

**HORIZON DRIVE ASSOCIATION
BUSINESS IMPROVEMENT DISTRICT
BOARD MEETING MINUTES
Shaw Construction – 760 Horizon Drive
February 9, 2010- 10:00 am**

A meeting of the Board of Directors (the “Board”) of Horizon Drive Business Improvement District (HDBID) was held on Tuesday, February 9, 2010 at the conference room of Shaw Construction, 760 Horizon Drive, Grand Junction, CO 81506.

Board Members Present

Clark Atkinson, Chairman

Richard Tally – Jan Rohr – Bill Milius – Dale Reece – Chuck Keller – Eileen Blanchard

Also Present

Lynne Sorlye, Clarion Inn

Victoria Patsantaras, District Representative

Teri Cavanagh, Cobb & Associates

Call to Order

The Chairman, Board President Clark Atkinson, called the meeting to order at 10:20 am, and Victoria Patsantaras recorded the minutes.

Welcome & Introduction

The Chairman welcomes all Board Members and apologizes for some Board Members going to Spoons rather than the Shaw location. The Shaw location was selected because Spoons was not available for the Board Meeting, as it changed from regular Wednesday to Tuesday so that Chuck Keller could attend.

Welcome and introduction of Lynn Sorlye. Ms. Sorlye is interested in becoming a board member. The Chair advises that Brenda Brock of Alpine Bank indicated interest in joining the Board, and that an invitation to attend this meeting was sent.

Thanks to Richard Tally, Eileen Blanchard and Dale Reece for their history, long work and continued efforts on behalf of the Horizon Drive District.

The Chairman indicates that the agenda will be followed and hopefully completed by 11:30 and then the workshop will begin. Agenda item III, “purpose of HDBID, Mission & Vision” will be moved to last on the agenda, to lead into the workshop.

General Business

Minutes from the January 13, 2010 Board Meeting were presented for approval. The motion was made by Ms. Rohr, seconded by Mr. Reece, and unanimously passed that the minutes from the January 13, 2010 Board Meeting be approved.

Officer Reports

Treasurer, Mr. Milius and Ms. Blanchard. The Chairman thanks Ms. Blanchard for her work as treasurer and introduces Bill Milius as the newly elected treasurer.

Ms. Blanchard advises that Value Enhancement will complete the 2009 bookkeeping work. A new bookkeeper will need to be selected for 2010 bookkeeping. An audit for 2009 will need to be conducted by Chadwick, Steinkirchner, Davis & Co., P.C. Ms. Blanchard indicates that she turned over the post office duties (picking up invoices) to the Representative, so she is no longer familiar with the location of bank statements and invoices. Ms. Blanchard brought into this meeting three boxes of files, the contents of which she encourages the Board to review before the Representative files them.

The Chairman asks Ms. Blanchard and Mr. Milius to create a procedure to handle the routine bookkeeping and audit functions.

Mr. Milius advises that he has created a procedure for the monthly payables, which he will discuss in detail later in the meeting.

Report of Consultant(s)

Victoria Patsantaras, District Representative

Ms. Patsantaras advises that to keep within the timeframe of the meeting today, she will not reiterate the information contained in her report, submitted to the Board members by email prior to the meeting. However, since her report was sent she has been advised by Parks & Rec that they are unsure the City of GJ budget will allow for replacing and repairing "hardscape" at the interchange, as is required in the Board's opinion and as previously outlined in earlier minutes. Ms. Patsantaras inquired whether the Board had a formal maintenance agreement with the City, such that would outline the responsibilities of the parties and deflect such questions in the future. Mr. Reece and Ms. Blanchard stated there was not an agreement, but that the City had assumed responsibility – the improvements were in the right of way owned by the City. Ms. Patsantaras assured the Board that there is no problem with the City providing landscape and horticultural maintenance; the work will begin as soon as the weather cooperates. She explained that per the January 2010 meeting, she had extended to Parks & Rec supervisor an invitation to visit the Board at the next meeting, March 10, 2010, to discuss the Horizon Drive landscaping areas and that the attendance had been confirmed.

Ms. Patsantaras further advised that per the Chairman's request, she will be working on a 'matrix' to outline an annual calendar setting forth the dates of the reporting responsibilities of the District. She has already spoken with the State, Division of Local Affairs, the Mesa County Assessor, and is awaiting a meeting with the City Attorney's office to finalize a summary to include all levels of reporting. A draft matrix should be available at the next meeting.

The Chairman inquired concerning the City's procedure for appointment of new Board Members. The advertising process is completed as of today, tracking in good time to meet the procedure previously outlined in the January 13 memo Ms. Patsantaras provided to the Board and as reflected in the minutes from the January 13, 2010 meeting.

There were no public comments or results received at info@horiziondrive.net from the Board Member recruitment email and print advertisement placed with the Sentinel. Ms. Patsantaras confirmed that she will draft, by early March, a letter for the Board President to send to the City Clerk with a request for appointment of new directors, leaving the names blank for insertion at the next Board Meeting, so that an appointment may be made before Mr. Tally and Ms. Blanchard's end of term in April.

