



Minutes

Call to Order:

Meeting was called to order at 7:45 a.m.

Executive Board Members Present: John Hogan, Roger Colosimo, Terri Defina, Gary Childs,
Patrick Mondro

Directors: Gary Butler, Diane Roest, Barb Herzog, Maryann Mihalic

Steve and Molly from Metro Alive were present at 7:45 to make a presentation. They work with Chambers to develop a business showcase where members would have the opportunity to post pictures and information about their business and a link would go on the Chamber website to connect to these showcases. They also have a program called "Affinity" which we could use as a fundraiser. The price is \$720 a year or \$59.95/month, and of the \$59.95/month, Metro Alive gives the Chamber back \$20. John thanked Metro Alive for the presentation. No further discussion on this subject.

Agenda Additions/Deletions:

Barb wanted to add the proposal for the part-time position. Laura stated it was on the agenda already under Terri.

Gary Childs wanted to add an update on the Membership cards.

John wanted to add the response to LeeAnn's questions.

Approval of Minutes from January's Board meeting:

Maryann made a correction in the spelling of her name. Patrick motioned to accept minutes with this change; Barb seconded. Motion passed unanimously.

Approval of Minutes from the Special Meeting on January 13, 2009:

John asked that under item #3 it be changed that he DID NOT know that Terri was overdue on her membership dues. Barb motioned to accept minutes with that change. Patrick seconded. Motion passed unanimously.

EXECUTIVE BOARD REPORTS:

Development Director - Gene Bobic

Gene deferred any comments/discussion at this time.

President – John Hogan

John wanted to discuss the Duty of Care for Chamber Board members. He had forwarded a brochure to everyone from Clark Hill. The discussion of fiduciary responsibilities included the importance of Board members keeping discussions and information that is discussed in Board meetings in this room and not discussed in the community. There has been inaccurate information taken out of this room which has led to inaccurate conclusions throughout the community. Unless information has

been released to the public in the form of APPROVED meeting minutes, it should not be discussed in the community.

There was discussion about several items that were leading to mistrust among the board and mistrust of the community with the Chamber. Barb stated that they had a representative from the Clark Hill company come and talk to her employees and she learned a lot about privacy, fiduciary responsibility, liabilities, and governing. She recommended that the Chamber try to get a representative to have a similar meeting with this Board. Barb then stated that she was going to be turning in her resignation at this time as she now sits on the State Board for Physical Therapy and will not have time to remain on this Board.

Diane asked for an audit. John said that he has already contacted Brenda Smith to get recommendations.

Maryann recommended that the Board should be given 30 days in which everyone needs to work together and try to rebuild the trust among themselves. She stated that if that doesn't happen, then she suggested that this Board be dissolved. Maryann then stated that she is also resigning from this Board as she has to spend more time with Active Faith.

Terri made the following motion: As a Board we must come together. What is said in this Board meeting stays in the Board meeting, (with the exception of the Community Comments part of the meeting), until the minutes are approved and published. She further motioned that if it is found that a Board member has taken information outside of these meetings then they will be removed. She also stated that we bring in the representative from Clark Hill as soon as possible. Diane seconded this motion. Motion passed unanimously.

Further discussion was suspended as we had a member come in for the open portion of the meeting.

Community/General Member Comments portion

Marilyn Smith from the South Lyon Resale Shop asked whether there will be anything done about the parking in town, especially with the Theater reopening and the new restaurant coming in where the Bistro was. It was suggested that better signs might help. John said he would e-mail Dave Murphy to see about better signage, that maybe this discussion could be presented by both the DDA and the Chamber.

Marilyn wanted to know what was new with the Chamber. John informed her about Taste and Business Expo, the membership cards, the committees that he would like to form with Chamber Members to help plan events and attend legislative meetings, the Bowling Mixer, and the status of the Directory.

Gary B. asked Marilyn whether she opens her e-mail newsletter. She said she does. Discussion followed about the low percentage of members who open this weekly e-mail, right now it's about 16%.

Marilyn asked why the general members only have a few minutes to attend a Board Meeting. John explained that if a member comes in they will have as much time as they need, and that the general membership meetings will be held once a year. He explained that our Board is different from the

School Board or the City or DDA as we are not a public entity. He stated that until now there has not been much request for members to attend the Board meetings. This Board meeting is a working meeting in which things are discussed that aren't public until the minutes are approved. Marilyn asked if this is something that can be revisited in the future and John said that it could be. Marilyn thanked the Board for their time.

