



Mississippi River Parkway Commission
Board of Directors Meeting
Quincy, Illinois
September 21 and 22, 2007

Minutes (approved 11-9-07)

Participants (* Voting Members):

Andy Golfis – Pilot
Don Frerichs – Pilot Emeritus
*Patsy Ramacitti – Pilot Pro-Tem (IA-MRPC)
*Greg Pruitt - Secretary (KY-MRPC)
*Garland Hayes (AR-MRPC)
*Sen. John Sullivan (IL-MRPC)
*Frank Nickell (MO-MRPC)
*Al Lorenz (WI-MRPC)
*Rep. Sheldon Johnson (MN-MRPC)
*Doug Bourgeois (proxy) (LA-MRPC)
*Carol Cox-Buelow (MS-MRPC)
*John Sheehan (TN-MRPC)

Other Participants :

Carol Zoff – Transportation Chair
Nancy Clark – Marketing Chair
Lyn Pilch – National Office
Bob Miller
Alice Burke

Pilot Golfis called the meeting to order at 7:55 am, September 21. A quorum was present.

- **Past Meeting Minutes**

Minutes from August 10, 2007 meeting were reviewed. Motion by Iowa. 2nd by Wisconsin. Minutes approved.

- **2007 Financials:** Pilch reiterated the National Office is reporting using a cash basis. Reviewed Combined Income Statement through September 17, 2007. With no past record of Morgan Stanley account ownership, the cost is shown in the MRPC column. While in better fiscal health than shown in the June 30 report, there is still not enough money to cover the remaining expenses for the year. Pilch offered two plans on covering the expenses: using cash from the Morgan Stanley account or using 2008 assessment fees to cover 2007 expenses.

National Office has received information from MO, IL, IA, WI and AR on when they prefer to be invoiced. The National Office will receive information from the remaining states and invoice accordingly. All invoices will go out in the next quarter. Golfis requests that an effort be made on the state's behalf to pay their assessment by the first of year.

Pilch reviewed the "Aging Summary" which shows states that have not paid their 2007 assessments for the MRPC and MRC. Mississippi reported that they will be paying their remaining \$6,550 which should help cover remaining year-end costs. Their payment should help cover costs for the 2007 budget. The MRC states are expected to pay. Tennessee reported they are getting closer to covering their assessment, but aren't anticipating payment in 2007. Missouri and Kentucky are expecting they will be able to pay their 2007 assessment.

Pilch reviewed the “Actual vs. Budget” section. The expenses noted in the “Annual Meeting” category for \$7,148.25 are from the 2006 Annual meeting, not 2007. Only \$100 is for the 2007 meeting. The Semi-Annual Meeting did make a small profit in 2007. There is currently a deficit of \$4,279.52. This deficit is reflected in unbudgeted expenses under the “Annual Meeting” and \$10,125.05 unbudgeted for “Carlson Retainer” in 2007. Pilch explained this is why there is a concern to cover 2007 expenses. Golfis clarified that the figures present do reflect Minnesota’s back dues being paid, but do not reflect if Mississippi completes payment on their remaining dues. Pilch confirmed this to be true and if Mississippi paid their dues they will have enough income to cover expenses.

Under the “Actual vs. Budget” section, Iowa requested to combine the line items for “Environment and Recreation” and “Agriculture.” Also, the other section marked, “Environment and Recreation” should be removed. Pilch concurred and said they will address this change. Golfis requested that the financial report pages be number consecutively, not based on the title of the document. Pilch noted this request.

Pilch reviewed the “Combined Balance Sheet,” which shows that with the Morgan Stanley account, the organization looked to be in good health. The Executive Committee may want to plan to discuss the Morgan Stanley account and if there should be changes to it, the account’s purpose and the future of the account confirmed in writing.

Golfis clarified that the cash deficit was shown due to cash reporting which carried over 2006 expenses into 2007. The 2008 budget should not have those deficits in place. Reporting shows each state how important their assessment payments are to the health of the organization.

Financial report from September 21, 2007 were reviewed. Motion by Arkansas. 2nd by Illinois. Minutes approved.

- **Annual Meeting Update**

Pilch reviewed the overview of the 2007 annual meeting. This year, each state will report to the attendees not just the board, which gives new attendees the opportunity to meet each state Chair and learn from what the states are achieving locally. Currently, 107 attendees are registered. The Annual Meeting should break even, or generate a small profit.

Iowa noted that the more attendees come when the location is better and more accessible. When selecting a meeting location, Iowa encouraged the location from an airport should be considered as car rental fees can limit the number of attendees per state due to the increased overall expense.

Pilch reported that in each attendees packet was a synopsis of each state’s annual report. Not all states provided reports, but the ones that did are included in the report. A full copy was distributed to each board member for review. The items discussed in the report can be expounded on in the state’s presentation during the meeting.

