

HIGHLAND COMMUNITY FOUNDATION
MINUTES OF MARCH 5, 2012 BOARD MEETING

ROLL CALL

Jim Dal Santo, Adam Gawlikowski, Richard Krooswyk, Terry Krooswyk, Cecile Petro, Lance Ryskamp, and Richard Underkofler were present at the 5:30 PM scheduled start of the meeting in the upstairs conference room of the corporate offices of Strack & VanTil, 2244 45th Street, Highland, Indiana. Keith Bruxvoort was absent. Lance Ryskamp left the meeting at about 7 PM after action concluded on the logo and website development topic.

GUESTS

Pat Popa, Bill Vargo and Janice Kuzmar were introduced, guests who may be interested in becoming members of our board. Melissa Mravec attended the meeting to present and discuss concept plans for our initial project.

APPROVAL OF MINUTES

Terry Krooswyk made a motion to approve minutes of the board meeting held November 16, 2011. Adam Gawlikowski seconded the motion. The motion carried by unanimous consent.

NEW BOARD MEMBERS

Richard Underkofler nominated Pat Popa and Bill Vargo to a three-year term of office on the governing board succeeding Keith Bruxvoort and Lance Ryskamp. Terry Krooswyk moved to approve and close the nominations. Lance Ryskamp seconded the motion. The motion was approved by unanimous consent.

ELECTION OF BOARD OFFICERS FOR THE 2012 CALENDAR YEAR

Our bylaws prescribe, "At its first monthly meeting of the calendar year, the Foundation shall elect, by simple majority, four (4) members to serve in each of the following positions as officers of the Board: 1) President; 2) Vice-President; 3) Secretary; and 4) Treasurer."

- Terry Krooswyk was elected to succeed Keith Bruxvoort as Treasurer at a special board meeting held October 28, 2011.
- Terry Krooswyk moved to re-elect Richard Underkofler for a second term as President and close nominations. The motion was seconded by Richard Krooswyk. The motion was approved by unanimous consent.
- Terry Krooswyk moved to re-elect Adam Gawlikowski for a second term as Vice-President and close nominations. The motion was seconded by Jim Dal Santo. The motion was approved by unanimous consent.
- Richard Krooswyk moved to re-elect Cecile Petro for a second term as Secretary and close nominations. The motion was seconded by Jim Dal Santo. The motion was approved by unanimous consent.

STATUS OF INTIAL PROJECT

- On November 17th the Highland Park Board approved a 99-year License Agreement with BP Pipelines Company, Inc. of the form recommended by our Board for the improvement and use of the real estate at the southeast corner of the intersection of 45th and 5th Streets. BP has not signed the agreement as of yet awaiting review of our proposed concept plan for the landscape improvement.

