

**CALICO ROCK MUSEUM FOUNDATION
SUMMARY OF BOARD ACTION**

- May 1, 2008 Organizing Committee authorized by City Council Holds First Meeting
Members: Steven Mitchell, Dean Hudson, Velda Dixon, Wayne Wood,
Gene Lockie, Ed Matthews, Mayor Ronnie Guthrie
- June 5, 2008 "Calico Rock Museum Foundation" Approved as Organization Name
Authorized Federal Tax Identification Number with IRS
- July 24, 2008 Adopted the Articles of Incorporation
Elected First Board of Trustees and Drew for Staggered Terms of Service
Members: Steven Mitchell, Dean Hudson, Velda Dixon, Wayne
Wood, Gene Lockie, Ed Matthews, and Mayor Ronnie Guthrie
Elected Initial Officers of the Board of Trustees
Chairman: Steven Mitchell
Secretary: Velda Dixon
Treasurer: Wayne Wood
- April 9, 2009 Adoption of Policies and Procedures
Established First National Bank of Izard County as Financial Institution
Initial Funding of Foundation: \$450 Gift by R.C. Matthews Family
- September 21, 2009 Expanded Board of Trustees from Seven to Nine Members
- February 11, 2010 Elected Barbara Fischer and Reed M. Perryman as Trustees
- April 5, 2010 Purchased the Rodman Hardware Building at 100 Main Street
Authorized Application as a 501 (c) (3) Tax Exempt Organization
Amended By-laws to Add the Office of Vice Chair
Dean Hudson Elected Vice Chair
- April 24, 2010 Calico Rock Museum Officially Opens in Calico Rock Visitors Center
- Fall 2010 Calico Rock Artisans Cooperative Created
- September 5, 2011 Foundation Partners with Storybook Project
Ed Matthews Designated Trustee Emeritus
Wanda Sanders Elected as Trustee to Replace Matthews
- December, 2011 Velda Dixon Resigns as Trustee
Lanelle Hamby Elected as Trustee to Replace Dixon
- January 1, 2012 Gloria Gushue Named Executive Director (Unpaid-City Employee)

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| | Ed Stephens Elected as Trustee to Replace Barbara Fischer (Death) |
| August 31, 2012 | Jill Easton Elected as Trustee to Replace Wanda Sanders (Retiring) |
| December 7, 2012 | Secretary and Treasurer Position Combined Executive Committee: Chairman Steven Mitchell, Vice Chairman Dean Hudson, Secretary/Treasurer Wayne Wood |
| January 1, 2013 | Contract for Services with the City of Calico Rock Begins Gloria Gushue Hired as Foundation Employee (Executive Committee) |
| January 11, 2014 | Note Burning Ceremony |
| April 12, 2014 | Museum Dedication Ceremony |
| May 14, 2014 | Purchase <i>Calico Rock Progress</i> Building Assumed Ownership of the Historic Streetlights on Main Street |
| September 9, 2014 | Authorized Creation of Endowment Fund Established Investment Relationship with InFaith/Thrivent Financial |
| November 11, 2014 | Assumed Management of Main Street Mural Project |
| December 31, 2014 | Lanelle Hamby Retires from Board (Position Unfilled) Authorized Plans for the Printing Press Café & Ice Cream Shop |
| May 5, 2015 | Opened Printing Press Café & Ice Cream Parlor |
| May, 2015 | Rhoda Doerr Elected to Previously Unfilled Position on Board of Trustees |
| June 18, 2015 | Artisan Cooperative Shop Becomes Museum Gift Shop Gift Shop Point of Sale System Installed Calico Rock Chamber of Commerce Ends Relationship with Foundation |
| September 10, 2015 | Coal House Named F. Stowe Easton Education Center Explore Calico Website Created |
| December 17, 2015 | Reed Perryman Designated Trustee Emeritus (Position Unfilled) Wayne Wood Bridge Designated in Museum |
| May 27, 2016 | Amended Articles of Incorporation Adopted Number of Trustees Reduced from Nine to Seven |
| September 15, 2016 | Gene Lockie Designated Trustee Emeritus (Position Eliminated) |

Executive Committee Elected: Chairman Steven Mitchell, Vice Chairman
Wayne Wood, Committee Member Ronnie Guthrie

- September 27, 2016 Declines Purchase of Calico Rock Music Hall property
- October 24, 2016 Declines Purchase of Calico Creek Mall property
Purchases Floyd's Grocery Building in Bargain Sale Agreement
Borrowed \$40,000 from First National Bank of IZARD County
- February 2017 Floyd's Grocery Building Debt Free
- June 1, 2017 Tom Tomlinson Art & Science Center Named
- Sept 15, 2017 Board Amends By-Laws Removing Set Number of Trustees and
Eliminating Executive Committee (Board will set number of
trustees going forward)
Dean Hudson Designated Trustee Emeritus
Kristi Thompson and Jonathon Moss Elected Trustees
- October 5, 2017 Tomlinson Art & Science Center Opens
- November 8, 2017 Lisa Davis Donates a River Lot to the Foundation
Bridges of Calico Rock Designated as Special Project of Foundation
Freda Hardison Elected Trustee
- June 22, 2018 Designated the "Claire Cresto Community Garden" behind the museum
Sold the Donated River Lot for \$5,000 to Karen Owens
- August 2, 2018 Began Plans for a Visitor Information Radio Station
- September 13, 2018 Changed the Name from the "Calico Rock Museum Foundation" to the "
"Calico Rock Community Foundation"

Calico Rock Heritage Center
Museum Committee Report

The museum governing committee met on May 1, 2008 in the Bluff City Bank Building in Calico Rock, Arkansas at 5:00 p.m. All committee members were present: Dean Hudson, co-chair; Steven Mitchell, co-chair; Velda Dixon; Wayne Wood; Mayor Ronnie Guthrie; Gene Lockie and Ed Matthews.

The committee discussed the plan for renovation. Mayor Guthrie reported Josh Sanders has been contacted about replacing the roof and will be submitting a bid very soon. The Mayor hopes the project may be completed in the coming weeks, certainly by June 1. When the roof is replaced, the city will replace the floor in the front office before the committee can begin work on reorganizing the space.

Wayne reported Justin Sanders has offered the use of two glass showcases and Dean Hudson has offered another glass showcase for displays. Bonnie Wyatt has offered copies of many photographs and loan of her father's saddle.

The committee decided on setting up charitable giving categories of \$50-\$249; \$250-\$499; \$500-\$999; and \$1,000+. The committee will consider names for these categories at a future meeting. The giving will be kept separate from CORE giving.

Ed suggested we set policies for the museum including 1) the committee will retain editorial control over content in the museum and not investors/contributors; 2) items given to the museum will become the property of the city; 3) procedures if the museum is disbanded; 4) no liability for "loaned" items; 5) very clear policy on who owns what and who is responsible for what. The committee decided to research policies of other museums such as Melbourne, Batesville or ASU.

The committee will consider content of the museum at the next meeting. Consultant Sue Varno suggested starting with the geological history of the area, especially why the bluffs were/are calico-colored. She also suggested tying the museum to the walking trail and Ghost Town, the committee agreed. The committee discussed including native settlers, early farming, railroad, steamboats, etc in the museum and something of interest to ladies.

The committee will solicit funds from Wal-Mart, Bancorp South, First National Bank of Izard County, Robert McCormick, Katie Risk, Coy Sanders Family, McClain Chiropractic, Harps Food Stores, Lane Dental Clinic, Jeffery Family, Bassett Realty, Subway, J & R Supply, gas station owners, Alltel Store, Mobile Home Company, insurance companies and others.

The committee plans to meet every 2-3 weeks initially. Next meeting subject to policy research. The meeting adjourned at 5:49 p.m.

Calico Rock Heritage Center
Museum Committee Report

The museum committee met on May 15, 2008 at 5:00 p.m. All committee members were present: Dean Hudson, co-chair; Steven Mitchell, co-chair; Velda Dixon; Wayne Wood; Mayor Ronnie Guthrie; Gene Lockie and Ed Matthews. Guests in attendance were: Rich Fischer and Fredericka Johns. Rev. Matthews opened with prayer.

Renovation Progress

Mayor Guthrie reported meeting with Josh Sanders yesterday about the roof. The problems with leaking have been isolated and will be corrected.

Policy Development

The committee had received policy recommendations via e-mail prior to the meeting. These policies were developed from research through the American Association of Museums, Small Museums Association, and the Old Independence Regional Museum in Batesville. The committee spent a great deal of time going through the proposed policies. The committee had a great work session and made a great deal of progress toward developing a framework for the policies and articles of incorporation.

The committee discussed the differences of being “archival” versus “historical” in nature and decided to remain historical rather than archival. Instead, the committee will build a relationship with the Calico Rock Library which has a terrific archives developed.

The committee is developing the articles of incorporation that will: 1) allow financial donations to be tax-deductible; 2) provide independence for financial support of the museum from the city; 3) create a board of trustees for the museum; 4) provide the city to be the “owners” of the museum and collection(s) to be managed by the trustees.

Giving Development

The committee discussed giving categories and recognition and is developing a framework for giving programs.

Content Development

While the committee did not directly discuss content, the committee did set some framework for the content. The museum will contain articles from prehistoric (pre-1600s) to about 1967. The museum will include temporary exhibits in the modern period (1967 to present). One of the programs the committee would like to see happen is an oral history project to preserve the wealth of knowledge that is currently available.

Ed will contact the UALR Museum Science graduate program to see if a graduate student might be available for assistance with our museum project.

The next meeting will be a work session on content and policy about the collection(s). The meeting adjourned at 6:33 p.m.

Calico Rock Museum Committee

Minutes

June 5, 2008

The museum committee met on June 5, 2008 at 5:30 p.m. Committee members present were: Dean Hudson, Steven Mitchell, Velda Dixon, and Gene Lockie. Wayne Wood is traveling to Japan for the Cumberland Presbyterian General Assembly, Ed Matthews had a prior engagement in Little Rock, and Mayor Ronnie Guthrie is managing the concession stand at the summer league softball program. Guests in attendance were: Rich Fischer and Peggy Hudson.

Introductory Remarks

Steven Mitchell told the committee this was a learning process and felt he hadn't lead the committee well in initial work. Mitchell said he'd like to begin the process closer to square one and take time to make sure everyone was at the same point and heading in the same direction.

Mayor Guthrie

Mitchell reported talking to Mayor Guthrie earlier in the day. The mayor reported receiving a bid for just over \$1,200 for the roof repairs from Josh Sanders. He expects the repairs will begin soon. It was suggested we might ask the mayor about having the fire department spray water on the roof after repairs to see how they held. Steven will talk to the mayor about this.

The mayor said he would be attending a Bancorp South community committee meeting next Thursday and he would be asking Bancorp South for a sizable contribution to the museum project. The mayor wondered if asked who to make the check out to, who should it be made out to? The mayor agreed we had plenty of time to slow down and work out the details, but that it would probably be best to develop a separate entity with a tax identification number because many grants require a tax id number.

The mayor said after June he would have more free time to meet and could meet on a Thursday evening if he had enough notice to get someone to cover for him at the summer ball program's concession stand.

Ed Matthews

Mitchell reported talking to Ed Matthews earlier in the day. Ed has forwarded drafts of the by-laws, policies and procedures, and articles of organization to the Old Independence County Museum for their assistance in reviewing the documents. He has not heard back from them yet with details. Ed has a conflict on June 26, but encouraged the committee to continue with its work and that he would read the reports and provide input over the phone and by e-mail. Ed generally agreed we were headed in the right direction, but thought slowing down to have a conversation about where we each wanted to head would be a great idea.

Wayne Wood

Because he was preparing for his trip and Steven had been out of town, Steven had not spoken to Wayne prior to the meeting. But, Steven or Dean will visit with Wayne soon after he gets back from Japan.

Discussion

Steven suggested we take a minute to back up and talk about where we wanted the museum to head. Specifically, what our status might be.

Status

Gene suggested we be a stand alone organization that would ultimately, at some point, have to be separated from CORE. Several committee members recalled that CORE had got the ball rolling for the museum and appointed the committee, but that the plan had been endorsed by the city council, chamber of commerce, and 20/20. The members generally felt the project was larger than CORE alone and that the museum would belong to the community, so a separate organization would be appropriate. Everyone agreed that CORE must be recognized for starting and accomplishing the museum.

Gene felt we had to apply for a tax identification number at some point because grants will require it. He also noted that it was important to keep museum funds separate from CORE funds and from the city funds. Everyone generally agreed with this idea.

Dean felt we need present whatever plan we ultimately develop to the CORE membership for their approval. Since they initially created the committee, we need to get their blessing for any “spin-off.” It was noted by several members that Councilman Terry Jenkins’ motion clearly gave the committee the authority they see fit to make good decisions for what is best for the museum.

Velda echoed the comments made and felt the museum would require a separate entity. She liked the idea of the articles in the collection to be ‘owned’ by the city and managed by the organization. She thought this new organization should manage the collection, operate the museum, and raise funds for the museum.

Timetable

Next, the group began discussing what they felt might be an appropriate and reasonable timetable for accomplishing the work. Several suggested we should develop a name, work on any by-laws/articles of organization, policies, and then work on the content. This order seemed to make the most sense because it would put in place a structure to receive money and items, then allow for the items to be prepared for display. Gene felt like we would need to get a name soon.

Steven remarked that obtaining a name and tax identification number were very easy on the internet. He and Velda talked about how easy it was to get CORE’s tax id number, it just took a few steps on a one-page form and then submitted it electronically. Velda remarked it probably only took 10 minutes. She also noted that a name can be changed later if the group decided there was a better fit.

Rich remarked that a name change didn’t take very long either, it can be done electronically as well. Rich noted that the committee’s timetable is probably driven more by fundraising than

anything else. Juanita had told Steven about Arkansas Heritage Grants which are available and maybe easier to get during the summer when many groups aren't working on grants.

Choosing a Name

Gene recommended we choose a name and get a tax identification number so Mayor Guthrie would have an answer to the question "who do we make the check out to" if Bancorp South asked next week. Dean agreed. He said we could always change the name later. The committee members present were very mindful that three members were not present, but it seemed from their discussions with Steven that they agreed we were best headed to being a separate organization. The committee also agreed the name could be changed later very easily and any decision made now would not be "binding."

The mayor had given a few different ideas to Steven about possible names on the phone earlier. These included "Calico Rock Historical Society," "Calico Rock Museum Association," "Calico Rock Museum Foundation" or others.

Velda noted she liked having the word "foundation" in the name because she felt it best described our role to raise funds and manage the museum. Other members felt that using the word "foundation" might increase chances for grants and fundraising.

Gene suggested "Calico Rock Historical Museum Foundation." After a few minutes of conversation, the members felt using the word "historical" was redundant and maybe not as simple as it could be. The members talked about the name "Calico Rock Museum Foundation" for several minutes and decided it had the best fit, was most simple, and said in a nutshell what we were all about. Peggy liked the name and thought using "foundation" was excellent.

Calico Rock Museum Foundation

Gene and Dean suggested we name the organization the "Calico Rock Museum Foundation" and asked Steven if he would apply for a federal tax id number. Everyone agreed wholeheartedly. There was a discussion about choosing a name with three members of the committee not present. By making the decision today, Ronnie will have a name to use in communicating with Bancorp South and any other fundraising opportunities that might arise can be taken. Everyone agreed that it was important to go ahead and take this step because it allowed a first start to be made, plus it can be changed in the future if there are different ideas.

Bank Account

The committee talked for a few minutes about establishing a bank account. They recognized there would be delicate questions about which bank to use. They also acknowledged they would have to talk about who to use as authorized signers at a future meeting. They were all in agreement that two signatures be required on any transaction, however. Members are urged to begin thinking about bank issues, especially if Bancorp South does donate to the project.

Other Issues

Peggy commented that she thought the Melbourne Museum's collection may be owned by the county but was not sure. Velda told everyone about Gassville. After the tornadoes earlier this

year, they disbanded their museum and offered items that had been donated by individuals back to those individuals. Several thought it was a good idea to consider when we talk about policies. Everyone agreed these were issues for a future meeting.

Next Meeting & Homework

Steven was asked to talk to Ed, Wayne, and Mayor Guthrie. The group tentatively set June 26 as the next meeting. Ed cannot meet that day, but hopefully he can provide some input to us between now and then. Gene suggested we use this meeting to really focus on the articles of organization/by-laws. Everyone agreed. Members are asked to spend time reading through the example that Steven found on the internet for us and plugged in our information. If Wayne and Mayor Guthrie cannot meet June 26 we'll attempt another date. There were conflicts on July 3, July 10.

Everyone once again expressed a wish that everyone could have attended, but also felt there had been very good, open conversations. The meeting adjourned at 6:05 p.m.

Respectfully submitted,
/s/ Steven Mitchell

Calico Rock Museum Committee

Minutes

June 26, 2008

The museum committee met on June 26, 2008 at 5:00 p.m. Committee members present were: Dean Hudson, Steven Mitchell, Velda Dixon, and Gene Lockie. Wayne Wood is traveling to a minister's conference, Ed Matthews had a prior engagement in Little Rock, and Mayor Guthrie was attending his granddaughter's softball game. CORE President Gloria Gushue attended.

Introduction

Steven reported that Mayor Guthrie has talked to Carl Pitts of Bancorp South and they have agreed to donate to the new museum, but a definite amount has not been determined. Mayor Guthrie also reported that Josh Sanders has ordered the materials for the new roof which will be in soon and construction can then begin.

Velda reported she recently saw an advertisement for a museum in Mountain View. The group decided that it would be good to make a trip to Mountain View and Batesville when we get to the point of doing displays and considering layout to get ideas.

Steven shared two e-mails that Ed received. The first one was from Dr. Johanna Miller Lewis from UALR. Dr. Lewis is very interested in assigning a graduate student to the museum project and allowing their graduate program to assist in the development of the museum. The group asked Steven/Ed to contact Dr. Lewis and update her on where we are presently and that we would like to continue making contact with her. Hopefully, we will be ready in the Fall for their assistance, which is greatly appreciated.

The second e-mail was from Twyla Wright of the Old Independence Regional Museum in Batesville. Ms. Wright has reviewed our draft documents which she found to be very impressive. She sent copies of their by-laws and policies/procedures for us to compare. (Copy included). Ms. Wright has offered to come to Calico and assist in displays and layout. Again, the group asked Steven/Ed to contact Ms. Wright and accept her offer, tell her that we are in the initial preparing stages and that when we get to that point we'll contact her.

Federal Tax ID and Registration

At the last meeting, the committee chose a name and asked Steven to register it and get a Federal Tax ID number. Steven reported that he had registered the name "Calico Rock Museum Foundation, Inc." with the Arkansas Secretary of State's Office. He has also obtained a Federal Tax ID number through the IRS.

Various Documents

Steven shared a brochure from Collierville, TN with everyone. The brochure had some ideas about fundraising categories. He also shared a brochure from a company which makes custom Christmas ornaments that the museum could someday purchase and sell as a fundraiser.

Velda reported that 4 out of 5 visitors choose the historical brochure when picking up brochures.

She and Dean both reported that about 60% of the visitors either ask about a museum or when they find out we are working on one are excited.

Articles of Organization

The committee recognized that a number of members were absent and that there was no time limit on getting our work done. So, the committee decided to begin having a working session on the Articles of Organization. The committee reviewed and revised Articles I-III and began working on Article IV.

The committee needs to resolve whether they want to have term limits for trustees. There was a lot of discussion with no resolution. The Old Independence Regional Museum has two-term term limits, but there was no clear consensus of those present whether term limits were a good idea. The decision was tabled until the full committee could meet.

The committee also had no resolution about whether to have removal of a trustee due to excessive absences. It was felt by some that sometimes a good trustee brings more to the table than just attending meetings. So, attendance is another issue for the committee to consider.

Next Meeting

The committee did not set a next meeting date. Steven will contact all the committee members and try to set up a time when everyone can meet. Someone suggested holding another work session to work through the wording in the articles of organization and identify key issues for the committee to consider, then let the committee meet to deal with those specific issues and consider the final document.

Steven will poll the committee members and get their feeling and then set a meeting.

Calico Rock Museum Foundation, Inc.
Minutes of a Meeting of the
Board of Trustees

July 24, 2008

Introduction

The organizing committee of the Calico Rock Museum Foundation met in Calico Rock on Thursday July 24, 2008 at 5:00 p.m. Members present were: Steven Mitchell, Dean Hudson, Gene Lockie, Velda Dixon, Ed Matthews, and Mayor Ronnie Guthrie. Rev. Wayne Wood was hosting a mission program working on the Christian Service Center and was absent. Rich Fischer was welcomed as a visitor.

Facilities Report

Mayor Guthrie reported that the roof work has been completed by Josh Sanders. Velda Dixon added that the roof has gone through at least two rains and has not leaked. Everyone expressed their appreciation to the Mayor and city for their work on the roof. When City Recorder Aaron Teague returns from a few days off after the birth of their son, the city will discuss plans for the floor in the office section of the building.

Peppersauce Bottoms

The Mayor reported City Hall has received numerous complaints and questions about the use of the name "Peppersauce Bottoms" rather than "Peppersauce Alley." It seems many individuals whose relatives were born and lived in the early 1900s never used the term "Bottoms." The matter is being referred to the CORE's Ghost Town Committee for further research.

Collections

Dean Hudson and Velda Dixon reported a few individuals have approached them about having items they would like to donate to the museum. Hudson commented the policies for accepting articles would have to be clear and decisions made by the board or a special committee with clear rules. He and Dixon noted their belief that there will be many offers and some of the items will not be of the content needed for the museum.

Dr. Lewis and UALR

Ed Mathews reported he has not been able to get in touch with Dr. Lewis at UALR. It was noted she did have a successful knee operation, but was apparently traveling with her family. When contact is made, she will be asked to arrange a time to meet with the board and begin work.

Articles of Organization

The committee reviewed the proposed Articles of Organization. There were several issues the committee considered.

The committee acknowledged that term limits would allow for new members to come into the museum operations, but believed initially it was best to allow for continuity. The committee noted that by-laws could be amended at any time to allow for term limits later. The committee

decided to have no term limits on trustees initially.

The committee decided an annual report would be made to the city council and would be made available for any interested individuals, but would not require reports for specific civic organizations.

The committee discussed the officers and executive committee. The committee wanted the executive committee of the board to be able to make decisions subject to board review. The committee felt there was a need to separate the offices of secretary/treasurer into a secretary and a treasurer. The committee did not feel there was a need for a vice chair and instead allow for a chair, secretary, and treasurer. The committee established the succession plan in that order.

The committee agreed that the officers/executive committee would be authorized signers on financial transactions and required 2 signatures on any such transaction. The committee agreed that any expenditure must be pre-approved by either the board or the executive committee.

The committee agreed that five trustees must vote in the affirmative to amend the articles of organization/by-laws and that these amendments must be provided in writing to all trustees at least three days in advance of a meeting to amend the by-laws.

Adoption of the Articles of Organization

Having carefully researched, studied and discussed plans for the organizational structure of the organization, the committee adopted the Articles of Organization as amended today on motion by Dean Hudson, seconded by Velda Dixon and carried.

Calico Rock Museum Foundation Duly Created

The articles of organization having been adopted and a resolution by CORE having been agreed upon, the Calico Rock Museum Foundation was duly created. The CORE museum committee was formally dissolved.

Initial Meeting of the Board of Trustees Convened

Having been duly founded, the board of trustees of the Calico Rock Museum Foundation convened for its initial meeting.

Terms of Trustees

The board of trustees drew for terms of service. Being absent, Mayor Ronnie Guthrie drew a term of service on behalf of Wayne Wood. Other trustees drew for their own term of service.

Dean Hudson drew a one (1) year term of service (December 2008)

Ed Matthews drew a one (1) year term of service (December 2008)

Wayne Wood drew a two (2) year term of service (December 2009)

Velda Dixon drew a two (2) year term of service (December 2009)

Steven Mitchell drew a three (3) year term of service (December 2010)

Gene Lockie drew a three (3) year term of service (December 2010)

Mayor Guthrie will serve as long as he is Mayor of Calico Rock

Election of Officers/Executive Committee

At the suggestion of Mayor Guthrie, the nominations were accepted for all offices at the same time and an election was held.

Dean Hudson nominated Steven Mitchell as Chair of the board of trustees. The nomination was seconded by Velda Dixon.

Ronnie Guthrie nominated Wayne Wood as Secretary of the board of trustees. The nomination was seconded by Ed Matthews.

Dean Hudson nominated Velda Dixon as Treasurer of the board of trustees. The nomination was seconded by Gene Lockie.

Nominations were closed and the nominated officers were elected by acclamation on motion by Dean Hudson, seconded by Gene Lockie and carried.

Having been duly elected, the officers for 2008 are:

Steven Mitchell, Chair
Wayne Wood, Secretary
Velda Dixon, Treasurer

Establishing Board Meetings

The board agreed there was a need for more regular meetings for the remainder of 2008 and upon the call of all trustees present, established the following meeting schedule:

Third Thursday of Each Month at 4:30 p.m.

The board plans to return to the quarterly meeting schedule in 2009.

August Agenda

The board of trustees will meet on **August 21, 2008 at 4:30 p.m.** At this meeting, the board will discuss establishing a financial institution and policies & procedures.

Adjournment

Having conducted the business of the board of trustees, the meeting adjourned on motion by Dean Hudson, seconded by Gene Lockie and carried. The meeting adjourned at 5:58 p.m.

Respectfully submitted,
/s/ Steven Mitchell
Chair
Board of Trustees

Calico Rock Museum Foundation, Inc.
Board of Trustees

February 12, 2009

A meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chair Steven Mitchell at 9:00 a.m. on February 12, 2009. Trustees Wayne Wood and Ronnie Guthrie were absent. A quorum was present. Guests included representatives from the University of Arkansas at Little Rock Public History graduate program and a photographer from the *Arkansas Democrat-Gazette*. The museum is being featured in a near edition of the *Three Rivers Edition* so the photographer took pictures for the article.

Presentation by UALR

Dr. Screws and Brad presented the work which had been completed by the students at the UALR Public History graduate program. The program recommended focusing on the themes of the rocks, river and railroad...addressing how transportation played a major role in developing the community and impacted the region.

It was suggested we establish set times when research can be conducted to control the time in conjunction with staffing.

Ed Matthews announced Mike Mason and his class at Calico Rock High School have agreed to construct a model of the Ozark Queen from historic photographs.

It was suggested an area for “recent donations” be set aside to spur interest in both giving artifacts and in what is being given.

Brad will research grant opportunities and send to Steven to begin fund raising.

It was suggested the museum be painted in earth tones to mimic the surrounding area. Ed Matthews suggested we connect and partner with P. Allen Smith who has a love for Calico Rock to get help on bringing the outside in.

Dr. Screws suggested the museum begin writing regular articles for *The White River Current* to spread the word and raise interest in the museum. He also suggested we shouldn't overload visitors with too much text. We could offer “more details” on our website.

He also suggested we look into the Institute for Museum and Library Services. He encouraged us to join the Arkansas Museum Association and the American Association for State and Local History.

Facilities Discussion

The trustees, after evaluating the situation, realized that the first work that must be done is to repair and refinish or replace the flooring in the front office. Also, the heating and cooling system must be evaluated. It may be more energy efficient to use natural gas instead of

electricity. Steven will contact Rick Gwaltney to evaluate the flooring to see if we can replace the pieces which have been loosened and refinish it. Steven will also contact Paul Clinkinbeard to have them look at the heating and cooling system to see what is wrong, if it can be repaired economically, or if it should be replaced.

It is possible that the CRIDC or City may be able to provide assistance with these projects depending upon cost.

The trustees would ideally like to have these issues resolved by April so the office might be reorganized before tourist season begins. Then, the back half of the building could be closed for work to begin.

