

# MINUTES

## NHIA Board of Directors Meeting

July 28, 2015

The meeting was called to order at 7:00pm

### In Attendance

Alison Windram, Ann Williams, Del Williams, Diane Doub, Gail Boyarsky, Jim Worrell, Lindsay Carroll, Meg McCann, Mike Doub, Mike Tapp, Sue Wilkins, Walter Fowler                      Absent: Cliff Carroll

### Approval of Minutes

The final version of June 30, 2015 meeting minutes was reviewed and available for posting to website on July 19<sup>th</sup>.

**Finance Update:** July 2015 NHIA Finance Sheet can be found [here](#). \$400 was paid for attorney fees, no new memberships.

**DECISION:** Approved the Communications budget as documented in the [July 2015 Finance Sheet](#).

- **ACTION: ALL Committees** to email Jim your committee budget requests. **3/24 ON-GOING** Comms sent, Rules has no budget request. **5/28** Missing Ice cream Social (**Sue**), Breakfast (**Gail & Sue**) and Turkey Run (**Walter**); Building & Rental budgets are pending building transfer discussions; Membership will have people donate snacks and not submit a budget. **6/30 ON-GOING 7/28 ON-GOING**
- **ACTION: Jim** to create a DRAFT budget for the board to approve **expenses**. **3/24 ON-GOING 5/28** still waiting on groups to send in their budgets. **6/30** still waiting on budget submissions **7/28** still pending except for Communications budget approved.
- **ACTION: Gail** to make copy of safety deposit key.
- **ACTION: Mike D & building committee** to look at options to reduce cost for Termite and Pest Control **3/24 ON-HOLD** until Building discussions are complete

### Committee Reports

- **Events & Fundraisers– DISCUSSION –**

Ice Cream Social Debrief: 37 people attended. Band was a hit. Future suggestions were to 1) shorten time next year to two hours and 2) do more advertisement in addition to fire station sign, members' email, website & Facebook communication.

Funny Girl Farm on Sat, Aug 8<sup>th</sup>: Meeting location will be at the farm store

- **ACTION:** Alison to write verbiage for Funny Girl Farm event and send to comms team
- **ACTION:** Comms team to send out members email, webpage update and Facebook notice on Tuesday, August 4<sup>th</sup>

Blackwood Farm Park Hike – discussed possibility of including a hike in this year's event calendar but park is still undergoing construction with limited access and days open.

- **ACTION:** Events committee to follow-up on a possible Blackwood Farm Park Hike; **ON HOLD** until 2016

- **Building: Transfer Committee – DISCUSSION –** The NHIA holds the title and raised funds for the land, road easement, original Fire Station and Community Center. The Fire Department built an addition to the Fire Station but holds no title. Repair costs for building are mounting and NHIA lacks funds to cover them all. Topic: Concerns are being expressed questioning 1) giving away the NHIA portion of the \$890,000 property, 2) not enough guarantee that the fire station will stay in the community and 3) not enough emphasis on reverting back to NHIA should the fire station move elsewhere.

#2 & #3 to be addressed within the Transfer Lease Agreement by adding Warranty Deed verbiage directly into lease

#1 had the board members revisiting other options in order to present multiple member choices. Status quo is not a viable option with the limited incoming funds and rising number of repairs. Changes are needed. Options include

**A. NHIA KEEPS the Building & KEEPS the Land; Repairs are made utilizing one or more options below**

Going Forward: Fire Department pays all utilities and building maintenance after 2011 per current lease; to pay for the past repairs, the options are:

1. NHIA pays for all repairs thru fundraisers; needs a lot of membership and community support
2. NHIA raises the Fire Department rent when current lease expires in 2021 to cover repairs (an interim solution will still be needed until then)
3. Fire Department pays for all repairs
4. NHIA & Fire Department negotiate sharing cost of repairs

- B. **NHIA Does NOT KEEP the Building and Does NOT KEEP the Land**
  1. NHIA sells the building as is and land to Fire Department for fair market value; potentially leases back the Community Center
  2. NHIA gives the building as is and land to Fire Department; NHIA gets free lease and maintains total control of the Community Center part of the building (allows NHIA to collect room rentals)
  3. NHIA gives the building as is and land to Fire Department; NHIA gets free lease and maintains limited control of the Community Center part of the building (option currently being investigated by the board)
  4. NHIA sells the property as is outright to someone other than the Fire Department
- C. **NHIA does NOT KEEP the Building but KEEPS the Land**
  1. NHIA transfers the building as is to the Fire Department but keeps the land; NHIA gets free lease and maintains control of the Community Center part of the building
  2. NHIA sells the building as is to the Fire Department but keeps the land; NHIA leases Community Center back from Fire Station

