



Minutes of the Board of Directors Meeting

Special Meeting

Tuesday, January 19, 2010 at 6:00 PM
Oak Main Street Office

Present: Norma Bridges, Cecilia Holzenthal, Jim Elliott, Bill Laine, Felicia Pigna, Camilla Franklin, Ciera Holzenthal, Tilman Hardy, Michael Bartlett, Gary Smith, Sheva De Matteo, Main Street Manager Marilyn Kearney. **Absent:** Jackie Mengal, Jim Stratton **Guest:** Tamara Melton

President Norma Bridges called the meeting to order at 6:05Pm and quorum declared.

Norma requested that Main Street manager Marilyn Kearney read a brief synopsis of the purpose of the meeting. She explained that a challenge to the legitimacy of the 2010 board of directors has ensued. She explained the process that was used in the past three years of the Main Street program. She said that since a challenge to the validity of the existing board of directors was at issue; it needed to be resolved before any further business was engaged; including the 2010 Annual Meeting; and that was the primary purpose of the Special Meeting.

Discussion took place in the process and procedure used in all previous board elections. The board determined that based on precedent; the procedures for the nomination and election of board, officers and Committee Chairs were conducted in accordance to the bylaws. Marilyn asked that the board members please review the existing bylaws to clarify any ambiguity for future elections.

Past-President Cecilia Holzenthal went over the history of the election process; and also the complaint documents generated by a 2009 board member prior to the Poboy Festival. Copies of a complaint and subsequent requests and demands were made available to the board. Cecilia explained that the nature of the complaints last year required her discretion since it made personal allegations pertaining to a sitting board member. Also the timing of the complaint was not conducive to a swift resolution of the problem. The issue transpired between the Poboy Festival, the Thanksgiving / Christmas holidays and the new board members Meet n Greet. Therefore, it has been incumbent upon the 2010 board to address the issue now. The documents were made available to the board members.

Sheva said that it was important that future grievances be addressed quickly so that people do not feel that they are being ignored.

Organization Chair Tilman Hardy said that the process to capture concerns of the merchants needed to be developed. The Organization Committee would create this form, its distribution and it's dissemination to the appropriate committee for resolution. Tilman said that distribution points and collection points could be made available on Oak Street.

Michael Bartlett, Promotion Chair said that it would be advantageous to have the contact information of the board, officers, Chairs and Director strategically located along Oak Street so that people can communicate better with the organization.

Tilman said that the Organization meeting will be held on Monday, January 25, 2010 and all board members interested in participating please let him know what time is best to attend.

Bill Laine raised the issue of creating a Discussion Forum for board members. Some format for interactive communication should be employed. Organization will put this on their work plan.

Norma said that an open meeting needed to be scheduled on a regular basis. A motion and vote taken that open meetings be conducted at least once a quarter. Organization Committee to determine the specifics and make recommendation to the board.



A vote was taken and the motion passed that the traditional Annual Awards and Recognition Meeting was not the appropriate forum for addressing serious concerns at a time of discord; and for it to be re-scheduled for February 24th after an Open Meeting to be held on February 3, 2010. The Organization Committee will discuss the venue, format and facilitation at their meeting on January 25, 2010. Marilyn said that the Oak Street office was available for the Organization meeting on Monday; at noon or at night.

The President acknowledges Tamara Melton as a guest and asked her to talk about what she understood to be the primary concern of the merchants. Tamara said that the biggest concern for many of the merchants was a lack of communication. She said that the ability to engage in open meetings would make it better.

The Meeting was adjourned at 7:45PM