

Minutes of March 18, 2010

Main Street Crestview Association Board of Directors Meeting

The data reflected within these proceedings constitutes an extrapolation of information possibly elicited from notes, observations, recording tapes, photographs and/or VCR tapes. Comments reflected herein are sometimes paraphrased, condensed and may have been edited to reflect essential subject matter covered during the meeting. Background data of greater detail is on file with the City of Crestview Administrative Services Department. Parties interested in receiving a verbatim account of the proceedings are responsible for coordinating with the Administrative Services Department pursuant to Crestview Policy 91-1, Duplication of Public Records, Chapters 119 and 283, Florida Statutes and Attorney General opinions in force at time of enactment of Policy 91-1. Notice of Meeting was given pursuant to Chapter 286.011, et seq. Florida Statutes.

Board Members Present

Cindy Harris, Secretary/Treasurer
Bob Lynn
Cal Zethmayr (in at 6:16 p.m.)
Ellis Conner
Nancy Bass
Nathan Boyles
Viola Owens
Will LaMar

Board Members Absent

Mickey Rytman, President
Ron Gautney, Vice-President
Frances Gautney
Jane Shaw
Julia Phillips
Kathleen Bowman
Pat Hollarn

Other Association Members Present

Anita Helton

Staff/City Liaison/Media/Visitors Present

Bill Kilpatrick, Main Street Program Director

1.) CONVENE MEETING

Following a request by attending Board Officer Cindy Harris to conduct the meeting, Program Director Bill Kilpatrick called the Main Street Crestview Association Board of Directors meeting to order at 6:03 p.m. on March 18, 2010, in the Crestview City Hall Council Chambers.

2.) CONSIDER MINUTES APPROVAL OF 02-18-2010 BOARD OF DIRECTORS MEETING

The minutes from the Board of Directors meeting of February 18, 2010, were available for approval consideration. A motion to approve the minutes was made by Bob Lynn and seconded by Nathan Boyles. The motion was approved by a vote of 7 ayes and 0 nays with 8 members absent.

3.) SECRETARY-TREASURER'S REPORT / REQUESTS / COMMENTS

Cindy Harris, Secretary/Treasurer, provided the treasurer's report for the period since February 18, to the Board and others in attendance, as follows:

Balance Forward from the February 18, 2010, Treasurer's Report: \$20,223.19.

Total Revenue Received for the Period since February 18, 2010: \$500.00.

Total Expenditures for the Period since February 18, 2010: \$1,106.40.

The March 18, 2010, MSCA Checking Account Reconciled Balance: \$19,616.79.

A motion to approve the treasurer's report, as presented, was made by Bob Lynn and seconded by Will LaMar. The motion was approved by a vote of 7 ayes and 0 nays with 8 members absent.

Note: Based on prior Board of Directors authorization, a copy of the entire treasurer's report shall be incorporated into and attached as part of the printed record of minutes (kept at the MSCA office at City Hall) of each Board of Directors or General Membership meeting that has a full treasurer's report submitted and approved.

Director Kilpatrick informed those present that Mr. Zethmayr called to say that he would be approximately 30 minutes late in arriving at tonight's meeting and that Ms. Hollarn emailed to express her regrets for not being at tonight's meeting, she is out of town on business.

4.) STANDING COMMITTEES CHAIRPERSON'S REPORTS / REQUESTS / COMMENTS

The standing committee chairperson's reports are as follows:

Economic Restructuring Committee:

The Economic Restructuring Committee Chairperson, Ellis Conner, brought it to the Board's attention that MSCA is operating under an old set of By-Laws and he recommends the Board consider making revisions to the current By-Laws as soon as possible. Mr. Conner asked Mr. Kilpatrick to obtain copies of By-Laws from other local organizations for comparison, and bring them to the next MSCA meeting. Mr. Conner stated that a committee could be formed to work on the By-Laws revision at the next meeting as well.

Design Committee:

The Design Committee Chairperson, Nathan Boyles, was in attendance, but had nothing to report.

Board Member Cal Zethmayr arrived at 6:16 p.m.

Promotions Committee:

Promotions Committee Chairperson, Cindy Harris, stated that she had received a request from Anita Helton, MSCA member and owner of Yesterday's Treasures and Antiques on Main Street, to have another sidewalk sale, possibly on the Saturday before Mother's Day, May 8th. Ms. Harris stated that she had spoken with Frank Parker, with Okaloosa Insurance, and received a quote of \$367.50 for \$2 Million General Aggregate Liability Insurance. This premium will cover MSCA for up to four sidewalk sales/bazaar type events, from May 8th through December 31, 2010, and would average out to approximately \$92 per event in insurance costs, if 4 sales were held. Ms. Harris had previously asked fellow Board Member Viola Owens to speak with some other Main Street business owners to see if they have any interest in the sidewalk sales and if they would consider contributing a small amount of money to help MSCA offset the cost of the insurance, as this type event has previously ended in a loss, expense wise, for MSCA. Ms. Harris asked Ms. Owens to report on what she found out: Ms. Owens stated that she had indeed spoken with several downtown business owners and most of the feedback was very positive. Ms. Owens said that she has received commitments, in the amount of \$30.00 each, from five downtown business owners, toward the cost of the insurance, should MSCA decide to pursue the downtown sidewalk sales again. A motion to authorize the Promotions Committee Chairperson to decide the fee that sidewalk sale participants will be charged, and authorization to approve the expenditure of \$367.50 to purchase General Liability Insurance for the sales events, was made by Ellis Conner and seconded by Nathan Boyles. The motion was approved by a vote of 8 ayes and 0 nays with 7 members absent.