Election of Officers

The by-laws call for the annual election of officers. On motion by Gene Lockie, seconded by Ed Matthews and carried the officers were re-elected for 2009. The officers of the board of trustees shall be:

Steven Mitchell, Chair
Wayne Wood, Secretary
Velda Dixon, Treasurer

Deferred Items for a Future Meeting

The board took no action on the proposed Policies and Procedures, Facilities Renovation Plan, Content & Exhibits Plan, or the Collections and Exhibits Committees.

Next Meeting

Once there are more definitive options available, a special meeting will be called to discuss the facilities plan and the policies and procedures. It is hoped this meeting can be held in March.

Having conducted the meeting of the foundation, the meeting was adjourned on motion by Dean Hudson, seconded by Velda Dixon and carried.

**Minutes of the Board of Trustees
Calico Rock Museum Foundation, Inc.**

April 9, 2009

A regular meeting of the Calico Rock Museum Foundation board of trustees was called to order at 12:00 noon in the Chamber of Commerce offices by Chairman Steven Mitchell. Dean Hudson and Wayne Wood were absent and all other trustees were present. Mayor Ronnie Guthrie lead prayer. The minutes from the previous meeting stood approved without correction.

Facilities

Chairman Mitchell reminded the board that the foundation had received permission from the Chamber of Commerce, Calico Rock Industrial Development Corporation, and the City Council to make adjustments to the layout of the building. At the time, the museum had indicated that they did not foresee any need for funds from the city for any renovations other than repairs to the roof. The city repaired the roof.

Since that time, several long-range issues have been discovered including needs associated with the back windows, the heating system, and flooring in the office. Mitchell recommended the board approve the purchase of floor adhesive and use of volunteer labor to repair the floor that had come up. Once these repairs were made the office could be rearranged and the back half of the building could begin being used for museum development. The board adopted this plan of action on motion by Velda Dixon, seconded by Gene Lockie and carried.

Mitchell will work with volunteers to designate a day for the floor repairs and moving the furniture.

Financial Institution

After considerable discussion, the board designated First National Bank of IZARD County as the official financial institution and authorized Treasurer Velda Dixon and Chairman Mitchell to open an account at the bank. The designated signers will be Steven Mitchell, Wayne Wood and Velda Dixon. Two signatures will be required on any check. These actions were taken on motion by Gene Lockie, seconded by Ronnie Guthrie and carried.

Trustee Dean Hudson entered the meeting.

Trustee Ed Matthews provided a check in the amount of \$450 from the R.C. Matthews Family for use at the museum. The family has designated these funds for a steamboat model at the museum. If one cannot be obtained, the family will be approached about other uses for the funds. The trustees thanked Matthews for this generous contribution.

Mayor Guthrie had to leave the meeting to return to work.

Policies and Procedures

The board of trustees considered the proposed policies and procedures. The trustees made

technical amendments to the financial donor section of the (#14) of the policies. The trustees adopted the policies and procedures as amended on motion by Dean Hudson, seconded by Velda Dixon and carried. The policies and procedures will be posted on the museum's website.

Fundraising

The trustees gave Chairman Mitchell permission to develop a press release notifying the public about the opportunity to give to the foundation, to begin seeking donations, and to develop a flyer for elementary school students.

Collections Committee

At the suggestion of Trustee Matthews, the trustees gave Chairman Mitchell authority to appoint a Collections Committee. A date will be arranged in May to accept potential items from members of the community which may be included in the museum. The committee will review those items and recommend items for admission into the collection. The board will have final authority on acceptance into the collection. The trustees recommended Diane Rush, Gaye Wood, Fern Estes, and Rich Fischer. Mitchell will have the flexibility to appoint the committee based on leads obtained from talking to these individuals and based on acceptance. The committee will consist of three members and Mitchell will serve as ex-officio of the committee.

Adjourn

There being no other business, the board adjourned on motion by Gene Lockie, seconded by Dean Hudson and carried.

Calico Rock Museum Foundation, Inc.
Minutes of the Board of Trustees
July 16, 2009

The regular quarterly meeting of the Calico Rock Museum Foundation board of trustees was called to order at 12:15 p.m. at the museum. The meeting was called to order by Chairman Steven Mitchell. Trustees Wayne Wood, Dean Hudson and Ed Matthews were absented. Consultant Sue Varno was present. A quorum was declared.

All trustees had been consulted and reported to prior to the meeting in communication by the chair. The regular agenda was dispensed upon unanimous consent. The reports of the officers were dispensed upon unanimous consent. In the absence of the secretary, minutes were taken by the chair.

Vision for the Museum

Chairman Mitchell informed the trustees the focus of this meeting would be to provide a vision and direction for the museum. The trustees are to set a vision which might include 3-5 broad themes for the focus of the museum. Then, a task force can be brought together to consider exhibits under these themes, the collections committee can accept items to tell the story within these exhibits and the trustees can direct these activities to occur.

The trustees considered theme ideas presented by various consultants and the public. The trustees agreed upon three broad themes:

- 1) development of Calico Rock;
- 2) Calico Rock as an economic center; and
- 3) Everyday living in Calico Rock

The trustees referred various sub-themes recommended by the public and consultants under these themes to the task force to consider. The task force can consider these, new ideas or par down ideas. Final ideas will be presented to the board.

In the coming month, a task force will be assembled to report to the board.

The business being conducted, the trustees adjourned at 1:10 p.m.

Respectfully submitted,
/s/ Steven Mitchell
Chairman/Acting as Secretary

July 16, 2009

Calico Rock Museum Foundation, Inc.
Board of Trustees Meeting Minutes
September 21, 2009

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was held on Monday September 21, 2009. The meeting was called to order by Chair Steven Mitchell at 12:05 p.m. Secretary Wayne Wood was absent. Juanita Stowers, Sue Varno, and Rich Fischer joined all other trustees at the meeting.

Prayer was offered by Rev. Ed Matthews. The minutes were previously e-mailed and were approved without addition or correction. Treasurer Velda Dixon reported income of \$950, expenses of \$112.55 and an ending balance of \$837.45. The treasurer's report was approved without addition or correction.

The board approved an amendment to the by-laws which clarified the name of the museum as the "Calico Rock Museum" and expanded the membership of the board of trustees from seven to nine. The amendment also increased the quorum required for trustees meetings from four to five and requires a 2/3 majority vote for adoption of amendments to the by-laws. The amendment was passed on motion by Gene Lockie, seconded by Velda Dixon and carried.

The board agreed to publicize the need for two board members in *The White River Current* and to meet again this Fall to act upon those interested in serving. One trustee will be elected to serve a two-year term expiring December 2011 and the other will serve a three-year term expiring in December 2012. These actions were taken on motion by Dean Hudson, seconded by Ronnie Guthrie and carried.

Trustees Velda Dixon and Wayne Wood have terms expiring December 2009. Both have indicated a willingness to continue to serve on the board. Both were elected to a three-year term expiring December 2012 on motion by Dean Hudson, seconded by Gene Lockie and carried.

The board turned its attention to museum exhibit ideas and themes. A list of potential themes had been generated through public interest, donations of artifacts, and through a public meeting held this past July. Mayor Guthrie had to leave the meeting to return to work.

After considerable discussion, the board approved an amended list of exhibits and a projected percentage of space which may be devoted to each area on motion by Velda Dixon, seconded by Ed Matthews and carried. Steven Mitchell will contact Dr. Raymond Screws about developing a plan for space usage and the exhibit committee, chaired by Rich Fischer, will pursue the plan using this information.

The board gave unanimous consent for Chairman Mitchell to expand the exhibits committee to include two additional members. He will announce those appointments when the members accept the positions.

A number of items for use were accepted and brought into the museum.

Rich Fischer spoke to the Preserve America grant application. The board gave consent to being the governing body designated by the City of Calico Rock as leading historical preservation for the community if designated by ordinance by the City. This action was on motion by Dean Hudson, seconded by Ed Matthews and carried.

There being no other business to come before the trustees, the meeting was adjourned on motion by Gene Lockie, seconded by Velda Dixon and carried. The meeting adjourned at 1:50 p.m.

/s/ Steven Mitchell
Acting Secretary

The minutes were approved without addition or correction,
/s/ Steven Mitchell
Chairman

**CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES
REGULAR QUARTERLY MEETING MINUTES
FEBRUARY 11, 2010**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation, Inc. was held at their offices on February 11, 2010. The meeting was called to order by President Steven Mitchell with four trustees present. Trustees absent were Mayor Ronnie Guthrie, Secretary Wayne Wood, and Treasurer Velda Dixon. Guests included Reed Mac Perryman, Juanita Stowers, and Rich Fischer. A quorum was declared and prayer was lead by Rev. Ed Matthews. President Mitchell kept the minutes of the meeting.

The minutes of the September 21, 2009 quarterly trustees meeting had been electronically distributed. The board adopted the minutes without addition or correction on motion by Dean Hudson, seconded by Gene Lockie and carried.

Treasurer Velda Dixon had prepared a treasurer's report for the meeting. The current balance is \$1,212.35. The treasurer's report was approved on motion by Gene Lockie, seconded by Dean Hudson and carried. The report was made a part of the board record.
(Appendix A)

Trustee Lockie noted Rayvonne Cantrell had donated eight copies of *Life in the Leatherwoods* to be sold at the museum for \$20 each and the proceeds given to benefit the museum. A letter will be sent to Mr. Cantrell thanking him for his donation.

Mitchell reported all of the copies of *Boom!*, the photographic history book being sold to benefit the museum and other historic preservation efforts, had been sold. He has received ten new copies with five being sold at the pharmacy and five at the museum. To date, the museum has sold \$374.90 in books. Mitchell recommended donating \$100 to the Calico Rock Library for their historical projects. On motion by Gene Lockie, seconded by Ed Matthews and carried the trustees authorized donating \$100 to the Calico Rock Library.

Mitchell reported the foundation is submitting the paperwork to obtain \$1,350 of the grant money from the Arkansas Humanities Council. The \$1,500 grant is being split between the Peppersauce Ghost Town and the museum. The remaining funds will be collected once the project is complete. The grant deadline is April 30.

Mitchell reported a friend of Rich Fischer's has offered a nice stereo system to the museum as a donation. The stereo can be used for playing local artists' music during the tours of the museum. The donation was accepted on motion by Ed Matthews, seconded by Dean Hudson and carried.

Mitchell reported it was time to renew the ad for the Spring edition of the *Calico Rock Visitors Guide* produced by the *White River Current*. Ads are being discounted this year for non-profit organizations. The price will be \$50 for a half page ad. Mitchell presented a draft of the ad copy. Rich Fischer suggested the museum write an article about the

museum for inclusion in the guide. On motion by Dean Hudson, seconded by Gene Lockie and carried the board authorized the half page ad and article for the visitors guide.

Mitchell discussed the Preserve America designation application. He informed the board there was some issue regarding the designation of the foundation board by the city council as the historic preservation entity and their responsibilities. After discussion, it was decided Mitchell and Fischer will contact the Preserve America coordinator in Washington by telephone to try to come up with a plan to rectify the situation.

At the September meeting, the board adopted an amendment to the by-laws expanding the board membership from seven to nine. The board considered the election of two additional trustees. For a two-year position (expiring 2011), Gene Lockie nominated Barbara Fischer. For the three-year position (expiring 2012), Dean Hudson nominated Reed Mac Perryman. After a short discussion, the board elected these nominees by acclamation on motion by Gene Lockie, seconded by Dean Hudson and carried.

Perryman, being present at the meeting, was seated in his capacity as a trustee. Ms. Fischer will be notified of her election to the board.

The board considered officers for 2010. On motion by Dean Hudson, seconded by Reed Perryman and carried Steven Mitchell was elected as president. On motion by Ed Matthews, seconded by Gene Lockie and carried Wayne Wood was elected as secretary. On motion by Dean Hudson, seconded by Reed Perryman and carried Velda Dixon was elected as treasurer.

The content committee has been working on a draft Plan of Action for the exhibits. The draft was presented to the board and guests for review and comment. Trustee Ed Matthews made several comments and suggestions for sources of information which will be very helpful in securing better information for the exhibits. All of the trustees and content committee members agreed to review the draft Plan of Action further and provide comments to Mitchell to be synthesized in the next week.

The content committee can then meet to take the next step forward.

There were no comments by the trustees.

Having conducted the business of the foundation, the board adjourned on motion by Reed Perryman, seconded by Ed Matthews and carried. The meeting adjourned at 12:45 p.m. The next regular quarterly meeting will be scheduled in June. A special meeting of the board may be necessary depending on action by the committee.

/s/ Steven Mitchell
President and Acting Secretary
February 11, 2010

CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES
SPECIAL CALLED MEETING MINUTES
APRIL 5, 2010

A special called meeting of the board of trustees of the Calico Rock Museum Foundation, Inc. was held at their offices on April 5, 2010. The meeting was called to order by Chair Steven Mitchell at 12:00 noon. Trustee Barbara Fischer was absent. Guests included Charles Francis, Rich Fischer, Steve Vinson, Peggy Hudson, Mary Beth Peck Cooper, Juanita Stowers, and Susan Varno. A quorum was declared and prayer was lead by Rev. Ed Matthews.

The minutes of the February 11, 2010 quarterly trustees meeting had been electronically distributed. The minutes were adopted without addition or correction.

Treasurer Velda Dixon reported the current balance is \$1,851.37. The treasurer's report was approved on motion by Dean Hudson, seconded by Wayne Wood and carried.

The chair provided copies of a proposal, including photographs and layout, to purchase the historic Rodman Hardware Building located at 100 Main Street in Calico Rock. The building is adjoining to the present museum building. The present owner, Jim Murphy, offered the building to the foundation for \$80,000. In addition, Mr. Murphy has offered a \$20,000 contribution to the museum foundation at closing. The deal and closing would be dependent upon the foundation being designated as a 501 (c) (3) tax-exempt organization. The proposal was made a part of the board record **(Appendix A)**.

Considerable discussion by board members and visitors was held regarding both the positives and negatives of the board taking this action. It was noted that three of the most recent buildings along Main Street which sold became residences rather than commercial operations. It was also noted that by taking this action the board would be required to begin a \$125,000 capital campaign. However, \$20,000 of this amount would be considered "raised" from day one.

A discussion regarding the long-term operating costs of owning a building was held. There was also considerable discussion about displacement of the existing business managed by Judy Fitzpatrick. It was the board's desire to provide stability to Ms. Fitzpatrick and to make her aware the board's long-term interest, but to assure her, if the deal was agreed upon, that the board was taking steps it felt had to be taken for the good of the community.

It was the intention of the board, as indicated clearly through the discussion, to work with Ms. Fitzpatrick to be a good landlord for the time she was in the building and to work with her in locating a new facility for her business, ideally on Main Street.

Trustee Dean Hudson moved, seconded by Trustee Mayor Ronnie Guthrie, that the foundation proceed with plans to purchase the building and property located at 100 Main

Street from Mr. Jim Murphy. The motion passed unanimously following considerable discussion.

The chair provided a copy of a draft resolution regarding the purchase of the building. The resolution authorized the chair and executive committee to enter into final negotiations on the purchase of the building with Mr. Murphy, secure a loan from First National Bank of IZARD County for up to \$80,000, accepted the \$20,000 donation from Mr. Murphy, authorized a \$125,000 capital campaign, authorized steps necessary to be designated a 501 (c) (3) tax exempt organization, authorized application for grants, authorized the chair to negotiate a lease agreement up to 12 months with Judy Fitzpatrick for the building, and for other purposes in said purchase, fundraising and renovation of the building as a museum.

A copy of the resolution was made a part of the board record (**Appendix B**). The resolution was adopted unanimously on a motion made by Dean Hudson, seconded by Gene Lockie. The vote was by roll call and the results were: Wood-aye; Dixon-aye; Lockie-aye; Hudson-aye; Matthews-aye; Perryman-aye; Mitchell-aye. Mayor Guthrie had to leave the meeting to return to work prior to the vote and Trustee Barbara Fischer was absent.

The board considered a proposed amendment to the By-laws which would create the office of "vice chair" and, thus, expand the executive committee from 3 to 4 members. The amendment to Article IV Section 1 and Section 4-6 was adopted on motion by Trustee Ed Matthews, seconded by Treasurer Velda Dixon and carried. The amendment was made a part of the board record (**Appendix C**)

The chair entertained nominations for the office of Vice Chair. Treasurer Velda Dixon nominated Dean Hudson. Reed Perryman moved, Gene Lockie seconded a motion to close nominations and elect by acclamation. The motion carried unanimously. Hudson was installed immediately as vice chair.

The board considered a resolution to add Hudson's name to the bank signature card. The resolution was made a part of the board record (**Appendix D**). The resolution was adopted on motion by Secretary Wayne Wood, seconded by Trustee Reed Perryman and carried unanimously.

The board was updated on plans to open the museum on April 24.

There were no additional comments from the trustees. The meeting adjourned at 1:37 p.m. on motion by Reed Perryman, seconded by Gene Lockie and carried.

/s/ Wayne Wood
Secretary

/s/ Steven Mitchell
Chair

CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES
REGULAR MEETING MINUTES
September 6, 2011

A regular quarterly meeting was held at the Calico Rock Visitor Center conference room on September 6, 2011. The meeting was called to order by Chairman Steven Mitchell at 12:00 noon with eight trustees present. Trustee Wayne Wood was absent. In his absence, the chairman kept minutes of the meeting. Susan Varno was a visitor to the board. The Pledge of Allegiance was recited and prayer was offered by Ed Matthews.

The minutes from the June 13, 2011 meeting were presented. There were no additions or corrections to the minutes.

The financial report was reviewed by the trustees and approved on motion by Ed Matthews, seconded by Barbara Fischer and carried.

The board heard a presentation from Susan Varno regarding the Storybook Project. The project would allow inmates at the North Central Unit of the Department of Corrections to be recorded reading a book to their child. The book and audio would be sent to the child's caregiver. Under the proposal, the Storybook Project would be a special project of the museum foundation under outreach and educational services. All donations to the project would be tax-deductible. A separate checking account would be created with the project providing a report every six months to the board of trustees. A foundation representative would be an authorized signer. The trustees approved accepting the Storybook Project as a special project and authorized opening a new checking account with authorized signers being Susan Varno, Kedra Sugg, and Gloria Gushue. The action was taken on motion by Dean Hudson, seconded by Ronnie Guthrie and passed unanimously.

Mayor Ronnie Guthrie had to leave the meeting.

The board considered a proposed strategic plan for the museum. The plan includes issuing a five year lease to the Calico Rock Artisan's Cooperative, layout for museum exhibits, and future construction/renovation priorities. The museum or cooperative may break the lease at any time with a 3 month notice to the other party. The strategic plan and 5 year lease were adopted on motion by Gene Lockie, seconded by Reed Perryman and passed unanimously.

The board appointed Ed Matthews as Trustee Emeritus on motion by Reed Perryman, seconded by Gene Lockie and passed unanimously. The board re-elected Dean Hudson and Barbara Fischer to a three-year term on motion by Wanda Sanders, seconded by Gene Lockie and carried. The board held a discussion on candidates to fill the vacant three-year term. No action was taken.

The board agreed to accept an antique pump organ being offered by Ric Moser.

Under comments by the trustees, the trustees discussed the possibility of volunteers opening the museum on certain holidays; the need for better signage at the front of the building; making a push for fundraising; and thinking outside the box for fundraising such as inviting big name entertainers to town for concerts or promotional activities (i.e. Mark Martin, John Grisham, Merle Haggard, or Garth Brooks).

The meeting adjourned at 1:45 p.m. on motion by Gene Lockie, seconded by Dean Hudson and carried.

/s/ Steven Mitchell
Chairman/Acting Secretary
September 6, 2011

Calico Rock Museum Foundation, Inc.
Special Called Board Meeting
May 2, 2012 Minutes

Present: Steven Mitchell, Reed M. Perryman, Gene Lockie, Lanelle Hamby, Ronnie Guthrie, Ed Stephens, Dean Hudson, Wayne Wood. Wanda Sanders excused due to illness.

Visitors present: Pat Ballard, C.P.A. and Mrs. Janice Fletcher with Twin Lakes Community Foundation.

Steven called the meeting to order. Steven introduced Mrs. Fletcher who presented the Museum Foundation a grant check in the amount of \$1,320.00.

Reed Mack introduced Pat Ballard. Mr. Ballard agreed to do an audit of the Museum's financial records free of charge. Discussion with Mr. Ballard followed concerning grant possibilities and procedures. Accounting procedures that need to be in place were discussed, with Mr. Ballard suggesting setting up financial data in Quick Books program.

Discussion concerning comprehensive fundraising and pertaining financial reports. Mr. Ballard suggested we set up Excel Spreadsheet program to monitor the fundraising. Mr. Ballard also gave the board many helpful hints in ways to promote financial support of the Museum, including a "Friends of the Museum" organization with income from dues.

Gloria Gushue gave the Board a report on the Artisan Co-op, report to the City Council, upcoming events and others in the planning stage.

Discussion concerning the meeting room guidelines re: recording, political agenda meetings, lobbying, etc. Changes to the guidelines were approved as presented.

Discussion concerning long term capitalization strategy. Goal will be set later.

Discussion concerning fund raising opportunities using John Grisham's book Calico Joe , of which he gave the museum ten autographed copies. A committee consisting of Wayne Wood, Chair, Lanelle Hamby and Reed M. Perryman was established to explore ways and means of obtaining the most income from the books.

Mr. Perryman offered a suggestion that the Executive Committee be changed from four year to three year tenures and the Executive Committee be the offices of the Museum Foundation. On motion, approved.

A tentative fundraising program using used railroad spikes with inscribed donor names was discussed. A local blacksmith who is a participant in the Artisan Cooperative has agreed to inscribe the names free of charge. Further discussion will follow.

Suggested changes to the Bylaws was presented. Changes were adopted on motion.

Motion to adopt a resolution for First National Bank of IZARD County concerning the building loan was approved.

On motion, the meeting was adjourned.

/s/ Wayne Wood
Secretary

Calico Rock Museum Foundation Board of Trustees
August 31, 2012 Minutes

The Calico Rock Museum Board of Trustees met August 31, 2012. Trustees present were Steven Mitchell, Wanda Sanders, Mayor Ronnie Guthrie, Dean Hudson, Reed Perryman, Gene Lockie and Wayne Wood. Trustee Ed Stephens was excused due to attending a funeral. Executive Director Gloria Gushue was also present.

All were presented John Grisham's book, Calico Joe, personally signed by the author. It was noted that the new chairs in the conference room were given by Staples.

A quorum was called, a prayer offered, and the Pledge of Allegiance recited. Minutes of the May 2, 2012, called meeting were presented and approved.

Financial report showed an operating budget balance as of 8/31/12 of \$8,562.09, with all monthly bills paid.

Gloria Gushue reported on the upcoming Native American program, including a reception on Friday evening, September 7, for board members and donors; the opening of the "Birth of the Ozarks" Native American display; Artifact Display by Wayne Wood; Trail of Tears "Walk of Remembrance"; Native American Dancers, vendors, musicians, and the Mountain Man Rendezvous. She discussed the need for using the trolley to shuttle people from Main Street and Rand Park.

Trustee Reed Perryman requested an Executive Session to discuss personnel. Mrs. Gushue was excused and the board entered Executive Session at 10:39 a.m. and came out of Executive Session at 11:05 a.m.. No action was taken.

On motion, the board granted the Executive Committee the authority to negotiate and enter a contract for guest services with the city of Calico Rock for 2013, perform the annual performance review of the executive director, to set the salary for the executive director for 2013, and to handle any other personnel or contract issues.

The Calendar of Events for 2012-2013 was approved on motion, subject to adjustment as needed and the incorporation of other events.

Discussion concerning the donor bricks, twice the size of the regular bricks, with the Board being shown possible colors and wording. The categories are: Track Layers, donations of \$500 To \$999; Steamboat Captains, \$1,000 to \$4,900; Bridge Builders, \$5K or more. (The amounts given will not be shown on the bricks.) On motion, it was approved to purchase the donor bricks at an approximate cost of \$600.

Improvement Projects list was discussed with renovation of the unused restroom in the Visitor's Center being turned into a kitchenette, improving the windows and floor of the Coal House, and remodeling the basement of the Museum building to incorporate storage, display space and conference room.

The "Friends of the Museum" project, suggested by Pat Ballard, C.P.A., was put on hold until after a capital campaign to raise the needed \$25K to pay off the loan on the building is completed. Brochures concerning the capital campaign were shown.

Three board member's terms, Wayne Wood, Reed Perryman and Wanda Sanders, expire at the end of 2012. Wayne Wood and Reed Perryman agreed to stay on the board another three year term if elected. As Wanda has health problems, she asked to be replaced. Wayne Wood and Reed Perryman were re-elected to three year terms. The Board designated Jill Easton as the preferred candidate to fill the vacancy by Wanda Sanders for a term beginning January 1, 2013. If Ms. Easton accepts, it is the board's intent to elect her to the term at the fourth quarter meeting.

With all business having been accomplished, the board adjourned on motion at 11:40 p.m.

/s/ Wayne Wood
Secretary/Treasurer
Board of Trustees
Calico Rock Museum Foundation

CALICO ROCK MUSEUM FOUNDATION
BOARD of TRUSTEES MEETING
12/7/12

Called to order at 10:00 a.m. by Chairman Steven Mitchell.

Present: Jill Easton, Wayne Wood, Reed Perryman, Gene Lockie, Ed Stephens, Gloria Gushue and Mayor Ronnie Guthrie. Meeting was opened with prayer by Wayne Wood.

Minutes of the 8/31/12 meeting were approved.

Executive Director Report: Plans to expand student involvement in the museum displays. Letters will be sent to area schools inviting teachers to consider bringing student groups to the museum; An order of bricks are in, ready to be installed; Two appreciation receptions for local people involved in the community are planned for 2013, one in the Spring and one in the Fall.

Discussion of the 2013 calendar of activities (available). Added Heritage Month Activity contingent upon receipt of grant.

Discussion topics;

- Responsibilities of Gloria in dealing with groups (basically groups asking to use the conference room.
- Security measures needed such as closed circuit cameras and recorders, grills on windows.
- Project improvements, including renovation of the basement area and further work on the Coal House.

The 2013 Operating Budget was presented, discussed, and on motion, approved in the amount of \$31K.

Election of Jill Easton to the Board for a three year term was approved on motion.

Election of 2013 Executive Committee was approved on motion. Executive Committee will be Steven Mitchell, Chairman, Dean Hudson, Vice President, Wayne Wood, Secretary/Treasurer.

Board was called into Executive Committee for personnel issues.

Financial Audit for 2012: Reed Perryman will contact Pat Ballard, C.P.A.

A recap (available) of the Museum and Co-op 2012 year showed 11,619 guest contacts and cooperative sales of \$22,755.

On motion, the meeting was adjourned with expressions of appreciation to Steven Mitchell and Gloria Gushue for their diligence and vision in support of the museum and Co-Op.

CALLED MEETING MINUTES
MUSEUM BOARD of TRUSTEES AND QUESTERS
January 28, 2013

The purpose of this meeting was to discuss termination of relationship with the Questers and to discuss personnel. The meeting was called to order by Chairperson Steven Mitchell.

Present were Mayor Ronnie Guthrie, Steven Mitchell, Lanelle Hamby, Jill Easton, Gene Lockie, Reed Perryman Wayne Wood, Dean Hudson, and Ed Stephens. Guests were Margaret Mason and Anita Perryman representing the Questers.

Reed Perryman opened the meeting with Prayer.

Motion made and passed to allow those present to read through the information available before discussion. The basic information available was a series of e-mails between the museum personnel and the leadership of the Questers regarding the Questers demands concerning the floor and windows of the Coal House. After time for those present to review the information and to ask questions of the museum personnel involved, the meeting was opened for discussion of the situation.