Report of Consultant(s)

Teri Cavanagh, Cobb & Associates

Teri Cavanagh advises that there is nothing new to report.

Unfinished Business

Board Member Recruitment – Discussion occurred between the Board Members regarding the contacts they made over the last month with potential board members. Board Members reported to the Chairman who they contacted, and the responses. The Chairman requested the Board reach a consensus on who should be appointed, and to do so at the March 10, 2010 meeting, which he will not be able to attend. Ms. Rohr indicates that she will chair the March 10, 2010 meeting in Mr. Atkinson's absence. Mr. Tally and Ms. Blanchard confirm that they will not be asking to remain on the Board. Mr. Reece indicates to the Chairman that he will "stay as long as you need me."

New Business

1. The Chairman reports that the 2010 Budget was filed with the State of Colorado.
2. The Chairman reports that he reviewed the 2008 Audit, which requires approval of the Board. Also, the 2009 Audit needs to occur. Discussion occurred regarding review of the 2008 Audit report and how is the report? Mr. Reece inquires whether the auditor would be able to attend the March 10, 2010 meeting and Ms. Blanchard confirms that Mike Nelson, the CPA working on the audit, would likely be willing to speak to the Board. The Chairman requests the Representative forward to all Board Members the 2008 Audit Report, and request that the CPA, Mike Nelson of Chadwick, Steinkirchner, Davis & Co., P.C attend the March 10, 2010 meeting.

Ms. Rohr moves and Mr. Milius seconds the motion that Chadwick, Steinkirchner, Davis & Co., P.C perform the 2009 Audit. The motion passes unanimously.

3. Payables procedure. Mr. Milius provides a copy of a handout "HDBID Disbursement Procedures" to all Board Members. Discussion occurred relative to the "expense limitation policy" and the decision was made that this policy would not apply to the routine payment of monthly invoices for budgeted and contracted services.

Otherwise the procedure will be adopted as proposed. [The procedure is attached hereto.]

The Chairman requests that at the upcoming March 10, 2010 meeting appropriations be made for the contracted services to be paid in 2010. Ms. Cavanagh is requested to bring costs for 2010, and the others, such as Chadwick...the annual fee will be in the retainer letter, the attorney fees will be as needed and Value Enhancement fees will be minimal. Budgeting already included the representative's contract amount.

4. Formal recommendation of new board members. The Chairman reiterates his request that at the March 10, 2010 meeting the Board vote on the recommendations for appointment, which will be forwarded to the City.

March Board Meeting

The March 10, 2010 board meeting will be held at Hospice Palliative Care – Spoons, conference room 102 from 10:00 am – 12:00 noon.

Meeting Adjournment

The meeting was adjourned at 11:25 am.

Respectfully submitted,

Chuck Keller, Secretary

[date signed March 10, 2010]

*Attachments:
"HDBID Disbursement Procedures"
Agenda*



BOARD MEETING AGENDA
February 9, 2010

- I. Call to Order**
- II. Welcome Guests & Introductions**
- III. Purpose of HDBID, Mission & Vision**
- IV. General Business**
 - a. Approve Meeting Minutes from Previous Meeting**
- V. Officer Reports; Incoming/Outgoing**
 - a. Treasurer Bill/Eileen**
 - b. Other**
- VI. Consultant Reports**
 - a. District Representative – Victoria Patsantaras**
 - b. Communications & Marketing – Teri Cavanaugh**
- VII. Old Business**
 - a. Board Member Recruitment, Applications & Nomination to City Council**
 - b. Other**
- VIII. New Business**
 - a. Engagement of Chadwick Steinkirchner for 2009 Audit**
 - b. Discuss & Approve Procedures for HDBID Disbursements**
 - c. Orientation for New Board Members**
 - d. Next Meeting 3/10 Hospice Facility**
 - e. Other**
 - f. Board Annual Retreat to Follow**
- IX. Adjourn**

HDBID Disbursement Procedures

The following outline is meant to set forth a procedure for the disbursement of the HDBID's funds.

Invoices/bills delivered to the bookkeeper by a HDBID representative by the last day of the month.

Bookkeeper is to prepare checks by the 5th of the month. Also a summary of the checks is to be made and delivered with the checks.

Checks are to be picked up by the treasurer or a signor on the HDBID account by the 7th and distributed by the 10th of the month.

The bank statements should be delivered to the bookkeeper also by the 5th of the month for reconciliation.

A treasurer's report should be prepared by the bookkeeper for the monthly board meeting.

Expense Limitation Policy

The Board approved expense limits at the 12-14-09 meeting as follows:

- 1- Expenses made by the representative, Victoria Patsantaras of \$100.00 or less will be reimbursed upon request.
- 2- Expenses of \$100.00 up to \$500.00 will require the approval of the President.
- 3- All expenses over \$500.00 will require the Boards approval.

It is my recommendation that the proceeding approval be modified as there may be a time when the President is nor readily available and the dollar amounts are confining.

My recommendation would be that any signor on the Bank accounts be authorized in the absence of the President to approve expenses up to \$1,000.00. All amounts over \$1,000.00 should be approved by the Board.