Soulard Restoration Group, Inc.

MARCH 2021 MONTHLY BOARD MEETING MINUTES

Meeting Date: Tuesday, March 16, 2021
Time called to order: 7:07 p.m. (Quorum with 10 of 10 Board members present.)
Meeting was a video conference conducted on Zoom.
Minutes Approved by Board at their Special Meeting on March 26, 2021.

SRG BOARD MEMBERS PRESENT: Neil Putz (Pres./ Mtg Chair), Jim Dallas (President Elect), Gary Toribio (Secretary), Scott Plackemeier (Past President), Taylor Bodine, Beth Hoops, John Durnell, Marilyn Morris, Nancy Lambert, Billy Tomber (Editor, Renaissance). Note: Jeff Roberts, the former Treasurer, had resigned prior to this meeting; so, he did not participate in the Zoom videoconference.

SPEAKERS/OTHER ATTENDEES: None

A. CALL TO ORDER & OPENING REMARKS (President)

1. Wording of the Board's 2/17/2021 motion that created the Historical Committee.
   a. When Neil Putz initially developed and presented the wording for the mission statement of the new Historical committee, he realized after the February Board Meeting vote that a word regarding the promotion of Soulard to the public was missing. He did not propose that the new committee be Soulard’s marketing team for all matters, but only for historical matters. Neil emailed the Board on March 3rd that a small modification to the record was needed to clarify this and add the word “history” in this sentence, to which no one objected: “The committee’s principal objective shall be to continually build and increase the historical legacy of the Soulard neighborhood, promote Soulard history to the public, and provide research services (or referrals) to SRG membership.”

Motion made that, subsequent to emails concurring with this matter, the Board formally approves the addition of one word, "HISTORY", to the February 17th Board meeting motion which created the Historical Committee as follows (Last Sentence of First Paragraph.):

“... The committee’s principal objective shall be to continually build and increase the historical legacy of the Soulard neighborhood, promote Soulard history to the public, and provide research services (or referrals) to SRG membership.”

Motion by Gary Toribio, 2nd Billy Tomber.
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

2. Treasurer Resignation
   a. Neil Putz stated that he received a letter from Jeff Roberts formally resigning as the SRG Treasurer as Jeff informed the Board at the 2/17 Board meeting.
   b. Appointing an Acting Treasurer will be addressed under Old Business.
   b. Neil Putz asked that Jeff Roberts be removed from SRG’s Board email group and add the acting Treasurer to it. Billy Tomber was taking this for action.

3. Problem Property Update (President)
   a. As approved by the Board at the 2/17 meeting, Neil Putz reported that he finalized the letter regarding the issues with Henry’s Bar, 825 Allen, and delivered it to the St. Louis Building Division with copies to other appropriate City officials and staff on March 15, 2021.

4. Reappointment for Renaissance Editor
   a. Neil Putz reminded members of the new Board that reappointment of the Editor should be done at next Board meeting on 4/21/2021 as the current appointment was only until that time.

5. Appreciation
   a. Neil thanked each Board member for serving during his term as President.
B. MINUTES OF PREVIOUS MONTHLY BOARD MEETING (Secretary)

1. Gary Toribio presented the final draft of the February 9, 2021, Special Closed Session Board Meeting and the February 17, 2021, Monthly Board Meeting Minutes with all received Board review comments incorporated for approval.

Motion to approve the minutes for the SRG Special Closed Session Board Meeting on February 9, 2021, and the SRG Monthly Board Meeting on February 17, 2021, as presented by the Secretary.
Motion by John Durnell, 2nd Nancy Lambert
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

C. FINANCIAL REPORT (Treasurer)

1. Audit & tax filing Update (President and President-Elect)
   b. The priority will be the past due filing for tax year 2019. After June 30, 2021, the Audit will begin for FY 2021 with the previous year’s taxes having been addressed.
   c. The FY 2021 Audit with the change of Treasurers will put more on the new Treasurer to provide the documents and other information needed.

