

MINUTES

8:00 AM Wednesday, July 18th, 2018

Denyo Manufacturing Corporation

- 1.) **Welcome, Quorum Determination, Agenda Review:** Chairman Ben Nelson called the meeting to order at 8:01 AM. A quorum of the board was determined to be present. The agenda was reviewed, and no additions or changes were made. The following were in attendance:
 - a. Board: Nelson, Perros, Gibson, Hutzley, Terry, Sleet, Mckinney, Maynard, Tillman, Knight, Williams, Davenport, Ellsworth, Albright, Turbyfill. Board designate: McKay.
 - b. Advisory Partners: Jennifer Kirchner, CVB; Nick Wade, HOD; Mayes, MSP, Jeff Jewel, COC.
 - c. Staff: Lassiter; Peyton.
 - d. Guests: Joey Harris, Denyo Plant Manager; Bobbie Curd, Advocate-Messenger; Gary Chidester, citizen; John Caywood, citizen; Tom Poland, citizen; Jamie Gay, citizen; Tim Kitts, Housing Authority of Danville.

- 2.) **Minutes & Financial Reports:**
 - a. Previous Meeting Minutes: Minutes for meeting on June 20, 2018, were approved on MOTION by Hutzley SECONDED by Gibson.
 - b. Financial Reports: Financial reports as of June 30, 2018, were approved on MOTION by Maynard SECONDED by Albright.

- 3.) **Organizational Action/Information**
 - A. Governance
 - i. Directors/Officers
 - a. Departing Directors: Farewell to departing officers Sally Davenport, Walter Goggin, and Keith Look with many thanks for their service.
 - b. New Directors:
 - 1.) Welcome to Alan Turbyfill for a three-year term commitment to replace Walter Goggin representing BCIF.
 - 2.) Director at Large: McKinney MOTIONED for Kathy Miles to fill the vacancy of Citizen at Large. Davenport SECONDED, and the motion unanimously carried.
 - c. Officer Vacancy: Albright MOTIONED for Treasurer vacancy to be filled by Alan Turbyfill. Ellsworth SECONDED the motion. McKinney MOTIONED for approval by acclamation. Perros SECONDED and the motion unanimously carried.
 - ii Personnel
 - a. VP/COO Vacancy: Lassiter deferred to discussion of new VP candidate(s) to closed session.
 - b. Mileage Reimbursement Policy: Discussion took place on the lack of EDP policy guidelines specific to mileage reimbursement. The option to follow the IRS standard was reviewed with dialogue assessing the standards allowance of “within county mileage” versus daily tracking. The board agreed to allow Lassiter to track his “in

county mileage” over the course of a few months and deferred the decision for further review and discussion in a future meeting.

- iii. Legal Proceeding Clarification: Gibson gave brief discussion on the recent narrowing of questions to be sent for review by legal counsel. Albright MOTIONED for the use of financial funds for legal advice, not to exceed \$1500. Davenport SECONDED the motion and it carried unanimously.
- iv. EDP Memorandum of Agreement (MOA): Discussion of how to proceed with the expired MOA partner agreement. Perros MOTIONED to extend the agreement through the current calendar year and seek legal advice. McKinney noted that the agreement cannot be reinstated by the present board and must be turned over to local governments. Turbyfill presented the option of allowing expiration to stand, and work in process of a new agreement. Original MOTION by Perros was withdrawn.

B. Committee Reports

- i. Members/Purposes: Recommendations were made for Turbyfill to chair the Finance Committee, to work with Scott and Poland. Suggestion of adding a HR professional was discussed briefly. The Marketing Committee was presented as working toward target marketing in line with the Strategic Plan. Gibson and Perros will co-chair the Marketing Committee and are accepting member nominations.
- ii. Reports: Executive, Workforce Development, and Asset Development Committees were described as “up and running”. Handout was provided.

C. Business Development

- i. Website Maintenance: Lassiter gave detailed overview of website(s) maintenance through visual display and noted a \$1500 current credit in maintenance cost.
- ii. Select USA: Lassiter reviewed outcomes of his attendance at recent Summit; including RFI prospect potential joint venture prospect.
- iii. Q2 2018 Project Funnel Graphic: Lassiter noted that Project Funnel remains “in process” with detailed discussion deferred to closed session. Handout was provided.
- iv. Child Daycare Working Group: Tom Pollard reviewed current workings of the Child Daycare Group including affiliate partners and initiative to service short term needs while working to develop a long-term model.

4.) Executive Staff Report:

5.) Closed Session: Lassiter initiated closed session with a reading of KRS 61.810 (1)(g) and KRS 61.810 (1)(f) at 9:29am. Ellsworth MOTIONED to move into closed session. Hutley SECONDED and the motion unanimously carried. McKinney MOTIONED to come out of closed session with no action taken at 10:07am. Maynard SECONDED, and the motion unanimously carried.

6.) Next Meeting: 8:00 AM, August 15th, 2018 at Denyo Manufacturing Corporation.

7.) Adjournment: Williams made a MOTION to adjourn the meeting at 10:10 a.m. Perros SECONDED the motion and it unanimously carried.

Minutes prepared by Jamee Peyton, CVB
Reviewed by Jody Lassiter, EDP.