

## *Minutes*

Those in attendance were as per the attached list.

Initial organizational meeting for the Cardinal Nest Builders (CNB) was called to order at 7:05 p.m. by Kim Stefanski (KS). KS stated that CNB has been properly constituted under the laws of the state of Ohio and given charter and approval by the (Canfield) School District to undertake operation.

KS mention constitution is posted on web site. He also discussed different types of membership to the CNB.

He asked if anyone objected to paying the \$20.00 fee for Active Membership in the group. No negative response was made.

Laurie Moore asked if the CNB is a501(c)(3). KS replied the 501(c)(3) status has been applied for. The CNB has been issued a nonprofit number (20-2812036) and is constituted under the laws of the sate of Ohio. He also stated the CNB complies with the District's new guide lines for booster groups (policy standard 9211).

### **ELECTION OF OFFICERS**

The proposed slate of candidates was as follows:

President - Jim Rousher

Vice President/Project Management - Mike Fagert

Vice President/Fundraising - Mark Sabol

Secretary - Janet Pitzulo

Treasurer - George Bellish

Legal Counsel - Atty. Kim Stefanski

No nominations were received from the floor. Kim Stefanski asked for a show of hands for those in favor of the proposed board members. It passed unanimously.

Although the president of an organization usually conducts the meeting, Kim Stefanski will run tonight's meeting.

KS stated that the board has to maintain corporate formalities (meetings have to be held as designated in the by-laws, minutes have to be taken of meetings, and then posted on the web site). operate as an open organization.

KS stated it is between Jim Rousher and Janet Pitzulo to set the agenda with all various chairpersons.

KS reported that there have been two significant donations made to the organization totaling \$35,000.00. The \$25,000.00 contribution was made for general purposes for the organization; the \$10,000.00 contribution was made for the improvements of the baseball facility.

**Motion:** KS made a motion to designate Farmers National Bank (FNB) as the banking institution for the checking account for the organization. Seconded by Ken Popovec. Passed unanimously.

**Motion:** KS made a motion that FNB be the designated lender for the purpose the of obtaining lending to fund the ongoing renovations as specified in the CNB constitution. Seconded my MS. Passed unanimously.

**Motion:** KS made a motion to give the Treasurer be given authority to make application for a loan through FNB, Canfield, Ohio. Such loan approval to be subject to further action by the board. Seconded my MS. Passed unanimously.

## CONTRACTS AND CONTRACT BIDDING

KS mentioned the conflict of interest policy as part of the CNB constitution and bylaws. He asked the group to be aware of the setting of their meetings with potential vendors as well as donors. KS stated that the board approve Mike Fagert and someone to attend various meetings and events.

## COMMUNITY ORGANIZATIONS

KS stated the board needs to approach other groups for contributions and membership on the board.

KS referred to article IV, section V of the CNB constitution that mentions the five At-Large board positions, that are filled without election. These positions are to be filled by the presidents of the following organizations: Canfield Athletic Boosters., the Canfield Band Boosters, the Gridiron Club, the Soccer Boosters and the Canfield High School Track Boosters. Each of these organizations needs to be contacted and notified of their status with the board and be notified of the minutes of this meeting and provided with notice of the next meeting. Jim Rousher will contact these groups.

Two At Large positions to be filled by executive committee election on a one year rotational basis from other boosters organizations within the jurisdiction of the district.

**Motion:** To nominate (CHS) Baseball group for membership. Seconded my MS. Passed unanimously.

**Motion:** To nominate (CHS) Wrestling group for membership. Seconded my Mike Pavlansky. Passed unanimously.

Three At-Large positions to be filled by community /athletic boosters. Recommend contacting Canfield Rotary, YAYSL Soccer, and Canfield Little Cardinals groups.

