

NMS Special Board Minutes

June 2, 2022

Prepared by Alyssa McCleery

In Attendance: Scott Kempenich, Rusti Payne, Richard Hinthorn – board members, Kelle Cross – guest and Alyssa McCleery – program director

- 1. Proposed Lease Agreement of the Kay County Amphitheater:** It was suggested that Kay County Commissioners seem to believe that they have Newkirk Main Street in a bind but rather the reality is quite different. KCCO needs NMS to operate and manage the amphitheater. KCCO have already stated that they do not have the staff nor the inclination to organize and maintain a reservation system for the county's use of the amphitheater. Failure to allow citizens (many of whom donated to this project) an organized process to use the amphitheater would make the county look inept. As the lease agreement is a new document, the board chose to set it aside at this time and focus on looking at the donor agreement as there were just too many unanswered questions regarding a potential lease agreement. Due to lack of quorum, no vote was held.
- 2. Proposed Donor Agreement of the Kay County Amphitheater:** It was recommended that Item #6 of the agreement be eliminated as it seems to be the holdup of getting the agreement approved. Discussion included that Item #3 contradicted Item #5 and #6. With the elimination of Item#6, one of the contradictions would be resolved. It was explained to board members that NMS is not planning on collecting a "rental fee" but rather an "administration fee". Alyssa mentioned that a million-dollar policy for all amphitheaters events (Item #7) seemed excessive in that Charlie Adams Day is insured for that amount with an average attendance of 1400 people and amphitheater events are expected to average less than 300 attendees. Naming Kay County as the "loss payable party" was also questioned as the terminology NMS' insurance agent used always refer to the "additional insured". An edit was suggested for Item #8 of the agreement to change "and may not be removed without the written permission of Newkirk Main Street." to..."unless damaged beyond repair." At this time, Scott said that he would not be available for the KCCO meeting to be held June 6<sup>th</sup>. It was felt that it was crucial to maintain our spokesmodel for this item and as such, was agreed that Alyssa would attend that meeting to request the item be tabled until June 23<sup>rd</sup>. No vote was held due to lack of quorum

3. **Transfer of Certificate of Deposit funds to the General Fund:** NMS' accountant Lisa Kubik had recommended to the program director that NMS transfer funds from CD#1450 to the NMS general funds account at there was only \$89 in the general funds account. Alyssa stated that she had not been reimbursed on expenses incurred from attending the MS Now conference. However, she requested that \$9,284 be transferred from the CD to the general fund, leaving a balance in the CD of \$15,000. There was discussion regarding whether and when NMS had any fundraisers soon, and it was stated that the next fundraiser would be Charlie Adams Day held in September, but profits are typically not transferred from the special projects account to the general account until December at the earliest. Discussion was also held regarding the penalty rate of early withdrawal and whether the NMS general account was interest bearing. Alyssa also explained that while the city request had been made for \$10 dollars, it would not be approved until a June City Commission meeting and that the amount was spread out in 4 quarterly payments. There were questions regarding what amount of money it took to run NMS from month-to-month and while Alyssa could not give a precise answer, she estimated between 2 and 3 thousand dollars a month. Alyssa also explained that June expenses would be higher than usual as expenses for the MS Now conference had not been fully realized due to the timing of credit card statement issuance and an upcoming required OMSC required training on June 8<sup>th</sup> and 9<sup>th</sup> in Tahlequah. Alyssa agreed to follow up with Mary at Equity Bank where NMS holds their accounts to get answers regarding the penalty rate. Alyssa stated that this was a decision that could not be postponed without further financial harm to NMS, and she would follow through with whatever the board members present decided. As treasurer of NMS, Scott was agreeable to this plan. While no vote was held due to lack of quorum, the board members present agreed that the full amount of the CD should be transferred to the general funds account as no real profits from fundraising would be realized for 6 months or more.
4. **Adjourn:** as there was no quorum present, an official adjournment was not necessary. All items on the agenda were discussed with no action so the meeting was ended.

X Polly Cline, President