



Riverton Community Housing

Board of Directors Minutes – May 11, 2004

Directors present: Steve Bradley, Peter Easterlund, Martha Hurr, Julien Kubesh, Mike Mazzarella, Dave Rugg, Tony Tellijohn, Greg Theissen

Directors absent: May Prombutr

Others present: LoAnn Crepeau, Gary Ellis, Harold Teasdale, Farheen Hakeem

The meeting was called to order at 5:33pm.

Agenda and minutes approval

The agenda was approved. The April 2004 minutes were approved as submitted.

Staff report

- Review of this year's education conference. A suggestion from attendees for next year was to talk about legal issues, particularly expiring tax credits. Looking for an instructor for the topic.
- The Dairy Queen at Franklin is still closed, but is for sale again by the estate of the owner. It would need \$20-30,000 in site improvements, in addition to the purchase price, to re-open.

Motion: To authorize the Executive Director to pursue purchase of the Dairy Queen property. – Mazzarella, Theissen

Vote: Carried unanimously, v.v.

Business

Cole conversion

Teasdale reviewed conclusions from a walk-through done to review the property for sale as an investment property.

Motion: To authorize expenditure of up to \$254,000 in improvements to the Cole property preparatory to sale. –Hurr, Mazzarella

Vote: Carried unanimously, v.v.

Joint Venture

Legal fees are currently about \$2,500.

Rugg reviewed process used to negotiate the organizing documents with NASCO and NASCO Properties; presented the draft Statement of Partner Intent for approval. Discussion resulted in two changes: clarify that each partner's equity stake is a proportion of the value of the property invested in, and so appreciates over time; renumber section 7.6 as 7.7.

Motion: To approve the revised Statement of Partnership Intent. –Hurr, Rugg

Vote: Carried unanimously, v.v.

Discussion of draft Articles of Incorporation; some concern about phrasing to be referred to attorneys. The corporate name will be filled in after balloting is completed.

Motion: To approve the Articles of Incorporation in concept. –Hurr, Rugg

Vote: Carried unanimously, v.v.

Discussion of draft bylaws resulted in two changes being made: in section 4.2.3, replace "favorable review" with "ratification"; in section 8, clarify that the vote is 2/3 of each parent's board of directors.

Motion: To approve the revised bylaws. –Kubesh, Rugg

Vote: Carried unanimously, v.v.

Rugg will make revisions to documents and make updated documents available to the Riverton and NASCO boards. NASCO needs to review and approve the documents before the articles are submitted to the Secretary of State.

Discussed whether to vote for a name for the joint venture as a group or individually. Decided to vote individually.

The meeting was adjourned at 7:34 p.m.

Respectfully submitted,

David J. Rugg

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