Points discussed included:

- The demands of the officials of the Questers to use 1X12 boards for the flooding, contrary to the recommendation of the chairperson of the Museum Board of Trustees and the project manager.
- Unprofessional language used in the some of the e-mails from a member of the Questers.
- Lack of understanding by the Questers that the priority of the Board of Trustees of the Museum is the museum itself.
- Condemnation by the Questers officials that promises were made and not kept by the Museum.
- The return of the \$750.00 check given by the Questers for the Coal House floor.

Following discussion, motion was made by Reed Perryman and seconded by Dean Hudson to end the Museum's relationship with the Questers. To wit: *"It has become evident that the Museum cannot complete the renovation of the Coal House with the time frame agreed upon. The Board of Trustees is therefore postponing the project until a later date.*

The Board of Trustees main concern is the museum building itself, including renovation of the basement for a conference room /display area. In the future, the Board may see it's way clear to develop additional museum space in the Coal House. Until that time we would appreciate Questers removing any items they currently have in the Coal House. "

Motion carried. (Articles in the Coal House belonging to the Questers were removed)

The board adjourned into executive session to discuss personnel at the request of trustee Jill Easton. No action was taken. On Motion, the meeting was adjourned.

Wayne Wood, Secretary

Calico Rock Museum Foundation Board of Trustees meeting, April 19, 2013

Present: Chair Steven Mitchell, Ex. Director Gloria Gushue, Reed Perryman, Jill Easton, Gene Lockie, Lanelle Hamby, Wayne Wood

Called to order at 10:00 a.m., pledge of allegiance to American Flag, opening prayer by Wayne Wood

Chair shared that he had talked with Ryan Reynolds with the Missouri and North Arkansas Railroad. Mr. Reynolds agreed to have a freight stop at Calico Rock for a short program commemorating the first passenger train to stop at Calico Rock on August 24, 1903. The Museum will be celebrating the 100th anniversary of the railroad through Calico Rock on August 24, 2013.

By consensus the minutes of the January 28, 2013 Board meeting were amended to strike the word "termination" in reference to purpose of the called meeting, making the first line of the said minutes to read: *"The purpose of this meeting was to discuss the relationship with the Questers,"* etc. and to strike in paragraph six, *"to end the Museum's relations with the Questers."*

On motion the amended minutes of January 28, 2013 and the minutes of the December 7, 2012, as presented, were accepted.

Executive Director Gloria Gushue's reports included:

- Preliminary design for the logo for the Museum;

- Financial report for the Artisan's Co-op

- Report on the museum meeting held at Crystal Bridges

- The need and plans for promoting and training volunteers and docents for the museum

- Plans to install power-point presentations at various museum displays to help visitors better understand the role the displays played in the development of the community. Chair Mitchell added information about plans to pursue an I-Pad kiosk for similar purposes.

- The need for the museum to develop educational programs to involve basically children but also for adults. (More following).

Ms. Gushue was thanked for her excellent work in planning, directing and implementing the work of the Co-Op and Museum

Chair Mitchell presented via power-point *"where we have been, where we are "* financial recap/reports. On motion, the financial report was approved.

Motion to formally adopt form 990 for the IRS approved. Form has been sent.

Discussion concerning need for better lighting in the Co-op and Museum displays. By consensus it was agreed to install fluorescent lights where needed.

Chair presented outlines for Board members responsibilities. Adopted on motion.

Discussion concerning Educational Programs. Plan of action for recruiting and implementation presented by Chair. Adopted by motion.

Discussion on renovating and using the Coal House as an educational building. Chair will approach the City Council about the project. Renovation will require flooring, window repair, electricity and heat and air. An individual has pledged \$5k for the project if city approves.

Chair discussed the current loan (\$17k at this time) and the savings that would come from not having to pay for flood insurance (appx. \$400.00). He offered options of moving loan to another bank which has agreed to float the loan without using the building for collateral, or asking for someone to put up a Certificate of Deposit in order to free the building as collateral and leaving the loan at the current bank. Using a C.D. as collateral would lower the interest rate to 2%. Most trustees felt it would be best to leave the loan at the current institution. No action taken.

Chairman Mitchell was allocated words of thanks and praise for his diligence in working for the betterment of the museum. Meeting was closed on motion.

Calico Rock Museum Foundation
Board of Trustees
Quarterly Board Meeting

November 8, 2013

The regular quarterly meeting of the Calico Rock Museum Foundation board of trustees was called to order November 8, 2013 at 10:05 a.m. by Chairman Steven Mitchell. Those present were Trustees: Jill Easton, Lanelle Hamby, Gene Lockie, Rev. Wayne Wood, Ed Stephens, Dean Hudson, Mayor Ronnie Guthrie and Executive Director Gloriaann Gushue. Absent was Trustee Reed Perryman.

Pledge was led by Chairman Steven Mitchell and the prayer was led by Trustee Rev. Wayne Wood.

The minutes of the previous meeting had been emailed out. There was one correction of adding Dean Hudson to the attendees. The Minutes were approved as corrected.

Executive Director Gloriaann Gushue discussed the financial situation showing that all bills and contracts has been paid and that we were really close on the note. We were staying right on track as far as expenses. Chairman Mitchell stated that he had received word that the IZARD County Assessor's Office has approved the tax exemption for the building. A motion was made and seconded to apply any additional building fund money into a construction saving account to build interest in the meantime. Motion carried.

Calico Rock Artisan Cooperative was pleased with the changes that have been made in the Museum and also on track for the \$300.00 commitment on rent. Sales were down this year by \$4,000.00 due mostly to the sale of a couple bedroom sets last year. The Cooperative was looking to complete this year at \$21,000.00 in sales. It was also stated that the Cooperative pays for the Ads and the restroom maintenance in the Museum.

Chairman Steven Mitchell reviewed all the reports showing a PowerPoint presentation with the graphs as to where the Museum stood today versus last year. There was discussion on all parts and the board was pleased with the numbers.

Calendar of events was presented with discussion about a Note Burning Ceremony. After discussion as to how to proceed Trustee Jill Easton made a motion that January 11, 2014 be set and seconded by Mayor Ronnie Guthrie. The motion was approved. A suggested date of April 12, 2014 for the dedication of the building with all construction to be completed by March 31, 2014. Trustee Jill Easton suggested that there should be a way to show the before and after at that time. After a lengthy discussion a motion was made by Trustee Dean Hudson and seconded by Trustee Jill Easton. The motion called and approved. The Dedication of the Museum would be April 12, 2014. Chairman Steven Mitchell stated he would take care of the invitations and the programs.

In the first quarter meeting that was discussion as to the type of plaque should be used for donors. There would be a reception at the dedication on April 12, 2014 and the plaque should be in place at that time. Chairman Mitchell was to continue to research the best type of plaque. There were many suggestions.

Since the building was now conveyed from the city there was discussions as to what can and should be done. The construction plans for the winter were discussed and approved. There will be a catwalk constructed in the main building allowing a continuous flow on the upper level. After some discussion it was decided that the floor covering in the conveyed building from front to back will be carpeting. Wayne Wood was to check with the people that installed it at the church in Batesville to see if they would quote a price. The ceiling in the Art Gallery is in need of repair and again after discussion it was decided that every effort would be made to restore the original ceiling. The Chairman appointed Trustees Mayor Ronnie Guthrie, Wayne Wood and Ed Stevens to an advisory committee for any construction issues that should arise. Wood will be chairman of the committee.

The Policies and Procedures for the following year were discussed. Trustee Jill Easton made a motion to accept the policies and Trustee Genie Lockie second. Motion carried.

The Board adjourned to go into Executive session. After the board was reconvened Trustee Gene Lockie made official motion to continue Gloria Gushue's employment as executive director, to authorize a \$541.42 Christmas bonus for her, and to approve a \$1,700 monthly salary effective January 1, 2014. Motion was seconded by Trustee Lanell Hamby. Motion carried. Congratulations were given to her.

Chairman Steven Mitchell passed out the budget for the year 2014 and asked if there were any questions. After a short discussion Trustee Ed Steven made a motion to accept the budget. Trustee Dean Hudson seconded. Motion carried and the budget was approved.

Trustee Rev Wayne Wood made a suggestion that we consider better signage for the front of the building. Trustee Jill Easton has additional suggestions that were being considered. Chairman Steven Mitchell requested Executive Director Gloriaann Gushue to continue with the project that she was presently working on for completion by March 31, 2014.

With no other business to come before the Board the meeting was adjourned at 12:45. Chairman Steven Mitchell thanks all of the Trustees for their service this past year and was looking forward to another great year. The next quarterly meeting was not set and will be emailed to the members of the board.

Respectfully submitted by
Secretary/Treasurer
Trustee Rev Wayne Wood

Calico Rock Museum Foundation
Board of Trustees
Quarterly Board Meeting

February 17, 2014

The regular quarterly meeting of the Calico Rock Museum Foundation board of trustees was called to order February 17, 2014 at 10:00 a.m. by Chairman Steven Mitchell. Those present were Trustees: Jill Easton, Ed Stephens, Dean Hudson, Reed Perryman, Mayor Ronnie Guthrie and Executive Director Gloriaann Gushue. Absent was Trustees Lanelle Hamby, Gene Lockie and Rev. Wayne Wood. A quorum was established.

Pledge was led by Chairman Steven Mitchell and the prayer was led by Mayor Ronnie Guthrie.

The minutes of the previous meeting had been emailed out. There was one correction by correcting the spelling from Genie to Gene Lockie. The Minutes were approved as corrected.

Chairman Mitchell asked if there were any questions on the Annual Report and the 990EZ that needed to be filed. With little discussion a motion was made by Trustee Dean Hudson and seconded by Trustee Reed Perryman to approve and adopt. Motion carried.

Chairman Mitchell discussed the financial situation showing that all bills and contracts had been paid. Mitchell wanted everyone to be aware of the increase in the electric, but that there are now two buildings involved. There was an issue with the water bill. Mayor Guthrie stated that they sent an estimated bill December and this month made up the difference. Mitchell stated that the building signage was being worked on by Creative Impressions and would be on the front of the building by April 12. Trustee Jill Easton asked if any more thought has been given to signage on the river side of the building. Mitchell said it was still in the planning stage. We were staying right on track as far as expenses for all the renovations, having spent \$9,000.00 and there is \$1,600.00 left. Six round tables and 42 chairs have been purchased for the Art Gallery making it yet another room for meetings. Chairman Mitchell stated that he felt that the Coal House could be done. It was decided to complete everything that could be done. After some discussion about the Financial Report Trustee Ed Stephens made a motion to accept the Financial Report as presented Trustee Reed Perryman second and the motion carried.

As a follow up to the construction the following items have been completed: on the Museum side the bridge and opening of the front display window, exhibit space is ready for the completion of exhibits, the Cooperative Art and Textiles side with new exhibit space and carpet, the Art Gallery repainted and new ceiling and ready to be set up and the storage room in the Art Gallery. All of these projects have brought positive feedback from the community.

Artisan Cooperative sales were down with the weather and the construction. Things were looking up and the plans to do something monthly will assist in the sales. The new location for the textiles is great and new vendors are being interviewed.

Chairman Steven Mitchell asked the board their thoughts about Annual and Planned Giving. There was a lot of discussion and a committee was formed with Trustee Jill Easton as the Chairperson. Her job would be to research possibilities and present it to the board. There was a lot of discussion regarding different options.

After a discussion about forming committees, Trustee Ed Stephens made a motion to remain as we were. "If it's not broke why try to fix it". Major Ronnie Guthrie second the motion and it carried. The museum's present leadership structure will remain as is.

Mitchell and Gushue presented information about the Dedication Ceremony on April 12, 2014. There will be a small Reception on Friday evening by invitation and then the dedication on Saturday. Each of the Board members have been given a part in the ceremony. After some discussion everyone stated that it would be a special day.

There were no items that trustees wished to discuss.

With no other business to come before the Board, the meeting was adjourned at 11:55. Chairman Steven Mitchell thanked all of the Trustees for their service this past year and was looking forward to another great year. The next quarterly meeting was not set and will be emailed to the members of the board.

Respectfully submitted,
/s/ Wayne Wood
Secretary/Treasurer

Calico Rock Museum Foundation
Board of Trustees
Regular Quarterly Meeting Minutes

May 7, 2014

The regular second quarter meeting of the board of trustees of the Calico Rock Museum Foundation was called to order on May 7, 2014 at 10:00 a.m. by Chairman Steven Mitchell. All trustees were present except Jill Easton. Executive Director Gloriann Gushue was also present.

The Pledge of Allegiance was led by Vice Chairman Dean Hudson and the prayer was given by Secretary/Treasurer Wayne Wood.

The minutes of the previous meeting had been emailed out. The minutes were approved with no additions or corrections.

Executive Director Gloriann Gushue discussed the financial situation showing that all bills and contracts has been paid and that we were in good shape. We were staying right on track as far as expenses. The only concern was the electric but with both building on the meter it was still good.

Calico Rock Artisan Cooperative was back on track with sales and all the booths were being spruced up for the selling season. Sales were up again after a couple of down months. There are two new vendors coming in.

Chairman Steven Mitchell reviewed the construction items that were still on the list to complete. The list consisted of the Coal House, a ramp for the side door, and the front door. There was discussion on all items.

Trustee Gene Lockie told the board that he and Executive Director, Gloriann Gushue, had gone to the Annual Meeting for the Ozark Gateway in Batesville. They have recently moved to a new building and were proud to show all the hard work put into making it what it is. The Gateway was doing a movie of all eight counties and our time was coming soon, depending on weather, to do our clip.

With no old business the meeting moved into the Long Term vision of the Board for the Museum. There was a lot of discussion and ideas that were brought up but nothing was finalized. It was stated that they did not want to go into a rent for any building to annex.

CORE President Richard Fischer has asked the Museum to consider taking over the solar lights on Main Street. There was discussion as to what that would entail. It was suggested that Marc Tew be consulted before making a decision. Trustee Wayne Wood made a motion to table until after consulting with Marc Tew. Trustee Gene Lockie seconded and motion carried. Trustee Wayne Wood would make the contact with Mr. Tew.

A discussion was held on revenue generating options. The board expressed an interest in Food & Beverage operations and wanted to explore the options. Chairman Mitchell appointed the Food & Beverage Committee to consider the issue with the following members: Trustees Lanelle Hamby (Chair), Mayor Ronnie Guthrie, Ed Stephens, and Executive Director Gloriaann Gushue. They will meet and make recommendation(s) to the board.

With no further business to come before the board, a motion was made by Reed Perryman and seconded by Dean Hudson that the meeting adjourn and the motion carried. The meeting adjourned at 12:00 noon.

No date was set for the next Quarterly meeting.

Respectfully submitted,

/s/ Wayne Wood
Secretary/Treasurer

Calico Rock Museum Foundation
Board of Trustees
Special Called Meeting Minutes

May 14, 2014

A special called meeting of the board of trustees of the Calico Rock Museum Foundation was called to order on May 14, 2014 at 10:08 a.m. by Chairman Steven Mitchell. All trustees, except Jill Easton, were present along with Executive Director Gloriann Gushue.

The Pledge of Allegiance was led by Vice Chairman Dean Hudson and the prayer was given by Secretary Rev. Wayne Wood.

The special meeting was called for the purpose of considering the purchase the historic *Calico Rock Progress* Building offered to the Foundation for the price of \$15,500.00 and to consider assuming responsibility of the solar-powered streetlight program.

Trustees were provided an opportunity to tour the building at 9:30 a.m. prior to the meeting.

Chairman Steven Mitchell explained that the Calico Rock Hotel building and *Calico Rock Progress* building owned by Jim and Billie Clinkingbeard was purchased by Charles Francis, Rebecca Greenwood, and Roy and Kim Mierdick. Their partnership intended to divide the buildings with the Miererdirks owning the smaller *Progress* building. They have offered the smaller building to the Foundation for \$15,500 (the purchase price).

There was discussion about it being a standalone building and would that be an issue. There was also the funding issue of paying for the building. After some discussion, a motion was made by Trustee Dean Hudson and seconded by Trustee Ed Stephens that the foundation purchase the building from Charles and Rebecca Greenwood (present owners of the building) for \$15,500. Each person was asked to give a voice vote on the call of their name. All members voted yes. Both members that were absent voted by phone with a yes. Motion carried.

Discussion continued on funding the purchase and renovations. There have been pledges of \$12,000 to assist in the purchase. There were two options presented to the board regarding the financing of \$3,000 toward purchasing the building. There was the option of going to a local bank and a private offer by the Mitchell Family Living Trust of a line of credit of \$10,000 to be used toward purchase and any renovations.

Vice Chairman Dean Hudson assumed the chair and Chairman Steven Mitchell recused himself from discussion and left the room. The trustees said it was a “no brainer” to go with the line of credit. A motion was made by Trustee Reed Perryman and seconded by Trustee Gene Lockie that we accept the offer of a line of credit from the Mitchell Family Living Trust for \$10,000 with a 2% interest rate. Motion passed unanimously.

Chairman Mitchell returned to the meeting room and resumed the chair.

Chairman Steven Mitchell briefed the trustees on additional information on the solar-powered streetlights and asked the trustees their thoughts was on assuming responsibility for the program. After some discussion Trustee Wayne Wood made a motion to assume ownership and responsibility for the solar-powered streetlight program from CORE seconded by Trustee Ed Stephens. Motion carried.

With no other business, the meeting was adjourned at 11:30 a.m.

Respectfully submitted,

/s/ Wayne Wood
Secretary/Treasurer

**Calico Rock Museum Foundation
Board of Trustees
Regular Quarterly Meeting Minutes**

July 17, 2014

The regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order July 17, 2014 at 10:00 a.m. by the Chairman Steven Mitchell. Those present were Trustees: Reed Perryman, Lanelle Hamby, Gene Lockie, Rev. Wayne Wood, Ed Stephens, Dean Hudson, Jill Easton and Executive Director Gloriaann Gushue. Mayor Ronnie Guthrie was absent.

The Pledge of Allegiance was led by Trustee Dean Hudson and the prayer was offered by Trustee Rev. Wayne Wood.

The minutes of the previous meeting had been emailed to trustees. There were no additions or correction, so the minutes were approved.

Chairman Mitchell told the board that a check in the amount of \$250.00 was being sent from Bama for the damage that was done to the garden and drain pipe by the contractor of the Railroad. The museum will consult with the City regarding repairs.

The warehouse behind the new building has been torn down by the inmates. The wood that they originally said they could use at the unit was found to be unusable. If anyone knew of someone that would be interested in it they should contact Gloria Gushue.

The safety glass has been measured and ordered for the Café and the Coal House. It should be in is about 2 weeks and will then be installed.

Chairman Mitchell announced that former Trustee Wanda Sanders had passed away after a long illness. Former Trustee Ed Mathews had been in a serious car accident. He was doing better, but it would be a long time healing.

Executive Director Gloriaann Gushue discussed the financial situation showing that all bills and contracts have been paid and that we were on track financially with projections. People were starting to come out again. We had the 2 day camps that were very successful. Calico Rock Artisan Cooperative was back on track with sales. Sales were up again after a couple of down months.

Trustee Jill Easton gave some suggestions for the Annual & Planned Giving. She showed that there were options out there that should be considered. By unanimous consent, the board agreed to meet with advisors from InFaith regarding investment and planned giving options. Trustee Easton will consult with the advisors to schedule a meeting date in September.

Plans are continuing for the Memorial Tree honoring memorial gifts to the foundation. The Executive Director will research the possibility of having one of our own vendors make the tree.

Chairman Mitchell reviewed the proposed By-Laws Amendments (attached). After lengthy discussion, the proposed amendments were approved as presented and the amended By-laws were adopted.

Trustees Ed Stephens and Dean Hudson were re-elected for a three year term to begin on January 1, 2015. Trustee Lanelle Hamby requested to not be re-elected to a three-year term on the board. Her term will expire on December 31, 2014. On motion by Trustee Dean Hudson, seconded by Trustee Wayne Wood, and carried the board elected to not fill the position to be vacated by Trustee Hamby.

On motion by Trustee Ed Stephens, seconded by Trustee Gene Lockie and carried the board re-elected the officers of the board for 2015. The officers shall be Chairman Steven Mitchell, Vice Chairman Dean Hudson, and Secretary/Treasurer Wayne Wood through December 31, 2015.

Chairman Mitchell previewed plans for the Print Shop Café and Ice Cream Parlor. After a lengthy discussion, the board approved the plans and venture on motion by Trustee Ed Stephens, seconded by Trustee Jill Easton and carried.

Following a lengthy discussion, considerable amendments to the Policies & Procedures of the Foundation were approved on motion by Trustee Ed Stephens, seconded by Trustee Gene Lockie and carried.

Trustee Jill Easton presented a project to the board. In her travels, she has seen Living History depicted with pictures and motion detectors activating a recital by the figure. After some positive discussion it was decided that this was something that should be pursued. An art contest would be set up to depict the figures in history that we wanted. Trustee Jill Easton stated that the Questers would be doing one for the Coal House. The project was approved by unanimous consent by the board.

With no other business, the meeting was adjourned at 12:45 p.m.

Respectfully submitted,
/s/ Wayne Wood
Secretary/Treasurer

**Calico Rock Museum Foundation
Board of Trustees
Special Called Meeting Minutes**

September 9, 2014

A special called meeting of the board of trustees of the Calico Rock Museum Foundation was called to order in the board room by Chairman Steven Mitchell at 10:00 a.m. on Tuesday, September 9, 2014. Trustee Lanelle Hamby was absent. Visitors to the meeting were Executive Director Gloria Gushue and Certified Financial Planner Shawn Taylor. The meeting was called to hear a presentation on Thrivent Financial, to discuss annual and planned giving, and for other items trustees wished to discuss.

Chairman Mitchell introduced Shawn Taylor, Certified Financial Planner with Thrivent Financial of Mountain Home, to the board. Mr. Taylor and Thrivent Financial were recommended by Trustee Jill Easton to manage planned endowments and charitable giving.

Mr. Taylor presented information on Thrivent, a Fortune 300 not-for-profit company specializing in financial planning. Thrivent began in 1902 as two rival fraternal organizations catering to those of the Lutheran faith. In 2001, the two organizations merged to form the company with over \$100 billion in assets. The organization uses Christian principles for investment, planning, financial advice, and guidance headquartered in Appleton, Wisconsin.

During and following the presentation, trustees asked questions of Mr. Taylor. Following the discussion, the board took a 5 minute recess and thanked Mr. Taylor for his presentation and attendance at the meeting.

At the conclusion of the recess, the meeting was called to order by Chairman Mitchell whereupon the board began consideration of business. Following discussion of the presentation and the merits of their services, the board voted to enter into a relationship with Thrivent Financial and Shawn Taylor for financial services, development of an endowment, and management of future assets. The motion was made by Reed Perryman, seconded by Gene Lockie and carried.

The trustees agreed to host a community presentation with invited guests to learn about financial and estate planning, Thrivent's services, and the museum foundation. The motion made by Wayne Wood, seconded by Jill Easton and carried.

Chairman Mitchell asked trustees to consider entering into partnership with retail businesses whereby the business would place merchandise into the Printing Press Café for resale. The museum would retain a percentage of the sale as a revenue source and the business would be paid for the cost of the merchandise plus a percentage of profits. Mitchell characterized the program as a "win-win" for both the business and a revenue stream with little to no risk to the museum. The trustees were generally agreeable to the

idea and authorized the Executive Director and Executive Committee to develop a formal proposal, with rules and criteria, to be presented at the regular quarterly board meeting.

At the request of Chairman Mitchell, the board adjourned into Executive Session to discuss Personnel at 11:45 a.m. The board reconvened in regular session at 12:05 p.m. with no action taken. The board meeting adjourned at 12:07 p.m.

Respectfully submitted,

/s/ Wayne Wood

Wayne Wood

Secretary/Treasurer

Calico Rock Museum Foundation
Board of Trustees
Quarterly Meeting Minutes

November 11, 2014

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order in the museum board room at 1:00 p.m. on November 11, 2014 by Chairman Steven Mitchell. Trustee Lanelle Hamby was absent. All other trustees were present. Executive Director Gloria Gushue was a visitor to the board.

Following the Pledge of Allegiance and prayer, the minutes from the July 17, 2014 regular meeting and September 9, 2014 special called meeting were accepted without addition or correction. The quarterly financial report was accepted on motion, seconded and adopted.

Executive Director Gloria Gushue reported on the great attendance and strong financial numbers for the museum, foundation and artisans cooperative. Gushue noted upcoming Living Windows and Lighted Christmas Parade on December 13.

Secretary Wayne Wood reported on construction progress at the Printing Press Café, which has slowed while waiting on the electrician and plumber. Glass should be installed in the Café and Coal House tomorrow. A replacement front door for the museum and exit for the art gallery have been purchased and will be installed in the coming weeks.

Trustees considered whether to accept the restoration of the Main Street mural project, which had formerly been a CORE project. The mural and concrete wall needs attention and is in a state of disrepair. The Foundation would be the coordinating organization, but it would require financial support from other organizations and entities. On motion duly made, seconded and passed, the trustees voted to accept the role as coordinator for the mural restoration project. No work will proceed, however, until funding is secured. When funding is secured, a contract will be initiated with the artist.

On motion duly made, seconded and passed, the trustees agreed to hook the Main Street streetlights into the electrical service at the Printing Press Café for the winter until the solar apparatus can be reinstalled.

On motion duly made, seconded and passed, the trustees adopted an oak tree as the official logo of the Calico Rock Museum Foundation. The trustees adopted the 2015 Museum Calendar as presented on motion duly made, seconded and passed.

The trustees approved sponsorship opportunities, set the price of leaves on the Tree of Life at \$30 each, and approved the donor recognition levels for annual giving on motion duly made, seconded and passed.

On motion duly made, seconded and passed the trustees adopted a revised Contract for Services with the Calico Rock Chamber of Commerce which increased the payment from

the Chamber to the Foundation to \$300 per quarter. Mayor Ronnie Guthrie reviewed the contract on behalf of the City and approved the contract. Mayor Guthrie, Chairman Mitchell, and Chamber President Greg Hamby executed the contract effective immediately.

After careful review, acting on individual policy changes, the trustees approved changes to the Policies and Procedures on motions duly made, seconded and passed:

1. Approved Retail Sales Partnership policy
2. Eliminated Strategic Reserves policy and directed the withdrawal and closure of the Savings Account with funds to be transferred to the Checking Account
3. Approved Planned Giving policies

At the request of Vice Chairman Dean Hudson, the board entered executive session to discuss personnel at 2:45 p.m. The board reconvened into regular session at 2:50 p.m. There was no action taken during executive session.

On motion duly made, seconded and passed, the trustees voted to continue the employment of Gloria Gushue as Executive Director, to authorize a one-time bonus of \$1,500 to Gloria Gushue payable immediately, and approved a raise of 8% to \$1,840 per month for Gloria Gushue effective January 1, 2015. The trustees reviewed Gushue's 2015 salary in comparison to her job duties, increases in her supervisory role with the Printing Press Café, and other salaries of similar professionals. The trustees found her salary to be appropriate and fair. The bonus was approved for Gushue having met performance benchmarks set by the Foundation including the 2014 incomes, giving levels, event successes, and carry-over balances.

On motion duly made, seconded and approved the board approved the 2015 operating budget as presented.

Trustee Jill Easton noted the selection of the winner of the Voice from the Past Art Contest. The winner will receive \$100 from the Calico Bluffs Questers. "Amy and Doll" will be installed by the Coal House and will speak to guests on motion-activated technology.

The board of trustees recognized Lanelle Hamby, absent, for her service to the board of trustees. Hamby's term and her service concludes on December 31, 2014. The board at the July quarterly meeting elected to not fill the vacancy on the board.

There being no further business to come before the board, the meeting was adjourned at 3:10 p.m.