Return to Board Meeting...

Going back to the discussion prior to the General Member Comments, Patrick stated that he sees that the questions from one of our members that were sent out in an e-mail show that she doesn't trust anyone on the Board. A suggestion was made that we have one Board meeting every quarter that is open to general membership. This suggestion was generally met with approval, but Gary B. stated that he firmly believes that our Board meetings should not be open until the members of the Board can resolve how they deal with each other and build up the trust again.

Any decisions on whether meetings will be open or closed will be tabled until after the Clark Hill representative visits. John asked if there is any amount of money at which this visit should not be pursued. Barb said she will get back with John today with a contact person.

Records Request Policy: The policy that was developed at the Special Meeting was presented to the Board members. Teri motioned to approve it as is. Gary C. seconded, motion passed unanimously.

BC/BS Affiliate Program: Gary B. reviewed this and stated that nothing seems to have changed and that to continue in this program would be a benefit for our members. Gary B. motioned to approve the agreement. Terri seconded. Motion passed unanimously.

Taste and Business Expo Update: At this date we have a total of 44 participants, 1 sponsor. 67 is full. It was asked what the "break even" point would be and Gene stated that we are about there right now. She stated that other Chambers have much lower prices for admittance, Roger asked whether that included the food tickets and Gene didn't know.

John stated that nobody has come forward to take over the Silent Auction. After discussion, Terri motioned that instead of the Silent Auction we offer to each vendor the option to hold a drawing at their own booth (similar to how the raffle was done with the crafters at Pumpkinfest last year). Diane seconded. Motion passed unanimously. Laura will send a flier with the set-up information to vendors and can provide boxes for raffle tickets.

John asked whether we want to do the entertainment this year. With the entertainment in that small lecture hall, it was very poorly attended. If the entertainment is out in the commons it is too loud. Maryann motioned to have no entertainment this year. Diane seconded. Motion passed unanimously.

WHMI approached John with advertising options for Taste and Business Expo. Gary C. suggested that WHMI is not listened to enough in our area to make it worthwhile. The Board agreed, so we will not advertise on WHMI this year.

Diane mentioned that we need to get some fliers for businesses to put up. Laura stated that she will be making fliers to send home to kids at the schools and these can be used for the businesses too. Laura will make these and Gene will help distribute them to businesses.

Gene found a company that will get us tables with skirts for \$21.42 each. Volunteers will be needed to help set up.

Pumpkinfest Update: Pumpkinfest is all set up with it's own Board and Diane is the President, Gary C. is the Treasurer. John suggested that if the Pumpkinfest Board is going to need any help from the Chamber it should be in the form of a written request that will need to come to the Chamber Board. If the Pumpkinfest Board wants Gene to help sell sponsorships they will have to compensate her. John said that all the signs that we have for Pumpkinfest will be available to them and we will continue to host the Pumpkinfest website.

Diane suggested that the Chamber think about an activity that is just the Chamber's event to host during Pumpkinfest which will make some money for the Chamber. The Board agreed this was a good idea.

National Yellow Pages Online: This has been resolved. John called the Collection Agency and was told that they have dropped this account and we will not be receiving any more notices from them.

Office Staff Liasion: Terri is now going to be the liaison between the office staff and the Board. Any issues that arise in the office should now go directly to Terri.

Back Office: The back office has been rented out so we need help to get the rest of our "stuff" out of it. Barb said her sons could help and Gary C. offered to help.

Vice-President – Terri Defina

Terri asked if the proposal for the part-time position was done. It was presented. Terri said that although this was done, we still needed something in writing for Laura's position, which is full time. She had asked Laura to document what she does in the office and how much time a week she spends on daily, weekly, monthly tasks. Laura presented this to her. At this point John asked if this discussion could continue after he leaves as he is not to be present during such discussions. Gary C. suggested instead of tabling it until later in the meeting to just have the committee reform at a later date to come up with a proposal. Since Barb is resigning Roger agreed to step into her spot on this committee.

At this time Barb and Maryann gave John their resignations. Terri regretfully motioned to accept their resignations. Roger regretfully seconded and the motion was passed unanimously. Barb and Maryann left the meeting at this time.

