:

RESOLVED, that NECA’s Board of Governors’ adopt the amended strategy listed herein to achieve an aggressive and comprehensive overhaul of standard NECA-IBEW Agreement language; and be it additionally;

RESOLVED, that attached agreement language be proposed by NECA to achieve sweeping improvements to the market share controlled by NECA contractors and the employment levels and job security enjoyed by IBEW members.

Revised NECA Strategy to Negotiate Amendments to NECA-IBEW Standard Agreement Language

1. It shall be the policy of the National Electrical Contractors Association that every resource of the Association will be utilized to achieve a dramatic, nation-wide increase in the share of our various markets controlled by contractors signatory to NECA-IBEW Agreements. To facilitate this effort, NECA shall expand the online resources available from the NECA website to include a database of all local labor agreements and a collection of local area “best practices” to include examples of flexible agreement language. The collection of all local labor agreements and the development of a “best practices” language catalogue will require the cooperation of the chapters in submitting these for inclusion on the website. This information will create a resource that allows our chapters to have access to the best language available for their negotiations.

2. NECA’s leadership shall schedule a meeting as soon as possible with the IBEW leadership to initiate negotiations to achieve a complete restructuring of standard NECA-IBEW Agreement language. The urgency of the industry’s current situation shall be stressed. NECA’s leadership shall request the IBEW’s assistance to increase competitiveness by immediately expanding the flexibility of all agreements and consequently securing more work for our respective memberships.

3. NECA shall initiate negotiations with the IBEW to replace all current Category I and Category II Referral Procedure language (including Reverse Layoff) with language developed by NECA’s Labor Relations Task Force as published in the
June 15, 2006, Report of NECA’s Labor Relations Task Force. This referral procedure shall be applicable to the journeyman level classification only in the various IBEW-NECA Agreements. The employer shall retain the right to recruit, employ and assign employees from any other classification. Apprentices shall continue to be recruited and placed for employment in accordance with NJATC standards.

4. NECA shall initiate negotiations with the IBEW to create multiple classifications to facilitate the assignment of a crew with an effective mix of skills and competitive crew costs. NECA shall propose new Category I language to mandate a national minimum standard for classifications requiring all NECA-IBEW Agreements to include at least one additional classification – “Construction Installer”. This new minimum standard shall specify the following:

- The contractor shall have the right to employ Construction Installers and assign these employees to any project at the employer’s discretion.
- The employer shall decide whether or not to utilize this classification and shall have no restriction as to the number of Construction Installers that may be employed by the employer or assigned to specific projects.
- Construction Installers may be assigned to any task based upon the employer’s evaluation of the individual’s skill and ability.
- The employer shall have the right to recruit, employ and assign Construction Installers. The employer shall register Construction Installers with the local union by communicating the employee’s name and social security number to the union on the date the Construction Installer is employed.
- The Construction Installer classification shall be utilized to reduce crew cost. The local Joint Labor-Management Committee shall negotiate and publish a wage/benefit package for the Construction Installer classification. The total wage/benefit package for the classification, however, shall not exceed 50% of the total package for the Journeyman classification in that Agreement.

The new National Minimum Standard for classifications shall authorize local Labor-Management Committees to establish any additional classifications for employees that they believe appropriate to address local market conditions. Such classifications may include Construction Wiremen/Construction Electricians, Material Handlers or other classifications to address special skills, certifications or compensation concerns. New Category I Language would not impose any limitation upon local parties concerning additional classifications.

5. NECA shall initiate negotiations with the IBEW to achieve unrestrained Non-Resident Employee (portability) language. The model for this revised language shall be the portability language from the Voice, Data, Video National Agreement.

6. Current Category II Age Ratio Language is discriminatory and potentially illegal. This language should be deleted from Category II IBEW-NECA Standard Language.

7. NECA shall propose revisions to the Category I Standard Shift Clause to allow the contractor to schedule multiple flexible shifts of at least one (1) day’s duration and implement more competitive shift rates as follows:

Second Shift (Swing Shift) Rate – Eight hours pay at the regular hourly rate + $0.25 per hour for eight (8) hours’ work.
Third Shift (Graveyard Shift) rate – Eight hours pay at the regular hourly rate + $0.50 per hour for eight (8) hours’ work.

Election of Member Officers:

There being no opposition, upon motion duly made and seconded, the following candidates were elected to two-year terms commencing January 1, 2007:

Vice President, District 2  Dennis F. Quebe, Dayton, OH
Vice President, District 4  James B. Stouffer, Benton Harbor, MI
Vice President, District 6  Mel A. Buttram, Snohomish, WA
Vice President, District 8  Robert V. Rydalch, Salt Lake City, UT
Vice President, District 10 Donald M. Wilson, Canby, OR

Special thanks were offered to retiring Vice Presidents Rex A. Ferry and James E. Mackey.

Other Business:
There being no further business to come before the meeting, the Chairman thanked the members for their presence and cooperation and officially adjourned the meeting at 2:38 pm.

J. Michael Thompson
Secretary