D. SLMPD LIAISON REPORT: None provided.

E. OLD BUSINESS

1. Appointment of Acting Treasurer: (President)
   a. Neil Putz appointed the candidate for Treasurer in the April elections, Debby Brown, as the acting Treasurer from now until the completion of the elections. He asked the Board to approve his appointment.

Motion to approve the appointment of Debby Brown as the acting Treasurer.
Motion by Scott Plackemeier, 2nd Marilyn Morris.
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

2. SRG Conflict of Interest Policy (President)
   a. Neil Putz provided the Board another copy of Conflict of Interest (COI) Policy Letter 01 which he previously introduced to the Board at the 2/17/2021 meeting and requested that it be adopted by the Board as written which is attached at the end of these minutes.

Motion to approve the proposed Conflict of Interest (COI) Policy Letter 01 and be signed with a March 16, 2021, adoption date.
Motion by Beth Hoops, 2nd Scott Plackemeier.
Discussion: Neil Putz explained that his concept was for this to be a one-year policy letter and that the new President would sign it again each year as they begin their term in office.
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

The President asked the Secretary to add this policy to the official records.

3. Directors & Officers (D&O) Insurance Policy (President Elect)
   a. Jim Dallas explained that each Officer and Director may already have this type of coverage through their own Homeowners Insurance Policy even without the SRG D&O Insurance.
   b. Neil Putz and Jim Dallas have been filling out the D&O Insurance forms over the past month; but they want the full application to be reviewed with an attorney after the Board approves retaining Bill Higley, Esq., later in this meeting’s agenda.
4. SRG Attorney Engagement Letter: (President Elect)
   a. Jim Dallas reported that he has been in contact with L. William “Bill” Higley, Attorney at Law; and both Neil Putz and Jim recommended that we establish a business relationship with him for legal matters as may arise for SRG.
   b. Gary Toribio added that MGI’s attorney, Robert Epperson, recommended Bill Higley (AEGIS LAW, Frontenac Office) as an attorney with nonprofit expertise.
   c. Beth Hoops asked what other legal questions the attorney may be asked other than the D&O Form. Neil Putz replied that it would be regarding the threat to the SRG’s non-profit status created by social activities in the community which may be misrepresented as SRG-sponsored events, as well as having legal counsel for any matters as required in the future.

Motion to allow the President to establish relationships with and execute engagement letters for a Tax Preparer, Accountant, and Attorney.
Motion by Gary Toribio, 2nd Nancy Lambert.
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

5. Purchasing Procedures (revised) (President Elect)
   a. Jim Dallas provided the Board a revised version of the “Budget Execution and Purchase Procedures” dated 3/10/2021, and a copy is attached at the end of these minutes. Jim explained the changes that were made to incorporate comments made by Beth Hoops.

Motion to adopt the “Budget Execution and Purchase Procedures” dated 3/10/2021.
Motion by Beth Hoops, 2nd Marilyn Morris.
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

7. Update: By-Laws Working Group (President Elect)
   a. Jim Dallas reported that he and Chris Schwarz are continuing to work on the mark-up of the draft revisions, but Chris has been unavailable due to recent travel.

8. Update: Historic Code Working Group (President Elect, President)
   a. Jim Dallas reported that Neil Putz, the current President, has volunteered to chair this working group; and he turned the update over to Neil.
   b. Neil Putz said nine members have volunteered to join him on this working group including:
   c. The working group recently had a meeting on 3/15, and the Historic Code was broken down into three categories for review and revision.
      i) Fred Andres will be the lead for parts pertaining to existing buildings
      ii) John Durnell will be the lead for parts pertaining to new buildings and additions.
      iii) Veronica Putz will be the lead for parts pertaining to site development and adjacent areas.
   d. A goal was established to bring the efforts on the Historic code revisions to a close within 6 months by September 15, 2021.
   e. The group’s next meeting will be on Monday March 29th.

