

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