

Heritage Alliance
Of Northeast Tennessee and Southwest Virginia
Board of Trustees Meeting
May 12, 2022 at 8:00 am
International Storytelling Center, Jonesborough, TN

Attending: Walter Buford; Charlene Cleveland; Terry Countermine; Fred Counts; Mark Edmonds; Mike Floyd; Hal Hunter; Cari Jarman; Jack Van Zandt; Pat Wolfe

Staff: Anne Mason

BCD: Kim Coker

BCS: Siena Rambo

Absent: Kati Jenkins, Meghan Kieta; Dana York

Meeting was **called to order** at 8:01 a.m., Visitor's Center, by President Fred Counts.

President's Report

1. None at this time.

Minutes

1. Secretary Hal Hunter arrived a little late to the meeting, so Executive Director Anne Mason presented the minutes in his absence. She presented the minutes from the January 27, 2022, Board Meeting and the February 17, 2022, E-Meeting. Anne explained that the E-Meeting info in the packet only included the first email sent by President Fred Counts that opened the meeting and the final email sent by Fred Counts that closed the meeting. The Board Members received the entire email chain in their electronic packet. She asked if there were any corrections or comments. Hearing none, Jack Van Zandt made a motion to accept the minutes from January 27, 2022, as presented. Terry Countermine seconded. All agreed. None opposed. Motion carried. Walter Buford made a motion to accept the minutes from the February 17, 2022, E-Meeting as presented. Mike Floyd seconded. All agreed. None opposed. Motion carried.

Treasurer's Report

Financials

1. **Annual Review:** Treasurer Pat Wolfe introduced Siena Rambo from BCS. Siena presented the latest Financial Review. She said that BCD does a great job with the record keeping and keeps the organization on track. A Financial Review was sufficient for the level of business the Heritage Alliance does. We do not need a full audit.
2. Some changes from 2021 to 2020 included less in terms of fundraiser revenue due to the ongoing pandemic. There was an overall increase in Net Assets from 2020 to 2021 which shows good management from Board and Staff.

3. There was an influx of cash from the closing out of one of the CDs that was put into the main banking account.
4. Siena did not have any comments or recommendations at that time. Everything looked good.
5. Treasurer Pat Wolfe made a motion to accept the Financial Review as presented. Mark Edmonds seconded. All agreed. None opposed. Motion passed.
6. **990:** Pat Wolfe turned the floor over to Kim Coker from BCD to present the 990. Kim said it was consistent with prior years. It has already been filed with the IRS. All the numbers for the 990 come from the Financial Review with BCS. No one had any questions.
7. Mike Floyd made a motion to accept the 990 as presented. Cari Jarman seconded. All agreed. None opposed. Motion passed.
8. **Current Financials:** Treasurer Pat Wolfe presented the current set of financials through April 30, 2022. He explained that the grant from the State of Tennessee for the Chester Inn Museum is a reimbursement grant, so that's how the totals are reflected in the report. The biggest restricted fund we have right now is the Mooneyhan Family Foundation fund.
9. Pat asked if the money left in the Christopher Taylor House Roof restricted fund could be used for other repairs on the building since the roof was fixed. Anne Mason said that it could be.
10. Under Statement of Activities, Anne explained that the Progressive Dinner actually costs less to put on than it appears because we have to pay Celebrate for the rentals and then they send back the cost in a separate check as a donation. This exchange always makes the total cost for the event look about \$1,000 higher than it actually is.
11. On the Variable Budget Statement, Anne Mason commented that Memberships should increase after the Annual Meeting on August 4th. She is also waiting on the final word from the Town of Jonesborough and Washington County when it comes to 2022-2023 FY Appropriations.
12. The Town of Jonesborough has yet to pay the Alliance the additional \$5,000.00 that was voted on by the BMA in December of 2021. Hopefully it will be in soon.
13. Pat asked Kim if she had any concerns with the financials at this point in the fiscal year. She said she did not. There had been some extra expenses with painting the schoolhouse and replacing the HVAC system, those were the biggest line items that were over budget.
14. Pat Wolfe made a motion to accept the financials as presented. Terry Counterline seconded. All agreed. None opposed. Motion passed.

Old Business – President Fred Counts asked if there was any Old Business. Hearing none, he moved on with the meeting.

