



**JSDC Board of Directors Meeting  
December 10, 2018  
Lower Level Conference Room  
Official Minutes**

**Members Present:** Chris Rathjen, Kelly Rachel, Ritchie Wolf, CJ Janke, Bob Toso, Pam Phillips, Mark Klose, Gerald Horner, Dwaine Heinrich, Lorrie Pavlicek, and Marlee Siewert (via phone).

**Members Absent:** Tom Hausmann, Bill Lytle, and Jason Rohr.

**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; Courtney VanDyke, Bank Forward; Dustin Holte, Holte Construction; Steve Aldinger, Interstate Engineering; Luke Weise, Border States; Scotty Osman, Border States Paving; Dale Marks, former BOD member; Ramone Gumke, former BOD member; Katie Andersen, former BOD member/Jamestown Regional Airport; and Searle Swedlund, Jamestown Tourism.

**Call to order:** 11:45 a.m. by Chris Rathjen.

**Tape recorder started:** 11:45 a.m.

**Conflict of Interest:** None to declare.

**Approval of Agenda:** The December 10, 2018 Board Agenda was approved as presented.

**President's Report:** Chris Rathjen gave her last President's report as the JSDC Chair; she will be moving into the Past Chair position starting in 2019. Chris thanked everyone for their attendance and involvement at the JSDC Board of Director Meetings and the JSDC Committee meetings the last couple years since she has served as the JSDC Chair. Kelly Rachel, Vice Chair, then presented Chris with her President's plaque in recognition of her 2 years served as JSDC Board President. Chris also presented plaques to Ramone Gumke, Katie Andersen, and Dale Marks in recognition of their years served on the JSDC Board of Directors. Tom Hausmann also received a plaque for his time spent on the Board, however, he was not in attendance at the meeting.

**Minutes:** Minutes from the November 5, 2018 Board of Directors Meeting and minutes from the December 3, 2018 Special Board of Directors Meeting were in the dropbox for review and approval.

*Dwaine Heinrich moved to approve the minutes of the November 5, 2018 Board of Directors Meeting and the minutes of the December 3, 2018 Special Board of Directors Meeting as presented, CJ Janke seconded, and the motion passed unanimously by voice vote.*

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

*Lorrie Pavlicek moved to approve the November financial report as presented, Pam Phillips seconded, and the motion passed unanimously by voice vote.*

**Holte Construction Flex PACE Request:** Corry reported on the Holte Construction Flex PACE Request agenda item. Dustin Holte DBA Holte Construction is purchasing an existing building in Jamestown to facilitate the expansion of his growing business. With the larger building Holte Construction will be able to better service the Jamestown/Stutsman and surrounding areas.

Dustin Holte is requesting up to \$86,000 in Flex PACE Interest Buydown funds. Those funds will be matched by the Bank of ND by up to \$200,000.

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

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

Dustin Holte from Holte Construction and Courtney Vandyke from Bank Forward were in attendance to further explain the request and answer any questions the Board of Directors had.

*Kelly Rachel motioned to approve Dustin Holte DBA Holte Construction for up to \$86,000 in Flex PACE Interest Buydown funds at an 80/20 City=\$68,800/County = \$17,200 split, Lorie Pavlicek seconded the motion, and the motion passed unanimously. Roll Call: Bob-aye, Dwaine-aye, Mark-aye, CJ-aye, Lorrie-aye, Gerald-aye, Pam-aye, Ritchie-aye, Marlee-aye, Kelly-aye, and Chris-aye. Motion passed 11-0 with Jason Rohr, Bill Lytle, and Tom Hausmann absent.*

**iPad Replacement:** Chris reported on the iPad Replacement agenda item. On November 5, 2018, the Finance Committee approved recommendation to replace the iPads purchased in 2012 for JSDC Board Members and Staff.

A recommendation from the Finance Committee to the JSDC Board of Directors was made to approve the purchase of up to 18 iPads & Covers at a cost not to exceed \$10,000.

The Board of Directors briefly discussed the request.

