Soulard Restoration Group, Inc.

JANUARY 2021 BOARD MEETING MINUTES

Meeting Date: Wednesday, January 21, 2021
Time called to order: 7:02 p.m. (Quorum with all 11 Board members present.)
Meeting was a video conference conducted on Zoom.
Date Minutes Approved by Board: February 17, 2021

SRG BOARD MEMBERS PRESENT: Neil Putz (Pres./ Mtg Chair), Jim Dallas (President Elect), Jeff Roberts (Treasurer), Gary Toribio (Secretary), Scott Plackemeier (Past President), Taylor Bodine, John Durnell, Beth Hoops, Marilyn Morris; Nancy Lambert, Billy Tomber – left meeting at approx. 8:05 p.m.(Editor, Renaissance)

SPEAKERS/OTHER ATTENDEES: None

A. CALL TO ORDER & OPENING REMARKS (President)
   1. Meeting Duration: 90 min.
   2. Budget concern
      a. Billy Tomber reported on the success of Smarty Gras online Trivia.
         i) Exceeded goals and generated $2,230 of income.
      b. Non-SRG Virtual Vices & Virtues online event privately produced.
         i) Neil learned of a 1/14/2021 Facebook post indicating that Luann Denten is privately producing an online Virtual Vices & Virtues event in February 2021. The concerns of this relate to the SRG non-profit status: (1) SRG resources should not be used for the event and (2) any donors for the event must know that the event is not sponsored by SRG.
         ii) No SRG Officers or other Board members were consulted about any aspects of the 2021 private event or the use of the name Vices & Virtues.
         iii) The Vices & Virtues branding is not trademarked by SRG.
         iv) The Board has many concerns about donors buying tickets and contributing to this private event and not knowing that it is not raising funds for our nonprofit organization.
         v) On Sunday January 17th, Neil spoke with Luann Denten and asked her to add a disclaimer to any advertising for her private Virtual Vices & Virtues that it is not a SRG event.
            (1) Luann told him that it was too late to do this because the advertising had already been released.
            vi) There was general discussion about trademarking the Vices & Virtues name in the future or alternatively allowing the Vices & Virtues Mardi Gras Ball to permanently be a private event no longer associated with SRG.
      a. The SRG Res Promo Committee Chair, Luann Denten, was admitted into the Zoom videoconference at 7:30 p.m.; and Taylor Bodine turned it over to Luann for the following presentations:
         i. Update: Historic Signage: Luann Denten
         ii. Update: Real Estate Event: Luann Denten
      b. The Board took the presentations under advisement.

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c. Luann did not mention anything about her private 2021 Virtual Vices & Virtues event; and the Board did not bring up the subject since many Board members were just learning about it at the start of this meeting.

d. The Res Promo Chair was dismissed and left the Zoom meeting at approximately 8:10 p.m.

B. MINUTES OF PREVIOUS MONTHLY BOARD MEETING (Secretary)

1. Gary Toribio presented the final draft of the December 16, 2020, Board Meeting Minutes with all received Board review comments incorporated for approval.

Motion to approve the minutes for the SRG Monthly Board Meeting on December 16, 2020, as presented by the Secretary.

Motion by Taylor Bodine, 2nd Jim Dallas

Those present voted in favor of this motion. No votes opposed it.

Motion passed unanimously.

C. FINANCIAL REPORT (Treasurer)

1. Jeff Roberts reported the Current Balance, cash on hand: $81,270.
   a. The current balance has increased due to income from Smarty Gras Trivia

2. FY 2020 Income to date: $14,500
   a. The budgeted income for FY 2020 is $22,475.
   b. We are on track for this amount of income as we only have $8,000 more to go until the end of June.

3. All expenditures to date have been within the budgeted amounts.

4. FY 2020 net loss to date: $9,900 which is on track with the budget.

5. Linda Howdeshell, CPA, will be doing the Audit for SRG as well as our taxes.
   a. She will be providing a firm start date to Jeff soon.
   b. Information is being scanned and shared with her due to restrictions on in person meetings during the pandemic.
   c. She will have access to our QuickBooks and journal entries. and will be provided the login info for our Ameren Electric account which has information on our solar panel credits.
   d. Jeff mentioned that there may be a few audit findings regarding us not always having two signatures on all checks.

   a. Jeff explained that SRG does not have any employees that would be the basis for the Paycheck Protection Program loans.
   b. There may be other COVID related government loan programs that SRG could apply for, but it is unlikely we would be accepted since we have a significant balance of funds.

7. Marilyn Morris asked about the payment of utility bills for the Soulard Station and Jeff confirmed that they are now all on autopay.

