



***The Minutes of
The Fourth Annual Meeting of
The Board of Directors of
The Institute for End User Computing, Inc.***

Held on *The 1st of December, 2006*
Via Conference Call
Originated by *AT&T Teleconferencing Services*

**A 501(c)(3)
NOT-FOR-PROFIT
CORPORATION**

The Conference was chaired and called to order by Peter Wasilko. It began with a Quorum Call at 1:05 p.m. Eastern Standard Time.

The Directors had been provided with copies of prior minutes, the meeting agenda, and background materials prior to the meeting, obviating the need to recap the details of the past year's events. Accordingly, administrative matters were the first order of business.

Participating from Remote Locations were:

**Peter J. Wasilko, Esq. - Director, President, Treasurer,
Chief Technology Officer, and Chair of The Board**

Brian Laskiewicz — Director

Kent Norman — Director

Gerry McKiernan - Director and Secretary

Craig E. Watters - Director and Vice President

Unable to participate was Robert M. Akscyn - Director, who we were unable to reach in New Zealand for the call due to the extreme time-zone offset to that part of the world. Also unavailable was Dave Wilemon who had asked to step down effective January 1st, 2007 to focus on his primary duties at Syracuse University and who was occupied by university business at the time of the call.

Leaving early was Craig E. Watters who had to teach a class at Syracuse University.

Both Director Akscyn and Director Watters were given the opportunity to vote on all actions taking place during the meeting after the fact, and they both concurred with all actions taken.

This is a conformed copy of the minutes with minor adjustments to the numbering of motions, the omission of the full text of some voided actions, and various annotations to reflect subsequent developments during the balance of 2006 and the first half of 2007.

There was no need to waive the 10 day advance notice of this meeting since the date had been set during last year's Annual Meeting.

Motion #1 — Resolved that we waive the reading of last year's minutes which were previously approved by an email vote during the year.

Kent Norman introduced this motion which was seconded by Gerry McKiernan and carried with a unanimous vote.

Motion #2 — Resolved that since our time is limited, we should table reports of officers, general planning, and discussion until after all formal resolutions have been voted up or down.

Brian Laskiewicz introduced this motion which was seconded by Gerry McKiernan and carried with a unanimous vote.

Motion #3 — Resolved that Robert Akscyn, Brian Laskiewicz, Gerry McKiernan, Kent Norman, Peter Wasilko, and Craig Watters shall retain their seats as Directors through our next Annual Meeting and that with our deepest appreciation of his past service, Dave Wilemon will resign from his position as Director effective at the end of this year to rotate out to our Advisory Board.

Craig Watters introduced this motion which was seconded by Kent Norman and carried with a unanimous vote.

Motion #4 — Resolved that our 2007 Slate of Officers shall remain:

Peter J. Wasilko — President, Treasurer, Chief Technology Officer, and Executive Director.

Craig Watters — Vice President.

Gerry McKiernan — Secretary.

Brian Laskiewicz introduced this motion which was seconded by Craig Watters and carried with a unanimous vote.

To localize document signing logistics in the New York City region, and thus dramatically cut document transmittal times, the Board Voted in the Spring of 2007 to rotate its Officers with the title of Secretary being transferred from Director Gerry McKiernan to Director Brian Laskiewicz, thus authorizing Brian Laskiewicz to serve as a second signatory on all key regulatory filings.

Motion #5 — Resolved that a Board Search shall be immediately commenced to find one or more new Directors to bring our Board back to full strength.

Kent Norman introduced this motion which was seconded by Gerry McKiernan and carried with a unanimous vote.

Motion #6 — During our Conference Call a motion was introduced by Craig Watters and seconded by Gerry McKiernan which carried with Mr. Wasilko abstaining to memorialize the debt owned by The Institute to Peter Wasilko for expenses he has been fronting on The Institute's behalf. The dollar value was not yet known with certainty pending guidance from an accountant on the resolution of how to classify the various line items in our expense logs under the Accrual Method, the cost of such accounting services, and the determination of the costs of the annual meeting call itself.

The Board then voted by email to vacate this motion in its entirety, pending a final determination of our total liabilities and their breakdown between Accounts Payable and Long Term Debt which was not completed due to third party accounting delays outside of our control until July 31, 2007 when our 2006 990-EZ was finally filed during an approved extension.

