

## BOARD OF DIRECTORS MEETING MINUTES - Draft

Monday, April 12<sup>th</sup>, 2010

Those present: Richard Sandberg, John Van Heel, Gary Gliem, Neil Reardon, Christopher Hoffer, Mike Marn, Janine Jelks-Seale, Bob Hansen, Pat Hafvenstein, and Jana Metge (CLPC Coordinator)

Those absent: Neil Carlson

I. Richard called the meeting to order at 6:37 p.m.

A round of introductions were conducted and new Boardmembers - Janine, Christopher, and Mike welcomed.

*The following announcements were made:*

- Jana reported that **131 Oak Grove** came in front of the Heritage Preservation Commission on April 6<sup>th</sup> and it passed unanimously. **337 Oak Grove** is expected to be nominated by Councilmember Goodman at the next City Council meeting and estimated to be in front of the Heritage Preservation Commission in May.
- **Neighborhood Breakfast** is being sponsored by and held at Loring Kitchen and Bar from 8:00 a.m. to 2:00 p.m. this Sat., April 17<sup>th</sup>. 20% of the proceeds will be donated to CLPC.
- **MCTC Health Fair** is this Wednesday, April 14<sup>th</sup> in the MCTC Cafeteria. CLPC will have a table. Bob encouraged Board to stop by and/or assist with volunteering at the booth.
- **Community Meeting** on the Bike Crossing at 15<sup>th</sup>/Lyndale/Hennepin and 15<sup>th</sup> Street Bike lanes will be held this Thursday, **April 15<sup>th</sup> from 6:30-8:00 p.m.** at the Park. Designs will be reviewed; question and comments encouraged from participants.
- **"Community Sing"** will be Tues., April 20<sup>th</sup> from 7:00-8:30 p.m. at Loring Park Com. Ctr.
- **Orchestral Hall Design Team** – Dick reported that he has been the CLPC Representative to this design team. He distributed photos of the proposed re-design and requested to give an update at an upcoming Land Use meeting (May was proposed).

Jana distributed the CLPC Conflict of Interest policy and asked board members to read. Upon reading, they are to sign that they have read and understood the policy and return for the CLPC file. Should a boardmember feel that they have a Conflict of Interest, there is a separate form then to complete to disclose this conflict. Once disclosed, the boardmember will be asked to abstain from voting on the issue or participate in the discussion in which the conflict of interest is declared.

Dick announced to the Board that he is resigning both as President and as a member of the Board. He expressed his thanks to the Board for all that they have done and members of the Board thanked him for his dedicated service. Dick has been a boardmember for 8 years, chaired both the Livability and Land Use committee, participated in the 2008 Fundraising committee, 2009 bylaw workgroup, and did our 1<sup>st</sup> written Annual Report this year. He stated that he wants to remain on Land Use and the Master Plan Committee. Both his 2010 travel schedule and wanting to be able to speak out on City issues as a individual were reasons stated for the resignation. He gave the example of being opposed to the TIF District re-certification and use of these funds for Neighborhood funding, though he stressed that he felt neighborhoods should be funded.

**April 2010 Board Agenda** – Proposal to amend the agenda to put the Master Plan report followed by Land Use Committee report.

**Motion: That the Agenda be approved as amended.** *Unanimously approved by consensus.*

**March 2010 Board Meeting Minutes** - Tabled until the May 2010 Board meeting.

**2010 Annual Meeting Minutes** – Jan Sandberg completed and distributed this year’s Annual Meeting Minutes. They will be available for distribution and review at the 2011 Annual Mtg.

**Motion: To accept and receive the 2010 Annual Meeting Minutes.** M/S/C  
Motion passed unanimously. *Gary/Bob*

**2009 Annual Meeting Minutes** – These minutes were available at the 2010 Annual Meeting. They had never been officially accepted by the CLPC Board. Jana asked if the Board wanted to accept and receive them.