*Kelly Rachel motioned to approve the purchase of up to 18 iPads and covers for the JSDC at a cost not to exceed \$10,000, Lorrie Pavlicek seconded the motion, and the motion passed unanimously. Roll Call: Marlee-aye, Ritchie-aye, Pam-aye, Gerald-aye, Lorrie-aye, CJ-aye, Mark-aye, Dwaine-aye, Bob-aye, Kelly-aye, and Chris-aye. Motion passed 11-0 with Tom Hausmann, Bill Lytle, and Jason Rohr absent.*

**JSDC Bylaws & Term Limits:** Connie reviewed her memo in the dropbox on the JSDC Bylaws & Term Limits agenda item. After researching board term limits as they relate to officers of the board of directors, the JSDC Org Excellence Committee made the following recommendations for your consideration and approval of one of the options for changes to *Article 7. Officers:*

Note: Board members serve a term of 3 years and can serve on the Board for 3 terms or a total of 9 years.

*The JSDC officers/executive committee are progressive Chairs meaning that the secretary/treasurer becomes vice chair, vice chair becomes chair, chair becomes past chair. An eligible JSDC board member must be nominated into the position of Secretary-Treasurer any time before the end of his or her second term. Total years served is expanded to allow the board member to complete the officer chairs of Secretary/Treasurer – 2 years; Vice-Chairperson – 2 years; Chairperson – 2 years and Past-Chairperson – 2 years.*

Or:

*The JSDC officers/executive committee are progressive Chairs meaning that the vice chair becomes chair and the chair becomes past chair. An eligible JSDC board member must be nominated into the position of vice-chair any time before the end of his or her second term Total years served is expanded to allow the board member to complete the officer chairs of Vice-Chairperson – 2 years; Chairperson – 2 years and Past-Chairperson – 2 years. The secretary-treasurer position is a voting member of the JSDC board and JSDC executive committee; however, not necessarily a path to the chair, has a strong financial background and may serve in this capacity for more than the usual 2-year limitation on chair positions; however, is subject to 3 consecutive terms.*

Either choice also includes:

*An officer whose term ends prior to completion of the six-year/eight-year rotation – that board member may continue until the rotation is completed and/or a new board member will be elected to fill the unexpired officer term.*

The JSDC Org Excellence Committee recommended approval of the 2nd option; however, the committee wanted the JSDC Board of Directors to review both options.

Included with the memo in the dropbox were the JSDC By-laws and the unofficial meeting minutes from the last Organizational Excellence Committee Meeting for the Board's review.

A discussion amongst the JSDC Board of Directors was held. The Board requested that the Organizational Excellence Committee work at buttoning up the wording for the revision to the JSDC Bylaws.

*Bob Toso moved to adopt Option #2 as recommended by the Organizational Excellence Committee, Marlee seconded the motion, and the motion passed unanimously. Roll Call: Kelly-aye, Bob-aye, Dwaine-aye, Mark-aye, CJ-aye, Lorrie-aye, Gerald-aye, Pam-aye, Ritchie-aye, Marlee-aye, and Chris-aye. Motion passed 11-0 with Jason Rohr, Tom Hausmann, and Bill Lytle absent.*

**Strategic Plan Dates:** Corry reviewed his memo on the Strategic Plan Dates agenda item. The JSDC has moved through a large majority of the JSDC Strategic Planning goals from the 2017-2019 plan. As indicated in a previous meeting, the Board has expressed interest in another strategic planning session with KLJ. Corry noted he has been in contact with Molly Herrington, who facilitated the previous session and she has given 3 possible dates that will work for their team. The session will be an afternoon session ranging from 3 to 4 hours. The dates given as possible options are: January 10, January 22, and January 24.

Once the date is locked in Corry commented he will send out a meeting invite and informed the Board that they will start to receive some questions from KLJ about the session. Corry noted in order to keep the session as short as possible the more information provided before the session the better.

Corry and Connie requested what dates work best for the JSDC Board members individually. After some discussion, it was determined that the January 10<sup>th</sup> session would be the option that works best for the

majority. Corry commented he would double check with Molly at KLJ on if that date is still feasible for her team and will send an invite out to Board members once that date has been confirmed.

