

Minutes of May 20, 2010

Main Street Crestview Association General Membership 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

Mickey Rytman, President
Ron Gautney, Vice-President
Viola Owens
Cal Zethmayr
Ellis Conner
Jane Shaw (in at 6:03 p.m.)
Bob Lynn
Julia Phillips
Nancy Bass (in at 6:13 p.m.)

Board Members Absent

Cindy Harris, Secretary/Treasurer
Frances Gautney
Kathleen Bowman
Nathan Boyles
Will LaMar
Pat Hollan

Other Association Members Present

Linda Parker (Association Member and Primary City Council Liaison)
Rae Schwartz
Bob Fiddler
Michael Wing
Kathie Folley (in at 6:10 p.m.)

Staff/City Liaison/Media/Visitors Present

Bill Kilpatrick, Main Street Program Director

1.) CONVENE MEETING

President Mickey Rytman called the Main Street Crestview Association General Membership meeting to order at 6:02 p.m. on May 20, 2010, in the Crestview City Hall Council Chambers. For the record, Mr. Rytman pointed out to the attendees that at a General Membership all Association Members (not just Board Members) are eligible to vote and that a quorum was present so that this meeting could be conducted without delay.

Association Board Member Jane Shaw arrived at 6:03 p.m.

2.) CONSIDER MINUTES APPROVAL OF 04-15-2010 BOARD OF DIRECTORS MEETING

The minutes from the Board of Directors meeting of April 15, 2010, were available for approval consideration. A motion to approve the minutes was made by Bob Lynn and seconded by Ellis Conner. The motion was approved by a vote of 12 ayes and 0 nays with 42 eligible-to-vote Association Members absent.

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

Cindy Harris, Secretary/Treasurer, had to be out of town and was not in attendance. She had requested before the meeting that the Main Street Program Director, Bill Kilpatrick, present her usual treasurer's report to the meeting attendees on her behalf. Mr. Kilpatrick provided the treasurer's report (that Ms. Harris had prepared) for the period since April 15, 2010, to the meeting attendees, as follows:

Balance Forward from the April 15, 2010, Treasurer's Report: \$18,713.74.

Total Revenue Received for the Period since April 15, 2010: \$323.00.

Total Expenditures for the Period since April 15, 2010: \$1,385.32.

The May 20, 2010, MSCA Checking Account Reconciled Balance: \$17,651.42.

Ms. Harris had requested that the following information and comment shown on her provided treasurer's report be specifically mentioned by Mr. Kilpatrick at this Association meeting and be incorporated into the minutes of the meeting:

Treasurer's Note Reference the Recent 05/08/10 Sidewalk Sale Event:

The Event's Income, including all donations: \$133.00.
(Vendor Fees: \$50.00, Sales Tax Collected: \$3.00, Donations: 80.00.)

The Event's Expenses, including this period and previous period: \$1,682.82.
(General Liability Insurance: \$367.50, Advertising: \$1,312.32; Sales Tax: \$3.00.)

The Event's Total Loss: \$1,549.82.

The specific comment by her that was shown on the treasurer's report reads as follows:

"I realize the goal behind this event was to get citizens downtown, and some did attend the "sale", however, due to lack of participation in this greatly advertised event, I, as Secretary/Treasurer, personally recommend that MSCA does not hold this type of event again."

A motion to approve the treasurer's report, as presented including the incorporation requested by the Secretary/Treasurer, was made by Ellis Conner and seconded by Julia Phillips. The motion was approved by a vote of 12 ayes and 0 nays with 42 eligible-to-vote Association 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.
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Association Member Kathie Folley arrived at 6:10 p.m. and Association Board Member Nancy Bass arrived at 6:13 p.m.
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4.) STANDING COMMITTEES CHAIRPERSON'S REPORTS / REQUESTS / COMMENTS

The standing committee chairperson's reports are as follows:

Design Committee:

The Design Committee Chairperson, Nathan Boyles, was not in attendance and a written report was not provided for presentation before the meeting.

Economic Restructuring Committee:

The Economic Restructuring Committee Chairperson, Ellis Conner, indicated he had little to report on at this meeting but did want to mention that contact be made with him if there were any Members that wanted to contribute anything to a downtown improvement projects list that is being prepared by his committee for presentation in the near future to the City Council and/or CRA Board. He stated that support from the City would be essential for some of the projects to be accomplished.