**Motion: To accept and receive the 2009 Annual Meeting Minutes.** M/S/C  
Motion passed unanimously. *Pat/Neil*

**II. Bylaw Update** – Following the Annual Meeting, our membership approved bylaws were forwarded to our CPED/Citizen Participation contract manager. They had a couple of additional suggestions, so Dick Sandberg followed up with Bob Cooper on this. Under the “Bylaw Amendment section” (Article XIII) Bob Cooper felt that the paragraph was not clear enough. Presently it states that “if authorized by the membership pursuant to Minnesota Statutes, Section 317.27, Subdivision 3, the By-Laws may be amended by the Board of Directors. Directors must be given proposed amendments in writing at least one week in advance of the Board meeting at which such amendment shall be considered. Amendments shall require a two-thirds (2/3) vote of the entire Board of Directors.” Our practice is that any member of the organization can offer a bylaw amendment for consideration and we have had bylaw workgroups in the past. But, we post the change to the membership and vote at the Annual Meeting by the members. This should be reviewed for 2011 to clarify and ensure that the bylaw reflects our practice, as well as compliant to the Non-Profit State Law.

Dick also pointed out a typographical error under the Indemnification section and suggested that we have a tutorial on what this section means for the board.

**III. Master Plan Request for Proposal (RFP) / Land Use Committee Report**

John reported that this draft RFP is a year’s work of the Master Plan Steering Committee. They began this process last April. Other neighborhood plans were reviewed, all of our existing CLPC Land Use / Transportation plans were reviewed, and then a Scope of Services developed. Following the completion of the Scope of Services, the other components of the Request for Proposal were completed. This draft RFP has gone through both the Master Plan Steering Committee, as well as the Land Use Committee. We have worked with City Planner, Beth Elliott; City Planning Commissioner Lauren, and NRP Specialist Joe Horan on this RFP. Board approval is requested. Once approval is received, Jana will work with the City to post the RFP through a public process.

It was clarified that until publicly posted, this draft RFP is a confidential document. Should a consultant team get it earlier than the public post, they would have an advantage over other teams. We need to ensure a fair and equal process. Additionally clarified was that any

questions by consultants should be directed to Jana. She will ask for them in written form so that all questions and responses related to the RFP will be documented vs. verbal.

Once public, Board and Committee members may certainly spread the word of the posting to anyone that may be interested. The City provided Jana with a listing to post the RFP to. It will also be posted on our website and on the City's website. John and Jana will get written approval on the RFP by both Joe Horan/NRP and Beth Elliott/City Planner, prior to posting.

John walked through the Scope of Service, the timeline, and talked about the potential for the Loring Park Neighborhood to become the 1<sup>st</sup> LEED certified Neighborhood in the Country. CLPC applied for an intern through the CURA program at the U of M and we were approved.

To date, there are eight (8) applicants. If Boardmembers are interested in participating with the intern interviews or selection process, they should contact John or Jana. The application is available through John/Jana if anyone would like to read it. This intern will work on surveying the Loring Park neighborhood on LEED qualifying factors. Additionally, John reported that he had made contact with Laura.....from the Minneapolis Planning Commission who sat on the national team which created the LEED neighborhood certification requirements. She also serves on the Board for the MN Green..... She has agreed to volunteer her time to assist us with this component, as well as to be on the team working with our CURA intern.

**Motion: That CLPC approves the Loring Park Master Plan Request for Proposal.  
M/S/Consensus – Approved Unanimously. Neil/Gary**

**Historic Resource Task Force** – John reported on the current risk to several of our Historic Properties. 131 Oak Grove, Wesley Church, and 337 Oak Grove are all vacant. Additionally, the Lyon House is for sale and the Wells Mansion owned by MCTC in disrepair. Land Use Committee supported the idea to create a workgroup on these issues. John reported that with only \$49,000 for the Master Plan, there is not enough funding to do this historic piece through a consultant which is imperative for inclusion in the Master Plan. He felt that volunteers could get a lot of this work completed and that we could also apply for another CURA intern to assist.

Jana asked that the board review the proposed framework and structure for the workgroup to give it some direction from the board. The workgroup can then take the document and add / delete any items and return it for approval. Additionally, Jana suggested that this begin as a Task Force and report through the Land Use Committee to ensure coordination with the Master Plan effort and efficient use of limited staff resources. Should there be extended desire and volunteer commitment, the Board could at that time consider creating a separate committee.

