



**JSDC Special Board of Directors Meeting  
September 19, 2016  
Lower Level Conference Room  
Official Minutes**

**Members Present:** Ramone Gumke, Marlee Siewert, Katie Andersen, Bob Toso, Kelly Rachel, Lorrie Pavlicek, Gerald Horner, Mark Klose, Tom Hausmann, Chris Rathjen, Toni Wegenast (entered at 11:46 am), and Bill Lytle (entered at 11:58 am).

**Members Absent:** CJ Janke, Ritchie Wolf, and Dale Marks.

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

**Guests Present:** Keith Norman, Jamestown Sun; Becky Thatcher-Keller, Chamber of Commerce; Deb Kantrud, South Central Dakota Regional Council; Brenda Moritz, South Central Dakota Regional Council; Danica Chaput, ND Job Service; Corey Bayer, Marvel Homes; Jim Boyd, Jamestown Regional Airport; Rich Garman, Spiritwood Energy Park Association; Nick Bruns, Nodak Mutual Insurance; and Tom Mills, Geronimo Energy.

**Call to order:** 11:45 a.m. by Bob Toso.

**Tape recorder started:** 11:45 am

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

**Approval of Agenda:** No additions or changes were made to the agenda. The September 19, 2016 agenda was approved as presented.

**President's Report:** Bob commented he did not have anything to report at this time.

Toni Wegenast entered the meeting at 11:46 am.

**Minutes:** *Ramone Gumke moved to approve the minutes of the August 8, 2016 Board of Directors Meeting as presented, Lorrie Pavlicek seconded, and the motion passed unanimously by voice vote.*

Before reviewing of the financials, Tracey introduced Nick Bruns to the JSDC Board of Directors and Ex-officio. Nick Bruns is with Nodak Mutual Insurance and is currently renting the office space that the JSDC had for lease in the Center for Economic Development building.

**Account Status Report:** Tracey presented the financial report for August. The financial information was in the dropbox for review. Tracey pointed out that everyone was up to date with the exception of RTS Shearing which she further explained after approval of the financials.

*Ramone Gumke moved to approve the August financial report as presented, Lorrie Pavlicek seconded, and the motion passed unanimously by voice vote.*

**RTS Shearing NJTF Balance:** Tracey reviewed her memo in the dropbox stating that there is a discrepancy between RTS and JSDC on the final payment amount for the NJTF loan that originated in 2004.

Tracey reported the Job Service North Dakota project application was for \$73,169 in 2004. It wasn't until 2005 and 2007 that JSDC disbursed a total of \$65,000. Including interest, the total amount to be paid back to JSDC was \$68,385.27. Job Service records show they have paid out \$69,719 for this project. Also from 4th quarter 2004 through 4th quarter 2005, the project was considered self-funded and JSDC forwarded NJTF payments to RTS Shearing. The total amount of funds returned to RTS was \$2,924.

Connie and Tracey recommend the following closing balance due:

- Total Owed JSDC for 2005 & 2007 NJTF Loans: \$ 68,385.27
- Minus Total Received from State: \$ 69,719.00
- Add in Payments returned to RTS in 2004-2005: \$ 2,924.00
  - **RTS Shearing Balance Due: \$ 1,590.27**

*Kelly Rachel motioned to approve the RTS Shearing closing balance due presented in the amount of \$1,590.27, Lorrie Pavlicek seconded the motion, and the motion passed unanimously. Roll Call: Chris-aye, Kelly-aye, Katie-aye, Mark-aye, Lorrie-aye, Gerald-aye, Ramone-aye, Tom-aye, Marlee-aye, Toni-aye, and Bob-aye. Motion passed 11-0 with Dale Marks, Bill Lytle, CJ Janke and Ritchie Wolf absent.*

**SCDRC Dues Request:** Connie reviewed her memo in the dropbox on the SCDRC Dues Request agenda item. The request is for \$35,869; a 3% increase from 2016 with the City at 63% for a dollar amount of \$22,597 and County at 37% for a dollar amount of \$13,272. Connie noted the application for South Central Dakota Regional Council's annual dues is in the dropbox for review.

