

Marion County Chamber of Commerce

Board of Directors' Meeting

July 16, 2020

The Marion County Chamber of Commerce Board of Directors met via Zoom on Thursday, July 16, 2020, at 12 noon CDT. Logging into the meeting were the following board members: Kathie Tierney, Shelby Potterfield, Erik McDaniel, Patrick O'Hagan, Carmen O'Hagan, and Mandy Finotti. Please note that Patty Henry tried but was unable to connect with the meeting. Also on the call was Dave Pestillo with Emendee Technologies (soon to be new board member) and Judy Blevins, Administrative Assistant for the chamber.

(During the meeting, motions were taken and seconded on certain business items as will be reflected in the minutes; however, voting on the motions will take place by evote.)

President Kathie Tierney called the meeting to order and recognized those in attendance. Judy Blevins documented attendance via roll call.

Approval of Minutes:

A motion was made by Shelby Potterfield and seconded by Erik McDaniel to accept the minutes from the June 2, 2020 conference call board meeting. Copy of the minutes had been sent to board members prior to today's call and is on file with the minutes. Evote will be requested.*

Financial Report:

Judy Blevins presented the following financial reports, which had been emailed to board members prior to today's call: "Banking Summary June 1, 2020 – June 30, 2020" and "Account Summary as of July 9, 2020". Motion to approve the financial report as presented was made by Patrick O'Hagan and seconded by Erik McDaniel. Reports are on file with the minutes. Evote will be requested.*

Old Business:

A. 2020 Spencer Wayne Memorial Golf Tournament

During the June 2, 2020 virtual meeting (conference call), the decision as to whether to go ahead with the previously scheduled golf tournament was tabled until today's meeting. (See June 2, 2020 minutes.) Also included in the motion to table was to determine the status of the chamber's \$500 deposit to Sweeten's Cove Golf Course if the tournament was canceled.

Today, President Tierney reported that she has spoken to the manager at Sweeten's Cove Golf Course and that he has agreed to refund the chamber's deposit of \$500.

Motion made by Erik McDaniel t and seconded by Shelby Potterfield to cancel the previously scheduled 2020 Spencer Wayne Memorial Golf Tournament* . Evote will be requested.*

B. 2020 Annual Banquet

During the June 2, 2020 virtual meeting (conference call), there was discussion as to whether to proceed with or cancel the annual banquet/meeting for this year. (See June 2, 2020 minutes.)

At today's meeting, President Tierney expressed common concern that due to the increase in COVID-19 in Marion County, a large gathering without the ability for social distancing would necessitate canceling this year's banquet which is normally held in August.

Motion made by Erik McDaniel and seconded by Shelby Potterfield to cancel the annual chamber banquet for August 2020 with the understanding that a banquet could be rescheduled later in the year if it is determined safe to do so. Evote will be requested.*

1. **Election of New Board Members** - One of the things that occurs at the annual meeting is the election of new board members. In the absence of an in-person meeting, we will need to find an alternative way to vote on new board members.(See Constitution and Bylaws Article III, Section 2.)

During today's meeting, there was discussion as to how to handle voting of new board members. One option is to send a letter with a ballot of nominees to all chamber businesses, organizations, and individual members, requesting their votes via email or postal service.

Subject to approval by the membership, Dave Pestillo has agreed to serve as a new board member for a three-year term, replacing Meegan Burton. If we continue with a 15-member board, this would leave one vacancy to represent Kimball and two to represent Monteagle.

During further discussion, it was noted that although the bylaws indicate there should be twelve board of directors, practice for several years has been to have fifteen members. Please note that the composition of board members is addressed in a draft proposal of changes to the bylaws although the changes are not in effect at this time.

Following discussion, President Tierney asked that any suggestions for prospective new board members be sent to the chamber office.

C. Revision of Constitution and Bylaws

A proposal of changes was sent to all board members prior to today's meeting and was discussed during the June 2nd conference call. (See minutes from June 2, 2020 meeting and a copy of proposed amendments on file with today's minutes.) Since the amendments would be subject to vote by the general membership, the proposal will be included in the correspondence previously identified for the election of new board members. Motion was made by Erik McDaniel and seconded by Shelby Potterfield to recommend to the entire chamber membership the following changes to the chamber's constitution and bylaw*:

- i. Article III, Section 1., Composition of the Directors – “The Board shall consist of two (2) members each from South Pittsburg, Kimball, Jasper, Monteagle, and Whitwell, and two (2) at-large members.”
- ii. Article VIII, Section 4., Director Meetings – “In the event that a quorum is not present, an evote of all board members may be requested on motions made during the board meeting. A majority of votes whether in-person or via evote shall determine the outcome of a motion and second.”
- iii. Article VI, Section 1., Disbursements – “All checks shall be signed by the President or authorized representative as determined by the Board and on file with the bank where the checking account is maintained. All checks exceeding \$400 shall require two authorized signatures.”

Evote will be requested. *

D. Chamber Coffees

At the June 2, 2020 conference call, the decision was to put on hold any scheduled coffees until further notice. Given that the COVID-19 data has not improved, all future chamber coffees will be determined on a month by month basis. Perhaps, when things improve, President Tierney suggested the possibility of chamber coffees on a monthly basis rather than the current bimonthly schedule.

Dave Pestillo suggested maybe having a virtual coffee so that we could still be connected if not in-person. He volunteered to see what ideas he could come up with and to report back to the board.

Motion was made by Erik McDaniel and seconded by Shelby Potterfield to put future scheduled chamber coffees on hold until further notice. Evote will be requested.*

E. Next Board Meeting

Because of the COVID-19 restrictions and the fact that the usual meeting place (Western Sizzlin) is not available, the August board meeting will need to be virtual. President Tierney and Rising President Shelby Potterfield agreed that the next meeting will be via Zoom on August 20th at noon. Determination of future meetings will be made on a month by month basis until further notice.

New Business:

A. 2020 Citizen of the Year

This award is normally presented at the annual banquet. The question is: Do we want to offer this award this year even though there will not be a banquet? Copies of the 2019 nomination form were sent to board members prior to today's meeting. (See further discussion, see "B. 2020 Business of the Year".)

B. 2020 Business of the Year

The question of whether to recognize (and if so, how) Citizen of the Year and Business of the Year for 2020 continued with the decision to accept nominations for COTY and BOTY and to find creative ways to recognize them this year.

Erik McDaniel suggested recognizing 2020 winners as well as 2021 winners at the 2021 Annual Banquet (assuming we have one).

Regarding BOTY, it was determined that there would be three awards presented this year— small business (1 -20 employees), medium business (21 – 50 employees) and large business (52 – 200 or more employees).

President Tierney asked the board's thoughts about limiting the times that a business can win the award. She suggested that the problem with the same business winning multiple times may be a deterrent to other businesses being nominated. Following discussion, President Tierney made a motion that the form should stipulate that a business who has won in the last three years would not be eligible this year. Shelby Potterfield seconded the motion. Evote will be requested. *

President Tierney will send a letter to all board members and another for all members encouraging them to send in applications for BOTY and COTY. In addition, we will also publicize the fact that nominations are being accepted through August 20th. President Tierney will appoint a committee to review COTY and BOTY applications. Except for being honored at the 2020 banquet, all other recognition (picture in the paper, email distribution, website, facebook, etc). A suggestion was also made to honor them at an October chamber coffee if one occurs.

C. Membership Application:

Fancy DD's Accessories has applied to become a chamber member. The membership committee has reviewed the application and makes a recommendation for board approval. This is an online business primarily with a goal of having a store front business