Motion #7 — Resolved that The Institute for End User Computing, Inc. shall continue to be legally bound to reimburse Peter J. Wasilko for legitimately reimbursable documented expenses including but not limited to legal & accounting fees, governmental filing fees, and the cost of this conference call — all of which he will continue to loan to the organization until it can sustain itself from public funds.

Craig Watters introduced this motion which was seconded by Kent Norman with Mr Wasilko abstaining since it effects his personal financial position and represented a Conflict of Interests.

Motion #8 — A possible quorum issue was recognized with Mr. Wasilko's abstention and Mr. Watter's need to leave the call to teach a class at Syracuse University, so it was unanimously agreed to confirm this and all subsequent votes via email with Robert Aksycn and Craig Watters.

Motion #9 — Resolved that we continue to table the question of Mr. Wasilko's compensation until the time arrives at which the organization has funds to engage Mr Wasilko as a paid employee and that at that point the Board of Directors or a subcommittee thereof shall make two determinations based on compensation practices of similar organizations with respect to similar services:

- 1) The amount owed to Mr. Wasilko for past services rendered, which may be paid in full or in part over time.
- 2) His salary going forward in compensation for currently rendered services.

Brian Laskiewicz introduced this motion which was seconded by Ken Norman and carried with Mr Wasilko abstaining since it effects his personal financial position and represented a Conflict of Interests.

Motion #10 — This motion which had been moved by Brian Laskiewicz and seconded by Gerry McKiernan authorized Mr. Wasilko to engage outside legal counsel in the drafting of a formal IP Policy for the Institute.

Since this course of action was not yet necessitated by large scale paid or volunteer IP development that may arise in the long term, and since it would have cost at minimum several thousand dollars in short term expenses to put into place, the motion was subsequently vacated via email vote as a cost containment measure.

Motion #11— Resolved that Mr. Wasilko be authorized to continue to engage an outside accountant to handle our accounting needs and to prepare our future tax returns; and that Mr. Wasilko be reimbursed for fronting these costs.

This motion was introduced by Gerry McKiernan and seconded by Kent Norman and carried with Mr. Wasilko abstaining on conflict grounds, as the motion related to his being reimbursed for expenses.

After accruing \$400 of accounting expenses for filing Form 8868 and preparing a draft of our 2006 return, it subsequently became necessary to move our accounting function in-house to avoid additional filing delays. This will further contain costs and permit us to file more detailed and timely disclosures.

Motion #12 — Resolved that to continue to pursue legal fundraising, Mr. Wasilko and Mr. Watters are authorized to sign the fundraising registration forms prepared by Copilevitz & Canter; that Mr. Wasilko be authorized to engage Copilevitz & Canter to prepare any such future filings as may be required or advisable under law; and that Mr. Wasilko be reimbursed for fronting these costs.

This motion was introduced by Gerry McKiernan and seconded by Kent Norman and carried with Mr. Wasilko abstaining on conflict grounds, as the motion related to his being reimbursed for expenses.

As noted above: To localize document signing logistics in the New York City region, and thus dramatically cut document transmittal times, the Board Voted in the Spring of 2007 to rotate its Officers with the title of Secretary being transferred from Director Gerry McKiernan to Director Brian Laskiewicz, thus authorizing Brian Laskiewicz to serve as a second signatory on all key regulatory filings.

Motion #13 — Resolved that Mr. Wasilko be authorized to : Open a Safe Deposit Box and sign any Online Fundraising or similar agreements.

This motion was introduced by Gerry McKiernan and seconded by Brian Laskiewicz and carried with Mr. Wasilko abstaining on conflict grounds, as the motion related to his being reimbursed for expenses.

It was basically a catch-all authorization to move ahead with minor contractual signings as needed to advance the organization's daily operations.

At this point there was a brief discussion of Fundraising, Public Relations, Volunteer Recruitment, Workshop Ideas, areas of technical interest, possible educational initiatives, and ideas for Local Community Outreach in Ossining, New York.

Motion #14 — Resolved, that there being no further business, this meeting of the Board of Directors is adjourned until the first Friday of December — December 1st, 2007.

This motion was introduced by Gerry McKiernan and seconded by Brian Laskiewicz and carried unanimously by those present.

The Meeting was then Adjourned at 1:32 p.m.