



Executive Committee Meeting Minutes

October 12, 2019
8:00 – 9:00AM

Portland Downtown
549 Congress Street, Portland, Maine

Committee members present: Kim Volk, David Packard, Denine Leeman

Staff: Casey Gilbert via Zoom, Taffy Eaton

Minute 1. Kim Volk called the meeting to order and welcomed everyone present.

Minute 2. Motion to accept:

A. September 12, 2019 meeting minutes: On a motion made by Denine Leeman, seconded by David Packard and unanimously adopted following discussion in which the following points were raised:

- Kim Volk would like the memo from Chris Smith at Verrill to remain confidential to Executive Committee and Governance Committee

it was

RESOLVED: That the minutes of the September 19, 2019 meeting be and hereby are moved to the Board for acknowledgement.

B. September 2019 Treasurer's update:

- Denine inquired why multi-modal launch event expenses are charged to General Marketing. Shouldn't they go to Park & Shop? Casey responded by saying that some of the larger checks were written from the Park & Shop account and Casey would like Mary Eshelman to make adjustments for other expenses below the line. Taffy is tracking smaller expenses for reimbursement to the Operating account from the Park & Shop account. Denine asked whether it should be labeled as Parking & Transportation rather than Marketing? Denine would like to see the liability go down as well as the cash going down. Multi-modal expenses were not budgeted in. Denine will let Taffy know what adjustments she would like Mary to make below the line.
- Denine reiterated that she is focusing on the Revenue & Expenses YTD Comparison to budget for her reports. It is the clearest way to present the financials to the Board.
- Denine will send a draft financial report and would like to be able to circulate her report to the Board prior to the meeting

On a motion made by Denine Leeman, seconded by David Packard and unanimously adopted,
it was

RESOLVED: that once the September 2019 financial report is completed, it will be moved to the Board for acknowledgement.

Minute 3. Voting Item from Governance Committee - 501(c)3 Lively Arts Foundation: Denine explained that the foundation is never used and has a very specific, limited purpose. It makes sense to dissolve it now. Casey added that Lively Arts does not help PD currently. Forming a 501(c)3 for a specific mission in the future would be more beneficial. A 501(c)3 cannot be revised, a new one needs to be created for a specific purpose. Kim Volk's concern is the cost of starting a new 501(c)3 if one is needed. Denine Leeman made a motion to move the dissolution of the 501(c)3 Lively Arts Foundation to the Board for a vote. David Packard seconded the motion and the vote was unanimous.

Minute 4. Executive Director's items for committee consideration and action: Casey reviewed the 3 agenda items

- A. Request to sign-on as a Thrive 2027 community partner – this is a United Way effort with goals targeted to education, health and employment opportunities. Karen Coffin told Casey that Machias Savings Bank is a Thrive 2027 partner and supports the program. There is no financial commitment for PD, just a commitment to support the program. We would need to fill out a form saying PD is a community partner. Denine asked whether there are any controversial issues about the program that Board members might object to. Denine read the statement PD would sign. Casey mentioned that the smoke and tobacco prevention efforts and the Junior Achievement work PD participates in specifically align with goals 2 and 3.
Kim Volk made a motion that the PD Executive Committee enthusiastically approves signing on as a Thrive 2027 community partner. The motion was seconded and unanimously approved.
- B. Request for approval of letter of support for Congress Square Park Redesign – Casey reminded everyone that Friends of Congress Square Park (FOCSP) and Congress Square Redesign Committee are separate entities. FOCSP didn't want to lessen the impact of park programming so they formed a subcommittee to work on the redesign. Funding is committed from the Maine DOT and the City through the Capital Fund. They need to raise matching funds to complete other parts, like an art installation. While there is no financial commitment, the redesign committee needs to show that they have support from other nonprofits. Discussion:
- Kim Volk spoke about the Board being split on supporting an earlier park redesign
 - Denine supports this and mentioned that the private public partnerships are an important part of the City's new comprehensive plan. Some property owners are upset that FOCSP protested a private investor buying the park, yet they are still asking for money to fund the redesign. The City is now asking for something in return from developers if they are asking for something outside the current building restrictions.
 - Kim Volk said she was approached by the redesign committee individually. Kim asked what happens to the park if FOCSP goes away? Casey said that if FOCSP goes away, PD would be responsible for programming the space. FOCSP is doing a good job and they have proven themselves. Now a bigger group has come forward to support FOCSP.
 - Kim Volk asked whether this needs to be brought to the Board. Denine said the Executive Committee can approve and send a letter of support. We will let the Board and property owners know. Casey added that the redesign committee is happy to present to the Board in the future.
 - Kim Volk doesn't want to repeat the old issue by not asking Board but agrees with PD supporting the redesign committee

On behalf of the Executive Committee, Denine Leeman made a motion to approve Casey's ability to write a letter of support for the Congress Square redesign. The Executive Committee will forward the discussion to the Board so they are aware.

- C. Presentation of documents pertaining to the Monument Way clock maintenance/restoration - Action: add to organizational handbook for future reference. David Packard said that PD agreed to help with the clock in the past because the City wouldn't support it. Casey said years ago, PD set aside \$3,500 for clock maintenance. Casey wants to keep our word and wants to add the document to the policy book.
- Casey asked Taffy to email the information to the Executive Committee to review. She would like the Clean & Safe Committee to review it also.
 - David Packard pointed out that the letter is written on Rotary Club stationery. It seems like a wish list rather than an official request.
 - Casey said there is no rush to resolve this but it needs to be addressed and a decision made to record in the Executive Committee minutes.

Minute 5. Other Business:

- a. Kim Volk said the Verrill memo should be brought to the Governance Committee first. Denine Leeman made a motion to forward the memo to the Governance Committee for review to inform revisions to the Bylaws and Policies & Procedures manual. Kim Volk seconded the motion and the vote was unanimous.
- b. Casey added that Policies & Procedures manual will go to the Board for review with a summary of the Verrill memo. Kim Volk wants to be careful of the word "members" so we need to be sure the Bylaws don't state the word in

reference to this memo to be in sync with the language in the Articles of Incorporation. Casey said the Governance Committee has a few revisions to Bylaws and will do a key word search for “members”.

- c. Kim Volk reviewed the Board agenda. Casey added that Adam MacDonald will present an overview of his job, including some recent highlights. Amy Geren will present to the Board next month. This is a good way for board members to better understand Adam and Amy’s roles at PD.
- d. Kim Volk thanked Casey for providing Amy Gerens’ Clean & Safe reports in color – it makes them easier to read. Casey said a graffiti sub-committee has been formed because the issue has come to the forefront. Neighborhood Prosecutor Rich Bianculi welcomes See Click Fixing pictures of graffiti. Photos have helped Rich catch some taggers. Denine mentioned a process where art can be applied temporarily to buildings in lieu of a painted mural. Denine will provide more information to Casey.
- e. Denine said she has been working closely with Dawn Homa and Dawn shows great interest in PD. She will make a good Officer in the future. Casey said she believes Dawn is interested in the Treasurer position. Denine supports her in that effort.

Kim Volk adjourned the at 8:55am

Respectfully submitted,
Taffy Eaton, Recorder.