



# Board of Directors Meeting

February 28, 2018 | 10:00 am – 12:00 pm

EDAM Office

## MINUTES

### Attending:

Megan Barnett-Livgard, Matt Brown, Kim Lindquist, Adam Kienberger, Chris Eng (via phone), Christy Lewis, Jeff Rossate (via phone), Erin Sparks, Sean Sullivan, Gene Goddard, Morgan Hill (via phone)

### Absent / Excused:

Erik Hansen, Patrick Connoy

### Staff:

Colleen Ayers, Executive Director

Meeting called to order by Megan Barnett-Livgard at 10:00 am.

## EXECUTIVE COMMITTEE REPORT

- **Financials**

We discovered that Ewald paid themselves for the final invoice in December (approx. \$9,300), which altered the 2017 bottom line; the year ended up at approx. negative \$29,000. The loss was mostly due to multiple management fees for several months and the 50<sup>th</sup> anniversary items. 2018 is mostly on point year to date. Colleen noted that the “true” net income for the Winter Conference is approx. \$7,900 when staff time expense is taken into account.

- **Strategic Plan**

Megan received a draft of the strategic plan from the session facilitator and will do an initial review with the Executive Committee. The draft plan will be distributed for review at the March board meeting.

**Motion made and seconded to approve the January 2018 meeting minutes and financial report.**

**Motion carried.**

## CHAMBER OF COMMERCE MEMBERSHIP TRADE

Megan met with Bill Blazar to discuss the membership trade proposal. It was suggested that we should trade memberships with a legislative focus; the EDAM representative (either the Government Relations committee chair or vice chair) would be allowed to sit on any of their legislative committees and the EDAM membership would be assigned to one of the Chamber’s legislative staffers. Discussion included whether this is a good strategic move, as the Chamber and EDAM are often on different sides of legislative issues.

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### EDAM’s Mission:

To champion Economic Development in Minnesota through professional development, networking, and advocacy.

### EDAM’s Vision:

Be recognized as Minnesota’s vibrant and professional member-driven Economic Development organization.

**Motion made and seconded to trade membership with the Chamber of Commerce in 2018, with a legislative focus, and to re-evaluate in 2019. Motion carried, with 1 opposed and 1 abstention.**

Megan and Chris will follow up with the Chamber to work out logistics.

#### **PROPOSED BYLAWS AMENDMENTS**

The following Bylaws amendments were proposed to Articles V and IX:

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

**Section 1. General Powers.** The property, affairs and business of this Corporation shall be managed by the Board of Directors, who in that capacity shall have one vote each.

**Section 2. Number, Qualification and Term of Office.**

- (a) The number of directors shall not be fewer than nine, nor more than ~~13~~14.
- (b) Terms of the directors shall be for two calendar years. Directors are to be elected for staggered terms so that not all directors are up for election in a given year. No director shall serve more than three consecutive terms (unless elected as an officer of the Corporation). Members are eligible for re-election to the Board after one year of absence from the Board.
- (c) The Commissioner of the Minnesota Department of Employment and Economic Development (or his or her designee) may appoint a director to the Board of the Corporation. The appointed director shall have the same rights as other directors and shall be counted in determining the total number of directors.
- (d) The Minnesota Economic Development Foundation may appoint a director to the Board of the Corporation. The appointed director shall have the same rights as other directors and shall be counted in determining the total number of directors.

### **ARTICLE IX**

#### **COMMITTEES**

**Section 1. Standing Committees.** Standing Committees of the Corporation shall be:

- (a) Member Services Committee.
- (b) Government Relations Committee.
- (c) Marketing and Communications Committee.
- (d) Conference Committee
- (e) EDAM U Committee
- (d) Emerging Professionals Committee

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The Standing Committees will operate pursuant to Committee Charters approved by the Board of Directors which outline the Committees' responsibilities. All Standing Committees are advisory, in that they make recommendations to the Board of Directors. Committees may not independently take action on behalf of the Corporation.

**Motion made and seconded to approve Bylaws amendments as presented. Motion carried.**

#### **CONFERENCE COMMITTEE**

The Minnesota Economic Development Foundation has requested staff assistance with Foundation golf tournament at the Summer Conference, as has happened in the past. The board agreed that it is appropriate for EDAM staff to continue supporting the event by setting up registration on the website/collecting payments. The Foundation should handle all other event planning, coordination, foursome follow-up, etc. Megan will reach out to Tim Korby to set expectations.

The committee would like to produce a "fast facts" infographic to help communicate ROI to potential conference sponsors and exhibitors. Christy Lewis offered to see if her graphic design team at Opus could help produce the piece.

#### **MARKETING & COMMUNICATIONS COMMITTEE**

The committee is working in conjunction with Member Services to create an "elevator pitch" marketing piece to help convey who EDAM is. The question was raised of whether we need a graphic piece to do this, or if it can just be consistent messaging for the Member Services' committee's in-person outreach meetings. There was general consensus that a graphic piece would be useful to support the verbal message. The Member Services committee does not need to wait until this piece is ready to begin their diversity outreach efforts. Megan will work with Tim Johnson to begin to get meetings set up.

**Motion made and seconded to authorize \$340 - \$425 for graphic design to create the marketing piece, but to move forward with outreach meetings now. Motion carried.**

#### **MEDALIST THANK YOU AD**

New pricing/specs for medalist thank you ad options were included in the board packet. The board recommended moving forward with placing a digital ad with the Minneapolis/St. Paul Business Journal, thanking both 2017 and 2018 medalists. The benefit will be removed from the 2018 membership brochure, as we do not plan to run another ad later in the year for medalists who join after the ad has run. This benefit will not be continued going forward.

**Motion made and seconded to allocate up to \$2,200 for a thank you ad recognizing the 2017/2018 medalists in a digital ad in the Minneapolis/St. Paul Business Journal. Motion carried.**

#### **GOVERNMENT RELATIONS COMMITTEE**

There was a request for the board to authorize EDAM's logo being placed on the list of those who endorse the vision of the Minnesota Rural Broadband Coalition. The board reached consensus that this is appropriate.

#### **ADJOURNMENT**

***Motion made and seconded to adjourn. The meeting was adjourned at 11:35 am.***

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