

Tierrasanta Foundation

FINAL MINUTES

of the Board Meeting of May 12, 2009

at
the Tierrasanta Community Information Center (TCIC)

Directors in attendance: Eric Germain (President), Roy Colosimo, Lee Campbell, Joyce Muinos, Susan Deininger, Barbara Dubreville, Dick Rees, Scott Hasson, Matt O'Brien (arrived late).

The following were present and were appointed during the meeting: Harry Duffield (Treasurer), BJ McGuire, Aynn McGuire, Larry Murray, Robyn Murray (arrived late).

Guests: Rick Kania, Courtney Quinn, Mabi Hasson, Larry Stein

The Chair called the meeting to order at 6:03 PM. A quorum of eight was present; this grew to fourteen as others arrived and as new members were appointed.

Item 1: Approval of Minutes from April 14, 2009

The Chair presented the April minutes.

Motion: Unanimous Consent

The TF Board of Directors approved the Minutes of April 14, 2009 as written.

Motion: Hasson / A McGuire

B.J. McGuire was appointed to the TF board as a Director with term expiring in 2012.

Passed: 10 - 0 - 0

Motion: Hasson / A McGuire

Larry Murray was appointed to the TF board as a Director with term expiring in 2010.

Passed: 11 - 0 - 0

Item 2: Expansion of TF Board Membership

The following appointments were made:

Motion: Hasson / Muinos

Harry Duffield was appointed to the TF board as its Treasurer with term expiring in 2012.

Passed: 8 - 0 - 0

Motion: Hasson / Rees

Aynn McGuire was appointed to the TF board as a Director with term expiring in 2012.

Passed: 9 - 0 - 0

Motion: L Murray / BJ McGuire

Robyn Murray was appointed to the TF board as a Director with term expiring in 2010.

Passed: 12 - 0 - 0

Item 3: Appoint a new Secretary, Treasurer and/or President

The Treasurer seat was filled in Item 2. The Secretary seat will be filled in June.

Item 4: Chair's Report

The Chair reported that the matter of ownership of the Tierrasanta Community Symbol has been resolved and the TCC has full rights to this symbol. TCC should trademark this symbol.

The Chair reported on the submission of a grant request to County Supervisor Pam Slater-Price for \$5000 to support Taste of Tierrasanta 2009.

The Chair suggested that the TF board consider establishing a buy-in fee for the privilege of serving as a TF Board Member.

Item 5: Treasurer's Report

The Chair reported on the TF's account balances. He noted the administrative close-out of Taste 2008, which left about \$1500 free and clear for expenses as may arrive.

The new Treasurer agreed to file IRS form 8868 in the next few days.

Item 6: Approval of TF Budget for Taste 2009

The Chair passed out a draft budget for Taste 2009 showing the likely expenses based on related numbers from Taste 2008. About \$2500 in near-term expenses will be required by mid-June and TF should approve these.

Motion: A McGuire / Deininger

The TF Board of Directors authorized expenditures not to exceed \$2500 in support of Taste of Tierrasanta 2009.

Passed: 13 - 0 - 0

Item 7: Taste 2009

Discussion was deferred to the Taste board meeting immediately following this TF board meeting.

Item 8: Tierrasanta at the Oscars

The Chair explained TF plans to host an event in February 2010.

Item 9: Checks to Write

In addition to the near-term Taste expenditures the TF should expect to receive grant requests from TVSD. There was discussion on how this should be handled.

Motion: Hasson / BJ McGuire

The TF Board of Directors authorized the Chair and Treasurer to manage the expenditure of TVSD funds held by TF in accordance with the signed grant agreement.

Passed: 13 - 0 - 0

Item 10: TVSD Report

Director Deininger reported on TVSD plans for the Patriots Day parade, for the grand opening of the TCIC, and for the May 18th Ice Cream Social.

Item 11: Concert in the Park Report

Director Rees reported that the USMC band will play at the Rec Center on July 4th or 5th (TBD) and Steely Damned may play there in August. Also, a Mostly Mozart event is still in the works.

Item 12: TCIC Report

Director Campbell reported plans for the grand opening on Patriots Day.

Item 13: TCIC Transfer to the TF

The matter of liability insurance was discussed. The TCC's insurance carrier has determined that each group who wishes to use the facility should have their own liability policy as the TCC's insurance cannot be applied to any other body. Moreover, the property manager requires that whoever signs the license agreement (lease) should carry the liability insurance. The Chair will pursue an affordable blanket insurance policy to cover all users of the TCIC, and Director Aynn McGuire offered to assist in this.

There also was discussion on the draft agreement for the transfer of TCIC management from TCC to TF. Director Hasson, speaking as TCC president, wants the TCIC transferred from the TCC to the TF at the earliest opportunity. Director Campbell noted that the property manager won't be able to conclude a new license agreement (lease) until

sometime in June, so extended discussion at this point would be of limited value.

The following motions were made:

Motion: Campbell / Muinos

The TF Board of Directors should limit discussion of the transfer agreement as there are many details to be resolved that cannot be resolved during the May meeting.

Passed: 14 - 0 - 0

Motion: BJ McGuire / L Murray

The TF Board of Directors, in a non-binding straw poll indicating member sentiment, believes the matter of transferring the TCIC to the TF, and finalizing the associated transfer agreement, are worthwhile endeavors that should be pursued.

Passed: 13 - 0 – 1 (Duffield abstain)

Item 12: Member Comments.

None.

The TF Board Meeting was adjourned at 7:30 PM.

Approved:

Witnessed:

President

Board Member