**Motion:** To nominate Canfield Rotary Group group for membership. Seconded my MS. Passed unanimously.

**Motion:** To nominate YAYSL Soccer group for membership. Seconded my George Bellish. Passed unanimously.

**Motion:** To nominate Canfield Little Cardinals group for membership. Seconded my

## ADDRESS CHANGE

KS stated the current address for the CNB, which is the high school's address, has to change. Need to designate a post office box or a residence.

**Motion:** Mark Sabol made a motion to rent a post office box to be used as the official address of the CNB. Seconded by Mike Fagert. Passed unanimously.

## LIFETIME TICKETS

KS stated the CNB does not have the authority to issue lifetime tickets to sporting events as stated in the proposed sponsorship packages. The District has to agree to provide those tickets at their cost. CNB needs to present this proposal before the School District in a formal motion for approval.

KS stated Mark Sabol needs to prepare this proposal, show it to CNB board, and then present it to School District board at their February meeting.

Much discussion was held on this issue as well as other free passes issued by the District (i.e. employees, retirees, etc.) and whether these seats will be reserved or general admission.

**Motion:** KS made a motion that reserved seats be issued for football (games) in the sponsorship packages. Mark Sabol (MS) added to the motion that a general pass for all events and two reserve seats for football games be issued as part of the sponsorship packages. Seconded by Bruce Brocker. Passed unanimously.

## NAMING RIGHTS

KS mentioned school board and community concerns regarding this issue (e.g., physical look, size, colors, etc.). Need to establish exactly what contributors will receive for their donations. Mike Fagert will check with Paul McFadden at YSU as to what they give to their sponsors/contributors. Much discussion was held on various sponsorship levels. KS recommended to MS to make a list of do's and don'ts for his fundraising committee. MS asked the board to see him first before contacting anyone who might be a potential donor. Also, he wants to make sure that no more than one person is contacting a potential donor.

## FINANCE COMMITTEE

KS stated he needs to get together with George Bellish and Mark Graham to put together the financial projections in terms of funding. For example, the CNB will need to take a loan to accomplish the replacement of the football field by June (2006). George Bellish & Mark Graham need to make a recommendation for a loan proposal by next meeting.

Mark Graham stated there have been four substantial contributions to the CNB account at Farmers National Bank: an anonymous \$25,000.00 donation; two \$10,000.00 contributions; a \$10,000.00 contribution made to the school district on behalf of the CNB.

Questions were asked how the CNB could obtain the \$10,000.00 donation that was give to the school district. Bruce Brocker stated that any monies disbursed by the school district over \$5,000.00 need to go through the public bidding process. If requests are \$5,000.00 or less, no bids are necessary. It was suggested that this money could be as collateral for a loan.

MS. Passed unanimously.

President Jim Rousher is to contact all of these organizations for membership.

### CHAIRMEN OF VARIOUS COMMITTEES

Finance - George Bellish with Mark Graham

Fundraising/Public Relations - Mark Sabol, Tom Kamenista, Cathy Wirtz

Project Management - Mike Fagert, Kim Stefanski, Ken Popovec,

MS stated he asked Canfield Mayor Bill Kay to attend and be a member. KS stated he could amend the constitution to add the Mayor of Canfield as a board member if necessary.

George Bellish requested a list of board members names and phone numbers.

MS stated the best source of info for the public is the web site. We will also get information to *Town Crier* regarding meeting dates, etc.

Mike Kelly asked how the board will handle stipulation set forth by some donators. KS said a good response is: "We don't have the authority to do that." Tell them we need (school) board approval as it's their property. There are no guarantees that their requests, etc. can be met.

Jim Rousher asked if Mike Fagert has the approval to go out and research turf installers. It was stated that he does. But he and his committee have to bring their recommendations to the board for approval.

Mike Fagert showed conceptual printouts of the additional seating proposed for the stadium.

Next meeting date will be Tuesday, February 7, 2006 at 7:00 p.m. in the CHS cafeteria.

**Motion:** Mark Sabol made a motion to adjourn the meeting at 8:21 p.m. Seconded by Ken Popovec. Passed unanimously.