The recommendation reads that “the membership of the task force be up to 10 participants to include Dee Montgomery from the adjacent neighborhood due to her expertise in historic preservation, a representative from the historic churches, and a mansion resident.” It is proposed that the recruitment of members be in April and May 2010 and that the 1<sup>st</sup> meeting be convened in May. The Purpose for the Task Force comes from our NRP Phase II plan – **The Loring Park Neighborhood will preserve its historic fabric and character.** The timeline and tasks will be determined by the workgroup, though identifying and prioritizing historic resources, doing research work on these resources, and investigating steps for the proposed historic districts per the completed Historic Asset Inventory completed by the City of Minneapolis.

**MCTC Master Plan** – John and Dick reported that there has been much feedback to CLPC on the MCTC Master plan which is 50% complete, and scheduled to be presented to the MCTC Trustees in June. LHB is doing this Master Plan for MCTC. Bob Copeland had looked into the Master Plan from the MCTC website and found that there are proposals to demolish the Wells Mansion and several other buildings in the Harmon Historic District. We heard from Bellevue

residents that they did not wish to be in the middle of a college campus and opposed the proposal to expand the campus. This topic is scheduled for discussion and CLPC Action at the

**April 26<sup>th</sup> Land Use meeting.** We will then forward our discussion and recommendations to MCTC and ask that they return to our May Land Use meeting to discuss with us which of our recommendations led to change in the proposed Master Plan. Individuals are also encouraged to enter comments on the proposed MCTC Master plan through their website. CLPC has forwarded this link to Land Use, Master Plan, Bellevue residents, and Traffic Calming members.

John reported that pending any legislative conflicts, Senator Scott Dibble will be at our April Land Use Committee meeting. He will report on legislative items that may affect Loring Park, such as the "Complete Streets" Legislation. It was suggested that we also bring up the issue of the cattails and the present DNR stance.

#### **IV. CLPC Officer Elections**

Gary Gliem was nominated as President by Mike Marn/seconded by Pat Hafvenstein. John Van Heel was nominated as Vice President by Neil Reardon, seconded by Pat Hafvenstein. Neil Reardon was nominated as Treasurer by Gary, seconded by Christopher and Christopher Hoffer was nominated as Secretary by Bob, seconded by both Gary and Pat. All nominated agreed to their nominations for these offices. Dick asked for further nominations. Nominations closed, no others were offered.

**Motion: That CLPC approve CLPC Officer nominations by acclamation. M/S/C**

*Mike/John Unanimously approved.*

Dick also asked that Committees select their chairs at their April meeting. The bylaws state that the board is to appoint committee chairs following the Annual Meeting. Bob announced that his April agenda states that Committee chair will be selected in May under the announcement section. Land Use has it on their agenda in April under announcements.

#### **V. Livability Committee**

Bob Hansen reported that there was no March Committee meeting. April meeting is scheduled for discussion on Community Events – PRIDE, Loring Park Arts Festival, MCTC Health Fair, and 2 National Night Out parties. Bob stressed that outreach is a crucial component to the survival of CLPC. Booths at these events allow more exposure for CLPC, an opportunity to recruit participation, and an opportunity to share what we are 2010 projects & goals are. Jana talked about the possibility of a Fall event which Scott Mayer is organizing. It is in very preliminary phases presently. The event goal is to promote the arts and businesses, though it could be an opportunity to market rental and condo units. A proposed date is the weekend of Sept. 10-12<sup>th</sup>. Jana has attended 2 initial meetings. She will bring more details to the Board as the event evolves. Other folks at these meetings were Miriam Must (Red Eye Theater), the Walker Art Center, David Bank (Loring Kitchen & Bar), Sasha Mayer (resident), Barb Jacobs (realtor), Spyglass (local business doing up ideas for branding the event), Patti-Healey Weber (The Woman's Club of Minneapolis), and Jana. Both St. Paul and Minneapolis Mayors have selected a neighborhood to promote. St. Paul's neighborhood is the area around Raymond and University. The goal is to create a model that can be duplicated by other neighborhoods in the city and an event which is sustainable. Presently, Scott is assessing interest, ideas, and available resources. He submitted a grant for this to the Metropolitan Regional Arts Council.

The May Livability meeting will feature 911 and 311 staff, along with participation from the City Attorney, County Attorney, Park Police, and Minneapolis Police. This was set up based upon concerns raised at the March 2010 Annual Meeting.

