

**Friends of CUE Board Meeting
Minutes for November 14, 2007**

Attendees (9): Susan Diesel, Julie Ollila, Joyce Vincent, Pat Gill, Gayle Gallagher, Pamela Silver, Stephanie Boraas, Susan Nelson, Barb Bliss

Excused Absences (5): Lori Anderson, Cheryllyne Vaz, Stephanie Brody, John Uban, Phill Lindsay

Staff Attending: Kristen Denzer and Noelle Hechtman

Guests: Alexis Troschinetz, Bill Ohland and Amy Carolan

Attachments: Vacation & Holiday Schedule, Restated Articles of Incorporation, Bylaws, & Kristen's Workshop Update.

The Friends of CUE Board meeting convened at 5:00 p.m. and closed at 6:50 p.m.

- 1) A Social Period was held.
- 2) September 12th and October 10th Meeting Minutes. The minutes were sent out to Board Members to review in advance. Stephanie Boraas moved to approve the September and October minutes, Suze seconded. Motion passed.
- 3) There no changes to the agenda. Suze moved to approve the agenda, Barb seconded. Motion passed.
- 4) Vote on Nominated Board Members. Joyce moved that the slate of nominated board members including Julie Ollila, Gayle Gallagher, Susan Diesel and Stephanie Brody be reappointed for one term, Suze seconded. Motion passed. Joyce nominated Alexis Troschinetz to fill an open term and continue through December 2009, Susan N. seconded. Motion passed.
- 5) Introduction of Noelle Hechtman, Development and Program Coordinator. Kristen introduced Metro Blooms' new Development and Program Coordinator Noelle Hechtman.
- 6) Employee Benefits. It was moved and seconded that all Metro Blooms employees receive vacation proportionate to their hours per week, per the vacation schedule Kristen presented. Motion passed. It was moved and seconded that Metro Blooms employees that work 35 hours per week or more receive six paid holidays per year in accordance to the holiday schedule Kristen presented. Motion passed.
- 7) Articles of Incorporation and Bylaws. Board members discussed the Friends of CUE Restated Articles of Incorporation and Bylaws, changing the name of the nonprofit corporation to Metro Blooms. Potential amendments to the bylaws were considered. Proposals to define the scope of the service area and to add two members of the Board to the Executive Committee, as in the 2006 Metro Blooms bylaws, were discussed but not recommended. Kristen suggested having the Annual Meeting in December so that the budget could be approved. The Board agreed. Stephanie Boraas moved to approve the restated Bylaws, with the edit of a December Annual Meeting, Barb seconded. Motion passed. Joyce asked if the Board wanted to include in the bylaws an article on indemnification, as was in the 2006 Metro Blooms bylaws. Approval of the bylaws with the addition of the indemnification language in the bylaws was moved by Susan Diesel, seconded by Gayle Gallagher. Motion passed. It was moved and seconded to accept the Restated Articles of Incorporation for Friends of CUE as presented. Motion passed unanimously. Joyce mentioned that we should plan to purchase director's insurance, as a good business practice. This will be looked into. Also, Stephanie Boraas was presented with the "Keeping us Honest" award, for rescuing our accounting system and keeping it on track, since she has joined the board.
- 8) Funding Update. Kristen updated the Board on tentative partners and workshop locations for 2008.
- 9) Blooms Awardees Report and Award Stuffing Party. Pat Gill reported on the 1,500+ gardening awards which were given this year. She passed photos of several top gardens, including the Nate Siegel Award (Frank Fitzgerald) and a special garden in the Phillips neighborhood (The Neighborhood Investment Award)--the latter did not qualify for Siegel, as it is not publicly visible. Address and name corrections, from the postcard mailings, are still coming in, but should be completed soon. The awards are being printed on Olde White Astroparch 60 lb. cover stock, in magenta and black ink.. The "awards stuffing party" will be held on Thursday, November 29th, at Joyce's. Barb Bliss and Susan Diesel will arrive at 5:00 to help Joyce Vincent with set-up. Pizza and snacks will be provided. Those helping at 6:00 are: Julie Ollila, Pam Silver, Alexis Troschinetz, Pat Gill and Bill Ohland. Other board members are encouraged to help, as well. Pat was thanked by the board for her hard work on the awards project.
- 10) Blooms Day 2008. Blooms Day 2008 will be held on Saturday, April 26th, at Logan Park Community Center. The director, Angelo Braye, is very easy to work with. The set-up for the event will be the previous evening from 6-8. Julie Ollila will be in charge of the plant society coordination, though she will not be able to attend the event, because of a prior commitment. The committee for Blooms Day will include Joyce Vincent, Barb Bliss, Julie

Ollila, Susan Diesel and Alexis Troschinetz. The March 12th board meeting will be held at Logan, to acquaint all Board members with the facility.

- 11) Sustainability Conference. Susan Diesel reported that the Sustainability Conference seems less and less likely to occur in February, or any other time. She does not plan to make any additional inquiries, but will wait to hear any news.
- 12) Volunteer Hours. Joyce reminded board members to turn in their volunteer hours for 2007 by the end of the December. This is critical information for our funders, to obtain their ongoing support.
- 13) Adjourn. Adjournment was moved by Joyce Vincent, seconded by Stephanie Boraas. Approved at 6:50 p.m.

Respectfully submitted,
Julie Ollila, Secretary

**Metro Blooms Board Meeting
Minutes for November 14, 2007**

Attendees (10): Susan Diesel, Julie Ollila, Joyce Vincent, Pat Gill, Gayle Gallagher, Pamela Silver, Stephanie Boraas, Susan Nelson, Barb Bliss, Alexis Troschinetz

Excused Absences (5): Lori Anderson, Cheryllyne Vaz, Stephanie Brody, John Uban, Phill Lindsay

Guests: Bill Ohland and Amy Carolan

The Metro Blooms Board meeting convened at 6:50 p.m. and closed at 7:00 p.m.

- 1) Consent for Name: It was moved by Susan Diesel, seconded by Stephanie Boraas, and passed unanimously to give the name "Metro Blooms" to "Friends of CUE," an already-existing tax exempt organization (501 (c) 3). A letter will be sent to the state of Minnesota indicating this change. The application to the IRS for the original Metro Blooms organization (incorporated in Sept. 2006) to become a tax-exempt and 501 (c) 3 organization was never made.
- 2) Dissolution. Stephanie Boraas moved to dissolve the September, 2006 Metro Blooms nonprofit organization. Susan Nelson seconded. Motion passed.
- 3) Adjourn. Adjournment was moved by Joyce Vincent, seconded by Pat Gill. Motion passed.

Respectfully submitted,
Julie Ollila, Secretary