Organization and Membership Development Committee:

The Organization and Membership Development Committee Chairperson, Cal Zethmayr, reported that new Membership efforts are currently resulting in limited successes due mostly to the economic conditions in our area and nationwide. Also, he reported that the recently formed depot project committee will not be meeting on Friday, the 21st of this month after all due to some Members having scheduling conflicts. He went on to indicate that he is working with the MSCA's webmaster to have another option added on the website that would give interested parties an opportunity to access the latest information regarding the depot project. Additionally, Mr. Zethmayr stated that he had made several recent attempts to again contact Rodney James, of James Gang Amusements, regarding the MSCA's fall carnival plans. He said he is trying to communicate with the carnival firm to determine if it is going to be in a position to comply with the terms of the MSCA/James Gang Amusements to have the MSCA sponsored carnival in Crestview the first week of November. Mr. Zethmayr stated that in recent years it has been difficult to get James Gang Amusement to fully comply with the terms of the contract. He said another carnival firm, Modern Midway, could be interested, too, in handling the MSCA sponsored fall carnival. If no contact can soon be made with the James Gang Amusements representatives, he sought and received general agreement from the Association for him to make contact with the Modern Midway representatives (and perhaps other firms) to acquire basic information about their available equipment, the percentage of sales funds that the MSCA could realize as the sponsor of the fall carnival, and still available dates on the other firm's fall schedule.

Promotions Committee:

Promotions Committee Chairperson, Viola Owens, began with comments supporting the statement expressed by the Secretary/Treasurer (in the treasurer's report) that because there was such an overall monetary loss to the MSCA on the recently held downtown sidewalk sale that it should be a long time before the MSCA considers having another such event. Ms. Owens

next indicated that she had been in recent conversations with a local Arts Alliance representative regarding the possibility of a jointly sponsored downtown music and arts festival. The representative, Rae Schwartz, was in attendance and stated that the current plans are for such an event to be held during the late afternoon and early evening hours (5:00 p.m. until 9:00 p.m.) on Friday, July 16th in the area of the downtown Gazebo and Courthouse Terrace. After further discussion, the Association Members in attendance collectively agreed to move forward with the joint sponsorship of the event. It was stated by President Rytman that any expenses for the event would probably be quite minimal and any of the three MSCA Officers have the authority to approve such possible expenses as long as it is under \$500.00. Furthermore, it was agreed that the MSCA/Arts Alliance will seek the support of the City of Crestview to provide personnel for street barricading, electrical requirements, and security. Ms. Owens and Ms. Schwartz will report back at the next MSCA meeting regarding the event's more definitive plans and progress. The Main Street Program Director indicated he would complete and submit the required preliminary "assembly permit" form, on behalf of the MSCA, to the Mayor's office at the appropriate time before the event.

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

The Main Street Program Director, Bill Kilpatrick, addressed the attendees regarding the following:

- a. He indicated that he felt there may be a need to consider possible repairs to the mural on the north side of the former Nice-Val Furniture building in the downtown area. He said the MSCA was heavily involved a few years ago with the mural being put on the side of the building, including monetary support for scaffolding expenses. Now, some paint has been splattered by someone at three or more places on the mural and the noticeable splattered paint spots, naturally, now take away from the appearance of the mural. Member Julia Phillips indicated she would make contact with the building owner and the individual (Teresa Davis) that originally painted the scene on the building to see about having repairs made. She will report about her inquiry at the next meeting.
- b. He said that, for the record, before this meeting he had been contacted and informed that Board Members Pat Hollarn, Kathleen Bowman, Cindy Harris, Nathan Boyles, and Frances Gautney would not be in attendance. Each had asked that they be considered as "excused" for their non-attendance.
- c. He shared with the attendees that a two-day Florida Main Street Program quarterly meeting was scheduled for June 10th and 11th in Arcadia. He mentioned that the primary topic for the quarterly meeting would be "Working with Retailers and Retail Events that Work". He pointed out that the MSCA has previously taken the position that attendance and travel expenses for any two MSCA Members that wish to attend such meetings would be reimbursed by the MSCA. He said if anyone desired to attend this upcoming quarterly meeting to make contact with him as soon as possible so that arrangements for registration and reservations could be made.
- d. He brought to the attention of the attendees that a recent decision by the City Council changed the city's "primary liaison" to the MSCA designation from Council Member Charles Baugh to Council Member Linda Parker and that Council Member Tim Grandberry is the city's "alternate liaison" to the MSCA, replacing Ms. Parker.

