September 13, 2018 – SHA meeting minutes

The meeting was called to order at approximately 7 p.m.

1. Additions to the Agenda
   a. Jacob Colling proposed to remove Action Item 4 “Resolution for proposed By-Law Amendment (4.1)” from the agenda. No vote was held on the proposal.
   b. No additions or deletions of the agenda were made or voted on.

2. Approval of the Past Minutes (August)
   a. Approval of the past minutes was done on a voice vote, received a majority of the voice vote, and the past minutes were approved.

3. Public Comment / Notice
   a. No public comments were made.

4. Action Item(s)
   a. Secretary Election (6.1)
      i. A nomination was made for Jacob Colling to become secretary, the motion received a second, and he was elected by a voice vote majority to become the Secretary until the October elections. No dissenters were noted by voice vote.
   b. Resolution for proposed by-law amendments (4.1)
      i. Shannon O’Toole brought forward a motion for a proposed bylaw changes, outlined in the below 4(b)(i)(1). The Motion was seconded by Lori Brostrom.
         1. The motion was for consideration of the following bylaw changes to be brought at the October 2018 meeting.
            a. Section 3.5
               i. Quorum: The number of members present at the annual meeting of members shall constitute a quorum sufficient to conduct the business of the organization.
            b. Section 7.4
               i. Removal: Each committee chair serves at the discretion of the board of directors president.
            c. Section 9
               i. The Summit Hill Association opts to be recognized as a neighborhood organization as defined in Minnesota Statutes Section 317A.435 (2017) and it opts to have the provisions of Minnesota Statutes Section 317A.435 (2017) and it opts to have the provisions of Minnesota Statutes Sections 317A.435 subdivision (d), 317A.439 subdivision 6, and 317A.441(e) apply to it.

2. The vote on the motion was performed by raise of hands, and the motion failed. 5 Directors voted in favor of the motion, 5 Directors voted in opposition of the motion, and 6 Directors abstained from voting on this motion.
ii. Denise Aldrich brought forwarded a motion outlined in the below 4(b)(ii)(1). The Motion was seconded by David Washington.

1. The motion was that the Executive Committee within 14 days of this Director meeting identify an attorney who could analyze and discuss the quorum issues raised by Shannon O'Toole’s motion, and that the Executive Committee determine the cost of retaining the services of the attorney for the specific quorum issue identified in the prior motion.

2. The vote on the motion was performed by raise of hands, and the motion passed. 11 Directors voted in favor of the motion, 4 Directors voted in opposition of the motion, and 1 abstained from voting on this motion.

5. President’s Report/Notice
   a. The President discussed the three goals he had for when his tenure began, including:
      i. Increasing the SHA’s fundraising and funds,
      ii. Working with the City Council member who represents the SHA neighborhood, and
      iii. Improving relations with Grand Avenue businesses.
   b. The President also discussed that a task force will be created with City Council member Rebecca Noecker to address vacancies on Grand Avenue Businesses.
      i. This task force will consist of 12 members, and residents in the Summit Hill neighborhood or on SHA are encouraged to join or apply to be part of this Task Force.
      ii. The Task Force will bring forward 3 policy proposals to the St. Paul city council upon its conclusion.

6. House Tour Update
   a. Hayden Howland provided the report about the upcoming Summit Hill Home Tour.
   b. The Home Tour is moving forward, including publicity to the local newspapers, radio stations, and television stations. Ad revenue is currently above expectations.
   c. Volunteers are still needed for the Home Tour, both before and during the day of the Home Tour.

7. Treasurer’s Report
   a. Andrew Gesell provided the treasurer’s report.
   b. He reported that the accounting firm hired by SHA had not yet provided an update regarding SHA’s accounting and finances.

8. Committee Reports were provided via email to all Directors.

9. Andy Rorvig brought a motion to close the meeting from open session to closed session for Agenda Action Item 4 – Board Membership. The motion was seconded and approved by a majority via voice vote.

10. Closed Session
11. The meeting was adjourned to a close at 9:05 p.m.