

**DES MOINES WATER WORKS PARK FOUNDATION**  
**Board of Directors Meeting**  
**Friday, February 5, 2016- DMWW 12:00 - 1:30**  
*Minutes*



**I. Welcome/Call to order/affirm agenda**

President Randy Reichardt called the meeting to order at 12:00 pm with 15 of 18 Board Members in attendance.

**Attendees:** Randy Reichardt, Kate Byus, Todd Ashby, Zac Voss, Jed Gammell, Tom Farr, Katie Gillette, Morgan Wilcox, Dylan Huey, Chad Rasmussen, Marc Wallace, Ryan Flynn, Ryan Hanser, Dave Carlson, Gunnar Olson.

**Guests/Staff:** Ben McLean – BOD nominee, Sam Carrell - DMWWPF, Dan Klopfer – DMWW, Josh Faber – RGI.

**II. Approve previous minutes**

Moved: Wilcox Second: Byus **APPROVED** (unanimous)

**III. Presidents Report**

Reichardt thanked everyone's work over the last several weeks to move the initiative forward particularly around getting the conceptual design to a marketable product, thanked Carrell for improving our internal communications to keep everyone updated, and outlined some additional initiatives around marketing and working with DMWW on opportunities with Circuit and wetlands.

**IV. Board Development: Capital Campaign Update**

Faber commented on the impact of some of the rendering revisions to our development schedule, but the importance of getting it right. Even though they are still conceptual, making sure the donors are happy with the renderings will make them more supportive and help our long term efforts. Carrell reminded everyone, that conceptual will give us the look and feel of things, but the final design process will actually show how things will look and be placed exactly. Faber said it's primarily up to Water Works, but it's likely that the projects would be implemented as smaller, independent projects, rather than as one large project. Klopfer concurred.

**V. Committee Reports**

i. Finance/Treasurers Report – Ryan Flynn/Tom Farr

Flynn reviewed financial statements, illustrating not a lot of activity either on the revenue or expense side.

Farr updated Board on discussions with Banker's Trust for line of credit to ease cash flow issues and provide operating funds on a short term basis, until pledges start to be fulfilled. Voss questioned liability. Farr assured Board he would not entertain agreement that asked for individual liability, that line would be against

pledges. Everyone was assured that appropriate BOD coverages were in place to protect them from personal liability. Faber assured Board this was somewhat routine and rarely did a bank ask for personal assurances except on rare occasions from a donor, but usually signed pledges were sufficient. Farr said to move forward, Bankers Trust had just asked for a resolution from the Board. Flynn proposed the following resolution:

**Motion:** A motion as allowed under Article 6 of the DMWWPF Articles of Incorporation and Article 9 of the DMWWPF bylaws to: Open a line of credit from Bankers Trust on commercially reasonable terms for the purpose of securing operating funds on a short-term basis and to utilize as needed for capital cash flow during the design and construction phases. Any loan would be secured by the pledges received. The Board authorizes the DMWWPF Board President and Treasurer to sign all the documents necessary to set up the line of credit and to authorize its disbursement. The initial line of credit not to exceed \$100,000.

**Moved:** Farr           **Second:** Olson           **APPROVED** (unanimous)

ii. Development – Kate Byus

Byus stated mostly covered by Faber, but working to finish materials once conceptual renderings are completed. Faber stated RDG has been a good and willing partner in helping get this right which will make a big difference in donations.

iii. Implementation –Chad Rasmussen

Carrell provided update of process as Rasmussen had been out of the county for a couple weeks. Updated BOD on progress towards tightening down what would be included in first phase and how we are addressing different issues pertaining to look and feel of plan, existing landscape, area partners, regional plans, and DMWW operations and capital improvement plans. Stated Pat Boddy and Mayor Cownie have been helpful in developing a strategy to address the possible opportunity created by DMWW's potential plans for wetland expansion. Deferred to Klopfer to discuss wetland update in DMWW report.

iv. Marketing/Communication – Ryan Hanser

Hanser stated they are working to tighten up communications to stakeholders and exploring another launch event. More to say as the first phase plans are finalized.

v. User Groups - Dylan Huey

No update

vi. Governance – Claudia Schabel

Schabel was unable to attend and asked Carrell to introduce Ben McLean, CEO of Ruan Transportation and assure the BOD that all aspects of the nomination process had been met. McLean was nominated for BOD membership by Voss and Reichardt. McLean shared he had been in Des Moines since 2007 working

within the Ruan organization at different positions. He stated Quality of Life means a lot to him and the company and he is personally compelled by the untapped potential of the park and the impact it can have on the downtown and greater Des Moines. He and his family live north of the park and are frequent users and looks forward to increased connectivity to the neighborhoods.

**Motion to accept McLean to Board Membership.**

**Moved:** Reichardt **Second:** Voss **APPROVED** (unanimous)

vii. DMWW Report – Marc Wallace/Dave Carlson/Dan Klopfer

Klopfer shared how RDG had been meeting with the DMWW staff frequently to make sure that our plans worked within the DMWW operations and they were especially appreciative of that. Klopfer also updated the BOD on the progress of the wetland projects and the wetland 1 acre pilot to be constructed this spring. He reminded everyone that these are ideas, and while they are moving along quickly, they don't become real until we work through all the approvals and processes and make sure they enhance their ability to produce clean water. However, they have picked a spot for the 1 acre test wetland and it will be located south of the treatment plant, immediately north of the park area and west of the construction material piles. It shouldn't interfere with our plans for phase 1 elements. Klopfer also shared that he, Ted Corrigan and Carrell are putting together a joint presentation to the DMWW Board for their February 23<sup>rd</sup> meeting. Wallace added that DMWW was putting together a video on water quality and how DMWW actually cleans water and thought it would be good for the Board to see. General agreement amongst the Board and future plans for the video and tour will be pursued.

**VI. Old Business**

Confirm Community Foundation Contract

Carrell recapped Board's earlier decision to move finances over to Community Foundation once we started receiving gifts and the process Flynn, Farr and he had been going through with the Community Foundation to get that set up. They are currently setting up our accounts and booking our pledges. We will switch over from a cash to an accrual system and financial reports will then be generated from them. Farr noted that they had drawn up the contract for Carrell's signature, so suggested the Board give Carrell the authority to sign it on our behalf. Carrell noted that this would still keep authority to disburse money with Reichardt and Farr so we would keep our financial safeguards in place.

**Motion to empower Carrell to sign agreement.**

**Moved:** Farr **Second:** Flynn. **APPROVED** (unanimous)

**VII. New Business**

Covered previously in reports

**VIII. Announcements**

Carrell shared we have been invited to be part of a Central Iowa group that plans on putting together an application for funds through the Green Ribbon

Commission initiative and administered through the Iowa Parks Foundation. Dubuque was the first to receive these funds (1.9 million) and we are targeting the 2017 funding period. More news to follow.

**IX. Adjourn**

Meeting adjourned at 1:05 pm

Upcoming Meetings/Events

DMWWPF Board Meeting: Friday, March 4 - 12:00 pm - 1:30 DMWW

Design Team Meeting: Monday, February 15 – 9:30 – 11:00 am - DMWW