D. SLMPD LIAISON REPORT: Not provided as Officer Douglas was unavailable to join the meeting.
E. OLD BUSINESS

1. Nominating Committee Update (President/Neil Putz on behalf of the Committee Chair, Mike Ziemann, who had a last-minute commitment arise.)
   a. Committee is still working hard to slate candidates for the President Elect and Secretary positions
   b. There is a viable candidate for Treasurer and enough candidates for At Large Directors.
   c. If anyone knows of candidates for President Elect or Secretary, simply contact any Nominating Committee member.
   d. Taylor Bodine asked about the 2019 Board policy that Committee Chairs cannot be a candidate for a Board position and still be a Committee Chair.
      i) Neil explained that Committee Chairs can run for the Board; and if they win, then they will need to simply step down as Chairperson.
      ii) Neil stressed that there needs to be independence between Board members being Committee Chairs at the same time. The Board liaisons to committees facilitates this coordination between the two but keeps a committee chair from also being on the Board and having too much influence and an advantage over other committees.

2. April Annual Meeting (i.e., Elections) (President)
   a. Discussion: Election Timeline/Milestones
      i) Slate of Candidates issued: February 3, 2021, General Membership Meeting
      ii) Annual Meeting: 7 Apr 21
      iii) Electronic Voting period: 7-14 Apr 21
      iv) Monthly Board Meeting: 21 Apr 21
   b. The Electronic Elections Resolution was passed at the last Board Meeting on 12/16/2020

3. Board Discussion: Purchasing Procedures Resolution (President)
   a. No one has contacted President Elect to discuss resolution.
   b. Not all Liaisons had an opportunity to review resolution with their Committee Chairs.
   c. Vote on approving the resolution will be at next month’s Board meeting.
      i) If any feedback, Liaisons were asked to contact the President or President Elect before next month’s meeting.
      ii) The President Elect offered to be available to answer questions or explain aspects of the purchasing procedures to any committee.

4. General Membership Meetings (via Zoom videoconferencing) (President)
   a. Spreading the word on meetings.
      i) “SRG Meeting this Wednesday” yard signs have not been put out since October due to volunteer availability and the cold weather causing the ground to be frozen during the Winter.
      ii) Neil asked that Membership Committee please get the signs out the week before our future General Membership Zoom Meetings.
      ii) Neil did not think it was necessary to reprint the existing signs to make revisions for our ‘virtual’ meetings.
      iii) John Durnell suggested that we post a reminder about the General Membership meeting on NextDoor. SRG does not have a NextDoor account, so Scott Plackemeier, the membership Liaison, will make a post but not include the Zoom link to avoid getting prank interruptions.
iv) Jim Dallas is working with Jeremy Mehrle/Com Com to place more information about the General Membership Meetings on the Soular.org website.

v) Beth Hoops was to add the date and time of General Membership Meetings on the SRG Event List.

b. Political Candidates @ Genl Member Mtgs (Cara Spencer, Lewis Reed on 2/3)
   i) Sequence: Order in which they join the call
   ii) Upon adjournment of mtg, candidates in waiting room until called
   iii) President will moderate, enforcing 20 min limit.
   iv) Candidates can listen to each other’s presentation but there will not be any debates.

5. MGI Presentation at next General Meeting (on 3 Feb) (President)
   a. Neil Putz expressed concern about the duration of presentation and time limitations due to quite a few agenda items that will be addressed.
   b. Gary Toribio will ask Tim Lorson to keep the 2/3/21 Mardi Gras presentation to 5 to 10 min.
   b. Neil also said a Q&A period is essential.

6. President Elect Actions (President Elect)
   a. By-Laws Revision
      i) Progress report
         (1) Six (6) zoom meetings held with the working group to date.
         (2) A working document with potential revisions is being drafted but has not yet been routed throughout the working group.
      ii) Milestones leading to a vote in Fall 2021
         (1) The draft revisions are likely to not be available for review until the next Board takes office in April 2021.
   b. Soulard Station Future
      i) Jim Dallas used a PowerPoint presentation to highlight the work of the group that is considering this issue.
         (1) This working group has met 3 times to review alternatives and investigate possibilities.
         (2) The working group has tentatively concluded that the Station has limited use for only a small portion of the Soulard community (holding committee meetings and meetings for other organizations such as SBA and CID).
         (3) Profit and loss statement shows ongoing costs of maintaining the Station at around $8,000-$10,000 per year.
         (4) A list of “ideal” aspects was presented and a discussion of looking into other properties within Soulard.
      ii) A meeting with other stakeholder organizations needing facilities for their operations is scheduled for January 25th including CID, SSBD, SBA, and a SRG member (Marybeth Wallace) who is a realtor to assist with real estate information.
         iii) Jim explained that there were no steps for the Board to take at this time.
iv) John Durnell discussed the following:

(1) In the 2000 timeframe, SRG members Cliff Doucet and Lisa Otke developed a conceptual plan to expand the Station building on the existing property and into the patio and yard area. This could significantly increase the square feet of the existing building.

