

JLDC Board Meeting

September 18, 2024

Volunteer Hall, Boulder Fairgrounds, Boulder, MT

Called to order - 1:32 pm by Gary Carlson (substituted chairperson)

Board Members Attendance – In Person – Stu Goodner, Nick Hensleigh, Gary Carlson

Board Members Attendance via Zoom – Clint Smith

Board Members Attendance By proxy -Keith Foley by proxy for Stu Goodner, Drew Dawson by proxy for Gary Carlson

Staff present – Samantha Yearry & Leah Lewis

Guests present via zoom – LaDana Hintz & Lindsey Graham

Minutes from July – Nick made the motion to approve the July 17th minutes which were not acted upon during the August Board meeting, as updated and provided by Drew. Stu seconded. Passed unanimously.

Minutes from August – Stu made the motion to approve August 21st minutes with changes noted. Clint seconded. Passed unanimously.

Old business:

Discussion regarding updating Board operating policies for future Board meeting processes. The board recommended that the new board elected for 2024-2025 review and decide on policies, including agenda presentations, meeting operating rules and other items.

Other:

Added to the agenda: Western Legacy Center Lease - Executive Directors role is to manage and control leases. Stu believes that termination of leases or other legal contracts should be handled at the board level. Sam's view is that the legal document that was signed, requiring a 90 day notice should be followed and setting precedent in this situation could be a precedence for future tenant lease consideration

Nick indicated that WLC believes their organization needed to move to Town Pump for greater visibility to bring in the additional traffic to sustain and improve financial operations.

Discussion to accept the August 25th email from Tom Harrington for early termination of the WLC lease.

Moved by Stu to accept termination the lease effective as of September 30th Second by Drew's proxy. Gary and Nick abstained from voting due to conflict. Members Voting: Stu, Clint; Drew and Keith by proxy, passed unanimously.

Project Updates:

Child care – State grant paperwork has been completed and the final reimbursement should be deposited soon.

Brownfield grants - Leah indicated there are grant possibilities to be reviewed.

Whitetail Center: Looking for new tenant for WLC spot.

Tizer Gardens – JLDC is assisting in facilitating the purchase, financing and development of a business plan.

SBP: TIFID – update by Sam as to the recent meeting of the SBP lease terms and participation of the TIFID in operations and improvements

Annual Dinner: Annual meeting notice was mailed out to every member listed as of August 26, 2024 Drew recommended mailing proxy forms. A majority of members must be present to approve the amended bylaws. Check in list will help establish a quorum for voting on new amended by-laws. Board members and staff are not required to pay to attend the annual meeting. 2 tickets are included with each membership. Sam will email the agenda, proxy form, and clearly

explain a proxy form or attendance is needed at the Annual Meeting Dinner for a quorum. Gary, Stu and Nick agreed invites should go in the mail today. Financial details will be shown with PowerPoint not printed.

By Laws and Strategic Plan:

Jefferson County informed us it will no longer fund JLDC after June 30, 2025. Keith and Sam met with the firm from Clancy who had submitted a previous proposal for strategic planning assistance. The intent is to put together a sustainability plan to present to Commissioners supporting continued County budget allocations and support. It was noted the development of a revised strategic plan RFP will be delayed and discussed with the Clancy Priority Group.

Board Discussion-Defining Economic development (tabled)

Identify successful JLDC project & define metrics (tabled)

Business of the Year award. Board consensus from listing provided with background information provided by Sam, Stu and Leah: North: Pickup USA, Central: Mine Motel, South: M&M Vintage. Clint moved, Gary seconded. Passed unanimously.

New board member candidates: Sam presented and read through the biographies of potential members. Brief discussion followed for each potential member as well as the number of positions which will be open, following adoption of the amended bylaws at the Annual Member meeting Sam referenced Article 5 Section 5 of the current bylaws that the nominees need to be published in the Boulder Monitor and potentially Whitehall Ledger. Sam will send the required notice to both papers for timely publication. Also discussed the process for the Annual Corporate Board meeting for election of new Board members and the subsequent election of officers for next year.

Next Board Meeting: Current Members will vote on incoming new board members. The new board will elect officer positions for 2024-2025. The board determined that the next meeting will not be held October 16th. Keith and Sam will schedule a new meeting date in October.

Meeting adjourned at 3:18 by Gary Carlson