9. Update: Future of Soulard Station: Latest Ideas (President Elect)
   a. As a follow up to the discussion at last month’s Board meeting, Jim Dallas stated that no further consideration was being given to purchasing a new property as it was dependent upon partnering with the CID. This is because the CID received legal advice that it was not in the purview of the CID to buy a building. Therefore, SRG’s buying a new building is currently “off the table”.
   b. Jim also explained that some members of the working group have talked with Judy R. Goodman who was an Alderman in Clayton and was involved with obtaining the designation of the Hanley House as a historic site along with grants and donations. They also discussed Soulard Station’s potential to become a historic landmark for the neighborhood, expanding it or possibly buying nearby property as well as seeking grants and donations to help with that effort.
(NOTE: Due to a prior commitment, Billy Tomber left the Zoom meeting at this point in the agenda, approximately 7:47 p.m.)

10. Update: Budget process/timeline (President Elect)
   a. Prior to the meeting, Jim Dallas emailed Board members a PowerPoint file that contained his draft FY 2022 Budget Planning Guidance, Budget Process, and Timeline.
   b. Jim explained that that the plans for the FY 2022 Budget generally excludes the current Board.
   c. Early budget guidance is to be provided to committees in Early April.
   d. The budget process is to start as soon as the new Board takes office with new Board liaisons identified by the April 21st Board Meeting.
   e. The timeline plans for the Board to approve recommending the budget at their June 2021 meeting and the budget’s approval at the July Membership Meeting (July 7th).

F. NEW BUSINESS
   1. April Election: Candidates and Procedures (President)
      a. Neil Putz stated that the current Candidates were as follows:
         i) President Elect: Michael Pastore, New candidate: Luann Denten
         ii) Secretary: Chris Currington
         iii) Treasurer: Debby Brown
         iv) Director: Nancy Lambert, Gary Toribio, Craig Markham, Dessi Zaneva, Karen Moske, Margi Koors, Nancy Kelly
      b. Preparations for Elections in April 2021
         i) Procedures are continuing to be finalized.
         ii) Membership Committee is verifying and updating the Eligible Voters Spreadsheet as well as removing members who have moved out of Soulard.
         iii) This final voter spreadsheet will be used by Communications Committee to tally the votes that will all be submitted to vote@soulard.org.
         iv) Votes will be tallied independently by the following 4 members: Jim Dallas, Neil Putz, Scott Plackemeier, and Billy Tomber
      c. Other Nominations Deadline for April 2021 Annual Membership Meeting Elections.
         i) The Board unanimously passed a motion through e-mail communications regarding the procedures and deadline for other nominations of candidates for the upcoming elections in April. A copy of this motion is attached at the end of these minutes.
         ii) In addition to the Slate of Candidates presented by the Nominating Committee at past two General Membership meetings, Neil Putz explained that the deadline for additional nominations of walk on candidates is March 26th and that the final list of all candidates and their bio’s will be republished via email on March 31st.

   2. Walk On Topics
      a. President’s Letter being included in the next Blaster on March 17th.
         i) Neil Putz summarized that he is preparing a letter for the Blaster that will include the following topics:
            (1) Acting Treasurer that was appointed at this meeting.
            (2) Upcoming election procedures.
            (3) Announcement of the newly created Historical Committee.
      b. Executive Session
         i) Beth Hoops asked a question regarding any explanations for the membership regarding the personnel/member(s) issues acted upon by the Board at the 2/17/2021 meeting.

Motion to go into Executive Session to discuss personnel/member(s) issues.
Motion by Gary Toribio, 2nd Beth Hoops.
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

All Board members on the Zoom videoconference went into Executive Session at 8:03 p.m.
Motion to end Executive Session and resume the Board Meeting.
Motion by Gary Toribio, 2nd Marilyn Morris.
Those present voted in favor of this motion. No votes opposed it.
**Motion passed unanimously.**

The regular monthly Board meeting resumed at 8:25 p.m.