(a) In the Zoom chat attached after the last page of these minutes, John said he sent out the renderings that Lisa Otke and Cliff Doucet did in 2000 about the building in an email to the entire Board.

(2) When asked by Marilyn Morris, John explained that it could be possible to even include a second floor to the expansion.

(3) John Durnell surmised that the Soulard Station Building cost money to operate but does not handle our needs.

(4) John also suggested that concurrence from the General Membership be obtained since the Station building has been a part of SRG for so long.

(a) Jim Dallas agreed and intends that this topic be discussed at the March 3 General Membership meeting.

(5) John also pointed out that SRG has no files or records, so we recreate so many things every 3 or 4 years.

c. Historic Code revision

i) Jay Gibbs and Jim Dallas are just starting on this project.

ii) Working Group prospective members being sought.

d. Budget process for Summer 2021

i) Jim said that there would be a need for both the current Board and the new incoming Board to do cross over work on the FY 2021 Budget to have it ready for the General Membership to consider at their June meeting.

ii) Jim Dallas suggested we look to have a vote to approve the budget at the July General Membership meeting, to accommodate the transition from the current COVID restricted budget to a more traditional budget in FY 2021 by the new Board.

iii) Some Board members mentioned that SRG does not traditionally have a General Membership meeting in July.

iv) Neil Putz said he will assist the budget process.

v) Beth Hoops said that past years’ budgets prior to the pandemic were not as time consuming and difficult as it was for this current fiscal year.

iv) So, Jim was to re-think the budget timeline to have the budget voted on at the June General Membership meeting.

F. NEW BUSINESS (Neil Putz)

1. MGI Appointment: June 2020 – June 2023 for Incumbent Gary Toribio (Neil Putz)

a. SRG has three representatives on the MGI Board of Directors, that each serve 3-yr. terms and the terms are staggered annually.

b. The President has been appointing the SRG Representative for MGI with the Board approval.

c. Jim Dallas asked why the appointment is being proposed at this time.

d. Neil Putz explained that Gary Toribio’s third term on the MGI Board expired in June 2020, but his reappointment was overlooked due to the various pressing issues the Board has dealt with because of the pandemic. So, Gary has continued to represent SRG especially since he is the current MGI Board President and leading efforts for a COVID Safe Mardi Gras in 2021.
e. Billy Tomber is on his 4th term on the MGI Board and Gary’s reappointment will be his 4th term as well. The other representative, Nancy Lambert, is on her first term that expires in June 2021.

f. Neel Putz felt strongly that SRG’s MGI representatives should not serve more than 4 consecutive terms on the MGI Board and will recommend that to future Presidents and Boards.

g. Neil Putz asked the Board to approve the reappointment of Gary for his 4th (and likely last) term on the MGI Board.

**Motion to approve the Presidents proposed appointment of Gary Toribio to represent SRG on the MGI Board of Directors from June 2020 through June 2023.**

Motion by Jeff Roberts, 2nd Marilyn Morris

8 of those present voted in favor of this motion.

The President, as the meeting Chair, did not vote; and Billy Tomber had already left the meeting prior to this agenda item.

Gary Toribio abstained from voting.

No votes opposed it.

**Motion passed.**

2. Neil Putz stated that last month’s Board meeting agenda optimistically included a Res Promo Budget Amendment for an online Vices & Virtues event, but no request was made by the Committee Chair. So, this is no longer an issue for the Board since it is not a SRG event in 2021.

G. COMMITTEE LIAISON REPORTS

1. **Beautification** (John Durnell)

   Nothing to report during the dormant Winter months.

2. **Code & Zoning** (John Durnell)
      i) SRG Code and Zoning is continuing to work with the owners and City Cultural Resources to try to have the proposed sign size reduced.
      ii) Regardless of SRG’s preference, Cultural Resources can approve these types of issues per the City codes/ordinances which allows sign sizes in consideration of the length of street facades of the building on both Menard and Allen.
   b. 802 Geyer
      i) Plans for the project have been approved and the owner has not yet resumed work due to weather delays during the Winter.
   c. Lami & Menard
      i) Developer wanted a curb cut along the street which is not allowed by code.
      ii) Developer may drop the project.

3. **Communications** (Billy Tomber)
   a. No report as Billy had to leave the meeting prior to this agenda item.

4. **Fundraising**: Billy Tomber
   a. No report as Billy had to leave the meeting prior to this agenda item.
5. Membership: Scott Plackemeier  
   a. Nothing new to report since there has not been a committee meeting since the last Board meeting.

