

MEETING AGENDA
BOARD OF DIRECTORS OF THE
DES MOINES WATER WORKS PARK FOUNDATION

May 9th 2014

The meeting of the board of directors of the Des Moines Water Works Park Foundation was called to order on Friday, May 9th 2014 at the boardroom of the Des Moines Water Works administrative building, 2201 George Flagg Parkway, Des Moines, Iowa. Thirteen of the seventeen members of the foundation were present and members received notice of the meeting.

Attendees: Zac Voss, Bill Stowe, Claudia Schabel, Kate Byus, Kathryn Dickel, Dylan Huey, Randy Reichardt, Proctor Lureman, Katie Gillette, Ryan Flynn, Morgan Wilcox, Ryan Hanser, Marc Wallace, and Same Carrell.

The Drake Legal Council attended this meeting to review application with board; Chip Lowe (Attorney and Supervisory Attorney for the Drake Clinic) and two students, Matt and Rya.

- I. Call to order/confirm quorum:
 - a. The meeting was called to order at 12:01 PM, by Zac Voss on Friday, May 9th, 2014 at the boardroom of the Des Moines Water Works admin building, 13 of the 17 members were present and members received notice of the meeting.
- II. Approve minutes of prior meeting
 - a. The meeting minutes from the board meeting held on Friday, April 11th, 2014 were handed out prior to the meeting, reviewed by the board and was approved by unanimous vote.
- III. President's Report
 - a. Introduction to Sam Carrell: we are grateful for Sam joining our team and for the help and work done by the search committee.
 - b. Action item: Zac proposed that Sam prepare some talking points for the board to share with the steering committee to inform them what the board has done thus far and what we plan to do.
 - i. The goal would be to meet with all the steering committee members by **June 10th, 2014** so that we can create an advisory committee.
 1. The structure of the advisory committee has not been decided.
- IV. What should be our priorities? A few discussion items:
 - a. Zac proposed that on **Thursday, May 29th from 5-9 PM** the board goes out to the park and takes a look at what we want to do first, second, third and so on. Working with technical personnel should follow the planning.
 - i. The steps may be to envision what we want done first, work with the technical personnel second and then fundraise.
 - ii. In order to engage an A&E firm we need to decide what our priorities are.
 1. The input from the September 10th event will be helpful for what is important to community members.

- b. Action: The discussion of whether we should engage someone with technical knowledge will be tabled until next month's meeting.

V. Priorities

- a. A special thanks to Kathryn, Katie, Gunnar, Ryan Flynn, Tom and Sam for their work on the application. The first step has been done and the second step will be to present.
 - i. An important topic may be the relationship between Des Moines Water Works and Des Moines Water Works Park Foundation.

VI. Drake Legal Clinic:

- a. The supervisory Attorney and two of his students joined today's meeting to walk through a few parts of the application. A few topics discussed:
 - i. The 1023 checklist, parts 1-10 are important as a narrative.
 - ii. Private funds will go through The Greater Des Moines Community Foundation. The contributions are tax deductible and can be passed through to the Des Moines Water Works Park Foundation.
 - iii. We will be a publicly funded organization
 - iv. Schedule A: Helps to cut off one giving party from contributing a majority of the donations.

VII. Consultant's report

- a. Introduction overview:
 - i. Sam's goal is to meet everyone individually to get caught up to speed.
 - ii. "Prioritization is extremely important so that we can break things into small segments and will then be able to start implementing each area, such as; marketing, implementation, etc."
- b. Non Profit Principles & Practices
 - i. The Non Profit Principles and Practices guideline was handed out at the beginning of the meeting. This guideline was created for those running a non-profit to create a good business model. The Greater Des Moines Community Foundation requires that a representative goes through this formal training. Sam volunteered to be the representative to formally complete this training.
- c. Action request:
 - i. Approval of the Iowa Nonprofit Principles & Practices of Excellence Board Resolution:
 - 1. A motion was introduced by Zac Voss to accept the Principles & Practices and was approved unanimous vote.

VIII. Treasurer's Report:

President Voss asked Tom Far to present the treasurer's report. The Bankers Trust business checking account has a balance of \$100.00 and the Greater Des Moines Community Foundation is currently holding the sum of \$100,750, which has been allocated to the Water Works Park Foundation account. Related to these accounts, Tom requested that the board take the following actions:

- a. Approve and ratify opening the Greater Des Moines Community Foundation account, with Tom, Zac Voss and Marc Wallace as the authorized users. A motion was introduced and seconded approving this new account and ratifying all the actions taken by the officers in setting up the account. The motion was approved unanimously.

- b. Tom requested approval to transfer \$1,500 from the Community Foundation account in order to pay the filing fee for the IRS application and to maintain the minimum balance necessary for the free services. A motion was introduced and seconded approving the funds transfer. The motion was approved unanimously.

Tom also reported on two items of old business and requested that the board take the following actions:

- a. Approve the filing of the IRS application for non-profit status, which was reported on earlier in the meeting by the Drake Legal Clinic team. A motion was introduced and seconded to authorize filing the application. The motion was approved unanimously.
- b. Approve the Request For Proposal (RFP) for food vendors in the park, subject to final approval by the Water Works Board of Trustees. Zac modified this request by suggesting that a targeted pilot project be conducted instead of a full-fledged RFP process, so that the Foundation could gather information and data to validate the food vendor concept. A motion was introduced and seconded to proceed with the pilot on terms outlined in the RFP, subject to any further input from the Water Works board. The motion was approved unanimously.

Finally, Tom requested that the full board ratify the e-mail approval process which had previously authorized retaining Sam Carrell as a consultant. A motion was introduced and seconded to ratify the retention vote. The motion was approved unanimously.

I. RFP Discussion

- a. The pilot project idea/implementation stated above will remain under the user group committee
- b. It was suggested that we do this trial at no cost in exchange for information and facts regarding the success of location, prices, foot traffic, etc.
- c. The ultimate goal is to find a pilot partner with strong marketing and visibility to help create buzz, collect data, and get people to the park!

II. Committee Chair Reports

- a. Fundraising:
 - i. Sam and Kate are working to reschedule the fundraising committee meeting where Sam will be the coordinator. As of now the fundraising committee is looking to set this time up over lunch.
 - ii. The last meeting held focused on the grant.
- b. Marketing:
 - i. Todd is compiling an archive for the board to review if they wish. Todd is also keeping up with the social media.
 - ii. The marketing committee will be meeting with Sam to inform him of current resources, what has already been happening as well as the marketing committee is planning for the future.
- c. User Groups: The user group committee has started to meet.
 - i. Ryan Hanser mentioned that this committee could use more people to help out especially to work on the RFP.

- ii. The current data that has been collected from public input is being utilized.
 - iii. It will be important moving forward to keep in mind all the constituencies that do not have a formal group and make sure the Foundation connects with them as well.
- d. Preservation:
- e. Implementation:
- f. Governance:
 - i. Claudia Schabel has volunteered for the governance committee
 - ii. They have continued to work on the Committee Charter.
 - iii. They would like to start looking at an investment policy
- g. AVP: The company the Foundation has been working with has been busy opening up 3 new parks. The parks they are constructing are located in Deerborne, Michigan and a suburb in Chicago. If anyone has the chance to visit one of these parks it would be very beneficial for the board.

III. New Business

IV. Confirm next meeting date/time

- a. The next meeting for the board of the Des Moines Water Works Foundation will be on Friday, June 13th at 12:00 PM at the DMWWP administrative building.

V. Adjourn

- a. As there was no new business the monthly meeting of the Des Moines Water Works Park board was adjourned at 1:25PM.