

## **Grays Harbor Historical Seaport Authority**

Board of Directors Meeting Minutes for January 23, 2018

Board Members Present; Dave Douglass, Robbie Myers, Laura Rust, David Cottrell, Alex Kluh, Tawni Andrews, Tim Howden

Staff Present; Brandi Bednarik, Mikayla Lavender

Public Present; Bob Esposito, Grant Hoehn, Joani Hoehn

Meeting was called to order by President Dave Douglass at 6:34 p.m.

**MTA** Alex/Tawni-Minutes of the November 28<sup>th</sup> Board meeting. Motion carried.

Dave reported that we have received a completed Board Application Packet from Grant Hoehn. Copies were distributed to Board members for review.

Treasurer's Report- All details of the November and December reports were reviewed and approved by the Finance Committee on 1/23/18. See attached. Tim explained that the numbers are larger because we are approving two months' worth of accounting, as there was no meeting in December 2017. Also, yellow highlighted figures are grant reimbursements.

**MTA** Robbie/Tawni: Payables, Payroll, Credit Card, and After the Fact expenses in the amount of \$303,439.45-Motion carried. **MTA** Robbie/Tawni: Total Transfers in the amount of \$118,615.61-Motion carried. Tim reviewed financials for past 2 months. He happily reported that our long term debt (HC loan) is now under \$500,000.

Staff Reports-See attached Executive Director's report. A draft of Employee Handbook and Policies was distributed. See attached. Wil Russoul was introduced and gave a brief report of his activities and new job as Director of the Aberdeen Revitalization Movement. Discussion was held about checks and balances we have to prevent theft or embezzlement. They include payroll list, auditor and board oversight.

Old Business-Restrictive Covenant/Environmental Update-DOE is working with the Attorney General on lifting our Restrictive Covenant, which could save us a lot of money. Apparently, it was originally recorded improperly.

New Business-Board Retreat-Discussion was held about rescheduling, but nothing was settled. Brandi expressed her thanks to Al Carter, who has officially resigned from the Board. Brief mention of September Gala and HC Birthday, which will be held July 7<sup>th</sup> at Seaport Landing.

Action Items-Discussion of Employee Handbook and Policies. Board was asked to review and email any corrections or questions.

Committee Reports-Executive- Committee will meet with Grant Hoehn to talk about his application to join the Board after tonight's meeting.

**Finance**- See attached minutes from previous meeting. Tim reported that the committee discussed revenue, grant balances, cash flow, and internal controls in payroll department.

**Facilities**-No meeting.

**Marine Operations**-No meeting.

**Development**-No meeting.

**Governance**-Laurie presented the Board with the Seaport's copy of the signed and sealed revised Charter. See attached.

Public Comment-Bob thinks the word "Authority" should be used after the name **Grays Harbor Historical Seaport** in all documents and printed material to maintain consistency.

Mr. Russoul says he appreciates all that the Seaport is doing. Our activities help with his promotional work for the area at large.

**Motion to Adjourn** by Robbie. Meeting adjourned at 7:52 pm.

Respectfully submitted, Laura Rust, Secretary.

Next regular Board meeting is scheduled for February 27, 2018 at 6:30 p.m.