

**LEBANON MISSOURI MAIN STREET, INC.
BOARD OF DIRECTORS MEETING MINUTES
FEBRUARY 9, 2022**

The Board of Directors of Lebanon Missouri Main Street, Inc. met on February 9, 2022, at 8:00 a.m. at The Rail Restaurant, 123 West Commercial Street in Lebanon, Missouri.

WELCOME AND INTRODUCTIONS

Steve Hite welcomed members to this first meeting of the Lebanon Missouri Main Street, Inc. (LMMS) Board of Directors. He asked the thirteen board members to introduce themselves and share something about their connection to Downtown Lebanon.

ROLL CALL, QUORUM, APPROVAL OF AGENDA

The following board members were present: Melody Allen, Michelle Boyer, Ed Brackett, Kim Breeden, Steve Hite, Jamie Johansen, Ginger Johnson, Ashton Light, Jaiden Offutt, Rebecca Rupard, Danny True, Chris Walters, and Jessie Williams. Absent: None.

Minutes of this meeting were taken by Downtown Business District Executive Director Cynthia Coffman.

OVERVIEW OF THE MAIN STREET PROCESS & THE WAY FORWARD

Steve Hite shared an overview of Downtown Lebanon's history as a business district, its relationship to the City of Lebanon, and the establishment of LMMS as a non-profit organization eligible for additional funding. He went on to describe the community empowerment grant awarded to Lebanon by Missouri Main Street Connection in 2021, and the retention of an executive director to oversee the grant and provide leadership for the revitalization effort.

Hite also explained the Main Street 4-Point Approach to downtown revitalization. He outlined how each of four standing committees focus on one of the points: organization, economic vitality, promotion, and design. The Main Street 101 online training further explains this structure and how it succeeds in transforming main streets across the country, but particularly in smaller, rural towns such as Lebanon.

DISCUSSION AND VOTE ON BYLAWS

Coffman distributed a draft of bylaws which she also had emailed to board members for review prior to the meeting. Hite briefed the Board on some of the key provisions. Ed Brackett moved for approval of the Lebanon Missouri

Main Street, Inc. bylaws as presented, and Melody Allen seconded the motion. There was a unanimous vote to approve the bylaws.

NOMINATION AND VOTE ON 2022 OFFICERS

In his review of the bylaws, Hite explained that there would be four officers of the board and they would comprise an executive team of president, vice president, secretary, and treasurer. He recommended that for the first year the board officers be individuals who had served on the Downtown Business District Advisory Board and were familiar with the duties and responsibilities of a Main Street community. To this end, a slate of officers was moved by Chris Walters and included the following: Steve Hite president; Ed Brackett, vice president; Melody Allen, secretary; and Ginger Johnson, Treasurer. Jamie Johansen seconded the motion, which passed unanimously.

CONFLICT OF INTEREST POLICY

Coffman handed out a draft conflict of interest policy that would apply to members of the board and its committees. She said the policy tracks requirements the Internal Revenue Service has established for tax-exempt non-profit organizations. It is intended to address any concern that members have been allowed to unlawfully or unethically benefit from participation on the board or on a committee. Individuals would be required to sign an acknowledgement of their intent to comply with the conflict policy's requirements. The Board was given four weeks to review the policy before a vote at the March meeting.

BOARD TERMS AND COMMITMENT FORM

Hite explained that the initial LMMS board members would be appointed to one, two, or three-year terms in order to stagger membership. To ensure fairness, each member was asked to draw a slip of paper with the number 1, 2 or 3 written on it. Terms were assigned accordingly, as follows:

One-year terms – Ed Brackett, Kim Breeden, Ginger Johnson, and Jaiden Offutt

Two-year terms – Ashton Light, Danny True, Chris Walters, and Jessie Williams

Three-year terms – Melody Allen, Michelle Boyer, Steve Hite, Jamie Johansen, and Rebecca Rupard

Follow-up board commitment forms are to be given out at board orientation.

BOARD ORIENTATION

Members agreed to hold orientation on February 17 at 8:00 a.m. at First State Community Bank.

PREVIEW OF 2022 EVENT AND MEETING CALENDAR

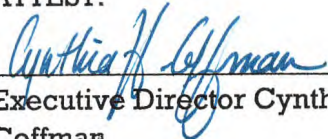
Hite and Coffman reviewed the Downtown Lebanon schedule of events and meetings. Board members were encouraged to attend scheduled events and support downtown businesses.

The next LMMS Board meeting was scheduled for Friday, March 4 at 8:00 a.m. at The Rail Restaurant.

ADJOURNMENT

The meeting was adjourned at 9:43 a.m.

ATTEST:



Executive Director Cynthia
Coffman



Chairman Steve Hite

Minutes
Approved March 4, 2022