Respectfully submitted,

/s/ Wayne Wood

Wayne Wood
Secretary/Treasurer

Calico Rock Museum Foundation, Inc.
Minutes of the First Quarter Regular Meeting 2015
Board of Trustees

A regular quarterly meeting of the Calico Rock Museum Foundation board of trustees was held in the board room of the Calico Rock Museum. The meeting was called to order February 18, 2015 at 1:00 p.m. by Chairman Steven Mitchell. A prayer was given by Secretary Rev. Wayne Wood and the Pledge of Allegiance was led by Vice Chairman Dean Hudson. All members of the Board were present.

The minutes of the previous meeting had been emailed. Dean Hudson moved to approve them, seconded by Trustee Jill Easton, and carried.

Chairman Mitchell provided each member with a print copy of the Annual Foundation Report and reviewed it with members. The report was approved on motion by Trustee Reed Perryman and seconded by Trustee Ed Stephens.

Executive Director Gloriann Gushue gave a report on the Cooperative and the financial standing of the Museum. There was discussion regarding the Printing Press Café and how it was going. Things are on track at this point.

Chairman Mitchell proposed that the contract be extended with the Cooperative for five (5) years. Chairman stated that this was to show good faith and confidence in the vendors. After discussion in support, the contract was extended on motion by Easton, seconded by Wood, motion carried.

In an attempt to streamline procedures, Chairman Mitchell proposed that Executive Director Gloriaann Gushue become a contract employee and given a two (2) year contract. After some discussion and asking the Executive Director if this was acceptable, Perryman made a motion to accept the change and Trustee Gene Lockie second. Motion carried.

The Employee Policy recommendation brought a lot of discussion. This policy is to incorporate both the Museum and the employees of the Printing Press Café and Ice Cream Parlor. There were a lot of ideas that were brought out and finally the policy was developed. Policy changes were adopted on motion by Hudson, seconded by Perryman and carried.

All Trustees were pleased with the way things were moving with the Printing Press Café and expressed their positive feeling toward the Manager Lori Tibbits. There was a lot of discussion as to the type of food that would be served with some suggestions given.

The meeting adjourned at 2:30 p.m. on motion by Hudson, seconded by Wood and carried.

Respectfully Submitted

/s/ Wayne Wood
Wayne Wood
Secretary / Treasurer

Calico Rock Museum Foundation, Inc.
Interim Actions by the Board of Trustees

The board of trustees were notified by e-mail on May 10, 2015 of the need to correct the Worker's Compensation policy now that the Foundation employs more than three (3) employees. By law, the Foundation is required to provide worker's compensation insurance if it employs greater than three (3) employees.

On the adoption of the proposed change to the policies and procedures to strike the Worker's Compensation and Unemployment Insurance policy and replace it with revised wording:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Perryman | Yes |
| Easton | Yes |
| Stephens | Yes |
| Lockie | Yes |
| Guthrie | Yes |

The present policy was stricken and the new policy added upon adoption by the board.

ADOPTED

Calico Rock Museum Foundation
Board of Trustees
Record of Electronic Vote

On the question of purchasing a new 3 door Magili commercial refrigerator for the café in the amount of \$2,753.00 plus tax from Choice Supply in Searcy:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Perryman | Yes |
| Lockie | Yes |
| Doerr | Yes |
| Easton | Yes |
| Stephens | Yes |
| Guthrie | Yes |

The vote was completed electronically on July 6, 2015. By a vote of 9-0, the purchase is APPROVED.

/s/ Wayne Wood
Secretary/Treasurer

Calico Rock Museum Foundaiton
Board of Trustees
Record of Electronic Vote

July 8, 2015

On the question of whether to approve the purchase of a 5 ton HVAC system from Custom Heating & Cooling for the Printing Press Café & Ice Cream Parlor for \$6,730.00.

| | |
|----------|------------|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Easton | Yes |
| Lockie | Yes |
| Perryman | Yes |
| Doerr | Not Voting |
| Stephens | Yes |
| Guthrie | Yes |

By a vote of 8-0, the action is ADOPTED.

On the question of whether to authorize a \$6,000 distribution from the Calico Rock Museum Foundation Endowment Fund for the purpose of equipment upgrades at the Printing Press Café & Ice Cream Parlor, namely the new HVAC system.

| | |
|----------|------------|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Easton | Yes |
| Lockie | Yes |
| Perryman | Yes |
| Doerr | Not Voting |
| Stephens | Yes |
| Guthrie | Yes |

By a vote of 8-0 and a majority voting in the affirmative, the motion is ADOPTED and the distribution is AUTHORIZED.

Respectfully submitted,

/s/ Wayne Wood
Secretary/Treasurer

The Quarterly Board meeting of the Calico Rock Museum Foundation was called to order June 18, 2015 at 10:00 by the Director, Steven Mitchell. Those present were Trustees: Reed Perryman, Gene Lockie, Rev. Wayne Wood, Ed Stephens, Dean Hudson, Jill Easton, Mayor Ronnie Guthrie and Executive Director Gloriaann Gushue.

Pledge was led by Trustee Steven Mitchell and the prayer was said by Trustee Rev. Wayne Wood.

The minutes of the previous meeting had been emailed out. There were no correction. The Minutes were approved.

The Financial Report was read. With no questions the report was approved.

Executive Director Gloriaann Gushue discussed the financial situation showing that all bills and contracts have been paid and that we were on track. All aspects of the Museum were discussed at great length. The Museum is working on updating the exhibits and thinking of new exhibits. The Veterans exhibit will be finished this year hopefully by November. Ben Sanders has taken over the docent program. He and Jill Easton have been working on additional projects and the docent program to get things done.

Calico Rock Artisan Cooperative was back on track with sales. The consolidation of the Cooperative and the Museum has been completed. There is now a new POS computer that is state of the art and easier to use for all of the vendors. It is also a time cutting process for the final reports at the end of each month.

Trustee Jill Easton gave some suggestions for the Annual & Planned Giving. She showed that there were options out there that should be considered. A motion was made to meet with Shawn and Randall Drake with InFaith and then set up a program.

Memorial Tree is now ready to have leaves placed on it. . Executive Director Gloria has a list of the names and will be ordering the leaves and placing the leaves on the tree.

Director Steven Mitchell reviewed Collections Policy change that may have to take effect. The state has changed the law and we may need to comply. It was discussed and tabled at this time.

Executive Director Gloriann Sander told of the four Day Camps that were being scheduled for this summer. There would be Life as an Artist, Life as a Native American, Life as a Hobo and finally Life on the River. Our Educator, Judy Eldridge, will be working with her and other volunteers. We have limited the day to 30 kids a session.

Director Steven Mitchell spoke about how pleased he was with the way things were being handled at the Printing Press Café and Ice Cream Parlor. Executive Director Gloriaann Sander's said that she was quite pleased with the staff that she was working with. It has been a team effort and very positive. Everyone was working to make things work. There was discussion as to attempting to come up with a signature dessert as we have done with sandwiches. The staff would put their thoughts together and come up

with something by the fall. There was a lot of discussion as to the salary and the amount of hours that the staff was putting in. All members of the board are pleased with the performance that the staff has given, it was discussed that at the end of next month should the proceeds continue as they have been that a vote would be taken to increase salaries.

Director Steven Mitchell asked the thoughts of Capital and Facility needs. There was discussion that we may need to have the air conditioner replaced at the Café and that the refrigerator was not cooling the way that it was supposed to. We are aware of the problem and will approach it as needed.

As part of the contract with the City for the Visitor Center Director Steven Mitchell and Executive Director Gloriann Sanders were going to do personnel on site visits of each business that has a permit in the City of Calico Rock. During that visit they will discuss the new website and what the visitor's center can do to help promote their business. After some research and time the new Website Explore Calico is now up and running and a great asset to Calico Rock. Each business in Calico Rock has visibility on the site.

The Calico Rock Chamber of Commerce has made a decision to move their facility to another location other than the Museum. There was quite a bit of discussion regarding this matter. The final decision was to wish them well.

With the consolidation of the Museum and the Artisan Cooperative there was an open position on the board for an Artisan member. Rhoda Doerr was nominated and elected to fill that position. Rhoda Doerr and her husband Bill have been active with the cooperative since its inception.

With no other business to come before the Board the meeting was adjourned at 1:45. Director Steven Mitchell thanks all of the Trustees for their service. The next quarterly meeting was not set and will be emailed to the members of the board.

Respectfully submitted by
Secretary/Treasurer
Trustee Rev Wayne Wood.

Calico Rock Museum Foundation, Inc.
Board of Trustees
Record of Electronic Vote

July 19, 2015

Considering the performance of the Foundation, including the performance of the Printing Press Café & Ice Cream Parlor, and given the nature of work and performance of the Foundation staff in meeting the objectives set by the board of trustees, having given due consideration to the pay for similar positions in the area, the board of trustees considered a 5% pay increase for all staff:

| <u>Contract Employees (Monthly)</u> | | <u>Current</u> | <u>Proposed</u> |
|--|--------------------|-----------------------|------------------------|
| Gloria Sanders | Executive Director | \$22,080/yr | \$23,160/yr |
| <u>Hourly Employees (Twice Monthly)</u> | | <u>Current</u> | <u>Proposed</u> |
| Stephen Lee Lewis | Kitchen Master | \$9.00/hr | \$9.50/hr |
| My Kim Parnell | Front of the House | \$8.75/hr | \$9.25/hr |
| Denver Hankins | Kitchen Assistant | \$8.50/hr | \$9.00/hr |
| Allen Crawford | Front of the House | \$8.25/hr | \$8.50/hr |

Having considered the motion, the board of trustees voted electronically:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Perryman | Yes |
| Stephen | Yes |
| Easton | Yes |
| Doerr | Yes |
| Lockie | Yes |
| Guthrie | Yes |

By a vote of 9-0 in the AFFIRMATIVE, the motion is ADOPTED and the pay increase is APPROVED effective immediately.

/s/ Wayne Wood
Secretary/Treasurer

Calico Rock Museum Foundation
Board of Trustees
September 10, 2015 Meeting Minutes

The quarterly meeting of the Calico Rock Museum Foundation board of trustees was called to order September 10, 2015 at 10:00 by Chairman Steven Mitchell. Rhoda Doerr was seated on the board. Present: Reed Perryman, Gene Lockie, Rev. Wayne Wood, Ed Stephens, Dean Hudson, Jill Easton, Rhoda Doerr, Mayor Ronnie Guthrie and Executive Director Gloriaann Sanders. The Pledge of Allegiance was led by Steven Mitchell and prayer was offered by Wayne Wood.

The minutes of the previous meeting had been emailed out. There were no correction. The Minutes were approved.

The Financial Report was read. With no questions the report was approved. The budget for the following year was discussed. After some discussion on motion duly made and seconded, the report was accepted.

Executive Director Gloriaann Sanders discussed the financial situation showing that all bills and contracts have been paid and that we were on track. All aspects of the Museum were discussed at great length. The Museum has ordered the leaves for the Memorial Tree and that will be completed with the names that have been sponsored by the next Board meeting. The Bricks are also being updated with corrections and changes that need to be done due to construction.

Calico Rock Artisan Cooperative computer system is up and running and doing well. At the end of the past month it was a matter of 5 minutes to complete all transaction instead of the full day of the past. All items are barcoded and that has made it quite easy to keep track of. Gloria stated that she has been in contact with the Quester's and after some discussion they would be willing to move their exhibit inside the building and the Coal house will be deemed an Education and Science.

On motion, the Coal House facility was named to honor donors as the F. Stowe Easton Education Center. Motion Passed.

Mitchell reviewed Collections Policy change that may have to take effect. The state has changed the law and we may need to comply. It was discussed and tabled at this time to have Mitchell work on the policy.

There was discussion as to the Calendar or days open and closing for the rest of the year. After a long discussion the Café will be open the day after Thanksgiving and open up to Christmas and reopening in the New Year. With a call vote one abstaining, one no the motion carried.

Mitchell spoke about how pleased he was with the way things were being handled at the Printing Press Café and Ice Cream Parlor. Sanders said that she was quite pleased with the staff that she was working with. It has been a team effort and very positive. It was brought the attention of the Board that the attempt to expand the hours of the Cafe by one hour in the Morning and an hour in the afternoon had proved not to work. There were not enough people to warrant the time. There was a long discussion about there being no place to have breakfast and a good dinner. No action was taken.

Mitchell stated that the Capital and Facility needs have been completed at this time. A new air-conditioner has been installed and working quite well. The refrigerator has also been replaced and working quite well.

As part of the contract with the City for the Visitor Center, Mitchell and Sanders made personal site visits of each business that has a permit in the City of Calico Rock. During that visit they discussed the new website (www.exploreCALICO.com) and what the visitor's center can do to help promote their business.

The board adjourned into Executive Session at the request of the chair to discuss personnel at 1:00 p.m. The board reconvened in open session at 1:40 p.m. On proper motion duly made and seconded, the board unanimously approved a contract for employment with Gloria Sanders as Executive Director commencing on October 1, 2015 through December 31, 2017.

With no other business to come before the Board the meeting was adjourned at 1:45.

Respectfully submitted,
/s/ Wayne Wood
Secretary/Treasurer

**CALICO ROCK MUSEUM FOUNDATION
BOARD OF TRUSTEES
RECORD OF ELECTRONIC VOTE**

On the question of whether to approve the modified holiday schedule for the café and museum for 2015:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Perryman | Yes |
| Easton | Yes |
| Lockie | Yes |
| Stephens | Yes |
| Guthrie | Yes |
| Doerr | Yes |

On the question of whether to approve the proposed holiday pay of up to \$200 for Lee, Denver and Kim for Christmas week:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Perryman | Yes |
| Easton | Yes |
| Lockie | Yes |
| Stephens | Yes |
| Guthrie | Yes |
| Doerr | Yes |

On the question of whether to approve closing the café on select Tuesdays in January for cleaning and maintenance:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Perryman | Yes |
| Easton | Yes |
| Lockie | Yes |
| Stephens | Yes |
| Guthrie | Yes |
| Doerr | Yes |

**RECORD OF ELECTRONIC VOTE
CALICO ROCK MUSEUM FOUNDATION
BOARD OF TRUSTEES**

NOVEMBER 15, 2015

To Add the following policies under 8.0 Food & Beverage Policy

8.6 ServSafe Certification

Within six months of their employment, all full-time employees of the Printing Press Café shall be ServSafe Food Handler Certified. Employees failing to attain certification shall not be eligible for raises or bonuses. Employees who do not earn or maintain ServSafe Food Handler Certification after one year of employment shall be terminated for cause. The Foundation will pay the cost of ServSafe Food Handler Certification.

On the question of adoption of the policy, the board voted electronically:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Easton | Yes |
| Stephen | Yes |
| Perryman | Yes |
| Guthrie | Yes |
| Lockie | |
| Doerr | |

A majority having voted in the affirmative, the question is agreed to and the policy is adopted.

Respectfully submitted,

/s/ Wayne Wood

Secretary/Treasurer

**CALICO ROCK MUSEUM FOUNDATION
MINUTES OF A SPECIAL CALLED MEETING
BOARD OF TRUSTEES**

December 17, 2015

A special called meeting of the board of trustees was called to order by Chairman Steven Mitchell at 10:00 a.m. in the Gwen Murphy Gallery on December 17, 2015. Trustee Rhoda Doerr was absent. Executive Director Gloria Sanders was a guest of the board. Chairman Mitchell read a thank you card from Kedra Sugg and expressed the appreciation of all the staff for their Christmas bonus and the time off next week. Mitchell updated the board on the status of donations for the Floyd and Flora Hicks Challenge.

On motion duly made and seconded, the board unanimously approved the 2016 Calendar as presented. Trustees gave suggestions on ideas for ways to recognize special historical commemorations in 2016.

Trustee Reed Perryman recused himself. On motion duly made and seconded, the board unanimously elected Reed Perryman, who is retiring from the board, as *Trustee Emeritus*. Trustee Perryman returned to the meeting.

Trustee Wayne Wood recused himself. On motion duly made and seconded, the board unanimously approved naming the bridge connecting the two sections of mezzanine in the main gallery as the "Wayne Wood Bridge." Trustee Wood returned to the meeting.

On motion duly made, the board unanimously approved designating the executive committee as the awards selection committee for the purpose of receiving nominations for Partner Organization of the Year, Outstanding Museum Volunteer, Outstanding Cooperative Member, and Community Hero Award to be presented at the Honors Luncheon in the spring. Trustee Guthrie suggested the committee look at a way to honor the Arkansas Department of Corrections, Paul Killian and former Warden David White at the program with a special award. All trustees were in agreement.

With no further business on the stated call, the meeting was adjourned on motion duly made and seconded at 10:28 a.m.

Respectfully Submitted,

/s/ Wayne Wood
Secretary/Treasurer

**Calico Rock Museum Foundation
First Quarter Regular Meeting Minutes
Board of Trustees**

January 27, 2016

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 10:00 a.m. Trustees Ronnie Guthrie and Jill Easton were absent. Executive Director Gloria Sanders was present. All other trustees were present and a quorum was declared. The Pledge of Allegiance was led by Dean Hudson and a prayer offered by Rev. Wayne Wood.

The minutes were approved without addition or correction. After discussion and thorough review, the 2015 Annual Report was approved on motion duly made, seconded and carried.

The board held a lengthy discussion in which each trustee was asked to present three goals for the Foundation to work toward in 2016. A list of the trustees suggested goals is attached and incorporated herein. The board in future sessions may pare down the list, but for the time being the Foundation will begin looking toward these goals.

The meeting adjourned at 11:30 a.m. on motion duly made, seconded and carried.

Respectfully submitted,

/s/ Wayne Wood
Secretary/Treasurer

**CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES
RECORD OF ELECTRONIC VOTE**

April 1, 2016

The issue before the board is the replacement of historic doors at the front entrance of the Printing Press Café with energy efficient doors. The question was presented to the board and the vote was in the affirmative to authorize the purchase. The vote was:

| | |
|----------|-----|
| Mitchell | Yes |
| Hudson | Yes |
| Wood | Yes |
| Lockie | Yes |
| Stephens | Yes |
| Easton | Yes |
| Doerr | Yes |
| Guthrie | Yes |

The vote was 8-0 and passed.

/s/ Wayne Wood
Secretary/Treasurer

Calico Rock Museum Foundation, Inc.
Minutes of the Board of Trustees
Regular Second Quarter Meeting

The Second Quarterly Board meeting of the Calico Rock Museum Foundation was called to order April 19, 2016 at 10:00 a.m. by Chairman Steven Mitchell. Those present were Trustees: Rhoda Doerr, Gene Lockie, Rev. Wayne Wood, Ed Stephens, Dean Hudson, Jill Easton, Mayor Ronnie Guthrie and Executive Director Gloriaann Sanders.

The Pledge of Allegiance was led by Chairman Steven Mitchell and the prayer was delivered by Trustee Rev. Wayne Wood.

The minutes of the first quarter meeting, financial report, and other written reports were discussed and approved on motion duly made.

Chairman Mitchell requested that a bonus of \$300.00 be given to Executive Director Gloria Sanders in recognition of her being named the Arkansas Museum Association "Distinguished Museum Professional of the Year." On motion duly made and seconded, the bonus was approved.

The board held a Strategic Planning session. Action was tabled until the next meeting.

With no further business to come before the board, the meeting was adjourned on motion made, seconded and carried.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES
MINUTES OF A SPECIAL CALLED MEETING**

FRIDAY, MAY 27, 2016

A special called meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 10:00 a.m. on Friday, May 27, 2016. Trustee Rhoda Doerr was absent and excused. All other trustees were present and a quorum was declared.

After discussion, the board adopted the amended Strategic Goals which were developed by the board, with input from community stakeholders, on motion duly made, seconded and carried.

After a review of the bylaws and the Arkansas Nonprofit Corporation Act of 1993, a comprehensive update and amendment to the Articles of Incorporation and Bylaws were submitted to the board of trustees electronically on May 18, 2016. With proper notice having been given and following discussion by the board, the Amended Articles of Incorporation and Bylaws were adopted on motion duly made, seconded, and approved by 2/3 majority vote of the board members present. A copy of the Amended Articles of Incorporation and Bylaws are incorporated herein.

There being no further business, the meeting was adjourned at 10:48 a.m.

Respectfully submitted,

/s/ Gloria Sanders
Ex-Officio Secretary

**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Regular Quarterly Meeting
September 15, 2016**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 1:00 p.m. on Thursday, September 15, 2016. Trustee Ed Stephens was absent. Executive Director Gloria Sanders was present. Trustees Mitchell, Wood, Lockie, Easton, Doerr, Hudson, and Guthrie were present. The board recited the Pledge of Allegiance followed by a prayer by Rev. Wayne Wood. A quorum was declared.

The board approved submitted written reports including the April 19, 2016 minutes, May 19, 2016 special meeting minutes, executive director report, financial report, and the museum calendar on motion duly made, seconded and carried.

The board reviewed the Policies and Procedures and approved amendments on motion duly made, seconded and carried.

The board discussed exhibits and reviewed results of a survey conducted in Spring 2016. The board suggested converting the trading post into a fur shed exhibit, adding information on steamboat size on the bridge, adding information on the efforts that people made on the home front to the war effort in the Veterans exhibit, replacing the medical exhibit, and giving information on the importance of quilting. No formal action was taken.

The board discussed capital improvement projects including adding a ramp to the basement of the museum, adding an awning to the front of the museum, adding an open/closed sign to the Printing Press Café, and the Main Street stairs. Trustee Wood noted the issues with the Main Street mural. A discussion was held on potential causes and hopes for a solution. No formal action was taken.

The board considered an offer by Charles Francis to sell and finance the Calico Rock Music Hall property to the Foundation. The board held an extensive discussion on the opportunity including the pros and cons. The board would consider a short-term joint use agreement to evaluate the potential and may consider a tour of the facility. No formal action was taken.

The terms of trustees Gene Lockie, Steven Mitchell and Rhoda Doerr are expiring at the end of December. The bylaws have been amended so that only two of the three positions will need to be filled. Lockie had indicated a desire to retire from the board at the end of his term. With no other nominees, trustee Mitchell and Doerr were re-elected to three-year terms on the board on motion duly made, seconded and carried.

On motion duly made, seconded and carried the board elected Steven Mitchell as Chairman.
On motion duly made, seconded and carried the board elected Wayne Wood as Vice Chairman.
On motion duly made, seconded and carried, the board elected Mayor Ronnie Guthrie to the

Executive Committee. The board passed a resolution for financial signatures for the newly elected individuals on motion duly made, seconded and carried.

On motion duly made, seconded and carried, the board designated Gene Lockie as a trustee emeritus effective January 1, 2017.

During announcements, Chairman Mitchell notified the board of his intent to appoint an advertising and promotion committee to consider a comprehensive tourism marketing plan for the community. Mitchell will notify the board of his appointments when he has confirmation of their acceptance to serve. During the discussion, trustee Doerr noted the need to develop a more eye-catching layout in the Ozark Gateway.

Mitchell also expressed thanks to Mayor Guthrie for working on the railroad parking lot prior to Mountain Man Rendezvous. and for all the help the city provided in getting the park ready for the event.

With no other business to come before the board, the meeting adjourned at 3:16 p.m.

Respectfully submitted,

/s/ Gloria Sanders
Executive Director
Ex-Officio Secretary

**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Special Called Meeting
September 27, 2016**

A special called meeting of the Calico Rock Museum Foundation board of trustees was called to order at 1:30 p.m. by Chairman Steven Mitchell at the Calico Rock Music Hall. Mayor Ronnie Guthrie was absent on city business. All other trustees were present and a quorum was declared. Executive Director Gloria Sanders was in attendance. Charles Francis was a visitor to the board meeting.

The board was presented a formal offer to purchase the Calico Rock Music Hall by Charles Francis. Francis provided the board a tour of the facility and an opportunity to consider the property's value to the Foundation.

Following the tour, the board convened into a discussion on the merits of the offer in the board room of the Calico Rock Museum beginning the session at 2:15 p.m. Each trustee discussed the merits and the challenges with the proposal. After a very lengthy discussion, the board voted, with regret, to decline the offer by Francis. The motion was duly made, seconded and passed with all trustees present voting in the affirmative.

Ultimately, the board decided that the cost of operating the venue, which could only be used for performances, could not be achieved by the Foundation. The board expressed their desire for senior leadership to assist in connecting Francis with alternative organizations that might be in a position to preserve the building.

The meeting adjourned on motion at 3:30 p.m.

/s/ Gloria Sanders
Executive Director
Ex-Officio Secretary

**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Special Called Meeting
October 18, 2016**

A special called meeting of the Calico Rock Museum Foundation board of trustees was called to order at 1:00 p.m. by Chairman Steven Mitchell at the Calico Rock Museum. Trustee Rhoda Doerr was absent. All other trustees were present and a quorum was declared. Executive Director Gloria Sanders was absent. Chairman Mitchell was appointed as acting secretary to take minutes during the meeting. The board toured two properties on Main Street: Calico Creek Mall and former Don Quixote's.

At the conclusion of the tour, the board convened to consider formal offers on each property in the museum board room. The board reviewed a formal offer to purchase the Calico Creek Mall for \$90,000 and the former Don Quixote's for \$40,000 under a bargain sale agreement.

The board conducted a lengthy discussion on the merits and disadvantages of each property, including the cost and risk of making either purchase. The board asked the chairman to contact Wade Moser to evaluate the electrical and HVAC condition at the Don Quixote's property and to contact someone to evaluate the roof condition. As the Calico Creek Mall property has a new roof, wiring and HVAC there is no need for an evaluation of that property. Inquiry will be made regarding any termite issues or protection associated with the Mall property.

No action was taken. The matter was tabled until a future meeting pending evaluation. The meeting adjourned on motion at 3:55 p.m.

/s/ Steven Mitchell
Chairman
Acting Secretary

**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Special Called Meeting
October 24, 2016**

A special called meeting of the Calico Rock Museum Foundation board of trustees was called to order at 2:07 p.m. by Chairman Steven Mitchell in the museum board room. All trustees were present. A quorum was declared. Executive Director Gloria Sanders was not present.

The board was provided, by e-mail, answers to questions they raised regarding properties offered for purchase at the previous special called meeting and information on the two properties offered.

After a brief discussion, the board, by consensus, decided to expand the Calico Rock Museum. A Conflict of Interest Resolution was approved by the board finding no conflict exists in the foundation considering the purchase of the former Don Quixote's property from Ben and Gloria Sanders. The resolution was adopted on motion by Dean Hudson, seconded by Wayne Wood and passed on a 7-0 vote with one voting present. (Resolution Attached)

On motion by Wayne Wood, seconded by Dean Hudson, the board unanimously authorized the chairman to negotiate and enter into a bargain sale agreement with Ben and Gloria Sanders for the purchase of the former Don Quixote's property for \$40,000. The terms of the agreement will include the stipulation that the property appraise for at least \$40,000. (Roll Call Vote Attached)

The board decided to pass, at this time, on the offer to purchase the Calico Creek Mall and to extend our deepest appreciation to Charles Francis and Rebecca Greenwood for their very generous offer. The motion was made by Mayor Ronnie Guthrie, seconded by Dean Hudson and passed unanimously. (Roll Call Vote Attached)

The board passed a resolution authorizing a loan in an amount up to \$40,000 from First National Bank of IZARD County on motion by Gene Lockie, seconded by Rhoda Doerr, and approved unanimously.

The board adjourned at 2:54 p.m. on motion by Dean Hudson, seconded by Ed Stephens and carried.