- The BP Foundation invited the Town to submit a \$25,000 grant application to kick-off fund raising for the project. The grant was approved, a check was received by the Town and a hearing on a \$150,000 appropriation for the project to a Park Capital Improvement Fund is scheduled for March 26th. Adam Gawlikowski asked why the grant was given directly to the Town, rather than to our foundation. Richard Underkofler reported it would have caused conflict of interest paperwork if the grant was made payable to the Legacy Foundation Highland Community Fund because Tom Keilman of BP is a board member of the Legacy Foundation. Cecile Petro reported the BP Foundation check was dated December 2011; another application could be made to the BP Foundation for its 2012 grants.
- The Board reviewed and discussed two alternative project concept design plans with Melissa Mravec of Allen Landscape in Highland, LLC.
 - “Option D” presented a conventional concrete sidewalk along the street right-of-way; a circular crushed stone path in the interior of the parcel; a rain garden with optional locations for a public art feature; and a brick plaza along the 45th Street frontage containing a raised planter with LED message center sign.
 - “Option E” presented a brick crosswalk at the northwest corner of the parcel near the intersection of 5th and 45th Streets; a curvilinear crushed stone path instead of a straight sidewalk along the streets; a rain garden with optional locations for a public art feature; a brick plaza along the 45th Street frontage containing a planter around a LED message center sign with an upper level raised planter.
 - Both options contained flowering shrubs, columnar street and shade trees, boulders, berms and new curb creating about four parallel parking spaces along 5th Street.
- Underkofler asked whether it would be necessary to procure surveying services in advance of soliciting design/build contract bids to precisely locate the pipeline, the boundary and topographic features of the site. *Melissa reported BP would have an inspector on-site to locate the pipeline. Utilities would locate and mark their underground facilities prior to construction. She reported BP will NOT allow extension of utility service across the pipeline to the southeast corner of the parcel where a rain garden is planned. This could be an issue if an irrigation system is desired there. It's unlikely that BP has a current location and topographic survey of the site; Melissa has been working with site information from Google Maps and the County Tax Parcel GIS System. Underkofler concludes a survey will be necessary to quantify the existing topography for contractors to prepare accurate estimates of the quantity of fill material needed to increase depth of cover over the pipeline at the southwest corner of the site; construct berms and place topsoil over other areas of the site. It was suggested that an inquiry should be made to ask if BP has an in-house capability to undertake the survey work.*
- The Board reviewed and discussed comments solicited from the town staff on advance copies of the alternative concept plans.
 - Highland Building Official Ken Mika commented, “The sidewalk areas where they intersect the streets will need to comply with ADA standards. Any trees that may be planted in the right-of-way areas along 45th and 5th cannot interfere with line of sight for vehicular or pedestrian traffic.” *Melissa responded the sidewalk intersection should comply with ADA standards and that trees along the street frontage should not obstruct line of sight for vehicles, pedestrians or the view of the message center sign/public art feature for vehicles or pedestrians at the intersection. Any view of the sign would be difficult for the driver to read traveling at the posted speed. Columnar trees were selected due to limited crown width to prevent visibility issues and conflict with large vehicles- emergency equipment, sanitation*

trucks. These trees will need to be pruned and limbed-up over time by park maintenance to assure on-going compliance with line-of-sight requirements.

- Highland Parks & Recreation Superintendent Alex Brown wrote, “The park department definitely prefers Option D. This is primarily from a maintenance standpoint. The mowing is more linear and there appears to be much less hand-work (i.e. weed-whipping, smaller hand mowers, etc.)”. *Melissa responded both concept options will require on-going maintenance. If maintenance time and expense will be the predominate criteria for design of a landscape improvement, a portion of the site could be maintained as a meadow, requiring less mowing. Cecile Petro commented, “Plan Option E would be more appealing to persons who will be asked for donations to underwrite the project cost.”* **Underkofler Postscript: We intend to specify the contractor will provide maintenance of the project for a term of two years after substantial completion, including a two-year warranty on all plant materials - - the cost of which will be included in the contract price.**
- Highland Public Works Director John Bach commented, “Frankly, I prefer Option E. However, I understand Alex’s comments. It is not shown on either drawing, but we had discussed parking ‘trays’ or ‘cut-outs’ into the parkway that would begin 25-30’ south of the intersection and would not restrict traffic flow. Otherwise, it looks wonderful to me and really cleans up an eyesore at a relatively major intersection.” *Melissa responded, “There is parallel parking along the east side of 5th Street. A cut-out for parking would consume area for landscape opportunities”. She inquired whether another concept plan is desired to be responsive to this comment and other concerns/perspectives. She said her time on task to date had consumed the value of the current contract. Melissa estimated approval for another 20 hours @ \$45/hour would be necessary to prepare another concept plan for review by BP and other stakeholders.*
- After considerable board member discussion about the design options, Underkofler inquired if a member desired to offer a motion authorizing additional expense for Melissa to prepare another concept plan. Instead, Jim Dal Santo made a motion accept and approve Concept Plan Option E. The motion was seconded by Bill Vargo and approved by unanimous consent.
- A topic on the published agenda seeking authorization to apply for a variance from the Town’s Sign Code for a digital message center sign at the site of the project was not discussed.