Deb Kantrud and Brenda Moritz from South Central Dakota Regional Council were in attendance to answer any questions. Deb gave a brief overview to the JSDC Board as to what the grant money is used for.

*Kelly Rachel motioned to approve South Central Dakota Regional Council's annual dues request for \$35,869 with the City at 63%= \$22,597 and the County at 37%= \$13,272, Gerald Horner seconded the motion, and the motion passed unanimously. Roll Call: Ramone-aye, Tom-aye, Marlee-aye, Toni-aye, Chris-aye, Kelly-aye, Katie-aye, Mark-aye, Lorrie-aye, Gerald-aye, and Bob-aye. Motion passed 11-0 with Bill Lytle, Ritchie Wolf, Dale Marks and CJ Janke absent.*

**Approve JSDC Bylaws and JSDC Application:** Bob presented on the JSDC Bylaws and JSDC Application agenda item. Bob noted the Organizational Excellence Committee (formerly the Governance Committee) has been working on these changes for a while in order to bring it up to current practices. Bob noted the edited documents are in the dropbox for the Board's review and all changes are reflected by being bolded.

*Ramone Gumke motioned to approve the amendments to the JSDC Bylaws and JSDC Application as presented, Marlee Siewert seconded the motion, and the motion passed unanimously. Roll Call: Marlee-*

*aye, Toni-aye, Chris-aye, Kelly-aye, Katie-aye, Mark-aye, Lorrie- aye, Gerald-aye, Ramone- aye, Tom-aye and Bob-aye. Motion passed 11-0 with Ritchie Wolf, CJ Janke, Dale Marks and Bill Lytle absent.*

Bill Lytle entered the meeting at 11:58 am.

**Airport Lots- Joint Powers Agreement:** Corry reported the Business Attraction Committee has been in discussion about moving forward with some land opportunities. Corry noted that Katie brought up in that committee that they have just finished the plats for that the airport lot land and might be looking at some money from us for the initial infrastructure to get those lots going similar to the I-94 Business Park lots. Corry commented the committee is basically looking for some guidance on how to move forward

Katie presented the Board with information in relation to the airport lots. She commented that the airport did recently receive approval for use of the land adjacent from UTC's plant one. They received approval for non-aeronautical use of that area; which means it can be developed for other industries and you don't have to wait for an approval process for the FA because they have given that ahead of time. The airport does need to always own the land so it would always be a land lease. The lease can be a longer term; for example, a term that meets the length of their financing. Katie noted that the layout for the lots and the infrastructure costs were done by Interstate Engineering and put together in a phase plan. The lots closest to the airfield would be reserved for those who need aeronautical access.

Katie addressed questions and concerns.

No motion was needed at this time. The JSDC Board of Directors did agree that it was a good idea to move forward and continue to explore this.

Before proceeding with the next agenda item, Bob introduced Tom Mills from Geronimo Energy to the Board of Directors. Tom joined the meeting as a guest and gave a quick introduction of himself and his representation for the windfarm.

**Nomination Committee:** Bob reported on the Nomination Committee agenda item. Bob noted that three JSDC Board of Directors members are up for re-election at the end of 2016:

- Bob Toso, completing 2nd term
- Chris Rathjen completing 2nd term
- Bill Lytle, completing 1st term

Bob commented a Nominating Committee will be put together. According to the JSDC Bylaws the Nominating Committee shall consist of: the JSDC Chairman, a Stutsman County Commission representative, a Jamestown City Council representative, and one elected JSDC Board Member.

The nominating committee shall submit a listing of recommended candidates to the Board of Directors on or before the January Board of Directors Meeting. Representation from Stutsman County outside the City of Jamestown must be considered by the nominating committee.

Bob noted the JSDC Nominating Committee will try to have that report at the next JSDC Board of Directors Meeting on October 10th. The report will include recommendations for three candidates for election/re-election; reaffirming the JSDC Executive Committee and reaffirming the City and County appointees from JSDC: Ramone Gumke and Mark Klose.