Organization and Membership Development Committee:

The Organization and Membership Development Committee Chairperson, Cal Zethmayr, informed the Board that the Depot Committee will meet again on Friday, March 26th, at 9 a.m. in Council Chambers at City Hall.

5.) MAIN STREET DIRECTOR'S REPORT / REQUESTS / COMMENTS

The City's Main Street Program Director, Bill Kilpatrick, addressed the Board regarding the possible need of Professional Liability and Directors' and Officers' Liability Insurance. Director Kilpatrick provided an excerpt from an article written by Joan Jefferson, State of Florida Main Street Program Director/Coordinator, in the February-March, 2010, issue of the *Main Street Minute*. In this article, Ms. Jefferson stated, "To safeguard against the possibility of personal liability, we recommend that all FMS (Florida Main Street) programs carry professional liability and directors' and officers' liability insurance. This insurance provides financial protection for the directors and officers of the organization in the event they are sued in conjunction with the performance of their duties as they relate to the organization." Mr. Kilpatrick asked the Board if it were interested in obtaining the cost of the liability insurance for the officers. After some discussion, those present agreed and asked Mr. Kilpatrick to get prices for the insurance and compare the price from the State or National level with a local agent, preferably a MSCA member.

Mr. Kilpatrick reported on a new MSCA member, Ms. Joyce Cates, of Emma J's closet, 269 N. Main Street.

Director Kilpatrick gave a list of members that need to be contacted for renewal: Karen Spell, Michelle Yardley of Bella Donna Day Spa, Betty Ostrander of White Sands Tanning, Curtis Brannon of Brannon/Toney Law Firm, and Hank Chamberlain. Mr. Kilpatrick stated that he has already mailed two friendly membership renewal reminders to each of these members, but asked if anyone present may have contact with these members, to possibly mention their renewal to them.

Mr. Kilpatrick asked if any of the Board members may have the opportunity to contact Rodney James, of James Gang Amusements, while they are in town conducting the Spring Carnival (sponsored by the Historic Preservation Board), to verify

that they will indeed return to Crestview to set up for MSCA's Fall Carnival during the first week of November, 2010. Past attempts to reach Mr. James, by phone, have been unsuccessful. Mr. Zethmayr said he had been speaking with Mr. James already regarding carnival advertising and he would be happy to go talk to him again for MSCA and would report his findings to President Rytman.

6.) BOARD PRESIDENT'S REPORT /REQUESTS / COMMENTS

President Mickey Rytman was not in attendance.

7.) CONSIDER OTHER BUSINESS AS NECESSARY

Bob Lynn reminded the Board of the upcoming Military Appreciation Day, which will be held on Armed Forces Day, May 15, 2010, at Spanish Trail Park on Stillwell Blvd. Mr. Lynn asked the Board for a \$500.00 sponsorship, as MSCA has done previously. A motion to approve the expenditure/contribution was made by Ellis Conner and seconded by Cal Zethmayr. The motion was approved by a vote of 8 ayes and 0 nays, with 7 members absent.

Nathan Boyles reminded everyone present of the Crestview Area Chamber of Commerce's annual Triple B Festival event, which will be held on Saturday, March 27th.

Cindy Harris took a moment to express her gratitude to everyone for the support and help that they have provided and for the opportunities she has enjoyed as the Promotions Committee Chairperson over the last 2 years. Ms. Harris stated that she has met some wonderful people and has had a lot of fun in the planning of MSCA events, but due to personal time restraints, she regretfully has to resign this position, effective immediately. Ms. Harris went on to say that before she made the final decision to resign, she spoke with Viola Owens and asked if she would be interested in taking over as the committee chairperson. Ms. Harris said that Ms. Owens was very excited and interested in the position and she (Ms. Harris) feels that Ms. Owens will be an asset to MSCA in this position. Ms. Harris further stated that she wishes to remain a MSCA Board member and Secretary/Treasurer at this time and hopefully as long as the Board desires. With that being said, a motion to vote Viola Owens as the new Promotions Committee Chairperson was made by Cindy Harris and seconded by Ellis Conner. The motion was approved by a vote of 8 ayes and 0 nays, with 7 members absent.

8.) ADJOURN MEETING

A motion to adjourn was made by Nathan Boyles and seconded by Ellis Conner. The motion was approved by a vote of 8 ayes and 0 nays with 7 members absent. Director Kilpatrick declared the meeting adjourned at 6:51 p.m.

Minutes approved _____ / not approved _____ at a

Main Street Crestview Association meeting on: _____.

Vote: _____ ayes, _____ nays, _____ absent.

Mickey Rytman, President

Cindy Harris, Secretary/Treasurer