6. Parlour Tour (Beth Hoops)  
   a. The Tour is completed, and the website will be taken down in January to save continued webhosting costs.  
   b. Raised $6,000.  
   c. Satisfaction surveys included people who were interested in joining SRG. This info will be provided to our Membership Committee for follow-up.

7. Residential Promotion (Taylor Bodine)  
   a. The primary report was provided earlier in the meeting under the agenda item for the President’s Opening Remarks.  
   b. Taylor said she has had one of the SRG iPads and square reader since the 2020 Vices & Virtues Ball and will return it to Soulard Station.  
   c. A check for $800 was issued recently to Joe Denten for additional work he recently completed on the Historical Signs.  
   d. The Committee Chair, Luann Denten, is to obtain proposals for the $500 of gifts to the Volunteers for the 2020 Vices and Virtues Ball.  
   e. Neil reminded the Board that these funds cannot be used for seed money to fund Luann’s private 2021 Virtual Vices & Virtues event.

8. Safety (Nancy Lambert)  
   a. Next committee Zoom meeting is scheduled for Tuesday, January 26th at 6:30 p.m.  
      i) To review purpose of Safety Committee and establish some goals for 2021.  
      ii) Emphasis is to be on prevention.  
      iii) May try to be available to talk with victims and allow them to be heard.  
      iv) Considering a survey for SRG members ideas for the committee.  
   b. Trying to coordinate with SLMPD Officer Douglas, but she has been difficult to reach lately.  
   c. Marilyn Morris said that the City has installed two new stop signs at 112th and Sidney.

9. SOULARD STATION (Marilyn Morris)  
   a. The latest issue at the station is a problem with the tuckpointing. John Durnell volunteered to help to review the situation.

10. Other (Neil Putz)  
    a. Neil Putz would like all Liaisons to ask their Committee Chairs to provide a full list of all members/volunteers on their committee.  
    b. Lessons learned from St. Louis Citizens’ Academy (a non-profit that he led a few years ago) – this is 501(c)3 advice from Wash U law.  
       i) SRG should have a written Conflict-of-Interest policy.  
       ii) SRG should also have a written Records Retention policy.  
       iii) If SRG had employees, then we should also have a harassment in the workplace policy.  
       iv) Once in place, each succeeding president should re-publish the policies upon assuming office.
H. ADJOURNMENT

Motion to Adjourn the Video Conferencing Meeting.
Motion by Jeff Roberts, 2nd by Beth Hoops
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

1. Meeting Adjourned at 9:41 p.m.

These minutes summarizing this meeting were prepared by SRG Secretary, Gary Toribio.

Minutes Approved by SRG Board at their meeting on February 17, 2021.

Note: The above information is the Board Secretary’s understanding of the motions, votes and general issues that were discussed but are not intended to be a verbatim transcript of the meeting.
CHAT from the Zoom videoconference for the December SRG Board Meeting on 12/16/2020.

19:11:07 From Billy Tomber to Everyone: Smarty Gras event report -
- Smarty Gras took in $2230 in gross revenue.
- Expenses are still being tallied, but the event will come in with more profit than budgeted.
- Thank you’s to a tremendous volunteer corps: Andrea Maddox-Dallas, Christopher & Venessa Schwarz, Samantha Kirby, Guy & Alison Weber, Susan Weigand, Jeff Weitzel, Jeremy Mehrle, Lauren Olin, Lorna Kurdi, Jeannie Kirby.

19:14:19 From Billy Tomber to Everyone: event website -
http://vicesandvirtuessoulard.com/

19:14:38 From Billy Tomber to Everyone: V&V tickets site:
https://www.eventbrite.com/e/vices-and-virtues-virtual-ball-tickets-135439311627

19:17:46 From Soulard Restoration Group to Everyone: Here’s the website that is up and running. http://www.vicesandvirtuessoulard.com/

19:37:14 From John Durnell to Everyone: Russel Farber put that tour together.

19:45:24 From Scott Plackemeier to Everyone: I have old financials still in my basement that were being stored at MGI. Years 2007-2012 or so. If someone is interested in pouring through to shed any light

19:49:17 From John Durnell to Everyone: Joe has installed the last three signs

19:49:23 From John Durnell to Everyone: Trinity

19:49:27 From John Durnell to Everyone: Abbey

19:49:32 From John Durnell to Everyone: Smile

20:04:44 From Billy Tomber to Everyone: gotta run, folks. Thanks, all for what you do for Soulard.

21:01:00 From John Durnell to Everyone: I sent out the renderings that Lisa and Clift did in 2000 about the building in a TO: Board. address

21:01:30 From Neil Putz to Everyone: Thanks, John!