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

President Mickey Rytman declared that he felt that it was important to quickly move on to the next two items on the agenda (conducting the elections for Board Members and Board Officers) and he would not delay that process with any other comments under this agenda item.

7.) CONDUCT ELECTION FOR BOARD MEMBERS (15 POSITIONS) FOR 2010-2011

The bylaws annual requirement to determine and officially designate those individuals to fill the MSCA Board of Directors positions for another term was considered next by the General Membership attendees. The currently authorized size of the Board of Directors is fifteen. The bylaws authorize that the Board shall consist of at least eleven Members and have a maximum of twenty-one Members. After very brief discussions, a motion to keep the Board size at its current fifteen Members and to retain the current Board Members in their same positions for another term was made by Ellis Conner and seconded by Bob Lynn. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. The Board of Directors positions for 2010-2011 (one-year terms) shall therefore be designated anew as follows (alphabetically): Nancy Bass, Kathleen Bowman, Nathan Boyles, Ellis Conner, Frances Gautney, Ron Gautney, Cindy Harris, Pat Hollarn, Will LaMar, Bob Lynn, Viola Owens, Julia Phillips, Mickey Rytman, Jane Shaw, and Cal Zethmayr.

8.) CONDUCT ELECTION FOR BOARD OFFICERS (3 POSITIONS) FOR 2010-2011

Following through on another bylaws annual requirement, the next action by the General Membership attendees was to determine and officially designate those individuals to fill the MSCA Board Directors positions for another term. The bylaws indicate that there shall be three Board Officer positions, specifically, a President, a Vice-President, and a Secretary/Treasurer. Before any discussion began regarding the subject, the current Vice-President, Ron Gautney, stated he did not wish to be considered for any Officer position. President Rytman declared that the first Officer position to be considered for filling would be the one for Secretary/Treasurer. After hearing no one express an interest in serving in the position, Mr. Rytman said that the current Secretary/Treasurer, Cindy Harris, though not in attendance at this meeting, had previously indicated a willingness to continue

serving in the position if no one else had an interest. An immediate motion to retain Cindy Harris for the position was made by Viola Owens and seconded by Julia Phillips. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. The President stated that the next Officer position to be considered for filling would be the one for Vice-President. After hearing no one readily express an interest in serving in the position and after a time of brief discussion, Ellis Conner said he would be willing to serve if no one else had an interest. A motion to designate Ellis Conner for the position of Vice-President was made by Bob Lynn and seconded by Jane Shaw. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. Mr. Rytman said the last Officer position to be considered for filling would be the one for President. After hearing no one express an interest in serving in the position and after President Rytman indicated his specific preference to not serve again as President, there was general discussion on the subject and President Rytman relinquished and said he would be willing to serve in the position again after all. A motion to retain Mickey Rytman for the position was made by Ellis Conner and seconded by Julia Phillips. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. The Board Officers positions for 2010-2011 (one-year terms) shall therefore be designated as follows (alphabetically): Ellis Conner as Vice-President, Cindy Harris as Secretary/Treasurer, and Mickey Rytman as President.

9.) CONSIDER OTHER BUSINESS AS NECESSARY

Though not an annual requirement, it was agreed by the General Membership attendees to determine and officially designate those individuals to fill the MSCA Committee Chairperson positions. A motion to retain the same individuals in their current positions was made by Julia Phillips and seconded by Jane Shaw. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. The individuals to serve in these positions shall therefore be designated anew as follows (alphabetically): Nathan Boyles as Design Committee Chairperson, Ellis Conner as Economic Restructuring Committee Chairperson, Viola Owens as Promotions Committee Chairperson, and Cal Zethmayr as Organization and Membership Development Committee Chairperson.

10.) ADJOURN MEETING

A motion to adjourn was made by Ellis Conner and seconded by Julia Phillips. The motion was approved by a vote of 14 ayes and 0 nays with 42 eligible-to-vote Association Members absent. President Rytman declared the meeting adjourned at 6:53 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