**G. COMMITTEE LIAISON REPORTS**

1. **Beautification** (John Durnell)
   a. The Committee is preparing for Spring activities.
   b. Coordinating with members to get volunteers for crews to replant SRG’s large pots throughout the neighborhood.
   c. Discussing the customary Garden Tour in June, but it probably will not be feasible due to COVID safety concerns and restrictions.
   d. Beth Hoops mentioned that if she and Communication Committee are informed about planned Beautification workdays, this can be posted to SRG’s Facebook page, etc.
   e. A couple of outside volunteer groups through Operation Brightside and SLU will be assisting with the mass mulching at Pontiac Square Park.

2. **Code & Zoning** (John Durnell)
   a. Two new townhomes are planned for 1204 and 1205 Lynch, but it should be noted that this triangular property at the intersection with S 12th St. is on the A-B/Southern side of Lynch which is outside of the Soulard Historic District. It will not be reviewed by PRT. The builder, Hank Hart with HEH Investments Inc. is a reputable rehabber; and the townhomes are expected to be compatible with the neighborhood.

3. **Communications** (Beth Hoops)
   b. Although it is not likely that there will be an actual Garden Tour this year to cover in the next edition of the Renaissance, it will feature a beautification and parks theme.
   c. Beth Hoops is discussing with the Safety Committee sharing more information on safety and crime tips, precautions and similar topics in the Blaster, Renaissance, and SRG’s social media.

4. **Fundraising**: (Billy Tomber)
   a. Earlier in the meeting during the President Elect’s report before Billy Tomber had to leave the videoconference, Gary Toribio asked about the status of any plans for the Summer Concert Series/Blues, Brews & Bites (B3) event. Billy said the Committee had done nothing on the Summer Concert Series.

5. **Historical Committee**: (Neil Putz)
   a. Neil Putz explained that there is too brief of a time prior to elections to appoint a Board liaison for the Historical Committee at this Board meeting.
   b. They are starting to lay out business procedures and operations for the committee.

6. **Membership**: (Scott Plackemeier)
   a. Scott Plackemeier reported that the committee plans to have a meeting at the end of March. They have not met since December 2020.
   b. The temporary yard signage for the General Membership meeting reminder that referred to the Blaster for Zoom meeting info was out before the last meeting.

7. **Parlour Tour**: (Beth Hoops)
   a. Nothing to report currently.

8. **Safety** (Nancy Lambert)
   a. Nancy Lambert reported that the committee had a second meeting with the President and President Elect.
   b. A safety survey is being planned for input from the members.
   c. The next Safety Walk is tentatively planned for May 20th at 8 p.m. but is being coordinated with SSBD and the CID who are interested in participating.
d. The SSBD scheduled a public forum for May 10th.

e. Andrea Maddox-Dallas learned the City started a new St Louis Mobility Committee to focus on non-vehicular mobility throughout the city. She asked if Soulard can participate on the committee due to the amount of pedestrian activity the neighborhood experiences, and we could have a representative on the committee. Venessa Schwarz volunteered to serve on this committee that meets every other month.

f. The Committee is going to start put together safety information and tips for inclusion in the Blaster, Renaissance, and SRG’s social media.

g. The committee is also coordinating with SSBD to be able to answer questions about where the Safety Patrols occur.

h. The committee also wants to coordinate with the A-B Security patrols and perhaps have a SRG liaison with them.

i. They have met with SLMPD Officer Douglas via Zoom to discuss safety issues.
   i) SRG can submit names at this time for the list to attend SLMPD’s Citizens Academy once the program resumes after COVID restrictions are lifted.
   ii) A list of homes with exterior video cameras can be prepared and provided to SLMPD for reference in the case of a crime occurring near these cameras.

9. Soulard Station (Marilyn Morris)

a. Marilyn Morris reported that Bonita Leiber is doing a great job with the Station and evaluating problem as they occur that require repair or maintenance.

b. The solar panels have been worked on, and Bonita is in the process of getting electric bill eliminated because of the power from solar panels.

c. Neil Putz and the Board said the committee can proceed with the needed annual backflow preventer service ($120) and thermostat replacement ($109) if funds are still available in their budget.

d. Bonita is also doing work on the gardens at the station.