New Business

1. **Resignation of Board Member** – President Fred Counts explained Kati Jenkins' resignation from the Board of Trustees. Her reasons were presented in her official resignation which she submitted to Fred ahead of the meeting.

2. Kati's resignation means that Dana York can be appointed to fill her vacant seat and be voted on by the Membership in January or February of 2023 at the Annual Meeting of the Membership.
3. The Board had voted to appoint Dana York to the Board of Trustees in an E-Meeting on March 1, 2022. However, under further inspection of the Bylaws, it became clear to Fred and Anne that unless Dana filled a vacant seat on the Board, she would first have to be voted on by the Membership.
4. Mike Floyd made a motion to appoint Dana York to the Board of Trustees to fill Kati Jenkins vacant spot through the end of 2022. Cari Jarman seconded. All agreed. None opposed. Motion carried.
5. **Director's Report:** Anne Mason presented her Director's Report. Pat Wolfe asked Hal Hunter, who is a part of Johnson City's Historic Zoning Commission, for an update on the Ashe Street Courthouse. Hal said the latest plan for the building was supposed to be reviewed by zoning but that it had been pulled. The \$5 million from the State of Tennessee will bring the building up to code and make a workable shell. Not sure what's going to go into it. Hal thinks the current proposal for the building is good. There is some question as to what will happen to the building's National Register status if the 1965 addition is removed. The roof was repaired by Washington County. The State removed the timeline on the \$5 million so there's more flexibility now.
6. **Historic Building Grant Program:** Anne presented an idea that had been proposed to her by Jonesborough Town Administrator Glenn Rosenoff. She said that it was a good idea, but that it needs a lot of serious work. She was honest about the amount of work such a program would add to the Heritage Alliance's already very full plate.
7. Hal Hunter asked if the program would be open to Jonesborough buildings only.
8. Fred said there would need to be designated people to manage the applications for the grant.
9. Hal liked the idea that the grants would be to the historic buildings and not people.
10. Hal said if the program extended beyond Jonesborough, Johnson City homeowners would contribute, but probably not Johnson City government.
11. Terry Countermine suggested that Bill Kennedy be brought onto this project as an advisor.
12. Mike Floyd asked where the idea came from, and Anne clarified that it had come from Glenn Rosenoff.
13. Fred Counts said that he would like to create a Historic Building Grant Program committee to look into this further. Anne Mason, Glenn Rosenoff (Town rep), Fred Counts, Hal Hunter, and Charlene Cleveland would serve on the committee. These meetings will be open to all Board members. Walter Buford made a motion based on Fred's recommendations. Mike Floyd seconded. All agreed. None opposed. Motion carried.
14. Walter Buford expressed that he would like to be on the committee, too. Mike Floyd amended the motion made by Walter. Jack Van Zandt seconded. All agreed. None opposed. Motion carried.
15. The committee will try to meet ahead of the next Board meeting and present an update at that meeting.
16. **Warehouse Roof:** Fred Counts shared that there are some small issues with the roof at the Architectural Salvage Warehouse. They need to be fixed to keep the stock from

getting wet. He is going to try and work with HA volunteer James to get it fixed. Might have to go a little over the budgeted amount for warehouse repairs to do so.

- 17. Check Issue:** Anne Mason shared that she had unfortunately sent out an \$800.00 check without a second signature, which is policy. Any check \$500.00 or more must have a second signature from someone on the HA's account. Anne apologized and said that would never happen again. She wanted to bring it to the Board's attention because it could come back as a finding on the next Financial Review.

Next meeting: Fred Counts said that sometimes the August and September meetings are combined and the August meeting is canceled. He would send out an e-vote closer to the August meeting to see if the Board felt like they should meet then or not. That would allow the absent Trustees, especially new Trustee Dana York, to weigh in.

- Next Meeting: August 11, 2022 – 8:00 am at Visitors' Center

Meeting Adjourned: Pat Wolfe made a motion to adjourn the meeting. Charlene Cleveland seconded. Meeting was adjourned at 9:00 am.

Prepared June 2, 2022: Anne Mason, Executive Director

Submitted June 3, 2022: Hal Hunter, Board Secretary

Fred Counts, Board President

(Note, the Minutes were prepared more than two weeks after the Board Meeting. This was due to illness among the Heritage Alliance staff.)