Pilch discussed that there was a great deal of technical committee time at the Annual Meeting to capitalize on the momentum from the Semi-Annual Meeting and work during the year. In the future, more work could be done outside of the meetings to free up more time. All

committees were reminded to elect a Chair as their first order of business. Pilch noted that unlike the Semi-Annual Meeting, the National Office may not have all of the notes typed up and distributed at the meeting, but that the committee's plans will still be presented at the close of the meeting. These notes will be presented in October. The National Office anticipates that each committee will meet again by the end of the year, but these dates would be set during the committee meetings.

Iowa requests that in the future, the agenda for the morning session as well as all activities during the meeting should be clearly communicated in the agenda.

Golfis added that each speaker should be noted in the agenda, including announcers. Pilch noted that this change can be made in the future.

- **70th Anniversary State Proclamations**
Iowa distributed information on obtaining a state proclamation for the 70th Anniversary for each state. Iowa showed the proclamation obtained by Iowa. Each state should begin working to receive such a proclamation and seek Iowa's council with any questions.
- **Anniversary Seal**
Pilch distributed the 70th anniversary seals that were ordered by each state. If additional seals are needed, each state should contact the National Office with their request. Mississippi requested that an electronic file of the seal be sent and all states agreed they would a copy of the seal electronically. Pilch agreed to send an electronic version of the seal.
- **MRPC Stationary**
Pilch introduced the revised stationary that the National Office created per Iowa's request. Feedback should be given to Pilch prior to the conclusion of the meeting.
- **Nomination /Awards Committee**
Frerichs noted that the Honorary Memberships need to be approved before the Pilot's Banquet, which is that evening, September 21, 2007. The nominees are Al Bohling and JerryENZLER. Motion by Wisconsin. 2nd by Illinois. Nominations approved.

Additional business was tabled for September 22, 2007. Meeting recessed at 8:48am.

Meeting called to order at 4:35pm, September 22, 2007.

- **Standing Board/Executive Meetings**
Pilch introduced some meeting dates for the upcoming Executive Committee and Board Meetings. It was determined to continue with the 1st Friday of the month for the Executive Committee meeting and 2nd Friday of the month for the Board Meeting. The agreed upon dates for the next Executive Committee Meetings are November 2nd, 2007 and March 7th, 2008 at 9am. The agreed upon dates for the next Board Meetings are November 9th, 2007 and March 14th, 2008 at 9am.
- **Nomination /Awards Committee**
Frerichs noted that in the past, regarding the Distinguished Service award had remained a

secret until the Pilot's Banquet. Frerichs noted that this caused some transparency that may not be conducive to the process. Clarifying nominations deadlines should be addressed to make the process open and fair.

Overall, the nomination process should be reviewed and clarified. For the 2007 Distinguished Service Award, Frerichs explained that one nomination came in prior to the deadline and one nomination came in prior to the Nominations Committee Meeting. Since both deadlines were not in compliance with the bylaws, both nominations were accepted. As a result, Frerichs stated that Greg Pruitt was selected by the Nominations Committee as the Distinguished Service winner for 2007.

Iowa noted that in the future, all awards should be approved by a Board motion.

- **MRC & Technical Committee**

Transportation Committee requested \$500-\$1000 to go to the National Mississippi River Trail (MRT). The ERA Committee also requested funding for MRT. The Marketing Committee requests \$1,000 for funding the 70th Anniversary promotion.

Motion by Kentucky to allocate \$1,000 based on budgetary discretion to the MRT. 2nd by Wisconsin. Discussion by Iowa regarding the nature of the funding. Motion approved.

- **Other Business**

Iowa introduced Alice Burke, the new Iowa board representative. Missouri introduced George O'Leary, a stakeholder to the group.

Kentucky indicated that a goal for the MRPC is to expand the meeting attendance as well as the partnership with organizations and stakeholders. Guests and spouses should be welcomed to participate in MRPC meetings. Some committee members may not come from state delegations due to financial restraints and qualified representation. To allow for representation on the committees by spouses and guests, an official plan should be in place for states to follow prior to the meetings. Also, MRPC shouldn't determine who should be Committee Chairs; each Committee should determine their Chairs. People who attend the meetings and Committee meetings should feel welcome to participate and share information. All MRPC members could learn from these new attendees. Therefore, MRPC shouldn't be restrictive of who can attend MRPC meetings and Committee meetings. Kentucky requests a review of the Policy and Procedures handbook by the Bylaws Committee to clarify a custom and use policy as it applies to delegate and guest participation.

Frerichs noted that the Bylaws committee should receive some ideas on what they should consider while reviewing the policy toward delegate and guest participation at the meetings.

Golfis stated he would review the registration fees as their inclusion in the Bylaws.

Kentucky requested a copy of the Policy and Procedures Manual as well as a list of the Bylaw Committee members.

A request was made to add registration policy and delegate vs. guest participation at meetings at the next board meeting.

Illinois motioned to adjourn meeting. 2nd by Wisconsin. Motion adjourned at 5:18pm

Next Meeting: Friday, November 9th at 9:00 a.m.