The wall tuckpointing has been completed.

e. There is some windowsill rot occurring due to a leak that could be resolved by installing a roof flashing which will be investigated further.

10. Residential Promotion (Taylor Bodine)

a. Taylor Bodine did not have anything to report on behalf of Res Promo.

b. There was a general discussion regarding having a smooth transition of the Historic Sign Program from Res Promo to the Historical Committee.

c. Taylor Bodine told the former Res Promo Chair, Luann Denten, to not proceed with doing anything for the Historic Signs.

d. Between Taylor and Neil Putz, Res Promo was asked to turn all Historic Signage Program information over the President by April 7th including the historic tour and pamphlet records.

e. Beth Hoops stated that the Historic Soulard website that Res Promo used for the Historic Signs is a private site and is not run through SRG’s Communications Committee. Therefore, SRG should not pay any receipts or reimbursement for it.

f. John Durnell said that all websites and Facebook pages should be administered by the Communications Committee if they are a part of anything associated with SRG. Beth agreed that this was discussed at the 3/15 Com Com meeting.

g. Gary Toribio reminded Taylor and Neil that the agreements from the property owners for the Historic Signs that have been placed at their buildings have not yet been provide to the Board, and that those records are also needed.

h. Jim Dallas emphasized the need for the Historical Committee to be in control and aware of all issues related to the Historic Signage Program.
I. FINAL COMMENTS
   1. Gary Toribio suggested that the next Board meeting on April 21st be a joint meeting with both the outgoing Board and newly elected Board, and everyone concurred with this.
      a. Gary also said he intends to propose a resolution at the next meeting thanking MGI, MGF, SBA, our elected officials, SLMPD, and all City Staff involved with the safety of 2021 Soulard Mardi Gras.

J. ADJOURNMENT

Motion to Adjourn the Video Conferencing Meeting.
Motion by Gary Toribio, 2nd by Taylor Bodine
Those present voted in favor of this motion. No votes opposed it.
Motion passed unanimously.

1. Meeting Adjourned at 9:14 p.m.

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

Minutes Approved by SRG Board on March 26, 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.

***********************************************************************************
BOARD MOTION AND APPROVAL THROUGH E-MAIL COMMUNICATIONS

OTHER NOMINATIONS DEADLINE FOR APRIL 2021 ANNUAL MEMBERSHIP MEETING
ELECTIONS FOR OFFICERS AND POSITIONS ON THE BOARD OF DIRECTORS

The following motion was emailed to Board members by President Elect Jim Dallas on March 8, 2021 which also includes the subsequent clarification that distribution should be by e-mail only to SRG members rather than through the Blaster. The distribution of the Blaster includes an exceptionally large list of non-members that requested to be copied over the years to simply stay informed about Soulard. The reason for the limited email distribution was that anyone who is not a SRG member does not need to be involved the elections procedures for our Officers and Directors.

MOTION that “In addition to the slate of nominees presented by the Nominating Committee in February and March for the April 2021 elections by virtual/electronic voting, the deadline for presentation of other nominees for Officers and Directors for this election shall be 11:59 p.m. on Friday, March 26. Any of these other nominations can be made by the candidate or other voting member, and must include a completed biographical form that the President previously sent out to all nominees titled "Candidate for SRG Officer or Director". Any other nomination and completed bio need to be submitted to the Nominating Committee Chair, Mike Ziemann (hydraviper@rocketmail.com), and president@soulard.org by the above deadline. Then the names of all nominees and their bios will be sent out via e-mail by the President on Wednesday March 31st at the same time of the final notice of the annual meeting to all members, as required in the Bylaws. The membership will be notified of this motion via e-mail no later than March 17th which would include a link to download the bio form for "Candidate for SRG Officer or Director".

Motion by Gary Toribio, 2nd by Nancy Lambert
Nine (9) Board members voted via email in favor of this motion by March 10, 2021.
No votes opposed it.
Motion passed unanimously.