**DECISION:** Approved Gail securing a new lawyer

- **Building transfer document**, unrelated to the lease, is thought missing. – **6/30** Lawyer said it is the transfer of the **General Warranty Deed**, (which also contains the reversion clause back to the NHIA if the land is no longer, used a fire station, rescue squad or emergency services station). ~~Board still thinks there needs to be a doc that states something like “NHIA will deed the property over to the NHFS for \$1 . . . .”.~~
  - **ACTION Gail** to continue to follow up with the lawyer on a property/deed transfer document
- July Lease desired changes
  - Second paragraph – inset the verbiage from the Warranty Deed, “If the Fire Department ceases to use the facility as an independent fire station or emergency services station, the property will revert to the NHIA.”
  - Second paragraph – the transfer document does NOT need a monetary exchange amount.
  - Exhibit A-1 – insert PDF of space drawing into Lessee’s Reserved Area along with the current list.
- June Lease desired changes to the second revision of the Lease Agreement
  - Add a couple of sentences/paragraph to the first paragraph of the lease agreement referencing the perchance or transfer agreement. **DONE**
  - 6(B) – Remove second line (The Use Policy shall be reviewed and approved by Lessee prior to its adoption and implementation by Lessor). **DONE**
  - 6(B) – Add reference to “USE POLICY” addendum that the fire station will create prior to the association signing over the property. **DONE**
  - Section 8 – Add wireless internet access to UTILITIES **DONE**
  - **Exhibit A-1 DONE**
    - **ACTION – Alison & Mike** to create a floorplan as part of to go along with the following list:
 

▪ Kitchen/ kitchen appliances,	▪ Front yard
pots and pans, serving dishes	▪ East End Parking lot
▪ Office (front room)	▪ Front porch
▪ Meeting room	▪ Handicapped ramp Kitchen hall closet
▪ 2 bathrooms	▪ Kitchen hall closet
- **ACTION: Gail** to schedule next members’ meeting after legal documents are finalized by board
- **ACTION - Fire station** to write a “USE POLICY” addendum to attach to the Lease agreement prior to the association signing over the property. This should include the NHIA ability to have or use a sign on the premises to advertise events. Also see RENTAL action to revisit allowing alcohol/beer/wine
- **ACTION: Building committee** to look into upgrading the lighting (request from Elections) - **6/30 Sue** to get quote from an electrician to present to board. **7/28 ON-GOING**
- **ACTION: TBD** to secure NHIA’s insurance for a) fire, b) liability and c) liability coverage for officers and board of directors. NHIA is currently covered under the fire department’s policy, but this would need to change if the relationship between the two organizations changes. **ON-HOLD** until building discussions are decided
- **ACTION: Mike D** to create a PowerPoint presentation to explain in English (vs. Legalese) why the property is being transferred and to cross reference NHIA intents with legal document. To send to Cliff and Mike T for initial review **7/3 DONE**; see [Lease Agreement Overview](#)
- **Rentals:** (no update)
  - **ACTION: Rental Committee** to present a new pricing proposal that covers the cost of the building operations and cleaning supplies based on past usage (a minimum of \$110 was proposed and a keep it simple approach was recommended). **3/24 ON-HOLD** until Transfer discussions have been completed

- ACTION: **Mike T** - if the Fire Station takes over building rental, they will revisit whether alcohol/beer/wine will be allowed (from April Members' Meeting). **ON-HOLD**
- **Communications:** Mike D showed mock-up of a 2-sided, changeable message sign that the comms committee proposed to for upcoming Country Breakfast and Turkey Run. Communications budget was approved so work could begin on signs.
  - ACTION: **Mike & Jim** to build 4 signs to use for NHIA events.
- **Membership:** (no update)
- **Rules:** (no update)

### **New Business**

- **Set Agenda for next board meeting:**
  - **Building Transfer** - Prior to next meeting the request is 1) to hear back from the lawyer and 2) have enough information to take a straw vote on the options

### **Next Board Meeting**

Tuesday, August 25<sup>th</sup> at 7pm at the NHIA Community Center

Meeting adjourned at 8:35pm