

HIGHLAND COMMUNITY FOUNDATION
MINUTES OF JANUARY 15, 2013 QUARTERLY BOARD MEETING

ROLL CALL

The Board of the Highland Community Foundation convened in a meeting that began at 7:30 PM in Room 113, Lincoln Center. Patti Dunham, Victor Garcia, Adam Gawlikowski, Richard Krooswyk, Terry Krooswyk, Jim McShane, Cecile Petro, Pat Popa and Richard Underkofler were present. Jim DalSanto and Lisa Kusiak were absent. Adam Gawlikowski chaired the meeting on request of President Underkofler.

APPROVAL OF MINUTES

Minutes of special board meetings held September 17, September 27 and October 18, 2012 were approved. Motion by Jim McShane; seconded by Terry Krooswyk; approved by unanimous consent.

INTRODUCTION OF GUESTS

These persons, who've expressed interest in becoming new board members, attended the meeting:

- Judy Vaughn, Highland Public Works Secretary
- Craig Chism, NWI Times Advertising Sales Manager
- Ed Stone, Director, Fannie Mae Equity and Structured Asset Management
- Kathy Grimler, Art Teacher, Grimmer Middle School

All persons present (including board members) introduced themselves, presented some biographical information and explained their interest in our foundation.

BOARD MEMBER APPOINTMENTS

Initial board members were appointed by lottery to three-year staggered terms. Subsequent board members are appointed by incumbent members.

- Terms expiring January 2013: Jim Dal Santo & Richard Krooswyk
- Terms expiring January 2014: Adam Gawlikowski, Terry Krooswyk, Jim McShane, Cecile Petro & Richard Underkofler
- Terms expiring January 2015: Pat Popa, Lisa Kusiak, Victor Garcia & Patti Dunham

Our bylaws provide board members may serve three consecutive terms. Board members are persons who live, work or own property in Lake County, Indiana. In appointing board members, consideration is given to seeking a group of individuals with diverse credentials, including but not limited to: economic development, general business, government, banking, finance, accounting, real estate, infrastructure construction, engineering, legal, academic, religious or philanthropic backgrounds.

- a. Victor Garcia made a motion to re-appoint Richard Krooswyk and Jim Dal Santo to subsequent board terms expiring in January 2016; seconded by Terry Krooswyk. Richard Krooswyk reported he was willing to serve another term. Adam Gawlikowski reported Jim Dal Santo was willing to serve another term as well. The motion was approved by unanimous consent.
- b. Terry Krooswyk made a motion to appoint Ed Stone to a board term expiring in January 2016; seconded by Victor Garcia. The motion was approved by unanimous consent.

ELECTION OF BOARD OFFICERS

At its first monthly meeting of the calendar year, board members elect four members to serve as officers of the Board. Board officers serve from the date of their election until election and qualification of their respective successors. An officer term is for one year. Adam Gawlikowski nominated this slate for the board's consideration:

- President: Richard Underkofler
- Vice President: Adam Gawlikowski
- Secretary: Jim Dal Santo
- Treasurer: Ed Stone

Pat Popa made a motion to approve the Gawlikowski nominations; seconded by Jim McShane. No other nominations were made. The motion was approved by unanimous consent.

STATUS OF INITIAL PROJECT - a landscape improvement of the vacant lot owned by BP Pipelines at the southeast corner of the intersection of 45th and 5th Streets. Richard Underkofler presented this report.

- Potential Concept Plan Changes: We desire to seek BP's approval for a porous stone pedestrian pathway system in lieu of unreinforced concrete; and to cross the BP pipeline with water and electrical conduit to provide irrigation and electrical service for landscape improvements desired on both sides of the pipeline. After reviewing a \$17,276 fee proposal from NIES Engineering to prepare plans, specifications, bidding and contract documents for design of the project infrastructure including desired plan changes, the Park Board accepted our recommendation to postpone consideration of more design services. Instead, the Park Board has been asked to use the balance of the grant funds from BP Foundation to engage: Hyre Electric and NIPSCO to extend underground electric service to the site; and the Highland Public Works Department to extend the water service, install curb, gutter and an asphalt overlay along the 5th Street frontage of the site. We will postpone design and construction on the remaining landscape improvements including desired plan changes until we've secured sufficient funds to underwrite the cost.
- Funding: We've secured \$55,000 for the initial project; \$95,000 is still needed to meet goal. Of the \$25,000 grant from BP Foundation, \$19,581.32 is unencumbered in a Park Capital Project Fund after the \$5,418.68 expense for a site survey by NIES Engineering.
- Infrastructure Construction: A draft Interlocal Agreement for execution of the proposed Public Works Department infrastructure work using \$8,094 of the BP Foundation grant is presently under review by Highland Clerk-Treasurer Michael Griffin for subsequent consideration by the Park Board, Water Board and Town Council. The electrical service extension awaits an application for service to NIPSCO by Hyre Election on behalf of the Parks & Recreation Department.