(The President as the Chairperson does not normally vote. There was not a vote by the Treasurer who resigned on 2/17/2021, and an acting Treasurer was not yet appointed at the time of this motion.)

******************************************************************************
CONFLICT OF INTEREST POLICY
OF
SOULARD RESTORATION GROUP (SRG)
A Missouri Nonprofit Corporation

February 17, 2021

Purpose
This conflict of interest policy is implemented for the purpose of avoiding any conflict of interest between the interests of the Soulard Restoration Group (the “Corporation”) and any Corporation Board of Directors (“Board”) member or officer’s personal, professional, or business interests.

Obligations
Board members and officers have a duty to act in good faith toward the Corporation and should avoid all conflicts of interest as well as the appearance of any conflicts of interest. A conflict of interest arises whenever a Corporation Board member or officer has a material, financial, or personal interest in a proposed Corporation transaction. A financial interest may be direct or indirect, and includes substantial gifts or favors.

Disclosure
All Corporation Board members and officers must disclose any interests that they or a family member have in other entities where is it foreseeable that the Corporation may enter into any business dealings with the entity. Board members and officers must disclose any actual or possible conflicts to the President of the Board as such situations may arise. When a Board member or officer has an interest in a transaction being considered by the Board, he or she must disclose that interest before the Board takes action on the matter. The Board member or officer shall not be present in the meeting while the matter is being considered. The minutes of the meeting will reflect that a conflict of interest disclosure was made, and the affected Board member or officer was absent from deliberations and voting.

Compensation
This conflict of interest policy shall not be construed to preclude Board members or officers from performing services for the benefit of the Corporation, provided that such services are either uncompensated or compensated at a reasonable and customary rate, according to the nature of the services provided. However, a voting Board member or officer who receives compensation from the Corporation for his or her services may not vote on matters pertaining to that member’s compensation.

Adopted _16 March 2021_          __//S// Neil L. Putz__
Date                                 Board President
This Board adopted procedure shall be used by all SRG committees for making expenditures that are within a committee’s annual budget as approved by the SRG General Membership unless budget changes are approved otherwise by the SRG Board per their procedure entitled, “Amendments to the SRG Approved Annual Budget”, originally adopted in October 2020.

These budget execution and purchasing procedures are based on the current SRG bylaws which state:

“No members or committees shall contract for, or incur, any expense in the name of the Soulard Restoration Group, without authorization from the Board of Directors.”

1. Therefore, all SRG committees shall follow the requirements below in the execution of their annual budget unless approved otherwise by the SRG Board.

   a) The annual approved budget for each committee authorizes the committee to make expenditures in accordance with the following SRG purchasing procedures during that fiscal year for each line item up to the budgeted amount for that line item.

   b) Committee Chairs are responsible for keeping track of the total expenditures for each line item and staying within the committee’s most currently approved budget.

   c) Funds from any given budget line item shall not be diverted to any purpose outside of the scope of the approved budget line item without prior SRG Board approval.

   d) Incremental purchases shall not be made to avoid any monetary thresholds of these SRG purchasing procedures.

   e) These purchasing procedures do not apply to expenditures that are governed by any separate requirements for use of grant funds.

   f) Personally reimbursable expenses: An SRG representative should limit personally reimbursable expense items to be $500 or less. If over $500, it is preferred that a request be submitted for a check to be drafted by SRG; however, before expending personal funds that exceed $500, such expenditures shall only be allowed through prior approval per the purchasing requirements below for the appropriate threshold amount.

2. Regardless of the amount, any written contract that obligates the SRG must be submitted to the Board for approval, and subsequent execution shall be by an Officer or Officers, or such other individual or individuals as the Board may direct. (See “Exhibit 1: Schematic Diagram of Written Contract”). If the new request is received early enough to be reviewed by the President and its financial impact evaluated by the Treasurer before the next monthly Board meeting, it will be considered by the Board with an associated motion to approve the event and amend the Budget at that meeting. However, Board action on the request may be tabled until the subsequent monthly Board meeting if additional time is necessary for sufficient review or if additional Officer/Board questions need to be answered by the committee.

