

**Heritage Alliance**  
Of Northeast Tennessee and Southwest Virginia  
Board of Trustees Meeting  
May 15, 2023 at 5:30 pm  
Visitors Center, Jonesborough, TN

**Attending:** Nick Andrews, Charlene Cleveland; Terry Countermine; Fred Counts; Dana Ensor; Hal Hunter; Meghan Kieta; Pat Wolfe

**Staff:** Anne Mason

**BCD:** Kim Coker

**BCS:** Siena Rambo

**HA Members/Volunteers:** Bob Dunn, Jan Turner

**Absent Board Members:** Mark Edmonds, Mike Floyd, Cari Jarman, Jack Van Zandt

Meeting was **called to order** at 5:35 p.m., Visitors Center, by President Fred Counts.

**President's Report:** Board President Fred Counts shared that the Salvage Warehouse is doing well and has already brought in \$1,000 since it opened the first of April. He also shared that the Heritage Alliance received a NSDAR Preservation Grant for the Duncan House for \$10,000.00.

### **Minutes**

1. Secretary Hal Hunter presented the minutes from the February 20, 2023 board meeting. No corrections heard from the floor. Terry Countermine made a motion to approve the minutes as presented. Dana Ensor seconded. All agreed. None opposed. Motion carried.
2. Secretary Hal Hunter presented the minutes from the March 13, 2023 eMeeting. No corrections heard from the floor. Nick Andrews made a motion to approve the minutes as presented. Terry Countermine seconded. All agreed. None opposed. Motion carried.
3. Secretary Hal Hunter presented the minutes from the March 31, 2023 eMeeting. No corrections heard from the floor. Meghan Kieta made a motion to approve the minutes as presented. Nick Andrews seconded. All agreed. None opposed. Motion carried.

### **Treasurer's Report**

#### **Financials**

1. **Current Financials through March 31, 2023:** Treasurer Dana Ensor presented the current set of financials with Kim Coker from BCD. Kim Coker brought copies of the financials to the meeting.
2. March 31<sup>st</sup> is the mid-way point of the fiscal year. Dana and Kim drew the Board's attention to the fact that Membership renewals are under budget, so membership renewals need to be pushed. Donations are under, too. Both of these categories need attention and pushes from the staff and board before the fiscal year is out.
3. The Wages-Salary line item is currently under because the HA lost a staff member in mid-March.

4. The Progressive Dinner was over expenses in 2022 because separate insurance was required for the buses.
5. Nick Andrews made a motion to approve the financials as presented. Dana Ensor seconded. All agreed. None opposed. Motion passed.
6. **Presentation of 990** – Kim Coker with BCD and Dana Ensor presented the 990 for 2021-2022.
7. Dana Ensor pointed out that her last name needs to be changed in the document and the answer to the “conflict of interest” question on page 7 needs to be changed from “no” to “yes.”
8. Hal Hunter made a motion to accept the 990 as presented with those changes. Terry Countermine seconded. All agreed. None opposed. Motion passed.
9. **Presentation of Annual Review** – Siena Rambo with BCS and Dana Ensor presented the Annual Review for fiscal year 2021-2022. Siena shared that no changes to current policies and procedures need to be made.
10. The change in depreciation of property and equipment between 2022 and 2021 reflects the updates that have been made to Oak Hill School.
11. The bulk of the net assets with donor restrictions come from the Mooneyhan Fund.
12. The breakdown of functional expenses is consistent between years.
13. The increase in cash equivalents between 2022 and 2021 reflects the CD that was cashed out in 2020.
14. Siena worked with Anne Mason and Kim Coker to get the materials together for the review. She met with Anne Mason and Dana Ensor once the review was complete to go over it. The Heritage Alliance is in a good place financially right now.
15. Hal Hunter made a motion to accept the Annual Review as presented. Nick Andrews seconded. All agreed. None opposed. Motion passed.

**Old Business** – None

**New Business**

1. **Charitable Solicitations Oversight:** Executive Director Anne Mason shared that she had submitted the Charitable Solicitations application to the State of TN by the August deadline in 2022, but apparently, she cut it too close and the mailed application did not make it to the appropriate desk in time so the State did not accept it. As a result of this, the Heritage Alliance’s status had lapsed. As soon as Anne realized this, she renewed the application, which came with an \$80.00 fee and submitted a request for a deadline extension for the 2023 application. The Heritage Alliance is in good standing once more. Anne apologized profusely for the oversight. The Board did not take disciplinary action at this time.
2. **Director’s Report:** Anne Mason presented her Director’s Report. Fred Counts shared that he was thankful for John “CanJoe” VanArsdall for tackling the feasibility study for the Christopher Taylor House after he had been searching for a year for someone to complete that task.
  - a. Anne did inform the board that the Chester Inn was having ongoing HVAC issues and that she had spent Sunday night at the site with an emergency crew until 1:30 am. This is covered by the State of TN.
  - b. Anne also shared that Gordon Edwards and Robert Jones have used technology to locate the mass grave from the cholera epidemic in the Old Jonesborough

Cemetery. The HA will present the Town with a formal report and work on a marker for the location.