/s/ Steven Mitchell
Chairman
Acting Secretary

**CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES
RECORD OF ROLL CALL VOTES**

OCTOBER 24, 2016

| Trustee | Conflict of Interest Resolution | <i>Buy</i> Purchase of Don Quixote's Property | <i>Pass/not buy</i> Purchase of Calico Creek Mall Property | Financing for the Purchase and Capital Campaign |
|------------|---------------------------------|--|---|---|
| MITCHELL | ✓ | ✓ | ✓ | ✓ |
| WOOD | ✓ | ✓ | ✓ | ✓ |
| GUTHRIE | ✓ | ✓ | ✓ | ✓ |
| DOERR | ✓ | ✓ | ✓ | ✓ |
| EASTON | ✓ | ✓ | ✓ | ✓ |
| HUDSON | ✓ | ✓ | ✓ | ✓ |
| LOCKIE | ✓ | ✓ | ✓ | ✓ |
| STEPHENS | P | ✓ | ✓ | ✓ |
| VOTE COUNT | 7-0 | 8-0 | 8-0 <i>option open</i> | 8-0 |

Certified: _____

Steven Mitchell, Chairman
Acting Secretary

Calico Rock Museum Foundation, Inc.
A Resolution

Whereas, a conflict of interest arises when a person in a position of authority may benefit financially from a decision they make acting in their official capacity; and

Whereas, when products, goods or services are sold to the foundation or museum at or below fair market value, there is no conflict; and

Whereas, Ben and Gloria Sanders have offered a property for sale to the foundation; and

Whereas, Gloria Sanders is employed as the executive director of the foundation and a potential conflict of interest could arise from said purchase; and

Whereas, it is the policy and obligation of the board of trustees to be the finders of fact on the matter and determine whether a conflict exists;

BE IT THEREFORE RESOLVED, by the Calico Rock Museum Foundation that the board of trustees in their sole authority have conducted a thorough analysis and find **NO CONFLICT EXISTS** and in support of this conclusion find:

- 1) Gloria Sanders is employed as executive director of the foundation;
- 2) Gloria Sanders does not sit on the board of trustees, is not a decision-maker, and has recused herself from any meeting wherein these matters are to be discussed by the board;
- 3) Ben and Gloria Sanders have offered the sale of their property on Main Street for a purchase price of \$40,000 through a Bargain Purchase Agreement that would entitle them to a legal and appropriate income tax deduction;
- 4) Said bargain purchase price is found to be below fair market;

Therefore, the foundation board of trustees finds that **NO CONFLICT EXISTS** and consideration of said purchase by the board may proceed.

Resolved on this 24th day of October, 2016.

Chairman: _____

Vice Chairman: _____



Calico Rock Museum Foundation, Inc.
A Resolution

Whereas, the Calico Rock Museum Foundation, Inc. is a nonprofit corporation organized under the laws of the state of Arkansas and has been accorded tax exempt status as a public charity by the Internal Revenue Service under Section 501 (c) (3); and

Whereas, the board of trustees of the foundation have sole authority to purchase property, borrow money and enter into financial transactions;

BE IT THEREFORE RESOLVED, the board of trustees of the Calico Rock Museum Foundation, by majority vote, hereby authorize:

- 1) Borrow up to \$ 40,000 from First National Bank of IZARD County of Calico Rock, Arkansas for a one-year renewable at term with minimum annual interest payments due;
- 2) Authorize First National Bank of IZARD County of Calico Rock, Arkansas to be the closing agent of the property transaction; and
- 3) For other purposes as may be deemed necessary or appropriate to fulfill the authority issued forthwith to complete the property transaction

Resolved on this 24th day of October, 2016.

Chairman: _____



Vice Chairman: _____



**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Regular Quarterly Meeting
December 8, 2016**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 10:00 a.m. on Thursday, December 8, 2016. All trustees were present. Executive Director Gloria Sanders was present. Prayer was led by Gene Lockie and a quorum was declared.

The board approved submitted written reports including minutes from the September 15, September 27, October 18 and October 24 meetings; the executive director report; financial report; and the museum calendar on motion duly made, seconded and carried.

Chairman Mitchell announced the Foundation has applied for a grant with the Calico Rock Economic and Industrial Development Fund. The committee met Monday and recommended the \$5,000 grant be approved. It will go before the city council at their January meeting for final approval. If approved, the funds would be used on the arts and science center since the project will create 1-2 new employment positions.

Mitchell also advised the board of thank you letters that were written by students in grades 3-6 and in high school art on the impact the museum has had on them personally. Sanders shared the letters with the board who enjoyed reading them very much.

The board heard a report on expansion and capital campaign progress for the art and science center. The property purchase was completed in late October. With robust fundraising, the opening loan balance was \$23,000 (purchase price of \$40,000). There are plans to convert the electrical and water/sewer services in early January and complete the roof repairs. The goal is to complete the work in phases with the art museum on the main floor as the first phase. No target date has been set for opening phase I, but possibly by May or June, 2017.

The board adjourned to executive session to discuss personnel at the request of the chairman. The board reconvened in open session whereupon a Christmas bonus was approved for all staff as recommended on motion duly made, seconded and carried. A three-year contract for Gloria Sanders as executive director was approved on motion duly made, seconded and carried.

With no other business to come before the board, the meeting adjourned at 11:45 a.m.

Respectfully submitted,

/s/ Gloria Sanders
Executive Director
Ex-Officio Secretary

**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Regular Quarterly Meeting
January 27, 2017**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 1:30 p.m. on Friday, January 27, 2017. The board met in the new Art & Science Center building. Trustees Jill Easton and Dean Hudson were absent. All other trustees were present and a quorum was declared. Executive Director Gloria Sanders was present.

The board approved the December 8, 2016 minutes without addition or correction.

The board reviewed copies of the Annual Report and Form 990 and Schedules. The report and Form 990 were approved on motion, seconded and passed unanimously.

The board toured the new Art & Science Center, reviewed construction that has been completed, and approved the plans for improvements going forward.

With no other business to come before the board, the meeting adjourned at 2:30 p.m.

Respectfully submitted,

/s/ Gloria Sanders
Executive Director
Ex-Officio Secretary

**Calico Rock Museum Foundation
Board of Trustees
Minutes of a Regular Quarterly Meeting
June 1, 2017**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 9:00 a.m. on Thursday, June 1, 2017 in the Easton Education Center. Trustees Dean Hudson, Rhoda Doerr and Ed Stephens were absent. All other trustees were present and a quorum was established. Executive Director Gloria Sanders was present.

The board approved submitted written reports including the January 27 minutes, Executive Director's Report, Quarterly Financial Report, and Calendar with no additions or corrections.

The board reviewed proposed amendments to the Policies and Procedures and approved amendments on motion duly made, seconded and carried. The board approved proposed Position Descriptions on motion duly made, seconded and carried. There were no personnel issues to discuss.

The board discussed the Main Street Mural and handrails, which are being custom built by Dickie Jones. Issues with moisture and water have caused repeated damage the mural. The board decided to obtain bids on having the mural painted on metal which would be framed and set out from the current wall. The wall could either be painted or rocked. Bids and costs will be projected and brought to the next board meeting.

The board discussed previously approved Strategic Goals. Chairman Mitchell noted that most of the goals were either already achieved or in a state of continuous achievement. The idea of creating an AM radio station for visitor information remains a project in development pending funding. The only other outstanding issue is a Docent Program. Executive Director Gloria Sanders noted that museum professionals at every professional meeting she has attended over the past year have indicated a difficulty in getting volunteers to participate in a docent program. Most museums, she noted, were dispensing with Docent Programs and instead using a Volunteer Training Program, which seems to have a perception among volunteers as requiring less commitment. The board agreed to proceed with the Volunteer Program.

The board approved the name Tom Tomlinson Art & Science Center to recognize the significant property gift by Ben and Gloria Sanders, the Windgate Foundation Studio/Lab, and a list of donor and contributor recognitions for galleries and spaces in the new center. The naming recognitions were approved on motion, seconded and carried.

With no other business to come before the board, the meeting adjourned at 10:15 a.m.

Respectfully submitted,

/s/ Gloria Sanders
Executive Director
Ex-Officio Secretary

CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES THIRD QUARTER MEETING MINUTES
FRIDAY, SEPTEMBER 15, 2017

The regular third quarter meeting of the board of trustees of the Calico Rock Museum Foundation was called to order on Friday, September 15, 2017 at 1:00 p.m. in the board room of the Tomlinson Art & Science Center. Trustees Dean Hudson and Rhoda Doerr were absent. All other trustees were present. Executive Director Gloria Sanders attended. A quorum was declared. Prayer was led by Wayne Wood and the Pledge of Allegiance was led by Ed Stephens.

Written reports were reviewed and approved on motion duly made, seconded and passed. The written reports included the June 1, 2017 minutes, executive director report, quarterly financial report, and the 2018 calendar.

Under old business, the board was informed that repairs have been made to the mural which is believed will maintain it for a time. Adrian McColomb, the mural artist, has been commissioned to complete a series of four paintings that will go above the stairs to the science center which will capture part of the mural. No action was taken.

The 2018 Arkansas Museums Association Conference will be hosted by the Calico Rock Museum to be held jointly at our museum and the Ozark Folk Center. Lodging will be at the Ozark Folk Center and Angler's White River Resort in Mountain View. Daytime activities will be at our museum and evening activities will be at the Ozark Folk Center. In order to better accommodate the conference, the board agreed to close the museums and Printing Press Cafe during the dates of the conference.

Amendments to the bylaws were presented which would remove a set number of trustees and eliminate the executive committee. The board considered the amendment which was adopted on motion by Ed Stephens, seconded by Ronnie Guthrie and carried unanimously.

The board designated Dean Hudson as a Trustee Emeritus effective at the conclusion of his term which expires on December 31, 2017 on motion by Steven Mitchell, seconded by Wayne Wood and carried. The board re-elected trustee Ed Stephens to a three-year term on motion by Wayne Wood, seconded by Jill Easton and carried. Upon consideration of a number of potential candidates for trustee, the board elected Kristie Thompson to a three-year term and Jonathon Moss to a one-year term as a business representative with both terms beginning January 1, 2018. Their election was on motion by Ed Stephens, seconded by Wayne Wood and carried unanimously.

The board adjourned into executive session at 1:45 p.m. to discuss personnel. Only the board members were present during the executive session. The board returned from executive session at 2:25 p.m. No action was taken. Chairman Steven Mitchell recognized Executive Director Gloria Sanders for five years of service to the Foundation with the presentation of an embroidered messenger bag and recognized her many accomplishments.

There being no further business before the board, the meeting adjourned at 2:30 p.m.

Respectfully Submitted
/s/ Gloria Sanders
Ex-Officio Secretary

CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES FOURTH QUARTER MEETING MINUTES
WEDNESDAY, NOVEMBER 8, 2017

The regular fourth quarter meeting of the board of trustees of the Calico Rock Museum Foundation was called to order on Wednesday, November 8, 2017 at 10:00 a.m. in the Murphy Gallery of the Heritage & Visitor Center. Trustee Wayne Wood was absent. Executive Director Gloria Sanders attended. A quorum was declared. Prayer and the Pledge of Allegiance was led by Dean Hudson.

The corrected minutes from the September 15, 2017 meeting were approved on motion duly made, seconded and carried. The submitted Executive Director and Financial Reports were approved without addition or correction.

Jill Easton reviewed the plans to update exhibits in the Heritage & Visitor Center. Trustees were given a list of capital improvement projects that will be completed this winter. Exhibit areas were assigned: Wayne-Wayne Wood Bridge, Communities Map, Landing, Steamboat, Stairs to Basement, Veterans; Steven & Gloria-Schoolhouse, Depot, General Store; Freda-Native American & Jesse James; Jill-Winter Camp & After the Dams. Everyone will work with the coordinator of that exhibit as requested. All exhibits and projects will be completed by the end of February prior to the AMA Conference.

Information was presented to the board on a river lot owned by Lisa Davis and Rod Garner. Trustees Mitchell, Wood, Guthrie and Stephens previously toured the lot with photos and information provided to all trustees. It is the desire of the property owners to donate this lot to the Foundation. At the direction of the board through electronic communications, Mitchell ordered an appraisal of the property that is pending. Through consultation with Ms. Davis, legal transfer documents have been drafted and are being reviewed by Ms. Davis. The board authorized the acceptance of the river lot if donated and authorized the sale of the property by the Foundation on motion by Jill Easton, seconded by Rhoda Doerr and carried. Mitchell appointed Ed Stephens, Jonathon Moss, and the chairman as a special committee to complete the acceptance of the property gift and to place the property for sale.

Mitchell presented information on the new Bridges program at Calico Rock Schools. The board designated the Bridges program as a special project of the Calico Rock Museum Foundation whose coordinator shall be Amanda Thornton on motion by Ed Stephens, seconded by Dean Hudson and carried with five votes in the affirmative and one dissenting vote.

The board adjourned into executive session at 11:00 a.m. to discuss personnel at the request of the chairman, who invited the executive director to attend the session. The board returned from executive session at 11:30 a.m.

The board approved Christmas bonuses recommended by the executive director for all staff on motion by Ed Stephens, seconded by Jill Easton and passed unanimously.

The board approved a \$1,000 Christmas bonus and a three-year employment agreement with Gloria Sanders as Executive Director to commence on January 1, 2018 on motion duly made by Rhoda Doerr, seconded by Ronnie Guthrie and passed unanimously.

Steven Mitchell nominated Dr. Freda Hardison to a two-year term on the board of trustees to begin on January 1, 2018. The nomination was seconded by Dean Hudson and passed unanimously.

Ed Stephens moved to elect Steven Mitchell as board chair and Wayne Wood as board vice chair. The motion was seconded by Dean Hudson and passed unanimously.

There being no further business before the board, the meeting adjourned at 11:38 a.m.

Respectfully Submitted
/s/ Gloria Sanders
Ex-Officio Secretary

CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES FIRST QUARTER MEETING MINUTES
FRIDAY, FEBRUARY 9, 2018

The regular first quarter meeting of the board of trustees of the Calico Rock Museum Foundation was called to order on Friday, February 9, 2018 at 3:15 p.m. in the board room of the Tomlinson Art & Science Center. Trustee Rhoda Doerr was absent. Executive Director Gloria Sanders attended. A quorum was declared. Prayer and the Pledge of Allegiance was led by Wayne Wood.

Trustees Freda Hardison, Kristi Thompson, and Jonathan Moss were formally seated on the board and welcomed. All have received board education materials including by-laws and policies & procedures.

The minutes from the November 8, 2017 meeting were approved without addition or correction. Executive Director Gloria Sanders delivered her report which was received by the board. Under old business, the board was updated on the status of winter improvement projects. The board discussed the sale of the river lot donated in December to the Foundation by Lisa Jo Davis. An adjoining property owner has made an offer of \$5,000 on the property. The board determined the offer too low and decided to reject the offer. The board agreed the price of \$19,000 was firm at this point as there is no risk or cost of ownership to the Foundation.

The board reviewed and approved the 2018 Master Calendar on motion duly made, seconded and carried. The board approved a plan for the 180th Anniversary of the Trail of Tears Remembrance on Main Street and the Mountain Man Rendezvous in Rand Park on motion duly made, seconded and carried. The board also reviewed the Arkansas Museums Association Conference schedule. Board members will contact the chairman if they would like to attend any or all of the conference, especially the Awards Banquet & Ceremony.

The board reviewed and approved the Annual Foundation Report and the Form 990 filed with the Internal Revenue Service on motion duly made, seconded and carried.

There were no personnel issues to discuss. Trustees were given an opportunity to make comments or ask questions.

The meeting adjourned at 4:15 p.m. on motion duly made, seconded and carried.

Respectfully Submitted
/s/ Gloria Sanders
Ex-Officio Secretary

CALICO ROCK MUSEUM FOUNDATION, INC.
BOARD OF TRUSTEES ELECTRONIC MEETING MINUTES
FRIDAY, MAY 18, 2018

Under the authority of the Arkansas Nonprofit Corporation Act, Chairman Steven Mitchell convened an electronic meeting of the board of trustees with an e-mail to all board members on May 16, 2018. Mitchell posed two questions to the board. Board members were afforded two days to vote on the questions. Trustees were given an opportunity to comment and discuss the matter and could change their vote, based on any discussion posed, until the close of business on May 18, 2018 at 5:00 p.m.

Issue 1: The chairman proposed amending the Policies and Procedures 1.3 Admission and Hours by changing the Tom Tomlinson Art & Science Center hours of operation to Monday through Saturday 10:00 a.m. to 4:00 p.m.

Question 1: Do you approve of the adoption of the amendment to policy 1.3?

| | | | |
|----------|-----|----------|-----|
| Mitchell | Yes | Wood | Yes |
| Easton | Yes | Moss | Yes |
| Thomson | Yes | Hardison | Yes |
| Stephens | Yes | Doerr | Yes |
| Guthrie | Yes | | |

A majority of the board voted in favor of adoption of the amendment. The amendment is adopted.

Issue 2: The chairman proposed adding a communication and marketing staff person, beginning publication of a magazine, and developing a marketing and promotion program. In order to provide seed funding for this endeavor and to provide initial funding of the expanded hours of the art and science center, the chairman proposed a \$3,000 distribution from the Endowment Fund whose balance is \$68,547.15.

Question 2: Do you authorize the distribution of \$3,000 from the Endowment Fund?

| | | | |
|----------|-----|----------|-----|
| Mitchell | Yes | Wood | Yes |
| Easton | Yes | Moss | Yes |
| Thomson | Yes | Hardison | Yes |
| Stephens | Yes | Doerr | Yes |
| Guthrie | Yes | | |

A majority of the board favored authorizing a \$3,000 distribution from the Endowment Fund. The distribution of \$3,000 was approved leaving a balance of \$65,547.15 in the fund.

Respectfully Submitted
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK MUSEUM FOUNDATION, INC.
QUARTERLY MEETING MINUTES
FRIDAY, JUNE 22, 2018**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 11:30 a.m. The meeting convened in the Matthews Library of the Tomlinson Art and Science Center. Trustees present were: Steven Mitchell, Wayne Wood, Kristie Thompson, Jonathan Moss, Jill Easton, Ed Stephens, and Mayor Ronnie Guthrie. Trustees Freda Hardison and Rhoda Doerr were absent. Visitors were: Gloria Sanders. A quorum was present and prayer was led by Vice Chairman Wayne Wood.

Written reports including the minutes from the previous meeting and an electronic meeting, the Executive Director's Report, the financial report, calendar, and capital improvement projects report. The reports were approved without addition or correction.

On motion duly made and seconded, the board designated the garden behind the museum the "Claire Cresto Community Garden."

On motion duly made and seconded, the board agreed to the sale of the Mullet's Landing property to Karen Owens for \$5,000 and directed the Chairman to complete the sale.

The board heard a report on Foundation programs: the expanded hours of the Tomlinson Center, new Printing Press Café menu, the new OnCell Virtual Tour, the new marketing and communications strategy including publication of the *Explore* magazine, the genealogy research program, the first "Just \$24" annual campaign, black and white photo contest, science projects and science center exhibits, a YouTube channel, and quilting show. There was no action taken.

Under personnel, the board was given a Staff Directory and went over each staff person and their duties. There was no action taken.

Each board member was given an opportunity to share with the board. Mayor Guthrie shared a cross-section of the Elm tree that was cut by the Bootlegger jail was preserved and will be on display in the science center. Kristie Thompson recommended a "Riverfest" style event that would allow artists to set up on Main Street and sell their art or demonstrate art. Jill Easton shared the Mountain Man Rendezvous flyer, information on the new *Old Galatia Church* book, and the site coordinator for the Wolf House. Wayne Wood recommended we pursue the low-wattage radio station for visitor information. No formal action was taken on board recommendations but they will be referred to staff for research and implementation.

The board meeting was adjourned on motion, seconded and carried at 12:50 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK MUSEUM FOUNDATION, INC.
QUARTERLY MEETING MINUTES
THURSDAY, AUGUST 2, 2018**

A regular quarterly meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 11:05 a.m. The meeting convened in the Easton Education Center. Trustees present were: Steven Mitchell, Wayne Wood, Kristie Thompson, Jonathan Moss, Ed Stephens, and Mayor Ronnie Guthrie. Trustees Freda Hardison, Jill Easton and Rhoda Doerr were absent. Visitors were: Gloria Sanders. A quorum was present and prayer was led by Vice Chairman Wayne Wood.

Written reports including the minutes from the previous meeting, the Executive Director's Report, the financial report, and calendar. The reports were approved without addition or correction.

Under old business, the board was informed the sale of the Mullet's Landing property was completed in June. The marketing and promotion program after receiving a grant from the city's economic development grant program. The first edition of the *Explore* magazine should be ready for publication in September. The Foundation has received over \$5,000 in contributions in the "Just \$24" campaign. Since several trustees had not received the "Just \$24" campaign letter, the letter will be sent to the board members. Research has been conducted on beginning a low-wattage visitor information radio station for under \$500. The equipment should be purchased in the next couple of weeks and ready for installation this Fall. It will provide an opportunity for visitors to gain valuable information. The signs for the station will be approved by Arkansas DOT prior to being made.

Under programs, events, exhibits and facilities, the board heard about the upcoming Native American Heritage Weekend, Fish Fry fundraiser (September 22), Mad Hatters Tea Party (October) and plans for improvements to the science center. The Calico Rock elementary teachers will be onsite next week for teacher inservice.

Under personnel, there were no reports or business to come before the board. The board wishes to extend their appreciation to Denver Hankins and Kim Parnell for the excellent job they do in serving the Foundation.

The terms for trustees Wayne Wood, Jill Easton and Jonathon Moss are set to expire on December 31. On motion duly made, seconded and carried, Wayne Wood and Jill Easton were re-elected to a three-year term. Wayne Wood abstained from the vote. On motion duly made, seconded, and carried Jonathon Moss was elected to a two-year term on the board. Jonathon Moss abstained from the vote. The terms for all the re-elected trustees shall expire on December 31, 2021.

Each board member was given an opportunity to share with the board. There was no action taken.

The board meeting was adjourned on motion, seconded and carried at 11:57 a.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK MUSEUM FOUNDATION, INC.
SPECIAL CALLED MEETING MINUTES
THURSDAY, SEPTEMBER 13, 2018**

A special called meeting of the board of trustees of the Calico Rock Museum Foundation was called to order by Chairman Steven Mitchell at 3:30 p.m. in the Easton Education Center. Trustees present were: Steven Mitchell, Wayne Wood, Kristie Thompson, Jonathan Moss, Ed Stephens, Mayor Ronnie Guthrie, and Jill Easton. Trustees Rhoda Doerr and Freda Hardison were absent for medical concerns. Executive Director and Ex-Officio Secretary Gloria Sanders attended. A quorum was declared. Trustees recited the Pledge of Allegiance and prayer was led by Vice Chairman Wayne Wood.

The board was presented a Resolution (Attachment 1) to change the corporate name from the Calico Rock Museum Foundation, Inc. to the Calico Rock Community Foundation, Inc. The proposed Resolution would adopt amendments to the Amended Articles of Incorporation and Bylaws; adopt Policies and Procedures; adopt a Vision Statement; and for other purposes. The Resolution was presented to all trustees electronically and by U.S. mail at least seven days prior to the meeting.

The board proceeded with a lengthy discussion on the pros and cons of changing the corporate name. During the discussion, the board discussed each of the proposed documents, making amendments and changes as necessary.

The adoption of the Resolution with amended appendices was moved by Trustee Ed Stephens and seconded by Trustee Jonathon Moss. The resolution was adopted unanimously. The vote was:

| | |
|--------------------|--------------|
| Chairman Mitchell | Yes |
| Vice Chairman Wood | Yes |
| Trustee Thompson | Yes |
| Trustee Moss | Yes |
| Trustee Stephens | Yes |
| Trustee Hardison | Yes by proxy |
| Trustee Easton | Yes |
| Trustee Doerr | Yes by proxy |
| Mayor Guthrie | Yes |

There being no other business before the board, the meeting adjourned at 4:58 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
THURSDAY, JANUARY 17, 2019**

Trustees Present

Steven Mitchell, Wayne Wood, Jonathan Moss, Kristie Thompson, Ed Stephens, and Mayor Greg Hamby

Trustees Absent

Rhoda Doerr and Freda Haridson

Others Present

Executive Director Gloria Sanders

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 3:30 p.m. in the Matthews Library of the Tomlinson Art & Science Center. A quorum was declared. Trustees recited the Pledge of Allegiance and prayer was led by Vice Chairman Wayne Wood. Mayor Hamby was welcomed and seated on the board. The minutes from the November 14, 2018 regular meeting were accepted without addition or correction.

The Chairman gave some introductory remarks for the board on its procedures and processes. He reported the equipment for the low-wattage radio station has been delivered. It will be installed and ready to begin operation in March. In May, the foundation took a \$3,000 board-authorized distribution from the Endowment Fund to expand operations at the Art Center and begin the marketing program. The funds were repaid with 10% interest (\$3,300) on December 12, 2018.

The board reviewed the Annual Foundation Report and Form 990 to be submitted to the IRS. The report and Form 990 were approved on motion duly made, seconded and carried.

Board members were given an opportunity to make comments. Trustee Ed Stephens volunteered to use the financial analysis data to provide projections for the coming few years, which was readily accepted by the board. Vice Chair Woods asked about the crosswalk. Ms. Sanders explained the crosswalk wasn't feasible because of the requirements to sacrifice two parking spaces to install an access ramp. Mr. Woods asked about installing parking bumpers near the railroad which was agreed upon by consent of the board. Ms. Easton asked about the calendar and magazine schedule. Ms. Sanders told the board the magazine would be published in March and four times in total this year. She also went over planned activities for 2019.

There being no other business before the board, the meeting adjourned at 4:00 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
THURSDAY, JUNE 13, 2019**

Trustees Present

Steven Mitchell, Wayne Wood, Jonathan Moss, Jill Easton, Kristie Thompson, Ed Stephens, and Freda Hardison

Trustees Absent

Rhoda Doerr and Mayor Greg Hamby

Others Present

Executive Director Gloria Sanders

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 11:05 a.m. in the Matthews Library of the Tomlinson Art & Science Center. A quorum was declared. Mayor Hamby was attending the Arkansas Municipal League Meeting and Ms. Doerr was ill. Trustees recited the Pledge of Allegiance and prayer was led by Vice Chairman Wayne Wood. The minutes from the January 17, 2019 regular meeting and financial report were accepted without addition or correction. The calendar, as amended, was adopted.

The Board Policy committee (Jill Easton, Kristie Thompson, and Ed Stephens) presented a proposed Board Policy and Procedure. Following discussion, the board adopted the proposed Board Policy and Procedure on motion duly made, seconded and carried.

There were no personnel issues to discuss at this time.

The board entered into a time of review and visioning. The board considered a very generous offer to purchase the Historic Methodist Church/Calico Rock Music Hall property from Mr. Charles Francis. After considerable and lengthy discussion, the board agreed operating a performing arts center was outside of the foundation's ability level at this time and the property is not large enough to locate all of the museum operations.

The board next considered an option to buy the historic Cheney's Department Store building and the Wagon Wheel Antiques building. These two properties, though owned by separate owners, are considered as a "package deal" with each being dependent upon the other. The board considered purchasing the properties for a combined price of \$140,000 (\$80,000 for the Wagon Wheel Building, \$10,000 for Wagon Wheel inventory and fixtures, and \$50,000 for the Cheney's Department Store Building). The plan, if the foundation purchased the buildings, all of the museum operations would ultimately be moved into one location on lower Main Street. Then, the foundation would open the present museum building as an urban marketplace with various vendors selling merchandise on consignment (i.e. White River Market). The visitor center building could be used as rental property for new businesses, stores, or offices. If the Printing Press Café was located to the lower buildings, this building could be sold.

The board held a very lengthy discussion. Trustee Wayne Wood was excused from the meeting for a previously scheduled event.

