
BOARD OF DIRECTORS MEETING MINUTES

Tuesday, February 20, 2018 at 5:30 P.M.

In Attendance:

Linda Dibble, President
Katrina Rowe, Vice President
Deborah Ham Hemphill, Secretary
Lloyd Higuera (Town Board Liaison)
Suzanne Carreau
Terry Lapan, arrived at 5:39 pm
Kim Sperry
Debbi Lehr, MSG Executive Director

Absent: Meredith Fischer, Treasurer and Tara Addeo

Guests: Kathy Tomascak, Pam Ludwig, Mike Chan, Vicki Bates and Daisy Bandofier

1. **Call to Order** at 5:30 P.M. by Linda Dibble, President.

Determination of a Quorum – yes

Linda Dibble moved that the agenda be approved, and Kim Sperry seconded the motion. Unanimously carried.

2. **Public Comment** – Kathy Tomascak and Pam Ludwig as Friends of Main Street Gardnerville.

The talking points for the meeting were as follows:

A) They thanked MSG for their support financially and pointing them in the right direction to get expert opinions for legal research and review.

B) Their challenges were i) learning about 501c3 regulations and formation, ii) recruiting enough volunteers to serve as their staff and achieving consensus with the Town, MSG and the 501c3.

C) In going forward the Friends of MSG board currently stands alone from MSG and they take their own board actions. They emphasized that their sole purpose for forming was to assist MSG in implementing anything that falls in the line with their purpose and is in accordance with IRS regulations for the 501c3.

D) Lastly, they see The MSG Board and the Friends of MSG Board merging. Note: They are still technically called Gardnerville Community Enrichment Council (GCEC) but their board has voted, and they are in the process of changing their name to Friends of MSG. Mike Chan introduced himself and can be of help to us when MSG shifts to a 501c3.

3. **For Possible Action -**

Linda Dibble moved that the minutes for the January board meeting be approved and Katrina Rowe seconded the motion. Unanimously carried.

4. **Treasurer Report -**

There were no questions regarding the treasurer's report. See pages 6 through 10 of the board packet including Profit & Loss Budget vs. Actual, Profit & Loss by Class, Deposit Detail and Expenses by Vendor Summary all for January 2018. Debbi Lehr shared that all double deposited funds now show as negative. Deborah Ham Hemphill moved that the budget be approved and Linda Dibble seconded the motion. Unanimously carried.

5. **Town Manager/Town Liaison Report** – The Board referred to the report on page 40 of the February Board Packet. Both Tom Dallaire and Lloyd Higuera reported on this agenda item. The Plan for Prosperity was highlighted. A great deal of input has been gathered and the actual plan should be out by this fall. Also highlighted was the expansion of the town boundaries consistent with water and sewer companies. This item will need to be approved by the county commissioners. The town is asking for community input and further study of this item. Lastly it was reported that the town has a temporary (summer hire) position open for watering the hanging flower baskets and has received some applications already.

6. **New Business -**

a) **Work Plan Approval.**

The MSG Board referred to pages 11 through 39 in the Board Packet entitled the MSG Work Plan. After the board finalizes the work plan it will go before the town Board next month for review and comment. (Note: Changes may be necessary if TOG doesn't approve the funding amount we are requesting of them) MSG will need to be prepared to address their questions. The county gives us \$10,000 per year. Our true budget is now reflected on the work plan and we may need to refine it should that be requested of us.

As board members went through the plan each committee prioritized goals as low, medium and high specific to monetary items. A column was added that reflects revenue. Debbi is hoping to learn how to pull reports for each committee. Our future goal is to be self-sufficient. Each work Plan for each new year will be due by the end of December the previous year. For Example, the 2019 Work Plan is due December 31, 2018. It was noted that Debbi Lehr added a line for staff costs.

The Board proceeded to go through each committee's work plan line by line and added more detail, deleted verbiage or changed costs as appropriate.

Terry Lapan Moved that the Design Committee Work Plan be approved. Katrina Rowe seconded the motion. Unanimously carried

Linda Dibble moved that the District Vitality Work Plan be approved. Kim Sperry and Terry Lapan seconded the motion. Unanimously carried.

Kim Sperry moved that the Organization Committee Work Plan be approved. Deborah Ham Hemphill seconded the motion. Unanimously carried.

Specific to events, any payments will come through the website and Debbi Lehr reported that we have insurance for the year to cover all events.

Deborah Ham Hemphill moved that the Promotion Committee Work Plan be approved. Terry Lapan seconded the motion. Unanimously Carried.

6. **MSG Executive Director Report -**

The Board referred to Debbi Lehr's report on page 41.

Debbi shared to only use the front door when entering the building.

She completed our accreditation for 2018. The board referred to pages 42 and 43 of the Board Packet as we will need to revisit our vision and mission statements along with the town, governance and Friends of MSG.

Debbi shared that we are in need of redoing the website so that it will be easier to manage. The Board needs to establish a committee to research our needs and we are in the process of recruiting volunteers to help us.

- a) For possible action – Biz Blast Policy
The board referred to pages 56 and 57 of the Board Packet. Debbi Lehr reviewed the changes to the Guidelines for MSG “Biz Blast” and promotion. Terry Lapan moved that the changes made to the Biz Blast policy be approved. Linda Dibble seconded the motion. Unanimously carried.
The current procedures will be immediately sent out to merchants.

8. **Committee Reports** – See minutes submitted to the Board packet.

- a. **Design Committee Report** - No meeting
 - i.. **Heritage Park Gardens Sub-Committee Report** - See pages 45 & 46
 - ii.. **Flower Sub-Committee Report** – See pages 47 & 48
 - b. **District Vitality Committee Report** – See pages 49 & 50
 - c. **Organization Committee Report** - See page 51
 - d. **Promotion Committee Report** - See page 52
 - i. **Coffin Race Sub-Committee Report** - No meeting.
 - ii. **Wine Walk Sub-Committee Report** – See pages 53 &54
9. **Old Business**
The Business Showcase will be April 12th and MSG will set up a booth manned by volunteers.
All board members or volunteers going to upcoming conferences have been scheduled/arranged.
The upcoming Volunteer & Business Recognition event will be either April 24th or 26th once a location has been decided. The February mingle was a big success and attracted 34 participants
9. **Affiliation Reports: None.**
11. **Adjournment** - Linda Dibble adjourned the meeting at 7:21 P.M.
12. **Next Meeting Date:** March 20, 2018 at 5:30 P.M.

Minutes respectfully submitted by Deborah Ham