3. If a Committee Chair wishes to exceed spending for any given line item, or to add a new or different line item to its budget, the Committee Chair, with the associated Board Liaison, shall first follow the SRG Board’s adopted procedure for “Amendments to the SRG Approved Annual Budget” before starting any associated purchasing actions.
4. If a Committee Member (with Committee Chair concurrence) wishes to make an expenditure that will keep the total expenditures for the fiscal year for the line item within the amount of the approved annual or Board amended budgeted line item, the Committee Member shall adhere to the procedures for the associated threshold amounts as follows (see “Exhibit 2: Schematic Diagram of Purchase Procedures” and “Exhibit 3: Table Summary of Written Contracts and Purchase Procedures” for a visual overview of the following procedures):

a) **(Amounts less than $1,000)** For expenditures up to $1,000, the committee will make reasonable efforts to use the lowest and best price for comparable bids, but written records of such efforts are not necessary. Prior to incurring such expenditure, the committee will notify the committee’s Board Liaison of the potential expenditure. The Board Liaison may set its own notification limit with the committee for expenditures under $1,000, but having a lower agreed limit does not relieve the Board Liaison of any responsibilities for budget over-expenditures.

b) **(Amounts from $1,000 - $2,500)** For expenditures above $1,000 and not greater than $2,500 the committee should obtain three (3) over-the-telephone, written, or email quotations of rate, price, description of the item or work, etc. The Committee Chair will prepare a brief memo or email setting forth the description of the item or work being procured, date of and parties contacted, prices obtained and recommendation for the contractor/vendor for the purchase. If three vendor responses cannot be obtained or if the recommendation is not for the lowest bid, the memo should explain the reasoning why. Prior to incurring such expenditure, the memo shall be submitted by the Committee Chair via their Board Liaison to the SRG President and SRG Treasurer for review and concurrence with proceeding with the approved budget expenditure.

c) **(Amounts from $2,500 - $10,000)** For expenditures above $2,500 and not greater than $10,000, the committee should obtain written estimates or quotes but legal, public advertisement for bids will not be required. The Committee Chair will prepare a detailed description of the item or work being procured and include this and other appropriate conditions (completion/delivery date, required insurance, permits, etc.) and should seek a solicitation for written or email responses from at least three (3) vendors. These background documents will be submitted by the Committee Chair via their Board Liaison to the SRG Board along with a memo or email recommending the contract/vendor for the purchase and a draft written contract for Board approval and authorization of a SRG Officer to execute it. If three vendor responses could not be obtained or the recommendation is not for the lowest bid, the memo should explain the reasoning why. The Board, through a majority vote, must approve these purchases and authorize a SRG Officer to contract for, or incur such expense in the name of SRG.

d) **(Amounts greater than $10,000)** Procedures for expenditures above $10,000 will be established by the Board on a case-by-case basis.

At the SRG Board meeting on March 16, 2021, there was a **Motion to adopt these “Budget Execution and Purchase Procedures” dated 3/10/2021.**

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

**Motion passed unanimously.**
Exhibit 1: Schematic Diagram of Written Contracts

Does the expenditure include any written **Contract** that obligates SRG?

- Yes
  - Submit the draft contract to the Board via the Board Liaison
  - Board can approve through a majority vote
  - Board will authorize who can execute the contract

- No
  - Follow the Purchase Procedures in the Exhibit 2 Schematic Diagram on the next page.
Does the expenditure cause the total expenses for the line item to exceed that line item’s approved budget?

- Yes: Follow the SRG Board’s adopted procedure for “Amendments to the SRG Approved Annual Budget”
- No: Proceed with the following procedures:
  - Reasonable effort to use lowest and best price
  - Consult Board Liaison
  - Liaison can approve, or consult with President
  - If expenditure is approved, Chair can incur personally and seek reimbursement

Is the expenditure less than or equal to $500?