After careful consideration, the board voted to authorize Gloria Sanders to negotiate and enter into a contract to buy the Cheney's Department Store building for \$50,000 and to purchase the Wagon Wheel property and inventory for \$90,000 contingent upon closing the Cheney's deal. The motion to enter into the purchase agreement was duly made, seconded and carried unanimously. Those voting affirmatively were Steven Mitchell, Jonathan Moss, Kristie Thompson, Jill Easton, Freda Hardison, and Ed Stephens. Prior to the meeting, Mayor Hamby and Ms. Doerr had expressed support for the action. Trustee Wood voiced his support for the will of the board prior to his departure from the meeting, which was prior to the board's vote.

Jonathan Moss recused himself from consideration of obtaining a community bank loan from First National Bank of IZARD County. Mr. Moss is the compliance officer for the bank. On motion duly made, seconded and carried, the board authorized obtaining a loan up to \$140,000 from First National Bank of IZARD County at a 5.5% annual interest rate using the existing museum properties as collateral. The vote was 5-0 to authorize the loan.

There being no other business before the board, the meeting adjourned at 1:00 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
WEDNESDAY, SEPTEMBER 18, 2019**

Trustees Present

Steven Mitchell, Wayne Wood, Jonathan Moss, Jill Easton, Kristie Thompson, Ed Stephens, and Freda Hardison

Trustees Absent

Mayor Greg Hamby

Others Present

Executive Director Gloria Sanders

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 4:00 p.m. in the Matthews Library of the Tomlinson Art & Science Center. A quorum was declared. The trustees observed a moment of silence in memory of late-trustee Rhoda Doerr who passed away this summer after a long illness. Trustees recited the Pledge of Allegiance and prayer was led by Vice Chairman Wayne Wood.

The minutes from the June 13, 2019 regular meeting and current financial report were accepted without addition or correction. The endowment balance is \$65,919.36.

The purchase of the Cheney's Department Store Building is completed. The foundation took possession of the building yesterday and it is insured. The loan was secured from First National Bank of Izard County with a line of credit up to \$130,000 at an interest rate of 4.75%. The purchase of the Estes Grocery Building will be completed later this year. The foundation drew \$50,000 on the line of credit to purchase the Cheney's Department Store Building. Over the past week, the foundation began initial fundraising. The current loan balance is \$36,814.26. The board reviewed the drawings and plans and gave approval to proceed on motion duly made, seconded and carried unanimously.

A vacancy was declared in the position held by Ms. Doerr. The board will seek interested persons for the vacant position. The board re-elected trustees Steven Mitchell and Freda Hardison to a three-year term on motion duly made, seconded and carried. Mr. Mitchell and Ms. Hardison abstained from the discussion and vote.

The board granted the chairman authority to discuss the possibility of the Bridges Program applying for their own 501 (c) (3) tax exempt status now that they are fully established.

There being no other business before the board, the meeting adjourned at 5:15 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SPECIAL CALLED MEETING MINUTES
WEDNESDAY, NOVEMBER 6, 2019**

Trustees Present

Steven Mitchell, Wayne Wood, Jonathan Moss, Jill Easton, Kristie Thompson, Ed Stephens, and Freda Hardison

Trustees Absent

Mayor Greg Hamby

Others Present

Executive Director Gloria Sanders

A special called meeting of the board of trustees was called to order by Chairman Steven Mitchell at 5:15 p.m. in the Easton Education Center. A quorum was declared. Vice Chairman Wayne Wood led prayer.

The chairman introduced a resolution to authorize the sale of the Printing Press Café to Tyler and Stacey Waldroup for \$75,000.00. The resolution would also authorize owner-financing for the purchase amount over a three-year term at an interest rate of 4.75% APR and monthly payments of \$650.00 and a lump sum payment at term. **ADDENDUM 1**

Following a brief discussion in support by the board, the resolution was adopted on motion by Jill Easton, seconded by Jonathon Moss, and passed unanimously. The sale of the Printing Press will remain confidential until early December.

There being no other business before the board, the meeting adjourned at 5:30 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
NOVEMBER 14, 2018**

Trustees Present

Steven Mitchell, Freda Hardison, Kristie Thompson, Ed Stephens, Mayor Ronnie Guthrie, and Rhoda Doerr

Trustees Absent

Wayne Wood, Jonathan Moss, and Jill Easton

Others Present

Executive Director Gloria Sanders

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 3:40 p.m. in the Matthews Library of the Tomlinson Art & Science Center. A quorum was declared. Trustees recited the Pledge of Allegiance and prayer was led by Mayor Ronnie Guthrie. The regular meeting minutes, special called meeting minutes, and financial report were approved without addition or correction.

Under old business, the equipment for the low-wattage radio station has been delivered. It will be installed and ready to begin operation in March. The *Explore* magazine will be published four times per year and the advertising campaign will be conducted in the spring to promote tourist season next year. Trustees gave suggestions for magazine articles.

The board approved planned winter facilities improvements including science center expansion, Windgate studio storage and flooring, redoing the steps leading to the Heritage Center, repairing the mural, replacing the Main Street informational sign, preparing for a crosswalk, and replacing the stairlift leading upstairs at the Heritage Center. The board approved the 2019 calendar of activities.

In accordance with I.R.S. regulations, the board reviewed staff salaries and found the salaries to be within the competitive market value. The board approved a two-year employment contract for Gloria Sanders as executive director and authorized a bonus on motion duly made, seconded and carried. Board policies and procedures are being developed and will be presented to the board at the first quarterly meeting in 2019.

On motion duly made, seconded and passed unanimously, the board designated Ronnie Guthrie as a *trustee emeritus* and thanked him for his service on the board during his time as mayor. Trustees received board education on "How to be a Good Board Member" from BoardSource.

There being no other business before the board, the meeting adjourned at 5:06 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
FRIDAY, NOVEMBER 22, 2019**

Trustees Present

Steven Mitchell, Wayne Wood, Jonathan Moss, Jill Easton, Ed Stephens, Mayor Greg Hamby and Freda Hardison

Trustee Absent

Kristi Thompson

Others Present

Executive Director Gloria Sanders

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 1:00 p.m. in the Easton Education Center. A quorum was declared. Prayer was led by Vice Chairman Wayne Wood and the trustees recited the Pledge of Allegiance.

The minutes from the September 18, 2019 regular meeting and the November 6, 2019 special meeting were accepted without addition or correction.

Under old business, the board decided to wait until after the building project is completed to fill the vacant trustee position. The board was informed the Bridges program is now a separate entity.

The board heard a report on the expansion project. The board gave thanks to Mayor Hamby for the use of inmates assigned to the city in completing the project.

The board approved a resolution to open a Building Fund checking account on motion by Wayne Wood seconded by Freda Hardison and carried. Jonathon Moss abstained.

The board approved a resolution to open The Marketplace checking account on motion by Greg Hamby, seconded by Jill Easton and carried. Jonathon Moss abstained.

The endowment fund balance is \$68,356.36. The board authorized a withdrawal of \$10,000 for the purchase of the Wagon Wheel Antiques inventory and business (not the property) using funds from the endowment fund on motion by Ed Stephens, seconded by Jill Easton and carried. It is the intention of the board to repay the endowment fund with proceeds from The Marketplace with interest.

The board heard a brief presentation on joining Main Street Arkansas. The board endorsed joining the Main Street Arkansas network on motion by Jonathon Moss, seconded by Wayne Wood and carried.

The board approved recognizing Reed Mac Perryman as a Community Hero with a reception to be held on motion by Jill Easton, seconded by Jonathon Moss and carried.

The board was invited to tour the construction site and check on the progress following the meeting.

There being no other business before the board, the meeting adjourned at 1:50 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Ex-Officio Secretary



A RESOLUTION

Whereas, the Calico Rock Community Foundation, Inc. is an Arkansas nonprofit corporation and the board of trustees has the authority to conduct all business for the Foundation;

Be It Therefore Resolved, the board of trustees authorize the opening of a checking account with First National Bank of Izard County for The Marketplace with an opening balance of \$500. One signature shall be required for business. The authorized signers for the account shall be:

| | |
|-----------------|--------------------|
| Steven Mitchell | Chairman |
| Gloria Sanders | Executive Director |
| Cholie Crawford | Comptroller |

IT IS THEREFORE RESOLVED.

Adopted at a regular meeting of the board of trustees held on November 22, 2019.

A handwritten signature in blue ink, appearing to read "Steven Mitchell", written over a horizontal line.

Steven Mitchell
Chairman

A handwritten signature in blue ink, appearing to read "Gloria Sanders", written over a horizontal line.

Gloria Sanders
Ex-Officio Secretary



A RESOLUTION

Whereas, the Calico Rock Community Foundation, Inc. is an Arkansas nonprofit corporation and the board of trustees has the authority to conduct all business for the Foundation;

Be It Therefore Resolved, the board of trustees authorize the opening of a checking account with First National Bank of IZARD County for a Building Fund with an opening balance of \$500. One signature shall be required for business. The authorized signers for the account shall be:

Steven Mitchell Chairman

Gloria Sanders Executive Director

IT IS THEREFORE RESOLVED.

Adopted at a regular meeting of the board of trustees held on November 22, 2019.



Steven Mitchell
Chairman



Gloria Sanders
Ex-Officio Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
TUESDAY, MARCH 10, 2020**

Trustees Present

Steven Mitchell, Wayne Wood, Jonathan Moss, Jill Easton, Ed Stephens, and Freda Hardison

Trustee Absent

Kristie Thompson and Mayor Greg Hamby

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 4:00 p.m. in the boardroom of the new Calico Rock Museum & Visitor Center. A quorum was present. Prayer was led by Vice Chairman Wayne Wood and the trustees recited the Pledge of Allegiance.

The chairman reported Ms. Thompson had a teacher's meeting and Executive Director Gloria Sanders was at a doctor's appointment for her knee. The chairman asked trustees to limit their comments to the issues on the agenda and noted there would be a comment period at the end of the meeting. The minutes from the November 22, 2019 regular meeting and museum calendar were approved without addition or correction.

Under old business, the board discussed the board vacancy with the passing of Ms. Rhoda Doerr last year. Additionally, Ms. Thompson would like to be replaced on the board since she is now working in Mountain Home. The board discussed candidates for the board. Wayne Wood nominated Stephen Hicks to fill Ms. Doerr's unexpired position. The nomination was seconded by Ed Stephens. There were no other nominations. The board voted unanimously to elect Mr. Hicks to the board.

The board received and discussed a report on the expansion project. To date, the foundation has spent just over \$261,000 on the project and borrowed about \$125,000. The foundation may borrow up to another \$5,000. The only major expense left is the installation of a heating and air system in the basement for the history exhibits.

Moving to new business, the board received a copy of the 2019 Annual Report and Form 990. The board adopted the report and approved the tax return on motion duly made, seconded and carried.

There were no personnel matters to be discussed. During comments, the board was informed there were 11 new businesses that are expanding, opening, or relocating on Main Street over the winter.

There being no other business before the board, the meeting adjourned at 4:30 p.m.

Respectfully submitted,
/s/ Steven Mitchell
Chairman



**Record of Electronic Vote
Board of Trustees
March 22, 2020**

Arkansas Governor Asa Hutchinson ordered the closure of all public venues, including museums. On March 21, the governor announced CDC models predict the coronavirus will not peak in Arkansas until 6-8 weeks from now. It is highly likely the museum will need to remain closed until July 1. The vast majority of funding for the foundation comes from the public. COVID-19 has resulted in the substantial loss of funding for the foundation.

The board of trustees voted 6-0 with 2 not voting to terminate all employment agreements effective on March 23, 2020 for cause due to the substantial loss of funding to the foundation.

By Electronic Vote

| | |
|------------------|------------|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Ed Stephens | Yes |
| Jill Easton | Yes |
| Kristie Thompson | Yes |
| Freda Hardison | Yes |
| Jonathon Moss | Not Voting |
| Greg Hamby | Not Voting |

/s/ Steven Mitchell
Chairman
Board of Trustees

/s/ Wayne Wood
Vice Chairman
Board of Trustees



**Record of Electronic Vote
Board of Trustees
March 24, 2020**

The board of trustees voted to designate Gloria Sanders as Executive Director. The position is voluntary without pay. The action was approved by a vote of 6-0.

By Electronic Vote

| | |
|------------------|------------|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Ed Stephens | Yes |
| Jill Easton | Yes |
| Kristie Thompson | Yes |
| Freda Hardison | Yes |
| Jonathon Moss | Not Voting |
| Greg Hamby | Not Voting |

/s/ Steven Mitchell
Chairman
Board of Trustees

/s/ Wayne Wood
Vice Chairman
Board of Trustees



**RECORD OF OFFICIAL BALLOT RESULTS
APRIL 24, 2020**

**ADOPTION OF AMENDMENTS TO THE AMENDED
BYLAWS AND ARTICLES OF INCORPORATION**

The board of trustees having sole authority to amend the Bylaws and Articles of Incorporation of the Calico Rock Community Foundation, Inc. having considered amendments to the same and having cast official ballots by mail do hereby adopt the Amended Bylaws and Articles of Incorporation (copy attached) dated April 24, 2020 by a t least 2/3 majority vote of the current membership of the board of trustees.

| | |
|----------|-----|
| Mitchell | Yes |
| Wood | Yes |
| Hamby | Yes |
| Moss | Yes |
| Thompson | Yes |
| Stephens | Yes |
| Easton | Yes |

A sufficient number of ballots having been cast in the affirmative, the amendment is adopted.

/s/ Steven Mitchell */s/ Wayne Wood*
Chairman Vice Chairman

CALICO ROCK COMMUNITY FOUNDATION, INC.
Amended Articles of Incorporation and By-laws

Article I. Organization

- Section 1. The Calico Rock Community Foundation, Inc., a 501 (c) (3) tax exempt organization hereinafter referred to as “the foundation,” is a public benefit corporation lawfully formed under the Arkansas Nonprofit Corporation Act of 1993.
- Section 2. The principal place of business is Calico Rock, Arkansas.
- Section 3. The fiscal year shall be January to December.
- Section 4. The foundation shall not have memberships.

Article II. Purpose

The foundation is organized exclusively for charitable, educational, and scientific purposes including for making distributions to organizations that qualify as exempt under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article III. Prohibitions

- Section 1. No part of the net earnings of the foundation shall inure to the benefit of, or be distributable to, its trustees, officers, or other private persons, except for reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.
- Section 2. The foundation shall not be engaged in propaganda, lobbying, or political campaigning, nor carry on any other activities not permitted (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article IV. Board of Trustees

- Section 1. All authority shall be vested in the board of trustees.
- Section 2. One trustee shall be the mayor of the City of Calico Rock, Arkansas.
- Section 3. Trustees shall be elected by majority vote of the board to a three-year term with staggered terms and without limitation on the number of terms allowed to serve.
- Section 4. A trustee may be removed by a 2/3 majority vote of the board after a seven-day written notice to the trustee subject to removal.
- Section 5. The board shall meet quarterly. Meetings may be held in person, virtually or electronically. Special meetings may be called by the chairman or two (2) trustees.
- Section 6. A majority of the board will constitute a quorum.

Article V. Officers

The board shall elect at least two officers, including a chairman who shall be a sitting member of the board. The election may be conducted electronically.

CALICO ROCK COMMUNITY FOUNDATION, INC.
Amended Articles of Incorporation and By-laws

Article VI. Non-Discrimination

The foundation does not discriminate on the basis of race, religion, gender, national origin, affiliation, disability, or otherwise as provided by Federal or Arkansas law.

Article VII. Dissolution

- Section 1. An affirmative vote of 75% of the board of trustees shall be required to dissolve the foundation. Trustees shall be given seven days written notice mailed to their address of record and notice shall be published in the local newspaper at least seven days prior to any meeting where dissolution may be considered. A roll call vote shall be required to dissolve the foundation.
- Section 2. Upon dissolution, the board of trustees shall, after paying or making provision for the payment of all of the liabilities of the foundation, dispose of all of the assets of the foundation exclusively for the purposes of the foundation in such manner, or to such charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.
- Section 3. Any undisposed assets shall be disposed of by the chancery court of IZARD County, Arkansas, or successor court(s), exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

Article VIII. Amendments

Amendments may be approved by 2/3 majority vote of the board.

Approved, as amended, by majority vote of the board of trustees on April 24, 2020.



**RECORD OF ELECTRONIC VOTE
BOARD OF TRUSTEES
MAY 62020**

The board of trustees voted to re-elect Ed Stephens to a three-year term on the board of trustees ending on December 31, 2023 and to declare a vacancy in the position held by Kristie Thompson effective on January 1, 2021 to be filled at a later date. The election was held electronically pursuant to Article IV of the Amended By-laws and Articles of Incorporation and passed by majority vote.

By Electronic Vote

| | |
|------------------|------------|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Ed Stephens | Not Voting |
| Jill Easton | Yes |
| Kristie Thompson | |
| Freda Hardison | |
| Jonathon Moss | Yes |
| Greg Hamby | Yes |

/s/ Steven Mitchell
Chairman
Board of Trustees

/s/ Wayne Wood
Vice Chairman
Board of Trustees

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
MONDAY, MAY 18, 2020**

Trustees Present

Steven Mitchell, Wayne Wood, Jill Easton, Ed Stephens, Kristie Thompson, Freda Hardison, and Stephen Hicks

Trustee Absent

Jonathan Moss and Mayor Greg Hamby

Guests Present

Gloria Sanders

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 10:00 a.m. at the Calico Rock Museum & Visitor Center. A quorum was present. Vice Chairman Wayne Wood led the prayer. The board practiced social distancing in the midst of the COVID-19 global pandemic.

Newly elected trustee Stephen Hicks was officially seated on the board and welcomed. The results of the recent re-election of trustee Ed Stephens was announced. An election will be held later this year to replace trustee Kristie Thompson who is not seeking re-election. Election of officers will occur later this year.

The board reviewed and approved the financial report. The board approved the minutes from the March 10, 2020 meeting and all actions by the board since the previous meeting without addition or correction.

The board was informed the application to join the Arkansas Downtown Network was approved following a virtual presentation last week. The invitation to join is pending successful completion of training by advisory board members and Ms. Sanders later this month. The Chairman nominated Kim Miererdirk, Warren Sanders, Tyler Waldroup, Barbara Carlson and himself as the Main Street Calico Rock Advisory Board. The nominations were approved on motion duly made, seconded and carried.

After considerable discussion, the board agreed to reopen The Marketplace on Friday, June 5. The Marketplace will be open on Fridays and Saturdays from 10:00 a.m. to 4:00 p.m. Based on data collected from the limited reopening, the board will address expanding the hours. The board required safeguards be put into place, that restrooms will not be open to the public, and that no rental fees will be charged of any vendor until August 1. Between now and then, the board will determine whether to assess rental fees or commissions.

The board discussed factors they will use to determine when to reopen the Visitors Center and Artisan Gift Shop. Depending on conditions and factors, the board will look at reopening the public restrooms and museum exhibits at a later date after the visitor center and gift shop reopens. The board set no specific timetable for these phased reopenings other than the Visitor Center and Gift Shop will not reopen before Arkansas enters into Phase II. This is consistent with other museums around the state.

The meeting adjourned on motion, seconded and carried at noon.

Respectfully submitted,
/s/ Steven Mitchell
Chairman

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SPECIAL CALLED MEETING MINUTES
THURSDAY, JUNE 18, 2020**

Trustees Present

Steven Mitchell, Wayne Wood, Jill Easton, Ed Stephens, Mayor Greg Hamby, and Stephen Hicks

Trustee Absent

Jonathan Moss and Freda Hardison

Guests Present

Gloria Sanders

A special called meeting of the board of trustees was called to order by Chairman Steven Mitchell at 10:00 a.m. at the Calico Rock Museum & Visitor Center. A quorum was present. Vice Chairman Wayne Wood led the prayer. The board practiced social distancing in the midst of the continuing COVID-19 global pandemic. A vacancy on the board was declared with the resignation of Kristie Thompson.

The board was presented with a proposal for reopening the Calico Rock Community Foundation. On motion duly made, seconded and carried, the board adopted the plan:

| | | | | | |
|--|--|--|--|---|--|
|  | | | Re-Opening Plan | | |
| Beginning July 1 | | | Gradually & Safely Moving Forward | | |
| The Marketplace | | Visitor Center & Gift Shop | | Museum Exhibits Phase III | |
| <ul style="list-style-type: none">• Tuesday-Saturday• 10:00 a.m. to 4:00 p.m. | | <ul style="list-style-type: none">• Tuesday-Friday• 9:00 a.m. to 5:00 p.m.• Saturday• 10:00 a.m. to 4:00 p.m. | | <ul style="list-style-type: none">• Museum exhibits open• Public Restrooms open• Events & Meetings May Resume | |

On motion duly made, seconded and carried, the board offered employment agreements to Gloria Sanders, My Kim Parnell and Cholie Crawford. The board determined compensation is at or below fair market value.

On motion duly made, seconded and carried, the board hired Jan Bufford, Kedra Sugg and Glenda Hershberger as independent contractors.

On motion duly made, seconded and carried, the board made the following assignments:

| | |
|--------------------|----------------------------|
| Gloria Sanders | Executive Director |
| My Kim Parnell | Associate Director |
| Cholie Crawford | Comptroller/Graphic Design |
| Jan Bufford | Guest Experiences |
| Kedra Sugg | Guest Experiences |
| Glenda Hershberger | Guest Experiences |

The board properly nominated and elected officers: Steven Mitchell, Chairman; Wayne Wood, Vice Chairman, and Gloria Sanders, Secretary.

The board authorized the creation of a new checking account for Calico Rock Artisans for the gift shop. The segregation of accounts will allow for better financial controls and analysis of each operation's financial status. The board authorized Steven Mitchell, Gloria Sanders and Cholie Crawford as authorized signers on all accounts.

There being no further business to come before the board in the special called meeting, the meeting was adjourned at 10:23 a.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

Calico Rock Community Foundation, Inc.
Record of Electronic Board Action
Authority to Apply Endowment Growth Funds to Line of Credit Loan Balance

The board of trustees of the Calico Rock Community Foundation authorizes foundation leadership the authority to withdraw endowment funds under certain conditions:

- 1) The chairman and executive director must *jointly* authorize any withdrawals
- 2) Withdrawals must be used *exclusively* to pay toward the line of credit loan at First National Bank of IZARD County established for the foundation building expansion
- 3) Withdrawals *shall not* reduce the endowment fund balance below \$50,000
- 4) The chairman or executive director must report withdrawals to the board of trustees within three business days of the withdrawal
- 5) If the Calico Rock Community Foundation Endowment Fund receives gifts or investments during the duration of this authority, those funds may not be used as a withdrawal. These investments would *increase* the fund balance threshold. Example: If the endowment fund receives a \$10,000 gift, the minimum fund balance would increase to \$60,000. Withdrawals then could be any amount over \$60,000.
- 6) Authority is granted until revocation by the board or upon payment in full of the line of credit loan. The board reserves the right to revoke the authority at any time.

Approved by majority vote. August 14, 2020

Record of Vote

| | |
|------------------|-----|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Jill Easton | Yes |
| Jonathon Moss | Yes |
| Mayor Greg Hamby | Yes |
| Freda Hardison | Yes |
| Stephen Hicks | Yes |
| Ed Stephens | Yes |

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
SEPTEMBER 23, 2020**

Trustees Present

Steven Mitchell, Wayne Wood, Ed Stephens, Mayor Greg Hamby, Jonathan Moss, Freda Hardison and Stephen Hicks

Trustees Absent

Jill Easton

Guests Present

Gloria Sanders

Call to Order

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 4:00 p.m. at the Calico Rock Museum & Visitor Center. A quorum was declared and Vice Chairman Wayne Wood gave a prayer.

Minutes and Board Actions

The board approved the minutes and board actions dated May 18, 2020, June 18, 2020, and August 14, 2020 without addition or correction.

Financial & Executive Director Report

Executive Director Gloria Sanders delivered the financial report and reported on overall operations. Staff have been attending a lot of Zoom sessions and using new technologies. There have been only a handful of visitors that have been belligerent about wearing face masks. The AMA held their annual meeting by Zoom last week and our museum won the Outstanding Achievement in Media award and **My Kim Parnell** was elected to the AMA board of directors. The reports were received by the board.

Proposed Policies

The personnel and policy committee recommended the adoption of financial policies. The policies were adopted on motion duly made, seconded and carried.

Ms. Sanders provided the board with vendor agreements that include policies for vendors. Some changes may be proposed in January as we continue to learn at The Marketplace. No action was taken.

Reopening Plans

The board considered scheduled upcoming events and recommendations by Ms. Sanders on continued gradual reopening of the center. The board agreed to withdraw from Trick or Treat on Main Street and to cancel this year's Living Windows event due to the ongoing pandemic.

The board agreed to allow the executive director the authority to reopen the art gallery and the Birth of the Ozarks section of the history museum.

SIMPLE Retirement Plan

Chairman Steven Mitchell recommended the adoption of a SIMPLE retirement plan for employees that meet minimum Federal requirements. The board adopted a SIMPLE retirement plan to be administered by THRIVENT Financial and to match employee contributions up to 3% of their salaries on motion duly made, seconded and carried.

Personnel

Cholie Crawford resigned her position at the end of August. The position is being eliminated and the duties folded into the responsibilities of the Executive Director. In recognition of these extra duties, the board approved a 9% increase in salary for the Executive Director effective October 1, 2020 on motion duly made, seconded and carried.

Trustee Vacancy

There were two candidates presented to the board to fill the vacancy on the board. The board elected **Olivia Bennett-Bear** (term expiring December 31, 2021) and **Sue Whittington** (term expiring December 31, 2022).

Adjournment

The meeting was adjourned at 5:00 p.m. on motion duly made, seconded and carried.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
RECORD OF BOARD ACTION
FOURTH QUARTER 2020**

Due to the ongoing COVID-19 pandemic, the board of trustees opted to hold their fourth quarter meeting electronically and by mail ballot rather than in person.

Minutes and Financial Report

The September 23, 2020 minutes were provided to the board electronically and were approved without addition or correction. The 3rd Quarter Financial Report was provided electronically by the board and received without objection.

Capital Expenditures

A budget of capital expenditures to complete construction on the Calico Rock Museum & Visitor Center facility was presented to the board electronically. The board unanimously approved the capital expenditures budget:

| | |
|---------------------|-----|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Jill Easton | Yes |
| Olivia Bennett-Bear | Yes |
| Jonathan Moss | Yes |
| Ed Stephens | Yes |
| Freda Hardison | Yes |
| Sue Whittington | Yes |
| Stephen Hicks | Yes |
| Greg Hamby | Yes |

PERSONNEL

In consideration of personnel issues, the board of trustees conducted the following actions by mail. The board was mailed a list of proposed staff bonuses and 2021 staff contracts for their review. Board members were provided ballot and stamped return envelope to vote by secret ballot in consideration of personnel matters.

The board was provided a two-week window to review the materials, vote, and return the ballots.

Staff Bonuses

The board unanimously approved proposed Christmas bonuses for all staff. The board voted by ballot:

| | |
|---------------------|-----|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Jill Easton | Yes |
| Olivia Bennett-Bear | Yes |
| Jonathan Moss | Yes |
| Ed Stephens | Yes |
| Freda Hardison | Yes |
| Sue Whittington | Yes |
| Stephen Hicks | Yes |
| Greg Hamby | Yes |

2021 Staff Contracts

The board unanimously authorized proposed contracts and employment for staff for 2021 and reviewed compensation of employees finding compensation was at or below fair market value. The board voted by ballot:

| | |
|---------------------|-----|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Jill Easton | Yes |
| Olivia Bennett-Bear | Yes |
| Jonathan Moss | Yes |
| Ed Stephens | Yes |
| Freda Hardison | Yes |
| Sue Whittington | Yes |
| Stephen Hicks | Yes |
| Greg Hamby | Yes |

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
JANARY 21, 2021**

Trustees Present

Steven Mitchell, Wayne Wood, Ed Stephens, Mayor Greg Hamby, Freda Hardison, Stephen Hicks, Jill Easton, Olivia Bennett-Bear

Trustees Absent

Jonathan Moss and Sue Whittington

Guests Present

Gloria Sanders

Call to Order

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 10:00 a.m. at the Calico Rock Museum & Visitor Center. A quorum was declared and Vice Chairman Wayne Wood gave a prayer. Recently elected trustees Olivia Bennett-Bear was welcomed and seated on the board.

