

Historic Valley Junction Foundation
Board of Directors Meeting Minutes
Tuesday, November 23rd, 2021
4:30 pm

Present: Boeynik, Coe, Cooper, Fox, Hentzen, Keigley, Wells
Cooper joined at 4:45 pm
Fox left at 5:34
Absent: Goodrich, Trevillyan
Staff: Frevert

1. Call to Order

- Meeting was called to order by Wells at 4:38 pm

2. Consent Agenda

- a. Approval of Agenda
 - b. Approval of Minutes
 - c. Accept September Financials
- Fox moved. Keigley seconded. Consent Agenda was approved.

3. Executive Director's Report

Vicky Long Hill let Steve know that the City is considering a petition to add signage on the Maple street signs in honor of John and Barbara Long

- If anyone is interested in touring the Phenix building, Steve has arranged for a tour on Wednesday, December 1st at 2:00 pm

4. Old Business

- Review of revised Mission Statement

Boeynik moved to amend the proposed mission statement to:

“The Historic Valley Junction Foundation’s mission is to guide the evolution of the original Valley Junction district by preserving and honoring our historic character, supporting small businesses, and connecting the community.” Coe seconded. All approved.

- Review of revised Vision Statement

Hentzen moved to keep the current Vision statement and workshop this more.

Boeynik seconded. All approved. As Fox mentioned, we want to work on this more to make it more aspirational.

5. New Business

- ***Steve's 90-day review***

Wells proposed that Exec do the 90 day evaluation.

Fox moved. Boeynik seconded. All approved.

- ***Mileage and expense reimbursement policy***

Steve presented the research he did to put this together for staff, board and volunteers – authorized expenses. Coe moved to accept the Policy as is. Fox seconded. All approved.

- ***SBA Loan forgivable loan***

We were invited to apply and qualified due to income loss for an eight week period after March 2nd, 2020 compared to 2019.

Fox moved that we proceed with this application. Jason seconded. All approved.

- ***Bylaws***

Meredith gave an overview of the biggest changes. Most were regarding the BOD. Steve clarified that simply put, the board elects its own members. The proposed bylaws were put together by an attorney who specializes in non-profit law per recommendation from Michael Wagler.

Coe moved to approve the amended bylaws. Keigley seconded.

In discussion, we agreed to lower the minimum number of directors to 5. Steve went through the amended bylaws.

Hentzen moved to approve the amended bylaws with the above agreed upon change. Cooper seconded. All approved. Steve will communicate to the district that new bylaws were adopted and if anyone would like to see them, they can stop by the office to get a copy.

- ***Articles of Incorporation***

Hentzen moved to approve the restated Articles of Incorporation. Keigley seconded. All approved.

These will be sent on to the attorney to file with the state.

- ***Committee Re-establishment***

Steve reviewed the resolution regarding standing committees

Keigley moved to approve the re-establishment of all the committees. Cooper seconded. All approved.

- ***Board Member Nomination Process***

Steve presented the Organization Committee Work Plan.

Coe moved that we approve the presented work plan with the adjustment of changing 'incoming president' to 'Vice President'. Keigley seconded. All approved.

- ***Selling of Toro***

Technically this is an Executive Director decision to sell the broken down, used Toro, but for the sake of transparency, this was brought to the board that we will be selling it.

- ***Year End Ask***

Steve has been researching what has been done in the past. Working on a letter to send out with giving level options.

- ***Strategic Planning Meeting***

Tuesday, December 21st at 6:00 pm

-
6. Treasurer's Report

- Keigley noted that we wrote off the petty cash lines because it did not exist. The belief is that this money was deposited with an event deposit.

7. Committee Reports

- a. Design – Hentzen shared that Steve, Steph and herself did a walk-around on 5th street to determine where we would recommend new benches and trash cans since Sally stated that they could request some money in their city budget for this.

The city put up the banners that we currently have and the planters have been changed out to the holiday décor

- b. Promotion – Coe shared that they met yesterday.

They are developing an event feedback questionnaire

Steve mentioned that we received really good feedback from the Merchant Mtg.

Meeting was adjourned at 6:57 pm

Minutes respectfully submitted by Lynnae S. Marty Hentzen on 11-23-21