**Business Retention & Expansion Program:** Corry reported the dropbox includes an up-to-date questionnaire to be used going forward and a company list. The Existing Business Outreach Committee has revamped the questionnaire in an effort to make it more useful and to help seek out information

that can be used to improve and provide better services. Corry commented they are looking to start the Business Retention & Expansion Program shortly.

Lorrie noted the questionnaire was narrowed down to the most important questions in order to provide us with the most useful information and to also help the company think about their potential growth.

**Finance Committee- Overage Funds to be refunded and Approval of 2017 “Working Budget”:**

**Overage Funds to be refunded:** Tracey reported on the Finance Committee agenda item regarding overage funds to be refunded. Tracey noted that JSDC has had an excess of funds in the Incentive bank account since she began in 2011. The Incentive bank account balance should effectively be Zero as all funds coming in must be paid out.

On September 1st, Tracey reported to the Finance Committee her estimation of \$48,908.75 to be paid back to the City and County. The committee recommends a refund on an 80% City / 20% County split.

The Finance Committee requests a recommendation from the board of the city/county split to be used.

*Chris Rathjen motioned to approve the refund of \$48,908.75 to be given back to the City and County at an 80% City / 20% County split, Lorrie Pavlicek seconded the motion, and the motion passed unanimously. Roll Call: Mark-aye, Lorrie-aye, Gerald-aye, Bill-aye, Ramone-aye, Tom-aye, Marlee-aye, Toni-aye, Chris-aye, Kelly-aye, Katie-aye, and Bob-aye. Motion passed 12-0 with Dale Marks, CJ Janke and Ritchie Wolf absent.*

**Approval of 2017 “Working Budget”:** Tracey reported on the Finance Committee agenda item regarding Approval of the 2017 “Working Budget”. Tracey referred to her memo and the 2017 Working Budget vs 2016 Budget/Actual spreadsheet in the dropbox.

As reported at an earlier Board of Directors meeting, the Finance Committee has implemented changes in the Operations Budget reporting beginning in 2017.

In the past, the Budget was based solely on the funds requested from city and county for operational expenses. In reality however, there are additional income/expense items that are active throughout the year. This results in the audited financial statements reporting significantly different Actual to Budget totals at year end.

The Finance Committee requests approval of the 2017 Working Budget.

*Lorrie Pavlicek motioned to approve the amended version of the 2017 Budget as presented, Marlee Siewert seconded the motion, and the motion passed unanimously. Roll Call: Kelly-aye, Katie-aye, Mark-aye, Lorrie-aye, Gerald-aye, Bill-aye, Ramone-aye, Tom-aye, Marlee-aye, Toni-aye, Chris-aye and Bob-aye. Motion passed 12-0 with CJ Janke, Ritchie Wolf and Dale Marks absent.*

**Action Items:** There were no action items at this time.

**Other:** Nothing at this time.

**Staff Reports:**

**CEO:** Connie reviewed her report and stated her full report was in the dropbox.

**Business Development:** Corry reviewed his report and stated his full report was in the dropbox.

**Administrative Assistant:** Beth stated her full report was in the dropbox.

**Office Manager:** Tracey stated her full report was in the dropbox.

**Ex-Officio Reports:**

**City of Jamestown:** Katie Andersen was present and reported on the City.

**Jamestown Chamber of Commerce:** Becky Thatcher-Keller was present and reported on the Chamber.

**Jamestown Regional Airport:** Jim Boyd was present and reported on the Jamestown Regional Airport.

**Spiritwood Energy Park Association:** Rich Garman was present and reported on the Spiritwood Energy Park Association.

**South Central Dakota Regional Council:** Deb Kantrud was present and reported on South Central Dakota Regional Council.

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

**Stutsman County:** Mark Klose was present and reported on the County.

**Adjourn:** The meeting was adjourned at 1:05 p.m.

Tape recorder stopped at 1:05 p.m.

Respectfully submitted by,

Beth Blumhardt, JSDC Administrative Assistant