Vice-President – Finance – Patrick Mondro (Patrick had left prior to this time, so John reported for him)

A list of all the Chamber bank accounts and who their signers are was provided for review. Roger motioned to close the National City Account which is an old account and move that money to the Money Market account. Terri seconded. Motion was passed unanimously.

The budget committee met and came up with some monthly fixed expenses. The expenses appear to be higher than the income. However, Roger explained that they figured in Gene's pay into the expenses, but her position is self funding so it really shouldn't be listed as an expense. Realistically, when her pay is not listed in the expenses, the expenses are not higher than the income, and we are fine.

Discussion followed regarding ways to lower expenses and increase income through events. Gary B. stated that it is normal for Chambers to “lose money” for 7 months out of the year. That is why we need events to get the added income.

Gary B. wanted to note that Gene has been doing a great job and new membership is up 30%. Everyone agreed!

Diane, Roger, and Patrick need to meet again to look at ways to bring in income and cut expenses. Gary C. asked about the status of the membership cards. Laura said that the CBI classes have finished sticking the cards on the letters and she will pick them up tomorrow morning. Volunteers will come in Thursday or Friday to count them out and then Gene will begin delivering some, some will be mailed. Gary C. offered to help deliver some also.

Outstanding membership invoices

First letter of past due (60-90) were sent to:

Citslinc International
Divine Yoga and Massage Therapy
Liberty Chevrolet
Moore Roofing, Inc.
Neighborhood Heating and Cooling
Oakland Vision
Uppercase Living

Second letter of past due (90 days) were sent to:

Mill River Community
Simply Self Storage, South Lyon

Letters of termination were sent to:

AT&T Wireless
TCI Restoration Services, LLC

Unpaid Bills:

Terri motioned to pay all the bills, except the balance to the South Lyon East Band Boosters and the balance to the School District for Pumpkinfest. We will pay the school in a couple weeks, just before T&B Expo. Diane seconded. Motion passed unanimously.

Vice-President – Membership – Gary Childs

New Members for January/February

Perfect Package
Beaumont Family Medicine
Lyon Grill
Tom Harding – PGA Professional
Kathleen’s
BWI Photography

Gary C. motioned to accept all new members. Gary B. seconded. Motion passed unanimously.

Non-renewing members, January/February

Uppercase Living – financial

Jazzed on Juice – “MIA”

AT&T Wireless – terminated – non payment

TCI – terminated – non payment

The Credit Doctor Is In – Kelly Tanner – not at the company anymore

Northwestern Mutual – Kevin Gurski – not at the company anymore

South Lyon Post Office – financial

Real Estate One- Bonnie David – financial

Director at Large – Roger Colosimo

Directory Update: The directory is in it's second draft and Laura has it to proofread. Gary C. offered to proofread it also if needed.

John had to leave at this point but asked how to handle the response to the member's questions that were sent to the Board. Roger suggested that the response be sent to her only, John said that her questions went to many more people in the city and community. It was decided that John will draft a response based on the Board members thoughts, and will send it to just the member who had the questions.

NEW BUSINESS:

Laura has brought to the Board's attention that there has been a discrepancy in the way we are billing banks (financial institutions) for their dues. One bank has three branches all listed and they are only paying \$500 total. Another bank has two branches, but they are each paying \$400, which is the rate for a National company. Discussion followed and Terri motioned that the first branch will pay the \$500 Financial Institution dues; additional branches will pay ½ that. Diane seconded. Motion passed unanimously.

It was asked how the two open Board positions will be filled, and suggested that it be tabled until the next meeting. This was agreed by everyone present.

ANNOUNCEMENTS:

Wednesday, February 11, 8:00 a.m. Multi Chamber Mixer – LaFontaine Automotive Group

Thursday, February 12, 12:00 noon, Lunch and Learn with Personal Tek

Friday, February 20, 8:30 a.m. ,Chamber Connection Breakfast, Edward Jones Investments

Tuesday, February 26, 7:00 p.m., Pumpkinfest Committee Meeting, City Hall

ADJOURNMENT:

Meeting was adjourned at 10:50 p.m.

Next regular meeting is March 17 at 7:45 a.m.

Respectfully submitted,

Laura Hogan
Office Manager