



Minutes: Simes House Foundation general membership meeting

Moose Lodge, Manomet, MA

June 15, 2011

Officers and Directors present: J. Randolph Parker, President; Will Shain, Vice President; Mary Ellen Parker, Treasurer; James Pierson, Secretary; Tina Manter; Galen Green

- Meeting called to order by Pres. Parker 7:08

#### ROUTINE BUSINESS

- Randy asked for a waiver of the reading of the minutes for April and May and a vote to accept the previous minutes.  
Motion made by Galen, 2<sup>nd</sup> by Mary Ellen; motion carried.
- At this point, President Parker Introduced Mary Ellen to the general membership and read her resume for qualifications and experience for the position of Director/Treasurer/Business Agent for the Simes House of Foundation. A motion was made by Will Shain, 2<sup>nd</sup> by Galen Green to elect Mary Ellen Parker as a Director and also as the treasurer and business agent for the Simes House Foundation. This passed, unanimously, with Mary Ellen abstaining.
- A full treasurer's report was provided and reviewed by Mary Ellen including a final report of Veronica Cooper's actions and our current financial status to date. Available funds in the bank: \$3,540.57. Randy explained offer from CPC to use some of their administrative account funds to offset the anticipated costs that Mary Ellen had mentioned in her report. Will also explained more details related to a possible IRS audit. Much discussion related to this possible audit. Approval of the treasurer's report was motioned for by Will Shain and 2<sup>nd</sup> by Galen Green. This passed.
- Randy spoke of the Articles of Organization revisions needed to comply with the IRS 1023 form. Motion made by Leslie Green and 2<sup>nd</sup> by Mary Ellen Parker to approve. This passed.

#### OLD BUSINESS

- Will Shain reviewed clean up day/chipping day with its' 10 participants. The inside clean up and dumpster acquisition will be finalized by the BOD. Possible financial help from CPC available.
- Will spoke about the roof repairs and Galen added that he had spoken with Ken Fantasia. Ken expects to be there on Friday the 17<sup>th</sup> for additional repairs.
- Galen noted that he has added plywood to some openings in windows to further seal up the house.
- Randy spoke on the 1023 application status indicating that he has a draft completed.
- Will raised a question regarding the status of the bid deposit check. Mary Ellen is going to do some research for the answer.
- Randy spoke about the status of the property conveyance. An issue exists with regard to the second parcel of the property, but it is being resolved by the Town. Nolan Insurance accepted a satisfactory "evidence of interest document" and has provided a policy to cover the insurance needs of the Town

and the Foundation. Will's question about review of the deed was felt not necessary due to the title clearance by the tax taking.

- Mary Ellen updated the membership on the progress of the Tag-Plant-Bake Sale. Paul Hapgood offered to e mail his Plymouth 1000 group announcing the tag sale and fishing tournament.
- Randy and Will spoke about the new by-laws with regard to spending limits. For expenditures up to \$250, two persons approve (treasurer and J. Pierson); for expenditures up to \$5000, the BOD approves; and for expenditure greater than \$5000, the General membership will approve. Kevin Doyle raised a question about what would happen with an expense greater than \$5000 and a lack of general membership quorum. Will suggested the use of a "consent decree" vote via e mail 50% of the general membership plus one vote would constitute a majority for purposes of approval. It was noted that these spending limit votes refer to operational expenses and not rehab and construction expenses. Randy made a motion to accept the spending authority limits and process; 2<sup>nd</sup> by Jim Pierson. Vote passed unanimously.
- Will addressed the membership regarding the fishing Tournament anticipated expense and return projections. Based on these assumptions, a break even occurs at 65 participants and a \$2000 return with 200 participants. No votes required and cash flow should be sufficient for the operation of the event.
- Jim Pierson reported on the status of the Thank You notes project for the Halloween in May event. He anticipates two more weeks to complete.

#### NEW BUSINESS

- Vice president Shain spoke about the possible by-law reviews, especially, as they relate to standing committees. He is recommending a change to five committees instead of the current eight in the by-laws. He suggests: a capitol needs and building com.; an operations and grounds maintenance com.; a marketing, membership and volunteers com.; a fund raising and special events com.; and a history and education com.. Will feels the first four committees need to be populated ASAP with the history committee a little later in the process. He then asked for a clarification regarding the Development Team listed in the RFP and the Capitol Needs & Building committee. Randy explained that the Development team existed only for the RFP. The possible need to replace Veronica Cooper as the second person with authority to bind the Foundation was addressed. Mary Ellen Parker offered Tina Manter's name with Will Shain seconding, as the replacement with authority to bind. This was voted and passed. Tina Manter now has authority to bind the foundation for purposes of the RFP Completion. Will then recommended that he and Randy co-chair the Capitol Needs & Building Committee, to which Randy agreed. Will explained the workings of the combined Operation & Grounds Maintenance committee. Randy moved to appoint Galen Green as Chairman with Leslie Green seconding. This passed unanimously. Mary Ellen is, essentially performing, the Marketing, Membership, and Volunteers duties and will continue for the time being. Will suggested that the revised by-law proposal be sent out to the General membership for review and once voted, candidates be strongly solicited for populating the committees.
- Will then reported the RFP process is on going for the Historic Structure Report contractor. He hopes to have it completed for the July meeting.

- Mary Ellen has updated the data base management files and passed out hard copies to the directors. With regard to the Quick books software, she has entered most of the data back to February of this year and is incorporating other data such as the check book and the general membership, and Outlook contact list.
- Randy thanked Will for his great work on the Quick Books software acquisition.
- Randy spoke to the agenda addendum related to Jeff Metcalfes' request for volunteers on behalf of the July 4<sup>th</sup> Committee.
- Kevin Doyle spoke about getting more signage to identify the Simes House and the on- going project.

**Submitted:** July 15, 2011 by James Pierson, Secretary