#### **VI. Finance Report & Fundraising Update – Gary Gliem & Jana Metge**

Gary reported that our **\$10,000** application for NCEC "**Bridge**" **Funding** was granted and that

contract work is completed and the funding available on a reimbursement status.

Gary asked everyone to Spread the Word about Saturday's **Neighborhood Breakfast** sponsored by Loring Kitchen and Bar from 8:00 a.m. to 2:00 p.m.

Gary reported that the 2010 fundraising is going well. He stated that our 2010 fundraising goal is \$15,000 of individual contributions. To date we have raised a total of **\$4,820.58** in month 3 of our fiscal year. This includes approximately \$1,500 from the end of year annual campaign and \$3,320.58 from our Love Loring fundraising event. The Woman's Club has told us verbally that they have our \$3,000 from a grant request, but we have not yet received it.

Jana distributed copies of the electronic transfers for NRP Reimbursements and the completed NRP Reimbursement form #6 for Board review. Gary reported that the NRP Reimbursement for \$13,384.89 included a NRP reimbursement request of \$11,384.89 and our \$2,000 of CPED Citizen Participation funding. Another NRP reimbursement request of \$9,590.16 was submitted and electronically transferred.

Jana walked the board through the steps of determining goals, approving the NRP Plan, determining contract scopes, the reimbursement process, and the electronic transfer of funds from the City to our account. Bills are cut by Jana and approved/signed by Gary, the Treasurer. The accountant reconciles the monthly checking and savings accounts. She also inputs all NRP reimbursement requests and then ensures that the funding transferred, matches the request. If not, Jana follows up with the contract manager. The accountant then prints out the items for the next reimbursement request and Jana processes them per the appropriate contract and completes the reimbursement forms.

Gary reported that the March end Checking account balance was **\$35,193.98** which is approximately 7 months of CLPC operations at \$5,000 per month. With the additional \$10,000 available to us per reimbursement from NCEC grant, we have 9 months in month 3 of our fiscal year. There are 9 months of the year remaining, so for the monthly day-to – day cash flow we are covered. Our savings account has **\$1,305.01**.

Gary reported that our quarterly Payroll tax report and taxes have been paid. They were filed electronically by Paychex Payroll Company, with notification delivered to CLPC.

Gary and Jana reported that the IRS – 990 tax report and our Attorney General's Charities Division Annual Report are due on **May 15<sup>th</sup>, 2010**. Jeanne and Jana completed the 2009 close out prior to the Annual Meeting in March and Jana has completed the 990 narrative and sent it to Jeanne (accountant). Jana reported that a new IRS compliance is for the board to review the 990 prior to submission, so our goal is to have this completed by the May Board meeting for review. If this timeline does not work out for the accountant, she will file a 3-month extension with the IRS and Attorney General's office.

Gary reported that the next steps in our 5-Prong 2010 Fundraising Plan is Parking Lot Sales at PRIDE & Wine Tasting Event. Gary has not heard anything from Ed Newman on the wine tasting event yet. Dick stated that there is nothing yet on the Uptown Business Association website about it. Last year it was held in June. Tickets were \$25.00. There were 100 wine distributors and neighborhoods got to keep 100% of the tickets sale revenue for the tickets they sold. Ed had participating in this with the neighborhood he lived in and got CLPC involved last year. Volunteer participation is one of the components for this event. Ed did the volunteer work in 2009 during the event.

Pat confirmed the use of the World Mission Parking lot for parking lot sales during PRIDE, but asked Jana to follow up on insurance / liability issues for the next Board meeting. Gary and

Jana will meet with The Woman's Club about the use of their parking lot, and an additional parking lot is being researched.

Jana will ask PRIDE folks if there is a way to reserve parking and pay in advance for the spot. Then, CLPC could just send parking passes and the volunteers would need only to check for those parking passes vs. having to handle money.

Gary asked the Board for support for a **2011 "Love Loring"** Event. Possible locations are The Woman's Club or Café Lurcat. Bob felt that we should hold it in The Woman's Club again, it was a class act and we should hold it at the same place in year 2. Dick expressed concerns about the cost per person at the Club of \$35/plate and that no % of bar sales went to CLPC. Gary suggested Thursday, Feb. 10<sup>th</sup> or Friday, Feb. 11<sup>th</sup>. Gary asked the board to give him feedback as to whether the event should be on a Thursday or Friday and on possible locations.