BRAND, LOGO AND WEBSITE DEVELOPMENT

- Heather Parker sent an email to all board members reporting she was unable to participate in this board meeting due to “some family circumstances”. Attached to the email, Heather forwarded copies of her proposed logo and website designs. None of Heather’s proposed logo designs found favor. A motion by Terry Krooswyk; seconded by Pat Popa, to find Parker’s logo designs unacceptable was approved by unanimous consent.
- There was no objection to Heather’s website design and there was informal consensus authorizing Heather to proceed with that aspect of her services as prescribed by her internship agreement.
- The board discussed seeking proposals from other graphic designers for an acceptable logo. A motion by Bill Vargo, seconded by Jim Dal Santo, to seek logo designs from students in all Highland schools was defeated; Popa, Petro, Gawlikowski and Underkofler dissenting. Richard Krooswyk disclosed a conflict of interest because his son has a graphic design business. A motion by Terry Krooswyk, seconded by Bill Vargo, to seek a logo design proposal from Tim Krooswyk was approved by all members, but Richard Krooswyk who abstained.

Bill Vargo made a motion to expend up to \$500 to establish an account with GoDaddy.com for the registration and hosting of our website. Terry Krooswyk seconded the motion. Motion passed with unanimous consent.

BUDGET

No objection was articulated to a first draft of a budget for a fiscal year that would begin on July 1, 2012, presented with the agenda documents. The board will formally consider the budget at its next meeting.

FUND RAISING PLAN

Richard Underkofler presented a second draft fund raising plan dated 2/20/2012. Changes suggested at the last board meeting were incorporated into the revised plan. A motion to approve the fund raising plan by Terry Krooswyk, seconded by Richard Krooswyk, was approved by unanimous consent.

EXPENDITURES

A topic appeared on the agenda seeking expenditure authorization for a brochure, letterhead stationery, postage and other expenses incidental to a special event to kick-off our fund raising campaign. It was agreed that authorization for these expenditures may be secured by a future email vote of the board members.

INSURANCE

Although \$900 has been included in next year's recommended budget for insurance premium expense, Underkofler reported he has been unable to find an insurance company willing to provide Directors & Officers (D&O) Liability Insurance. He contacted three local insurance brokers for application information. He asked the Legacy Foundation whether it would add our foundation to its policy of insurance as an "additional insured". Issues motivating unacceptability for coverage include our decision to not organize as a nonprofit corporation and our inability to report results of our financial operations for a five-year period. Janice Kuzmar volunteered to search for a market for this insurance coverage.

OTHER AGENDA TOPICS

Several members reported they didn't have time to consider the remainder of topics identified on the published agenda. These topics were not discussed:

1. Identify more persons to be recruited for expanding board membership
2. Request for board member resumes in digital form from Jim Dal Santo, Pat Popa and Bill Vargo.

NEXT MEETING

The next regular board meeting will be scheduled for a 5:30 PM start on a Monday or Wednesday in late May or early June based upon when a quorum may be secured via an email survey of the members and when the Strack & VanTil conference room will be available.

Topics for Next Meeting Agenda

1. Review status of proposed 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:
 - a. Inquiry whether the License Agreement has been signed by BP Pipelines, Inc.
 - b. Authorization to seek a variance from the Town's Sign Code for a digital message center sign at the site of the initial project. The expense may be up to \$400 for the application fee and publication of notice of a hearing in both local newspapers.

2. Review the status of logo and website development; ratify expenditures incurred for the logo design, the website registration and hosting account.
3. Establish a fiscal year and adopt a budget for the fiscal year that begins July 1, 2012.
4. Authorize expenditures for a brochure, letterhead stationery, postage and other expenses incidental to a special event to kick-off our fund raising campaign.
5. Identify more persons to be recruited for expanding board membership.
6. Request for board member resumes in digital form from Jim Dal Santo, Pat Popa and Bill Vargo. Resumes are needed for exhibits to grant applications.

ADJOURNMENT: Richard Krooswyk made a motion to adjourn. Terry Krooswyk seconded the motion. The meeting adjourned at 7:30 PM.

Respectfully submitted,

Cecile Petro, Secretary