

Alliance for Astronomy, Inc.

Minutes of the Meeting of the Board of Directors
June 15, 2006

A meeting of the Board of Directors of the Alliance for Astronomy, Inc. was held at Weldon Spring, Missouri on the 15th day of June 2006 at 5:22 pm.

The following were present, being a quorum: Yvonne J. Roe, Stacey Thater, and Carl Sandstedt, Janet Lewien, John Hoff, Jim Twellman and Erica Gibb. James Roe, the Executive Director, was also present.

The Chairperson presented a copy of the meeting notice which was filed with the minutes of the meeting.

The minutes of the previous meeting of 20 April 2006 were read by the Secretary and, on motion duly made and passed unanimously, were approved as read.

The Chairperson presented a biographical summary of one Paul B. ("Scott") Campbell and stated that he (Campbell) had agreed to serve on our Board and solicited comments and input from those on the Board who were familiar with Mr. Campbell and his capacity to serve. Yvonne Roe agreed to resign from the Board to make room for Mr. Campbell and it was noted by the Chairperson that such a move would meet external guidelines and best practices with regard to Board independence from the Executive Director (Mrs. Roe is the spouse of the Executive Director). Mrs. Roe will stay in service to the corporation as an executive assistant to the Executive Director. Upon motion duly made, seconded and passed unanimously, Mr. Campbell was elected to the Board to fill the term of Mrs. Roe which runs until January 2008 subject to Mr. Campbell's written acceptance of the appointment and Mrs. Roe submitted her resignation from the Board subject to and to take effect upon Mr. Campbell's acceptance.

The Executive Director made his report the Board as follows:

The Income & Expense Statement and the Statement of Net Assets were presented for the period ending May 31, 2006 showing the Corporation is in compliance with Board policies.

The Corporation continues to pursue the mission by sponsoring and conducting public astronomy meetings especially with the Astronomical Society of Eastern Missouri.

An agreement was reached with Lindenwood University to permit the Corporation to use a room in their Weldon Spring Campus for the astronomy center and space outside the building on which to erect various telescope shelters and other observing facilities.

The web site that had been shared previously between Alliance needs and those of the Society was divided into two separate sites with st-charles-astro.org being the

site for Alliance business and ASEMonline.org being the site for the Society.

The Ad Hoc committee to research and develop a whistle-blowers policy reported preliminary results with discussion and recommendation to take up at next Board meeting.

The Ad Hoc committee to research and develop a conflict of interest policy reported preliminary results with discussion and recommendation to take up at next Board meeting.

The Audit Committee reported that the Executive Director had arranged to have the statements from the Bank sent directly to member John Hoff who will review them for unusual or suspicious expenditures before passing them on to the Executive Director for reconciliation with the books of the Corporation. Also, the Executive Director has arranged for Mr. Hoff or some other member of the Board who is on the signature list to sign the contract payments for the Executive Director.

The next meeting is to be Thursday, July 20, 2006 at 5:00 pm at the astronomy center in Weldon Spring.

The meeting adjourned at 7:30 pm

Respectfully submitted,

Yvonne J. Roe, Secretary