**Motion: CLPC Supports a 2011 Love Loring Event. M/S/C Passed Unanimously.**  
*John/Neil*

Gary reported that a final evaluation of the 2010 event will be held in May and then a planning committee put together for the 2011 event. Jana stated that the goal will be to pick a date and have flyers and tickets printed by October, so that we are not rushed to sale tickets and that they are available for Holiday gifts.

### **2010 Operating Budget**

Jana walked through the income and expense items on the 2010 budget. Gary had talked about cash flow and Jana reiterated that we have enough funds in the bank and available from contract reimbursements for base operations of salary, rent, payroll taxes, general liability insurance, phone, and internet. Current fundraising would cover the line items of equipment, health benefits, printing, postage, and office supplies. Though budgeted, Jana explained that she worked to get items donated and did not purchase items or expend line items that we did not have cash flow to cover. Gary stated that the NCEC funding would cover 2 months of rent, some printing, accounting, and some payroll that NRP Phase II contract does not cover. Jana stated that the CPED/Citizen Participation grant is dedicated to the general liability insurance.

Gary, John, Jana, and Bob Hansen met and reviewed the budget and the committee chairs proposed new items to be added (that can be covered by NRP Phase II plan funds not yet contracted or expended). These items were more funding for events and money for CLPC marketing items such as t-shirts, pens, mugs. Jana reported that another option for tshirts would be to get a sponsor to underwrite the cost. This would pay for initial production and then revenue from t-shirt sales could pay for the rest. Jana also reported that the idea for a Loring Business Association membership arose this month. Dick stated that the cost of the monthly lunch had risen from \$10/month to \$25/month. Dick has spoken with Michael McLaughlin and he had encouraged CLPC to buy a \$125 membership. With a membership, CLPC lunch costs would be \$10/month. Dick felt that CLPC should be able to attend the meeting to share information at no cost, or for no more than \$10/month and that a membership should not be required because of our past history with LBA.

Jana also reported to the Board, that when this budget was put together, the NCEC criteria for Bridge funding had not been put together and we didn't know whether we would have these funds in 2010 or not. Additionally, when we took Board action to use unspent NRP Phase I funds for administration, the idea had been that we would still be working off of the Phase I contract. Joe Horan, our NRP Specialist, moved them to our Phase II contract and asked us to begin to close out our NRP Phase I plan. With that, Jeanne (accountant) and Jana worked to go through the Phase I accounts and ensure that all items in our accounts had been closed out.

This work had not anticipated to be done in 2010, so any additional revenue from a Phase I close out was not projected in the budget. For action next month, Jana is proposing that we increase the Phase I and Phase II income line items both to \$22,000 with a total projected

Income of \$128,500 vs. \$125,686. She asked the Board to review these proposals for action next month. Jana also commented that until we met our fundraising goal, she would not expend the Health Benefit line item, even though Paychex is willing to set up an individual health benefit plan. Pat expressed concern and that this Health Benefit should be an expense priority. This will be a topic of discussion at the May Board meeting.

Dick reported to the Board that the Coordinator Contract had a statement in it that the Board is to review the CLPC Operating budget and cash flow quarterly to ensure that there is enough funding for the Coordinator position. Dick stated that should we not have funding to end the year, we needed to give ample warning to staff, so that vacation could be used prior to layoff.

**VII. Coordinator Report** – Profit and loss statements, along with the March/April Coordinator’s report were distributed.

**Board Orientation** – Pat Hafvenstein offered to host this at the World Mission Prayer mansion, 232 Clifton and provide dinner for all. The time was set for 6:30 p.m.. the 2<sup>nd</sup> Monday of May.

Dick asked for the newly elected President and Secretary of CLPC to sign the newly approved bylaws. Jana will follow up with the Secretary of State’s office for submission procedures and report at the May Board meeting.

**VIII. The meeting was adjourned at 8:20 p.m. Bob/Gary**

*Respectfully submitted,*

*Christopher Hoffer/CLPC Board Secretary/JLM*