Minutes and Board Actions

The board actions from November 17, 2020 were approved without addition or correction.

Form 990 and Annual Report

The 2020 Form 990 was reviewed by the board and approved on motion duly made, seconded and carried. The Annual Report was adopted by the board on motion duly made, seconded and carried.

Executive Director Report

Executive Director Gloria Sanders reported progress on window displays and upcoming Main Street projects.

Adjournment

The meeting was adjourned at 10:15 a.m. on motion duly made, seconded and carried. The board toured the museum facilities, including the new heritage museum space, following adjournment.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
April 22, 2021**

Trustees Present

Steven Mitchell, Wayne Wood, Freda Hardison, Olivia Bennett-Bear, Jonathan Moss, Sue Whittington

Trustees Absent

Jill Easton, Ed Stephens, Mayor Greg Hamby, Stephen Hicks

Guests Present

Gloria Sanders

Call to Order

A regular meeting of the board of trustees was called to order by Chairman Steven Mitchell at 10:00 a.m. in the boardroom at the Calico Rock Museum & Visitor Center. A quorum was declared and Vice Chairman Wayne Wood gave a prayer. Sue Whittington was welcomed to the board and introductions were made.

Minutes and Board Actions

The board minutes from January 21, 2021 were approved without addition or correction.

Financial Report

The board received the quarterly financial report, endowment statement, and building project financial report. There were no questions by the board. The balance of the line of credit loan is \$62,525. The chairman asked for authority to transfer \$20,000 from the savings account for payment on the line of credit loan. Authority to transfer funds and to pay on the loan balance was granted on motion duly made, seconded and approved unanimously.

The board discussed renting available space to Aaron and Ashton Lester, who are currently renting space on the upper level for Riverside Pizzeria, to install a bar and pizza restaurant on the lower section of the building. The Lesters asked the foundation to build a deck and ramp at the entrance and install bathrooms. The estimated cost of these improvements would be \$15,000 with monthly rent of \$500. The other option is to use the space for future development as an exhibit space, event space, or meetings. The board adjourned to tour the space and consider the decision. The board resumed session after reviewing the space. With the present finances, the board decided they were unable to make the improvements to the building as requested. If the Lesters would like to proceed with the plan to rent the space without the improvements, the board would welcome them. If they cannot proceed, the foundation will plan future development in that space.

The board also would like to ultimately develop a garden space behind that building and build a

walkway connecting that area with the new deck/outdoor classroom. And, add bathrooms. But, all of that work could be done later rather than sooner.

Executive Director Report

Executive Director Gloria Sanders gave a written report to the board and discussed plans as we continue to transition out of the pandemic and staff our operations.

Programs & Events Review

The board conducted a comprehensive review of programs and events. Trustee Olivia Bennett-Bear recommended the foundation develop an Instagram account to connect with younger people. The board agreed with Sanders' plan to expand our summer hours to be Tuesday-Thursday from 10:00 to 4:00 p.m. and on Friday and Saturday from 10:00 a.m. to 6:00 p.m. The new hours will begin at Sanders' discretion. The board agreed to proceed with Sanders' plans for the Third of July community event and the Living Windows/Lighted Christmas Parade. The board agreed with Sanders' recommendation to forego this year's Native American Weekend and to begin planning for a bigger and better event in 2022.

Discussion on the after-school educational program and the *Explore* magazine will be held during the next quarterly meeting.

Board Performance Review

The board will conduct its bi-annual performance review at the next quarterly meeting. The Chairman challenged each trustee to donate some amount, even if its just \$5, every year so the foundation can tell donors that all of our board contributes.

Personnel

There were no personnel issues to address.

Announcements & Comments by Trustees

The board would like to explore ways to refresh the East Calico Historic District signage because many of them are in disrepair and some areas have been leveled or redeveloped.

The board would also like to pursue land opportunities in the district along Calico Creek that might be used for events or parking.

Adjournment

There being no further business, the meeting adjourned at 12:00 noon

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
RECORD OF ELECTRONIC BOARD ACTION
May 28, 2021**

Issue

The board of trustees considered authorizing leadership to change property and insurance carrier to Mesa Insurance through Sabco Insurance in Salem, Arkansas (Marvine Mills, agent) at an annual premium of about \$3,400.

Record of Board Electronic Vote

The board voted in the affirmative to grant authorization to change insurance providers:

| | |
|---------------------|-----|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Jill Easton | Yes |
| Ed Stephens | NV |
| Stephen Hicks | Yes |
| Jonathon Moss | Yes |
| Freda Hardison | Yes |
| Olivia Bennett-Bear | Yes |
| Sue Whittington | NV |
| Greg Hamby | Yes |

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES HELD ELECTRONICALLY
August 6, 2021**

Trustees Participating Electronically

Steven Mitchell, Wayne Wood, Jill Easton, Ed Stephens, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Jonathan Moss, Sue Whittington, and Mayor Greg Hamby

Guests Participating

Gloria Sanders

The regular third quarterly meeting of the board of trustees was held electronically due to the ongoing COVID-19 pandemic. The board took the following actions:

Consent Agenda

The board of trustees received and approved without addition or correction the minutes from the previous meeting, approved the board's electronic actions, the 3rd quarterly financial report, the building project financial report, and the executive director's report.

Amendment to Policies and Procedures

The board unanimously approved an amendment to Policy #8.1 granting the executive director, hired by the board, the authority to employ a staff of employees and contractors and to strike Policy #8.11 and to re-number remaining policies in section 8.

Re-Election of Trustees

The board unanimously re-elected Wayne Wood and Olivia Bennett-Bear to a three-year term on the board of trustees. Trustee Jill Easton is retiring from the board of trustees and will be recognized for her long service to the foundation and community.

Extension of the Executive Director's Contract

The board unanimously authorized a one-year extension of Gloria Sanders' employment contract as executive director with a 3% salary increase.

The board was presented these issues electronically and were given three days to consider and respond by their electronic vote.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
RECORD OF ELECTRONIC ACTION
September 6, 2021**

Trustees Participating Electronically

Steven Mitchell, Wayne Wood, Jill Easton, Ed Stephens, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Jonathan Moss, Sue Whittington, and Mayor Greg Hamby

The board of trustees conducted the following action electronically:

Expo/Exhibit Center Construction

The board authorized the transfer of \$5,000 from savings to the building fund and to begin construction in the future expo/exhibit center space. Construction of bathrooms, catering kitchen space, serving space, installation of plumbing and electrical, and removal of unnecessary concrete structures was authorized in the action.

Payment on Debt

The board authorized the payment of \$10,000 on the line of credit loan principal at First National Bank of Izard County upon receipt of funds from an ARP grant by the Arkansas Humanities Council.

Balance of ARP Funding

The board directed the balance of ARP grant funding to be deposited into the savings account with an anticipated balance in excess of \$20,000.

The board approved this proposal presented by Chairman Steven Mitchell and Executive Director Gloria Sanders by electronic vote.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
ELECTRONIC BOARD ACTION
October 27, 2021**

Trustees Participating Electronically

Steven Mitchell, Wayne Wood, Jill Easton, Ed Stephens, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Jonathan Moss, Sue Whittington, and Mayor Greg Hamby

The board of trustees unanimously granted authority to the chairman and executive director to negotiate and award a contract for the purchase and installation of a video surveillance system and security alarm system for the museum property with an estimated cost of \$7,000. With the ballots having been cast by the trustees:

| | |
|---------------------|-----|
| Steven Mitchell | Yes |
| Wayne Wood | Yes |
| Jill Easton | Yes |
| Ed Stephens | Yes |
| Stephen Hicks | Yes |
| Freda Hardison | Yes |
| Olivia Bennett-Bear | Yes |
| Jonathan Moss | Yes |
| Sue Whittington | Yes |
| Greg Hamby | Yes |

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
November 19, 2021**

Trustees in Attendance

Steven Mitchell, Wayne Wood, Jill Easton, Ed Stephens, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Sue Whittington, and Mayor Greg Hamby

Trustees Absent

Jonathan Moss

Guests in Attendance

Gloria Sanders

Opening

The fourth quarter meeting of the board of trustees was called to order by Chairman Steven Mitchell at 10:00 a.m. in the boardroom of the Calico Rock Museum & Visitor Center. A quorum was declared. Vice Chairman Wayne Wood led the Pledge of Allegiance and prayer.

Honoring Ed Matthews

The Chairman called for a moment of silence to honor the memory of *trustee emeritus* Rev. Dr. Ed Matthews, who gave the very first donation to the Foundation of \$500 in 2008.

On motion duly made, seconded and carried, the board established the Ed Matthews Scholarship fund to support arts and crafts continuing education with the intent of raising \$10,000 for the fund and to award \$500 scholarships. Guidelines will be developed later.

Reports

The board of trustees received and approved without addition or correction the minutes from the previous meeting, board electronic actions, the quarterly financial report, the building project financial report, and the executive director's written report.

Old Business

Under old business, the board heard a report on construction of The Nook event/expo space. A grant from the Windgate Foundation has been approved. Demolition and framing has been completed. Without objection, the board agreed for construction to proceed on decks and ramps, plumbing and electrical, and finishing with a planned opening in March, 2022 with the dedication of the museum & visitor center.

A grant has been received to sandblast the Main Street Mural and paint the wall a generic color if necessary once the mural is removed. Metal signs to go on the wall were shown to the board.

Metal Rainbow Trout cutouts will be ordered, artists will be secured to paint the trout in designs by the artists, and installed throughout the community as funding allows.

Funding has been secured to replace the large interpretative sign at the entrance to East Calico Historic District just across the Walnut Street bridge and will be installed this month.

The security alarm system and video surveillance system will be installed by Yelcot this month. Without objection, the board agreed to proceed with the foregoing projects.

Employee Bonuses, Raises, and Annual Salary Review

On motion duly made and seconded, the board unanimously approved the Chairman's recommendation on employee raises and Christmas bonuses with one amendment. The board reviewed the employee salaries and determined the salaries and bonuses are in line with fair market value for the area, if not below salary averages in the area.

Enterprise Center

The board granted authority for the installation of an enterprise center with office space available for rent in the back half of the Bluff City Bank Building.

Heating & Cooling Upgrades

The board granted the leadership team authority seek bids and spend up to \$15,000 on replacing and upgrading the heating and air conditioning units at The Marketplace and in The Nook with high efficiency natural gas HVAC systems depending on funding availability.

Recognition of Gloria Sanders

The Chairman recognized Gloria Sanders for ten years of service as executive director of the Foundation. During her tenure, the Foundation has generated \$10 million in revenues and donations, renovated seven historic properties, and begun four productive business ventures. Chairman Mitchell presented Ms. Sanders with gifts recognizing her service.

Recognition of 10 Years' Service and Designation of Jill Easton as *Trustee Emeritus*

The Chairman recognized Jill Easton for ten years of service on the board of trustees and for her generous support of the Foundation, including the creation of the Foundation Endowment Fund. The Chairman presented Ms. Easton with a special gift commemorating her service.

Chairman Mitchell moved, Vice Chairman Wood seconded, and the board unanimously designated Ms. Easton as *trustee emeritus* in recognition of her service. She is the first woman to receive this honor and designation.

November 19, 2021

Meeting Minutes

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Comments & Announcements by Trustees

Ms. Sanders informed the board she is scheduled for knee replacement surgery in mid-December. During her convalescence, she will work from home and assign some duties to Associate Director My Kim Parnell.

Jill Easton thanked everyone for the opportunity to serve on the board. She asked that the Foundation host a "Going Away Party" for Bob and Barbara Carlson who will be relocating to Huntsville, Alabama to be near family. She also said the museum needed a good docent and interpreter program and encouraged the board to establish one for the museum.

With the business having been concluded, the meeting adjourned at 11:00 a.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
January 28, 2022**

HELD ELECTRONICALLY

Trustees in Attendance

Steven Mitchell, Wayne Wood, Ed Stephens, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Sue Whittington, Jonathan Moss, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

Opening

A regular quarterly meeting of the board of trustees was conducted electronically and through mailed ballots due to COVID-19 concerns. Electronic vote tallies are recorded and ballots received have been preserved for the record.

Approval of Minutes

The board of trustees approved the minutes from the November 19, 2021 meeting without addition or correction.

2021 Annual Report and Form 990

The board received and approved the 2021 Annual Report and the 2021 Form 990 that was electronically filed with the Internal Revenue Service and approved by ballot a majority vote.

Art Center Entry

The board authorized spending up to \$7,000 on a new entry at the Tomlinson Art & Science Center with Tom's Glass in Mountain Home by electronic vote.

Voting Yes: Mitchell, Wood, Hardison, Bennet-Bear, Moss, Hicks, and Hamby

Banking Authority Resolution

The board adopted a banking authority resolution to conduct business with First National Bank of IZARD County, to designate the chairman and executive director as authorized signers, to require one signature on normal business functions, and to allow authorized signers to establish accounts with the bank. (Attached) The resolution was adopted by electronic vote.

Trustee Jonathan Moss, an employee of FNBIC, recused himself from consideration, deliberation, and voting of this item of business to prevent a conflict of interest.

Voting Yes: Mitchell, Wood, Hardison, Bennet-Bear, Hicks, and Hamby

Election of Officers

The following trustees were elected unanimously to serve as officers of the board and executive committee members by unanimous ballot:

| | |
|--------------------|---------------------|
| Steven Mitchell | Chairman |
| Stephen Hicks | Vice Chairman |
| Dr. Freda Hardison | Executive Committee |

Election of Trustee

Paul Sugg was nominated for election to a position on the board with his term set to expire on December 31, 2024. Sugg was elected unanimously as a trustee.

The business of the board having been conducted in accordance with the bylaws and policies of the Foundation and a record having herein been recorded.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR MEETING MINUTES
MAY 3, 2022**

Trustees in Attendance

Steven Mitchell, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear (Facetime), Sue Whittington, Jonathan Moss, Paul Sugg, and Mayor Greg Hamby

Absent Trustees

Wayne Wood and Ed Stephens

Guests in Attendance

Gloria Sanders

Call to Order

A regular quarterly meeting of the board of trustees was called to order by Chairman Steven Mitchell at 12:00 noon on Tuesday, May 3, 2022 in the boardroom of the museum. A quorum was declared. An opening prayer was led by Vice Chairman Stephen Hicks and the board recited the Pledge of Allegiance. Dr. Paul Sugg was officially seated on the board and welcomed to service.

Minutes

The board of trustees approved the minutes from the January 28, 2022 meeting without addition or correction.

Written Reports

The quarterly financial report and final building project financial report were received without action. The Foundation has \$94,502.50 among all accounts as of today.

The improvement projects report was also received without action by the board:

THE NOOK: Construction is now complete, the facility is open, and held its first events during the Dedication Ceremony on April 9, 2022.

HEATING & COOLING UPGRADES: The heating and cooling systems in the Tomlinson Art Center and Marketplace have all been completed and are in service.

ART CENTER ENTRY: The entry has been installed and is now in service.

ED MATTHEWS SCHOLARSHIP: A total of \$5,000 has been donated in memory of Ed Matthews and a 15-month certificate of deposit has been opened at First National Bank of IZARD County

MAIN STREET: The banners have been installed on Main Street. The Mural has been painted over and the metal signage has been installed.

ARCHIVES & SCIENCE LAB: The Loft has been enclosed and the Archives is now completed. Completion of the science lab is scheduled for later this year.

ENTERPRISE CENTER: Work on the enterprise center is on a temporary hold to allow Randy to get caught up on some other jobs and allow us to replenish funds.
RAINBOW TROUT PROJECT: This project is on hold and will continue this summer.

Executive Director Report

Executive Director Gloria Sanders reported on assigned staff duties, shared with the board the receipt of \$10,000 in donated equipment from the Bridges program, and a report on upcoming events.

Rescind Endowment Growth Withdrawal Authority

On motion duly made, seconded and carried, the board rescinded the authority of the executive director and chairman to withdraw growth proceeds from the endowment fund for use on building projects. A total of \$21,647.30 in growth proceeds were used.

Sale of 104 Main Street Property

The board considered a formal offer to purchase the 104 Main Street property. This was the first property the Foundation purchased. After considerable discussion, the board took the following actions:

In a 7-1 vote, the board voted to authorize the sale of the property for no less than \$150,000 with terms and stipulations.

In a unanimous vote, the board voted to hire Dale Ivy as real estate agent at a 3.5% commission on the sale of the property.

In a unanimous vote, the board voted to authorize the executive committee to negotiate and finalize a sale of the property with terms and stipulations. The chairman will draft terms and stipulations based on discussion from the board and will circulate them for review by the entire board for additional comment or suggestions before the executive committee enters into final negotiations with any interested parties.

The board unanimously expressed an interest in pursuing future revitalization projects and in working to preserve and expand the economic opportunities available to the community. Additionally, the board unanimously expressed their concern for maintaining the work that has been done to preserve and rehabilitate the town, and do not want to see Calico Rock go backwards.

Personnel

There were no personnel matters to come before the board. The board continues to value the superior work and achievements by Executive Director Gloria Sanders. The board continues to value the ongoing development of a continuity of operations plan for the Foundation for the board and staff.

Resignation of Wayne Wood

Trustee and Former Vice Chair Wayne Wood continues to recuperate from health issues he has suffered for some time. Wood submitted his resignation earlier this year, but it was held until after the dedication. With profound regrets, the board accepted the resignation of Wayne Wood as trustee.

Special Recognition

On motion by the Chairman, seconded and carried unanimously, the board designated Wayne Wood as *trustee emeritus*. The Chairman will present Wayne Wood with a plaque and gift as a token of appreciation from the board for fourteen years of service.

The business of the board having been conducted, the meeting adjourned at 1:38 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**CALICO ROCK COMMUNITY FOUNDATION
BUILDING PROJECT FINANCIAL REPORT**

| REVENUES | | EXPENSES | |
|---------------------------------|---------------------|------------------------------------|---------------------|
| Donations & Grants | \$199,574.01 | Archives | \$844.48 |
| The Nook Grant-Windgate | \$25,000.00 | Awnings & Signage | \$9,892.00 |
| Mid-America Art Alliance | \$17,000.00 | Bricks and Sidewalks | \$5,490.00 |
| Arkansas Arts Council ARP | \$15,000.00 | Building Acquisition-Cheney | \$50,000.00 |
| Transfer from Savings | \$77,706.43 | Building Acquisition-Meierdirk | \$80,000.00 |
| Endowment Growth Funds | \$21,647.30 | Fire Escape | \$2,600.00 |
| Material Donations | \$50,892.69 | Framing & Construction | \$29,860.00 |
| Inkind Labor Donations | \$25,000.00 | Gift Shop Fixtures | \$10,698.00 |
| | | Heritage Center-Electrical | \$4,102.91 |
| | | Heritage Center-Exhibits | \$7,323.50 |
| | | Heritage Center-HVAC | \$6,489.55 |
| | | Interest on Loan | \$6,677.99 |
| | | Landscaping, Gutters & Main Street | \$1,360.00 |
| | | Outdoor Classroom | \$4,225.00 |
| | | Plumbing | \$1,247.00 |
| | | Roof Repair | \$1,500.00 |
| | | Security & Surveillance System | \$6,702.08 |
| | | Supplies & Materials | \$56,342.23 |
| | | The Marketplace-HVAC | \$10,000.00 |
| | | The Marketplace-Remodeling | \$2,390.00 |
| | | The Nook-Construction | \$9,422.00 |
| | | The Nook-Copper Ceiling Tiles | \$6,066.41 |
| | | The Nook-Drywall & Painting | \$4,350.00 |
| | | The Nook-Electrical | \$5,940.48 |
| | | The Nook-Finishing | \$1,600.00 |
| | | The Nook-Fixtures & Appliances | \$5,915.94 |
| | | The Nook-HVAC | \$1,000.00 |
| | | The Nook-Materials | \$5,968.37 |
| | | The Nook-Outdoor Decks | \$6,282.00 |
| | | The Nook-Plumbing | \$6,920.00 |
| | | The Nook-Signage | \$522.50 |
| | | Tomlinson-Entry and Doors | \$6,465.40 |
| | | Tomlinson-HVAC Replacement | \$6,300.00 |
| | | Visitor Center-Drywall | \$2,100.00 |
| | | Visitor Center-Electrical | \$8,502.00 |
| | | Visitor Center-Flooring | \$12,382.00 |
| | | Visitor Center-HVAC | \$9,357.00 |
| | | Visitor Center-Insulation | \$4,500.00 |
| | | Visitor Center-Painting | \$2,830.00 |
| | | Visitor Center-Tin Ceiling | \$12,268.00 |
| | | Visitor Center-Windows & Doors | \$10,242.00 |
| TOTAL REVENUES | \$431,820.43 | TOTAL EXPENSES | \$426,678.84 |
| BALANCE IN BUILDING FUND | \$5,141.59 | | |

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
ELECTRONIC MEETING MINUTES
JUNE 8, 2022**

Trustees Voting

Steven Mitchell, Stephen Hicks, Freda Hardison, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Jonathan Moss, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

An electronic meeting was held with all trustees participating and taking the following actions:

Revised Sale of 100 Main Street

Following an appraisal by Arvest Bank, the value of 100 Main Street was found to be \$134,000. The buyer, Rita Cullison, is unable to obtain financing for the agreed upon price of \$150,000. As a result, Rita has offered a counter-offer of \$134,000. Under the terms of the amended agreement, the Foundation would pay no rent for the facility through the end of the year with a move-out date for The Marketplace of January 15, 2023.

The board voted electronically on whether to accept (yes) or reject (no) the amended purchase agreement for 100 Main Street for \$134,000. The board voted unanimously to accept the amended purchase agreement.

Authority to Purchase 114 Main Street

The owner of 114 Main Street, Brian Decker, has agreed to sell the property for \$100,000 in a bargain sale agreement. The board was presented with a plan to move The Marketplace to the main floor of 114 Main and to build out an enterprise center on the second floor, then to use 104 Main (Bluff City Bank Building) as a future development or rental space. The board voted unanimously to authorize the chairman to negotiate and purchase the property located at 114 Main Street for \$100,000.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
ELECTRONIC MEETING MINUTES
JULY 9, 2022**

Trustees Voting

Steven Mitchell, Stephen Hicks, Freda Hardison, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Jonathan Moss, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

An electronic meeting was held with all trustees participating and taking the following actions:

Receiving Rodman Street Lots

Mark Tew and Linda Boulton have offered three lots along Rodman Street to the Foundation as a gift for the purposes of benefiting the community. The gift includes protective covenants requiring any development to be conducted ecologically-friendly and “green.” The Foundation intends to develop the property as a “green” parking lot, community garden/green space, and electric vehicle charging station. The property includes a portable building that may be moved.

Concerns were raised that the couple will continuously complain that the Foundation is not meeting the “green” requirements set forth in the agreement.

With eight trustees voting in favor and one voting against, the board accepted the property gift and authorized the chairman to enter into agreements and transactions to accept the gift.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
ELECTRONIC MEETING MINUTES
JULY 29, 2022**

Trustees Voting

Steven Mitchell, Stephen Hicks, Freda Hardison, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Jonathan Moss, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

A special electronic meeting was held with all trustees participating and considering two agenda items:

Replacing Windows and Doors in 114 Main Street

With the completion of the purchase of 114 Main Street early next week, the board considered the replacement of the windows, entry and door to the property. The board considered a bid from Mountain Home Glass to install new windows, entry and door with panic hardware for \$15,288 or from Tom's Glass for \$6,761.20. The board unanimously approved the bid from Tom's Door & Glass.

Mini-Splits and Ventilation in 109 Main Street

Riverside Pizza has bought a new building and will be moving out of the Foundation rental at 109 Main Street this fall. The restaurant owners installed a ventilation system and two mini-split units in the building at occupancy. They are prepared to remove those items and repair the roof and ceiling at their cost. They have offered to leave them in the building for a price of \$6,000. A majority of the board declined the offer.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
THIRD QUARTER MEETING MINUTES
SEPTEMBER 15, 2022**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Jonathan Moss, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

The third quarterly meeting of the board of trustees of the Calico Rock Community Foundation was called to order at 11:00 a.m. in the boardroom of the Calico Rock Museum & Visitor Center on September 15, 2022 by Chairman Steven Mitchell with all trustees present. The trustees recited the Pledge of Allegiance and Vice Chair Stephen Hicks delivered a prayer.

Written Reports

The board received and reviewed minutes from meetings held on June 8, July 9, and July 29; the quarterly financial report; and the executive director's written report. The minutes were adopted without addition or correction and the written reports were received.

Old Business

Under Old Business, the board was informed the HVAC improvements at 100 and 104 Main Street continue to be pending due to hold-ups with the natural gas and plumbers. The purchase of 114 Main Street was completed this summer and the Foundation received a gift of two lots on Rodman Street last week. The deck on the front of 114 Main Street will be removed and the lots cleaned up by inmates in October with the Foundation paying for lunch. Tom's Door & Glass has been hired to install a new front door and windows to 114 Main Street. Randy Hiles will be completing a few projects this fall so The Marketplace can move this winter. Work on the enterprise center will likely begin in winter depending on funding.

Policies and Procedures Review

The chairman appointed Jonathan Moss, Olivia Bennett-Bear, and Paul Sugg to the Policies and Procedures Review Committee. The committee recommended extensive updates and corrections to the policies and procedures which were provided in advance to the board for their review. There were no additions or corrections to the committee's recommendations. The changes to the policies and procedures were adopted on proper motion, seconded and carried. The new policies and procedures will be effective January 1, 2023 with a copy being provided to all employees immediately.

Rental Properties

The board was informed 109 Main Street (former pizza parlor) and 104 Main Street (Bluff City Bank Building) will be available for rent. The board discussed rental options and improvements

to the buildings, as well as the type of entities that may be good renters.

Personnel

There were no personnel matters to discuss.

Re-Election of Trustees

The terms of trustees Steven Mitchell, Sue Whittington, and Freda Hardison are expiring on December 31, 2022. Under the bylaws, a trustee may be re-elected to successive terms of service without limitation. Each trustee has indicated a willingness to serve if re-elected. Chairman Steven Mitchell recused himself and left the meeting. Vice Chairman Stephen Hicks assumed the chair to conduct the election. Trustees were re-elected to a three-year term on motion duly made, seconded and carried.

Comments by Trustees

The chair provided the board bids for builder's insurance at 114 Main Street. The board accepted a bid for six months insurance with Lloyd's of London through Sabco Insurance in Salem on motion duly made, seconded, and carried.

The business of the board having been conducted, the meeting adjourned at 11:30 a.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
FOURTH QUARTER MEETING MINUTES
November 17, 2022**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Paul Sugg, and Mayor Greg Hamby

Trustees Absent

Jonathan Moss

Guests in Attendance

Gloria Sanders

The fourth quarterly meeting of the board of trustees of the Calico Rock Community Foundation was called to order at 12:00 noon in the boardroom of the Calico Rock Museum & Visitor Center on November 17, 2022 by Chairman Steven Mitchell. A quorum was present. The trustees recited the Pledge of Allegiance and Vice Chair Stephen Hicks delivered a prayer.

A Moment of Silence to Honor Randy Hiles & Charles Townsend

The Chair delivered remarks sharing the legacy of Randy Hiles and the impact he had on the Foundation and community. The Chair called for a moment of silence to honor the memory of longtime team member Randy Hiles who died in a tragic accident and volunteer Charles Townsend. Following the moment of silence, the board voted unanimously to recognize Randy's contributions with a plaque to be placed on Main Street on motion duly made and seconded.