**Airport Park End of Year Update:** Steve Aldinger from Interstate Engineering was in attendance along with Luke Weise and Scotty Osman both from Border States Paving. Steve Aldinger commented that he did not have much more to report since the last Special Board of Directors meeting on December 3<sup>rd</sup>. He did inform the Board that the blasting process as discussed in the last meeting will start tomorrow. Luke Weise informed the Board that due to weather issues, moisture, and boulders under the road it has delayed some of the deadline for the completion of some paving at the Airport Park, therefore, Luke requested an extension on the paving deadline from the JSDC Board of Directors. Luke commented this extension would not affect the completion date as that would remain as June 30, 2019.

A brief discussion was held by the JSDC Board of Directors.

*Bob Toso moved to grant the extension to phase 1 of the Airport Park Project, Mark Klose seconded the motion, and the motion passed unanimously by voice vote.*

**Connie Ova's Annual Performance Appraisal:** Chris reported on Connie's annual performance appraisal agenda item. Chris noted that evaluation forms were sent to all Board members for completion and returned to her for review. The overall performance appraisal was very positive and of good performance. Chris's compiled BOD appraisal was in the dropbox; other BOD members' appraisals are on file and available upon request.

#### **Strategic Committee Reports:**

##### ***Strategic Business Plan Committees:***

###### Business Attraction Committee-

(Committee members consist of: Tom, Gerald, Mark, Bob, Curt, Bill, Corry, and Connie)

- The Business Attraction Committee met prior to the Board of Directors meeting on Monday, December 10<sup>th</sup>. The committee discussed some changes to the Flex PACE program. Corry noted that those changes will be made and then brought back to the committee. Once reviewed by the Business Attraction Committee it will be brought to the full Board at the January Meeting. The next regular monthly Business Attraction Committee Meeting is scheduled for Monday, January 7<sup>th</sup>.

###### Existing Business Outreach Committee-

(Committee members consist of: Lorrie, Chris, Ritchie, Jason, Marlee, Corry, and Connie)

- The Existing Business Outreach Committee has not met since the last Board of Directors Meeting. The next regular Existing Business Outreach Committee Meeting is scheduled for Tuesday, January 1<sup>st</sup>, however that day falls on the New Year's Day holiday so it will be rescheduled for a different day in the month of January.

###### Organizational Excellence Committee –

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

- The Organizational Excellence Committee met Tuesday, November 20<sup>th</sup> and also met for a Special Organizational Excellence Committee Meeting on Tuesday, December 4<sup>th</sup>. The committee reviewed the JSDC Bylaws and Board Terms as discussed in today's BOD Meeting. The next regular Organizational Excellence Committee meeting is scheduled for Tuesday, December 18<sup>th</sup>.

Finance Committee-

(Committee members consist of: Chris, Bill, Kelly, Tracey, and Connie)

- The Finance Committee last met to discuss iPad replacement as presented at today's meeting as an agenda item. The Finance Committee meets on an as needed basis.

**Action Items:**

- The Organizational Excellence Committee will meet in December at their regular monthly meeting to button up the wording for the revision to the JSDC Bylaws on Board member term limits.
- Board members will fill out questionnaires sent from Corry and KLJ in order to assist in the Strategic Planning session planned for January.
- The JSDC Nominating Committee will need to meet to elect a new Secretary/Treasurer and bring to the board for approval and appointment.

**Staff Reports:**

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

**Business Development:** Corry reviewed his report; his full report was in the dropbox for review.

**Administrative Assistant:** Beth reviewed her report; her full report was in the dropbox for review.

**Office Manager:** Tracey reviewed her report; her 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 was present and reported on the County.

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

**Jamestown Tourism:** Searle Swedlund reported on Jamestown Tourism.

**Jamestown Regional Airport:** Katie Andersen reported on the Jamestown Regional Airport.

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

**Adjourn:** The meeting was adjourned at 1:02 p.m. by Chris Rathjen.

**Tape Recorder stopped:** 1:02 p.m.

Respectfully submitted,

By Beth Blumhardt: JSDC Administrative Assistant