



**JSDC Board of Directors Meeting
February 11, 2019
Lower Level Conference Room
Official Minutes**

Members Present: Steve Cichos, Dwaine Heinrich, CJ Janke, Ritchie Wolf, Mark Klose, Gerald Horner, Bill Lytle, Pam Phillips, Tory Hart, Jason Rohr, and Marlee Siewert (via phone at 12:00).

Members Absent: Kelly Rachel, Chris Rathjen, Lorrie Pavlicek, and Bob Toso.

Staff Present: Connie Ova, Corry Shevlin, Tracey Pringle, and Beth Blumhardt.

Staff Absent: none

Guests Present: Keith Norman, Jamestown Sun; Danica Chaput, ND Job Service; Emily Bivens, Chamber of Commerce; David Steele, City Council; Karla Hoelscher, Train ND; Jim Boyd, Jamestown Regional Entrepreneurship Center; Katherine Roth, Jamestown Regional Entrepreneurship Center; and Whitney Bruins, Downtown Dental (entered at 12:40).

Call to order: 11:45 a.m. by Bill Lytle, the Vice President who is acting as the President in the President's absence and has the ability to perform such duties as authorized by Article 7 of JSDC's Bylaws.

Tape recorder started: 11:45 a.m.

Conflict of Interest: None to declare.

Approval of Agenda: The February 11, 2019 Board Agenda was approved as presented.

Ritchie Wolf moved to approve the February 11, 2019 JSDC Board of Directors agenda as presented, Jason Rohr seconded, and the motion passed unanimously by voice vote.

President's Report: Kelly Rachel was not in attendance. There was not a President's report given.

Minutes: Minutes from the January 14, 2019 Board of Directors Meeting were in the dropbox for review and approval.

CJ Janke moved to approve the minutes of the January 14, 2019 Board of Directors Meeting as presented, Gerald Horner seconded, and the motion passed unanimously by voice vote.

Account Status Report: Tracey presented the January financial report to the Board of Directors; the reports were in the dropbox for review.

CJ Janke moved to approve the January financial report as presented, Ritchie Wolf seconded, and the motion passed unanimously by voice vote.

Downtown Dental Flex PACE Request: Corry reported on the Downtown Dental Flex PACE Request agenda item. Whitney Bruins is purchasing 50% of Downtown Dental, the general dentistry clinic in Jamestown. The Flex PACE funds will be used to buydown the interest rate on the purchase of the existing business. Corry noted that the project scored extremely well and qualifies under the 2019 Flex PACE Program. In order to max out the matching dollars from the Bank of North Dakota, the JSDC will have to provide the maximum community buydown portion.

The application and Flex PACE rubric were in the dropbox for review.

A recommendation was made to the JSDC Board of Directors to fund Whitney Bruins' request for up to \$86,000 at an 80/20 City=\$68,800/County=\$17,200 split.

Inquiries and a brief discussion were held by the JSDC Board of Directors. Whitney Bruins was not in attendance at the time the request was discussed but did join the meeting towards the end to further explain the request and to answer any questions the Board members had.

Jason Rohr motioned to approve Whitney Bruins' Downtown Dental Flex PACE request for up to \$86,000 in Flex PACE Interest Buydown funds at an 80/20 City=\$68,800/County=\$17,200 split, Pam Phillips seconded the motion, and the motion passed unanimously. Roll Call: Bill-aye, Dwaine-aye, Mark-aye, CJ-aye, Steve-aye, Gerald-aye, Pam-aye, Tory-aye, Ritchie-aye, and Jason-aye. Motion passed 10-0 with Kelly Rachel, Chris Rathjen, Marlee Siewert, Lorrie Pavlicek, and Bob Toso absent.

(Marlee entered the meeting via phone at 12:00)

SCDRC Request: Connie reported on the SCDRC Request agenda item. Connie commented that JSDC staff and board members are attempting to find a solution to provide SBDC services in Jamestown and Stutsman County; however, due to the government shutdown, which included SBA and SBDC, we have been unable to communicate with David Martin, SBDC State Director for North Dakota until today Kelly Rachel and herself joined David Martin and Tiffany on a conference call for an update on the status of SBDC for this area. There is uncertainty in the amount of funding at the state level for SBDC and until the legislature has approved funding for both ND Department of Commerce and NDSU, a commitment of funding and knowledge of how much funding is required for a full time SBDC position to assist this region, Wahpeton and Fargo is unknown.

The SCDRC executive committee met on 9/19/18 and approved providing up to \$15,000 for SBDC in this region for 2019 and beyond. Connie commented noting this and pending final resolution for the SBDC position, she recommends SCDRC dues in the amount of \$37534 - \$15,000 = \$22,534 be recommended for approval to the City/63%= \$14,196 and County/37% = \$8,338.

The SCDRC application for 2019 dues, SCDRC financials dated 12/31/2018, and minutes from the SCDRC Executive Committee from 9/19/2018 were included in the dropbox for the Board's review.

Connie commented she also sent this information to Stacey Bowerman, SCDRC Executive Director, but has not heard anything back from him at this point. Connie also informed the Board that the JSDC paid the 2018 SCDRC dues last year in the full amount minus the 2% the county did not approve, and the JSDC to date has

not received a check back for the \$5,000 from SCDRC as was the agreement at the time the 2018 dues were approved to be paid.