- c. Anne also shared that there have been few applicants for Megan Tewell's vacated position because of the low pay rate. In fact, that was a vocal criticism on the job posting. Megan Tewell wrote in her exit interview that the work the job required was too much for part time and such low pay.
3. **Fund for Duncan House Repairs** – Anne explained the history behind the creation of the Heritage Alliance Endowment fund in 2015 after the sale of what is today the Lollipop Shop. The idea is that the fund, which currently sits at \$20,049.00, would grow, but it has not. The \$10,000.00 grant from the DAR is a matching grant. It would be a good idea to repurpose some of the money from the Endowment Fund to help with Duncan House repairs. If the HA receives the THC preservation grant, it will be another matching grant at \$4,000.00.
- a. Pat Wolfe wanted to be sure that this could be done legally. He suggested we check with Mark Edmonds to be sure there aren't any strings attached to endowment funds.
  - b. Terry Countermine pointed out that it would use a little over half of the fund for the two projects of the painting and roof.
  - c. Anne said that we have a year to complete the DAR grant.
  - d. Dana Ensor suggested that the endowment info be put on the HA website so that people know it is a fund they can contribute to.
  - e. Nick Andrews suggested that information on the fund be put in the quarterly newsletter.
  - f. No action was taken by the board at this time. Anne will check with Mark Edmonds and the board will vote at a later date.
  - g. The two options for funding the grants are to take it from the endowment fund or cash. The work cannot be deferred any longer.
4. **Oak Hill School Gutter Installation** – Fred shared the two quotes we received to have gutters put back on OHS from Erwin Aluminum and Lowe's. Erwin was much cheaper. They were recommended to be used by Historic Zoning. Pat Wolfe wanted to be sure that this company met with Dr. Kennedy's approval. It does. Anne said that even with the Mooneyhan Fund and the OHS line item in the budget, the gutters will put that line item in the budget over by about \$1,600.00. Dana made a motion to accept Erwin Aluminum's bid for the project. Charlene Cleveland seconded. All agreed. None opposed. Motion passed.
5. **Town & County Board Replacements** – Anne explained the discrepancies between the 2015 and 2018 By-Laws that show term limits for Town & County board members. Terry and Pat have been on the HA board for a long time. Fred asked if they needed to get off the board right away or if they'd be willing to stay for the rest of the year? Both Pat and Terry agreed to finish out 2023. Anne and Fred and the rest of the board will work on presenting the Town Mayor and County Mayor with a list of options for people to be appointed to the HA board. Terry said you want someone who will come to meetings and do the work.
6. **Workload Analysis** – Dana Ensor brought the first eight slides of her Workload Analysis PowerPoint for the Executive Director position. She explained that she'd worked with Anne Mason on the numbers. Cari Jarman and Fred Counts are also on the Workload Analysis committee. Dana cautioned that this information is sensitive to the board and

HA. There can be political repercussions because the analysis might mean stopping activities that people really like. This will result in a performance plan for Anne and the rest of the staff, though, which can be linked to bonuses and raises. It will show us how much we're doing and what can be cut. Anne does the job of two people now and she has to adjust her hours to one full time staff member. Terry recommended that maybe Town Admin Glenn Rosenoff should participate in this, too, because then he would see how much the HA does for Jonesborough.

- a. Jan Turner shared a comment from the floor that she would love to see more tours instead of the Progressive Dinner. There was a suggestion that instead of doing the PD, that the HA take over the Tour of Homes that the Town let go of in 2020.
  - b. There was a mistake in the email about the called Board Meeting for the Workload Analysis. It is scheduled for June 19<sup>th</sup> and not June 12<sup>th</sup> from 5:30 pm to 8:30 pm. Fred Counts will send out a corrected email about this as well as a form to order food. The HA will cover the cost of the food from Main Street Café. Anne has reserved the community room in the Visitors Center for the meeting.
7. **Other New Business** – Fred shared that he had made contact with Mary Bray at the VA to discuss Title VI policies with her and strategies for board diversity. She was recommended by Mike Floyd.

Meeting Adjourned: 6:48 pm

Prepared May 25, 2023: Anne Mason, Executive Director

Hal Hunter, Board Secretary

Submitted May 31, 2023: Hal Hunter, Board Secretary

Fred Counts, Board President