OLD BUSINESS

- Directors & Officers Liability Insurance: Underkofler reported a claims-made policy in limits of \$2 million was bound by Brown Insurance Group that became effective 1-1-2013 for a \$1,244 annual premium.
- Knight Foundation Matching Grant: Underkofler reported \$2,805 is the total for the campaign that will be deposited to our Endowment Fund.
- Board Development Training: Underkofler said he submitted an application for a Legacy Foundation Capacity Building Grant to underwrite the expense of QuickBooks training sponsored by the Hammond INnovation Center; and sessions sponsored by Nonprofit University of Northwest Indiana (NU) that may be held February thru June 2013. He asked for confirmation of board interest to

complete the application budget. There was no interest in QuickBooks training. Jim McShane, who is coordinating the NU training, said an Outcome Measurement session is scheduled for February 7th at Indiana Wesleyan University from 3:30 to 5:30 PM. Subsequent sessions are dependent upon sufficient registrations. Eleven persons expressed interest in one or more NU training sessions, if the topics could be tailored to our needs. Jim McShane was asked to consider programming sessions dealing with New Board Member Orientation, Board Policies, Fundraising and Special Events.

- d. Application for 501(c)(3) Tax Exemption: Underkofler reported an IRS notice acknowledging receipt of our application was dated 12-19-2012. We may expect to hear whether the application is acceptable within 90 days from the date of notice.
- e. Bank Account: Victor Garcia volunteered to solicit comparative local bank proposals. Information was received from First Midwest, Standard Bank, First Financial and Citizens. Victor suggested we do business with Standard Bank, which offered to waive all fees, to waive a minimum balance requirement and pay for the first order of checks. A motion was approved to establish an account with Standard Bank. Underkofler will write a personal check for the \$100.00 opening balance. Signatures of any two board officers will be required for withdrawals. Motion by Terry Krooswyk; seconded by Pat Popa; Richard Krooswyk dissented. Richard Krooswyk desired to wait until our 501(c)(3) tax status is approved.
- f. Venue for 2013 Oktoberfest: Cecile Petro suggested moving the venue to the Lincoln Center now that alcohol may be served there. Based upon direction given at the October board meeting, Underkofler reserved the Indiana Welcome Center for Thursday, October 3, 2013 from 6 to 9 PM; but no contract had been signed. There was general consent to do it again next year at the Welcome Center because it's Exhibit Hall accommodates a higher occupancy than the Lincoln Center Banquet Hall.

NEW BUSINESS

- a. Committee Volunteers: Underkofler asked for board volunteers to serve on committees to delegate some of the board's planning and implementation work. There was general consent NOT to organize a Cinco de Mayo Event Committee. Too many other fundraising events are scheduled to occur around the May 5th weekend. There appeared to be consensus for just one major fundraising event; an annual Oktoberfest.
 - Jim McShane volunteered to chair a committee to help formulate board operating policies and to identify future philanthropic uses of our funds to match grants that may become available from third party sources. Richard Krooswyk, Adam Gawlikowski and Ed Stone volunteered to serve on this committee.
 - Cecile Petro was appointed chair of an Engraved Brick Paver Sales Committee; motion by Underkofler, seconded by Terry Krooswyk, unanimous consent. Terry Krooswyk and Underkofler volunteered to serve on this committee.
 - Pat Popa and Adam Gawlikowski were appointed to co-chair an Oktoberfest Committee; motion by Underkofler, seconded by Terry Krooswyk, unanimous consent. Patti Dunham volunteered to serve on this committee.
- b. Revised Budget: A revised budget was approved for the fiscal year ending June 30, 2013. It was adapted from historical results and estimates for the next two fiscal years contained in IRS Form 1023, our application for 501(c)(3) Tax Exemption. Motion by Richard Underkofler; seconded by Jim McShane; approved by unanimous consent. A copy is incorporated herein by reference.

- c. New Board Members: Richard Underkofler made a motion to appoint Judy Vaughn, Craig Chism and Kathy Grimler to board terms expiring in January 2016; seconded by Patti Dunham. After the Chair inquired if these persons were willing to serve, the motion was approved by unanimous consent. Judy Vaughn and Kathy Grimler volunteered to serve on the Engraved Brick Paver Sales Committee. Craig Chism will serve on the Oktoberfest Committee and become our Public Information Person.
- d. Irrigation System: Pat Popa reported Mark Hirschak d/b/a Rainmaker Irrigation, based at 9928 Express Drive in Highland may be willing to make a substantial contribution for the underground sprinkler system for our initial project.

NEXT MEETING

The next quarterly board meeting was scheduled for 7:30 PM, Wednesday, March 20, 2013 at the Lincoln Center.

ADJOURNMENT

Adjournment was approved by general consent at 9:45 PM.

Respectfully submitted,

Cecile Petro, Outgoing Board Secretary