Bill inquired if the JSDC is still owed money how would we treat any other business, contractor or individual we are doing business with if that was the case. Bill commented most likely the logical thought process is we would keep that amount we were owed from the total amount we pay out. Bill noted that it is nothing personal towards the SCDRC it's just a policy JSDC should follow or something a policy should be created for going forward.

The Board of Directors made inquiries and discussed the request. The Board discussed the issue of whether to withhold an additional \$5,000 from the 2019 dues since the agreement was not met.

Dwaine Heinrich motioned to approve the SCDRC 2019 dues request of \$37,534 withholding \$15,000 of 2019 dues for SBDC and deducting \$5,000 for the unmet agreement from the SCDRC 2018 dues for a total amount to be paid of \$17,534 with a 63/37 City= \$11,046/County= \$6,488 split, Pam Phillips seconded the motion, and the motion passed unanimously. Roll Call: Mark-aye, CJ-aye, Steve-aye, Gerald-aye, Pam-aye, Tory-aye, Ritchie-aye, Jason-aye, Marlee-aye, Dwaine-aye, and Bill-aye. Motion passed 11-0 with Chris Rathjen, Bob Toso, Kelly Rachel, and Lorrie Pavlicek absent.

An inquiry by the board was made as to what the percentage change in the SCDRC dues was from 2018 to 2019 and what it is based on as well as the factors that determine it. Connie will research and bring that information back to the Board of Directors.

- **Action Item:** Connie will research the percentage change between 2018 and 2019 SCDRC Dues and factors that contribute and report back to the Board of Directors.

Committee Assignments for 2019: Bill reviewed the Committee Assignments for 2019. A full listing of which Board members are designated to which committees was in the dropbox for review. JSDC staff will be sending emails to committee members to determine which day and time works best to meet monthly for members for each committee. An inquiry was made as to if the number of members on one of the committees poses an issue with open meeting compliance. Bill commented all committee meetings are public meetings and are posted and sent to media, however, he suggested the Organizational Excellence Committee review meeting compliance at their next committee meeting to make sure all meetings are being notified in compliance with open meeting rules.

- **Action Items:**
 - JSDC staff will send emails to committee members with possible dates and times to establish a set monthly date and time for all subcommittees to meet going forward.
 - The Organizational Excellence Committee will review meeting compliance at their scheduled committee meeting to make sure JSDC is in compliance with open meeting rules.

Strategic Plan: Corry reported on the Strategic Plan item. Corry informed the Board of Directors that he should have a draft of the Strategic Plan from KLJ sometime this week and will get it sent out to everyone for review.

Airport Park Update: Corry gave a brief update on the Airport Park. Corry informed the Board that the boring was now done; \$9,000 of the \$50,000 that was approved by the Board for the boring was used. Corry commented they are also fixing the pipe within the pipe, so it doesn't float if water seeps in. Corry noted they are about done until spring and the project is still projected to be completed by the deadline.

Train ND Quarterly Report: Karla Hoelscher from Train ND was in attendance. Karla presented the Train ND Quarterly report to the Board of Directors. The report was in the dropbox as well for review.

Strategic Committee Reports: Committees have not meet since the last Board of Directors Meeting due to changing of committee members for 2019. Committees will resume now that committee member selections have been made. New committee members are listed below under each committee.

Strategic Business Plan Committees:

Business Attraction Committee-

(Committee members consist of: Mark, Gerald, Tory, Bob, Ritchie, Lorrie, Steve, Dwaine, CJ, Jason, Corry, and Connie)

Existing Business Outreach Committee-

(Committee members consist of: Tory, Ritchie, Lorrie, Bill, CJ, Chris, Jason, Corry, and Connie)

Organizational Excellence Committee –

(Committee members consist of: Bob, Marlee, Kelly, Pam, Dwaine, Bill, Connie, Tracey, and Beth)

Finance Committee-

(Committee members consist of: Marlee, Chris, Gerald, Pam, Steve, Kelly, Tracey, and Connie)

Action Items:

- Connie will research the percentage change between 2018 and 2019 SCDRC Dues and factors that contribute and report back to the Board of Directors.
- JSDC staff will send emails to committee members with possible dates and times to establish a set monthly date and time for all subcommittees to meet going forward.
- The Organizational Excellence Committee will review meeting compliance at their scheduled committee meeting to make sure JSDC is following open meeting rules.

Other: Connie informed the Board that the audit is underway for JSDC and SEPA. The audit for both is being conducted by Brady Martz.

Staff Reports:

CEO: Connie reviewed her report; her full report was in the dropbox for review.

Business Development: Corry's full report was in the dropbox for review.

Administrative Assistant: Beth's full report was in the dropbox for review.

Office Manager: Tracey's full report was in the dropbox for review.

Ex-Officio Reports:

City of Jamestown: Dwaine Heinrich and Pam Phillips were present and reported on the City.

Stutsman County: Mark Klose and Steve Cichos were present and reported on the County.

Jamestown Chamber of Commerce: Emily Bivens was present and reported on the Chamber of Commerce.

Job Service of ND: Danica Chaput was present and reported on Job Service of ND.

Jamestown Regional Airport: David Steele was present and reported on the Jamestown Regional Airport.

Jamestown Regional Entrepreneurship Center: Katherine Roth was present and reported on the Jamestown Regional Entrepreneurship Center.

Adjourn: The meeting was adjourned at 12:47 p.m. by Bill Lytle.

Tape Recorder stopped: 12:47 p.m.

Respectfully submitted,
By Beth Blumhardt: JSDC Administrative Assistant