Written Reports

The board received and reviewed minutes from September 15; the quarterly financial report; and the executive director's written report. The minutes were adopted without addition or correction and the written reports were received.

Old Business

Under Old Business, the board was informed the plumbing has been run and then re-run at 100 and 104 Main Street and inspected. We are still waiting on the natural gas company for final hook-up. The donated lots were cleared and cleaned up in October with special thanks to Mayor Hamby, the city crew, and NCU inmates. They also removed the deck from the front of the building at 114 Main. We are waiting on installation of the new windows and front door from Tom's Glass. The Chair has contact Jimmy Walters who will be building new panels to go over the windows and building stairs inside at the back door. The Chair recommended having gravel hauled into the lots on Main Street, making some electrical improvements, and working on the enterprise center as far as the money in the building fund will go. The board agreed to the plan for the over-the-winter projects on motion duly made, seconded, and carried.

The board was informed 104 Main has been rented for next year and there are two prospects for the former pizza place next year. The Coal House is available as the renter is planning to install an office in their home.

Personnel

The board approved raises for staff members upon the recommendation of the executive director, reviewed all staff salaries and found them to be in line with fair market value, approved a two-year contract for the executive director, and approved staff bonuses on motion duly made, seconded, and carried.

Comments by Trustees

The business of the board having been conducted, the meeting adjourned at 12:55 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
FIRST QUARTER MEETING MINUTES
January 17, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Jonathan Moss, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

Pursuant to Section 5 of Article IV of the Amended By-laws, the first quarterly meeting of the Calico Rock Community Foundation was conducted electronically. Trustees were provided documents necessary for review and approval and were provided three days to respond.

Minutes

The minutes of the November 17, 2022 meeting were submitted to the trustees for review. They were approved without addition or correction.

2022 Annual Report and Form 990 Review

The board of trustees received the 2022 Annual Report and the 2022 Form 990 for review and consideration. It was noted that the Foundation must submit the Form 990 electronically to the Internal Revenue Service. The trustees unanimously approved the Annual Report and Form 990. A written copy of the Annual Report will be provided to each trustee, quorum court members, city council members, donors, key audiences, and made available to the public.

Personnel

There were no personnel issues to come before the board.

The business of the board having been conducted, the meeting adjourned.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SPECIAL CALLED MEETING MINUTES
February 17, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Jonathan Moss, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

Pursuant to Section 5 of Article IV of the Amended By-laws, a special called meeting of the Calico Rock Community Foundation was conducted electronically. A quorum participated.

Replacement of 114 Main Street Roof

After numerous attempts to repair the roof at 114 Main Street, the board was presented an estimate to replace the roof at a cost of \$8,500 by Jimmy Walters. The board voted to accept the estimate and hired Mr. Walters to replace the roof.

The business of the board having been conducted, the meeting adjourned.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SPECIAL CALLED MEETING MINUTES
March 15, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Jonathan Moss, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

Pursuant to Section 5 of Article IV of the Amended By-laws, a special called meeting of the Calico Rock Community Foundation was conducted electronically. A quorum participated.

Approval of Events

The board granted approval for the **Calico Rendezvous** on September 8-9th and **Living Windows** and **Lighted Christmas Windows** on December 9th.

The business of the board having been conducted, the meeting adjourned.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SECOND QUARTERLY MEETING MINUTES
May 9, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Jonathan Moss, Ed Stephens, Sue Whittington, Olivia Bennett-Bear, Paul Sugg, and Mayor Greg Hamby

Trustees Absent

Freda Hardison

Guests in Attendance

Gloria Sanders, My Kim Parnell, and Patricia Kilpatrick

A regular quarterly meeting of the Calico Rock Community Foundation board of trustees was held on Tuesday, May 9, 2023 in the Foundation boardroom. Chairman Steven Mitchell called the meeting to order at 10:00 a.m. and declared a quorum. Vice Chairman Stephen Hicks led Pledge of Allegiance and offered an opening prayer.

Written Reports

The board received the minutes from meetings held by the board on January 17, 2023; February 17, 2023; and March 15, 2023; the quarterly financial report; and the Executive Director's report without addition, correction, or comment.

Under old business, the roof on 114 Main (The Marketplace) has been replaced.

Staff Reports

The Chairman welcomed Associate Director Kim Parnell and Guest Experiences Coordinator Patricia Kilpatrick. They shared the roles and tasks they complete for the Foundation and answered questions from the board.

During discussion, the board directed the staff to secure two large banners for the Christmas events, potentially Calico Rendezvous, and the Solar Eclipse on motion duly made, seconded, and carried.

Program & Events Review

The board reviewed planned programs and events including Meet the Artists, Rocket Into Science, Calico Rendezvous, and the Living Windows/Lighted Christmas Parade and granted authority to continue with these events. Staff have been in contact with three groups about participation in the Calico Rendezvous and have given them until June 1 to decide whether to join this event. Staff were granted authority to cancel this event if there is a lack of participation.

Trustee Ed Stephens encouraged the staff to lead and participate in a revival of the Trick or Treat on Main Street this year since Halloween will be on a Tuesday this year.

Facilities Plan Review

The chairman presented the board a plan for facilities improvements to create a Science classroom/event room, the Economic Center, upgrades to The Nook and Science Center, and the green parking lot. The chairman reported funding had been secured for the construction projects listed in the plan. The board was asked if there were any other projects they wanted to add at this time. Cameras in the science center was added to the plan. The board approved the facilities plan on motion duly made, seconded, and carried.

The chairman recommended the new science classroom/event room be named "Tommy's Clubhouse" in memory of Chef Tommy Tomlinson and in recognition of Gloria Sanders' service to the Foundation. The recommendation was approved on motion duly made, seconded, and carried.

The board designated Stephen Hicks to meet with Al Moreland and Marty Killian, both of whom have bid on the parking lot, to refine their bids and then make a determination on which contractor to complete the project. This action was taken on motion duly made, seconded and carried.

Investments/Windgate Grant Funds

The board discussed market volatility with the endowment fund and low return on investment for both the endowment fund and the savings account. The board considered the investment strategy for long (endowment) and mid (savings) term investments. The board approved the fund distribution plan for Windgate Foundation grant monies on motion duly made, seconded and carried.

Endowment Certificate of Deposit

Jonathan Moss recused himself from discussion on the endowment. The board authorized withdrawing the endowment funds from Thrivent Financial and investing those funds along with funds from the Ed Matthews Scholarship Certificate of Deposit and some general funds into a 15 month certificate of deposit at First National Bank of IZARD County at a rate of 5.00% interest with Steven Mitchell and Gloria Sanders as authorized signers requiring only one signature for transactions. The action as taken on motion duly made, seconded and carried.

Main Street Calico Rock

The board approved a plan to apply for a full Main Street program designation which will entitle the program for \$25,000 per year in grant funds but will require travel to four training sessions per year on motion duly made, seconded and carried. The application will be submitted before June 15. The board fully endorsed the Main Street Calico Rock program and encouraged continued staff and resources to be directed toward the program.

Election of Trustees

Three trustees have terms expiring on December 31: Ed Stephens, Jonathan Moss, and Stephen Hicks. All three have agreed to serve another term if re-elected. On motion duly made, seconded, and carried the board voted to re-elect the three trustees for another three-year term on the board. The three trustees recused from discussion and vote.

Trustee Resignation

Sue Whittington resigned her position with deep regrets due to her health and decisions to move closer to family. The board regretfully accepted her resignation and thanked her for her many years of dedicated service to the board and her years of commitment to the Artisan Cooperative. The board will fill this vacant position after receiving nominations and vetting candidates.

Executive Session

The board adjourned into executive session at the request of the chairman to discuss the Executive Director's contract. The staff/visitors left the meeting. The executive session lasted 10 minutes whereupon the board returned to regular session.

Executive Director Contract

On motion duly made, seconded and carried, the board approved a new contract for services with Gloria Sanders as Executive Director retroactive to May 1, 2023 and expiring on December 31, 2024.

Comments by Trustees

The trustees discussed various ideas and happenings, including the upcoming science center re-imagining and the Solar Eclipse on April 8, 2024. Trustee Ed Stephens recommended the museum getting \$2 bill to be able to use as change at the Artisan Gift Shop to be able to show in the community the impact of the museum as those \$2 bills get circulated (or kept as souvenirs). No action was taken.

The business of the board having been conducted, the meeting adjourned at 12:43 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SPECIAL CALLED MEETING MINUTES
May 25, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Jonathan Moss, Ed Stephens, Olivia Bennett-Bear, Paul Sugg, Freda Hardison, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

A special called meeting of the board of trustees of the Calico Rock Community Foundation was conducted electronically to review and consider the application to become a designated program of Main Street Arkansas. The board was provided a PDF version of the application for review on Monday, May 21, 2023. The board was given three days to review and vote on the application or to recommend any changes.

There were no additions or corrections recommended. All board members voted. The vote was unanimous in approval of the application and the commitment to take whatever action is necessary to become a designated Main Street program.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
ELECTRONIC MEETING MINUTES
June 19, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Jonathan Moss, Ed Stephens, Freda Hardison, Paul Sugg, and Mayor Greg Hamby

An electronic meeting of the Calico Rock Community Foundation board of trustees was conducted on June 19, 2023. The sole item of business was the consideration of the insurance renewal for property and liability coverage. The quote from Mesa Underwriters Specialty Insurance Company (MUSIC) was for \$4,174.56. The coverage would provide \$2,000,000 for liability and the following property coverages:

| | | |
|----------------------|-----------------|-----------|
| Museum Complex | 105 Main Street | \$200,000 |
| Bluff City Bank Bldg | 104 Main Street | \$25,000 |
| Marketplace | 114 Main Street | \$80,000 |

The board determined that replacement cost on the properties was not in the best interest of the Foundation because of the historic nature of the buildings, the likelihood that a major disaster would not totally destroy the rock infrastructure, the fact the buildings and artifacts could not be “replaced” and that there is a need to balance insurability with practicable considerations. There was some discussion on the value placed on the Bluff City Bank Building but the determination was made that the value would cover most losses for the property that had been given to the Foundation by the City.

The board approved the coverages and adopted the quote.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
SECOND QUARTERLY MEETING MINUTES
August 17, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Jonathan Moss, Ed Stephens, Freda Hardison, Olivia Bennett-Bear, Paul Sugg, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders, Cholie Crawford, Jeana Bell

A regular quarterly meeting of the Calico Rock Community Foundation board of trustees was held on Thursday, August 17, 2023 in the Foundation boardroom with all trustees present. Chairman Steven Mitchell called the meeting to order at 12:00 noon and declared a quorum. Vice Chairman Stephen Hicks led Pledge of Allegiance and offered an opening prayer.

Written Reports

The board received the minutes from meetings held by the board on May 9, 2023; May 25, 2023; and June 19, 2023; the quarterly financial report; and the Executive Director's report without addition, correction, or comment.

Staff Reports

The Chairman welcomed Communications Manager Cholie Crawford and Facilities Manager Jeana Bell to the meeting. They reported on the work they do for the Foundation and their goals. The board was impressed with the work they do and the efforts they give.

Old Business

The Chairman reported that \$60,000 was invested in a fifteen-month certificate of deposit with First National Bank of IZARD County and is drawing interest. The endowment account with Thrivent was closed and additional funds were added to those proceeds for the CD.

The Chairman reported construction is complete on the parking lot with Jill Easton working on plans for the green space. Construction is progressing nicely on the Economic Center and Tommy's Clubhouse. The board toured the new economic center construction site prior to the meeting and expressed how impressed they were with the progress. The board authorized a transfer of \$6,000 from the savings account to the building fund for the project on motion duly made, seconded and carried.

Main Street Calico Rock

Main Street Calico Rock has been approved as a designated program with Main Street Arkansas and Main Street America. The board received the written Accreditation Plan for 2024, reviewed in detail the plan, and adopted the Accreditation Plan on motion duly made, seconded and

approved.

The board received and completed evaluation forms during the meeting and returned those to the Chairman who will compile them for the Accreditation Review. The results will be published to the board with the minutes.

Executive Director Gloria Sanders nominated the following individuals for service on the Main Street Calico Rock Advisory Board:

My Kim Parnell, Chair; Linda Havner; Brandy DeLoach Corter; Connie Hart; and Gayle Cooper

The board elected the nominated individuals for service on the Main Street Calico Rock Advisory Board on motion duly made, seconded and carried. The Advisory Board was given authority to establish and appoint committees for the operation of Main Street on motion duly made, seconded and carried.

Eclipse

The board held a lively discussion on plans and considerations for the total solar eclipse that will occur on April 8, 2024. No formal action was taken.

Election of Trustees

Following the resignation of Sue Whittington as a trustee at the last meeting, a position on the board is vacant. Two individuals were discussed for the position: Misty Pannell, a Main Street District Business Owner and long-time supporter of the museum, and Ethan Morehead, a longtime resident and friend of the museum. The board elected Misty Pannell to complete the unexpired term on the board on motion duly made, seconded, and carried. The board was very impressed with the resume of Mr. Morehead and intends to get him involved in future projects and strongly consider him for any future board openings.

Executive Session

On request of the chairman, the board adjourned into executive session to discuss a personnel matter. The board returned from the ten minute executive session and took no action.

Ragball League

Mayor Hamby and Moss reported on a Fall ragball league that is interested in associating with the Foundation as a special project so that they may also be affiliated with the city. The purpose of the affiliation would allow the ragball league to use the scoreboard and for the Foundation and city it would promote healthy community initiatives. On motion duly made, seconded and carried unanimously the Foundation voted to affiliate the ragball league as a special project with no cost or liability to the Foundation or city.

Comments by Trustees

The board expressed appreciation to the staff for their very hard work. The board was informed that IZARD Regional Hospital has a new administrator who is working to make improvements to

the facility. The board agreed the facility is highly critical to the success of the community. The board was invited to a reception for outgoing administrator Kim Skidmore on Sunday from 1-3 at the Riverview Inn.

The business of the board having been conducted, the meeting adjourned at 1:10 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
THIRD QUARTERLY MEETING MINUTES
November 9, 2023**

Trustees Attending

Steven Mitchell, Stephen Hicks, Jonathan Moss, Ed Stephens, Freda Hardison, Olivia Bennett-Bear, Paul Sugg, Misty Pannell, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders

A regular quarterly meeting of the Calico Rock Community Foundation board of trustees was held on Thursday, November 9, 2023 in Tommy's Clubhouse at the Calico Rock Museum & Visitor Center with all trustees present. Chairman Steven Mitchell called the meeting to order at 12:00 noon and declared a quorum. Trustee Paul Sugg offered an opening prayer.

The Chairman welcomed Misty Pannell to the board and officially seated her. Ms. Pannell has received briefing materials prior the meeting. The chairman open the meeting by reciting the mission: "The Calico Rock Community Foundation brings our community together by honoring and preserving our past and preparing for our future." The Chairman noted that the board of trustees, individually and as a whole, have three legal duties: a duty of care, a duty of loyalty, and a duty of obedience.

Written Reports

The board received the minutes from meetings held by the board on August 17, 2023 and October 17, 2023; the quarterly financial report; and the facilities report. The Chairman pointed out sales revenue was adversely affected by weather and economic conditions and expenses were inflated due to increased staff salaries. Steps are being taken to mitigate the loss and improvement has already been seen in Q3. The reports were received without addition or correction.

Executive Director Report

Executive Director Gloria Sanders delivered her quarterly report noting that it was a busy time of year with Mistletoe and Holly, prepping for Living Windows and the Lighted Christmas Parade, and making plans for next year. She applauded the staff for their attendance.

Main Street Calico Rock

Sanders reported from the Main Street Calico Rock Advisory Board and the program.

Solar Eclipse

Sanders reported on Eclipse planning. One of the concerns is the potential closing of Highway 5 from Mansfield, MO to Camden, AR during the Eclipse. She is in contact with state tourism

officials for guidance. The next Eclipse planning meeting is scheduled for Tuesday at 5:30 p.m.

Employee Policy Changes

On motion duly made, seconded and carried, the board adopted changes to employee policies and procedures: rescinded the SIMPLE Retirement Plan, clarified board authority for reductions in force to eliminate positions or reduce staffing, prohibited non-service pets at work and added a dress code, and updated Foundation credit card policies.

Executive Director Contract Extension

On motion duly made, seconded and carried, the board approved a two-year contract for management services as executive director with Gloria Sanders effective January 1, 2024.

Reduction in Force

In response to the third quarter financial losses, the board exercised their duty of care by taking steps to cut costs. After thoroughly reviewing data and the steps that staff have already taken to mitigate the situation, the board considered other options to cut costs. The board regretfully voted to initiate a reduction in force. On motion duly made, seconded, and carried the board voted to eliminate the marketing and communications position effective January 1. The board voted to assign social media and communications duties to current staff members. The board instituted a hiring freeze and hold on new positions pending future board action. The freeze does not prohibit the executive director from filling temporary contract work paid for by grants or special project funding.

Annual Review of Salaries

The board approved Ms. Sanders' staffing recommendations for 2024. The board reviewed staff and contractor compensation and found the compensation to be at or below fair market value. The board authorized a bonus to staff based upon performance as a percentage of sales contingent upon funding availability.

Facility Rentals

Following a lengthy discussion, the board approved a \$50 deposit for future rentals of The Nook and Tommy's Clubhouse with \$25 being refundable if the facility is returned in good condition and with \$25 being retained as a maintenance fee. The board approved a \$50 non-resident rental fee for The Nook and Tommy's Clubhouse, in addition to the \$50 deposit structure.

The business of the board having been conducted, the meeting adjourned at 1:20 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
THIRD QUARTERLY MEETING MINUTES
January 12, 2024**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Paul Sugg, Misty Pannell, and Mayor Greg Hamby

Trustees Absent

Jonathan Moss and Ed Stephens

Guests in Attendance

Gloria Sanders, My Kim Parnell and Gayle Cooper

A regular quarterly meeting of the Calico Rock Community Foundation board of trustees was held on Friday, January 12, 2024 in the boardroom at the Calico Rock Museum & Visitor Center. Chairman Steven Mitchell called the meeting to order at 1:10 p.m. and declared a quorum.

Minutes

The board received the minutes from the November 9, 2023 meeting without addition or correction.

Executive Director Report

Executive Director Gloria Sanders delivered her quarterly report focused mainly on operational changes for the new year with renting The Marketplace building to Cooper's Antiques, bringing all staff under one roof, and making focused improvements to the Artisan Gift Shop and Tomlinson Art Center.

Facilities Report

The Chairman reported work is progressing on the Artisan Gift Shop, Visitor Information Center, and Tomlinson Art Center. The floors in The Nook and ground floor of the Heritage Center will be waxed soon. The drywall at The Lofts Off Main are being finished. Painting, ceiling metal, and finishing will start next week. It is hoped that the Lofts will be available to begin renting in February. The Chairman also recapped rental properties at 104 Main, 114 Main, and 109 Main are rented. The Coalhouse will be available to either rent or use as a conference center soon. A bathroom will need to be installed in 104 Main this spring.

Annual Report & Form 990

The board was provided with the 2023 Annual Report and the 2023 Form 990 for review. The board approved the Annual Report and the Form 990 on motion duly made, seconded and carried.

2024 Proposed Operating Budget

The board reviewed and approved the proposed 2024 operating budget on motion duly made, seconded and carried.

Personnel

There were no personnel matters to come before the board.

Comments by Trustees

There were no comments by trustees.

Board in Recess

The meeting was recessed at 1:30 p.m. The board took a 30-minute recess.

Main Street Arkansas Virtual Accreditation Meeting

After a recess, the board reconvened at 2:00 p.m. for an accreditation standards review meeting held virtually with Main Street Arkansas and Main Street America officials.

The meeting adjourned at 3:00 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
THIRD QUARTERLY MEETING MINUTES
January 12, 2024**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Paul Sugg, Misty Pannell, and Mayor Greg Hamby

Trustees Absent

Jonathan Moss and Ed Stephens

Guests in Attendance

Gloria Sanders, My Kim Parnell and Gayle Cooper

A regular quarterly meeting of the Calico Rock Community Foundation board of trustees was held on Friday, January 12, 2024 in the boardroom at the Calico Rock Museum & Visitor Center. Chairman Steven Mitchell called the meeting to order at 1:10 p.m. and declared a quorum.

Minutes

The board received the minutes from the November 9, 2023 meeting without addition or correction.

Executive Director Report

Executive Director Gloria Sanders delivered her quarterly report focused mainly on operational changes for the new year with renting The Marketplace building to Cooper's Antiques, bringing all staff under one roof, and making focused improvements to the Artisan Gift Shop and Tomlinson Art Center.

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Main Street Arkansas Virtual Accreditation Meeting

After a recess, the board reconvened at 2:00 p.m. for an accreditation standards review meeting held virtually with Main Street Arkansas and Main Street America officials.

The meeting adjourned at 3:00 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary

**BOARD OF TRUSTEES
CALICO ROCK COMMUNITY FOUNDATION, INC.
REGULAR QUARTERLY MEETING MINUTES
May 30, 2024**

Trustees Attending

Steven Mitchell, Stephen Hicks, Freda Hardison, Olivia Bennett-Bear, Paul Sugg, Misty Pannell, Jonathan Moss, Ed Stephens, and Mayor Greg Hamby

Guests in Attendance

Gloria Sanders, Brandie Soden, Denny Elrod

A regular quarterly meeting of the Calico Rock Community Foundation board of trustees was held on Thursday, May 30, 2024, in the boardroom at the Calico Rock Museum & Visitor Center. Chairman Steven Mitchell called the meeting to order at 11:00 a.m. and declared a quorum. Vice Chair Stephen Hicks led the Pledge of Allegiance and gave the opening prayer.

Minutes

The board received the minutes from the January 12, 2024 meeting without addition or correction.

Financial Report

The board reviewed the first quarter financial reports, including the legal ending balances of \$104,015.57 at the end of the first quarter. In operations, the Foundation is running slightly ahead on income and slightly lower than expected in expenses for the first quarter. The financial report was received without addition or correction.

Executive Director Report

Executive Director Gloria Sanders delivered her quarterly report in writing prior to the board meeting which was received without addition or correction.

Introduction of Staff

Ms. Sanders introduced two new members of the staff: Brandie Soden, Guest Experiences, and Denny Elrod, Interpreter/Archivist. They introduced themselves, shared their background, and provided a quick overview of the projects they are working on for the Foundation. The board were excited to welcome them to the team.

Calico Rock Museum & Visitor Center

The final Memorial Bricks that were ordered to correct mistakes that were made by the individuals who ordered the bricks initially should arrive in the next week and will be ready to install. Mayor Hamby will have staff install the bricks soon. The grist mill exhibit will be reimagined because there have been continual issues with the water wheel and pump. The staff are working on a plan to add scents into various exhibit areas.

Main Street Calico Rock

Gloria Sanders and City Clerk Kim Simons attended the Main Street NOW Conference in Birmingham, AL earlier this month representing the community. Our designated program is fully accredited for the current year with recommendations to improve the program for 2025. A subgrant of \$4,000 was used to provide Porta Potties for the Eclipse in partnership with the city and reimbursed through Main Street Arkansas.

The board reviewed the final grant application by Harts Cottage for decks they recently completed to beautify the façade of their property and Main Street. Harts Cottage presented valid receipts in the amount of \$4,370.54. Some receipts that were presented were for invalid items or for received on accounts without line-item expenditures. The board authorized the payment of \$4,370.54 to Harts Cottage to be reimbursed through the Main Street Arkansas program on motion duly made, seconded and passed by a vote of 6 in favor and 3 opposed.

The leadership team recommended a program of grants for painting and refurbishing the façade of the White River Current (Coal House) and Printing Press Café; uniform historic signage; informational signage for each historic property, and the addition of park benches on Main Street as part of our 2024-2025 grant Main Street grants program. The board authorized the grant programs on motion duly made, seconded, and carried.

The First Saturday program has begun with success. While this event may include individuals selling fresh produce, the program will not be operated as a farmer's market.

The board considered whether to resume publication of a magazine promoting the community and reviewed a bid submitted by Crawford Creations for up to \$8,000 for turn-key layout and design of a magazine. Printing bids for a magazine approximate \$5,000-\$6,000. After consideration and discussion, the board decided to not proceed with a magazine at this time on motion duly made, seconded, and carried.

The Executive Director recommended the 2024-2025 Main Street Advisory Board: Brandie Soden, Chair; Gayle Cooper; Brandy DeLoach; Logan Barnes; and Kitty Dockins. A motion was made to confirm the appointments, seconded, and carried.

Rental Properties

Construction is now completed on various projects at the museum complex, a new heater installed in Holly Maria's, repairs to the ceiling at Cooper's Antiques, the new Rodman Street Parking & Garden, and construction of The Lofts Off Main. The total cost of construction projects was just under \$150,000 with a final line of credit loan of \$20,000.

The board discussed improvements to be made behind the Lofts and voted to relocate the Printing Press Café dumpster and the White River Current building on motion duly made, seconded, and carried.

Artisan Gift Shop

There were no issues or questions for Artisan Gift Shop. The board extended their appreciation to Ms. Sanders for the ability to develop and maintain relationships with all key stakeholders, especially the 42 vendors in the cooperative.

Property & Liability Insurance Coverage

The Chairman reported that business owner insurance coverage in Arkansas is seeing a tremendous increase in premium renewals due to a number of major weather losses coupled with post-COVID higher construction costs. The renewal has not yet been provided, but the leadership team anticipates the insurance coverage to see a dramatic increase by as much as double the current premium. The board held a discussion on whether the Foundation could afford to continue insuring the properties and what, if any coverage, the Foundation should maintain. The Foundation buildings are constructed of rock and built with fire walls to prevent fire from spreading between the buildings. The roof lines of the Main Street buildings vary to further prevent spreading between the buildings. If there were a fire or weather catastrophe, the likelihood is the buildings would be gutted but not destroyed. The Foundation has taken a number of steps to mitigate the risk to adjoining property owners and to maintain our properties from liability and negligence or risk to anyone. The board is not in favor of paying higher premiums that would divert the resources of the Foundation and directed the Chairman to research options for the board to consider.

Personnel

In order to maintain accreditation within the Main Street America program, the Chairman moved to amend the Executive Director's contract to meet minimum standards. The motion was seconded and carried unanimously. The amendment will be effective on June 1, 2024.

Trustees

The terms of trustees Olivia Bennett-Bear and Dr. Paul Sugg are set to expire on December 31. These trustees have indicated a willingness to continue to serve. Ms. Bear and Dr. Sugg recused. The board re-elected these trustees for a three-year term on motion duly made, seconded, and carried.

The Chairman advised the need for an executive committee has passed. The by-laws designate the executive director as the secretary/treasurer and authorize the board to elect the officers. A chair and vice chair are required. The chair and executive director work closely as a leadership team. The chair acts as the liaison between the trustees and staff. The board re-elected Steven Mitchell as chairman and Stephen Hicks as vice chairman on motion duly made, seconded and carried.

An Expansion Opportunity: Calico Rock Hardware Store Building

The Chairman reported that the museum is out of space for future growth, despite expanding into the current 14,000 square foot facility just four years ago. The museum has no room to grow since we are "land-locked." The Foundation has the opportunity to purchase the adjoining historic Calico Rock Hardware Company building which has been painstakingly renovated for a

price of \$350,000. The Chairman reported he has applied for a grant from the Windgate Foundation for \$450,000. Following discussion, the trustees authorized the Chairman to enter into a purchase agreement for the building from Onnafay Brewer for \$350,000 if a grant sufficient to cover the purchase price is awarded by the Windgate Foundation on motion duly made, seconded and carried.

Adjourn

The business having been conducted, the meeting adjourned at 1:00 p.m.

Respectfully submitted,
/s/ Gloria Sanders
Secretary