- Yes: Consult Board Liaison
  - Liaison can approve, or consult with President
  - If expenditure is approved, Chair can incur personally and seek reimbursement

Is the expenditure greater than $500 but $1,000 or less?

- No: Proceed with the following procedures:
  - Reasonable effort to use lowest and best price
  - Consult Board Liaison
  - Board Liaison and committee can have pre-determined limits

Is the expenditure greater than $1,000 but $2,500 or less?

- No: Proceed with the following procedures:
  - Obtain 3 bids
  - Submit a proposal to President and Treasurer via Board Liaison for concurrence

Is the expenditure greater than $2,500 but $10,000 or less?

- No: Proceed with the following procedures:
  - Obtain 3 bids
  - Submit a proposal to the Board via Board Liaison
  - Board must approve through a majority vote before incurring the expenditure

Is the expenditure greater than $10,000?

- No: Proceed with the following procedures:
  - Procedures to be established by the Board on a case-by-case basis

- Yes: Follow the SRG Board’s adopted procedure for “Amendments to the SRG Approved Annual Budget”
<table>
<thead>
<tr>
<th><strong>Situation</strong></th>
<th><strong>Action</strong></th>
</tr>
</thead>
</table>
| Does the expenditure include any written contract that obligates SRG? | - Submit the draft contract to the Board via the Board Liaison  
- Board can approve through a majority vote  
- Board will authorize who can execute the contract |
| If the expenditure causes the total expenses for the line item to exceed the line item’s approved budget | Follow the SRG Board’s adopted procedure for “Amendments to the SRG Approved Annual Budget.” |

<table>
<thead>
<tr>
<th><strong>Situation</strong></th>
<th><strong>Sub-Situation</strong></th>
<th><strong>Action</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>If the expenditure does not cause the total expenses for the line item to exceed the line item’s approved budget, follow the following:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>If the expenditure is</td>
<td>If the expenditure is</td>
<td></td>
</tr>
<tr>
<td>$&lt; or = to $500</td>
<td>$&gt; $500, but &lt; $1,000</td>
<td></td>
</tr>
</tbody>
</table>
| - make a reasonable effort to use the lowest & best price.  
- consult the Board Liaison.  
- Board Liaison can approve expenditure, or consult the SRG President.  
- once expenditure is approved, the Committee Chair can incur personally and seek reimbursement. |
| - make a reasonable effort to use the lowest & best price.  
- consult the Board Liaison  
- Board Liaison and committee can have pre-determined limits. |
| - obtain 3 bids.  
- submit a proposal to the SRG President and Treasurer via the Board Liaison for concurrence. |
| - obtain 3 bids.  
- submit a proposal to the SRG President via the Board Liaison.  
- Board must approve through a majority vote before incurring the expenditure. |
| - procedures to be established by the Board on a case-by-case basis. |
CHAT FROM THE ZOOM VIDEOCONFERENCE FOR THE MARCH MONTHLY BOARD MEETING ON 3/16/2021.

19:06:25 From Gary T to Everyone: I make the motion that subsequent to emails concurring with this matter, the Board formally approves the addition of one word, "HISTORY", to the February 17th Board meeting motion which created the Historical Committee as follows (Last Sentence of First Paragraph.):

“The committee’s principal objective shall be to continually build and increase the historical legacy of the Soulard neighborhood, promote Soulard HISTORY to the public, and provide research services (or referrals) to SRG membership.”

19:08:58 From Billy Tomber to Everyone: I second

19:46:44 From Nancy Lambert to Everyone: Judy R. Goodman (the Alderman in Clayton that was involved with the Historic Hanley House)

19:46:54 From Billy Tomber to Everyone: gotta run, all. Great work.

19:52:12 From Soulard Restoration Group to Everyone: Thanks, Nancy.

20:19:01 From Beth Hoops to Everyone: Nancy, membership would be great to take Bastille as a member event

20:19:08 From Beth Hoops to Everyone: plus recruitment

**********************************************************END OF MINUTES**********************************************************