



**Old Town Triangle Association
Board Meeting Minutes**

Date & Time: Tuesday, October 14, 2014 7:00 P.M.
Location: 1763 N. North Park Avenue—OTTA North Room

The October 14, 2014 regular meeting of the OTTA Board of Directors was called to order by President Rick Rausch, at 7:04 P.M. A Quorum was present.

Directors Present: Rick Rausch, Karen Pfendler, Diane Gonzalez, Chris Huff, Anne Giffels, Robert Jones, Lance Hornaday, Claire Leaman

Directors Absent: David Pfendler, Robert Gibbs

Others Present: Shannon Waterfield, Lynn Krohn, Sharon Trost, Todd Humes, Phillip Graff, Tom Leibig, Alan Naragon, Patti Danos, Deb Early, Scott Early

1: Approval of Minutes: Secretary K. Pfendler moved to approve the 9-14-14 Board minutes as redacted from the secretary's notes, a complete audio file of the meeting, and Board member corrections—VP Jones 2nded... motion carried.

2: Old Business:

A) Director Hornaday moved that the Bylaw Amendment, if passed, take effect January, 2016...President Rausch 2nded...motion was approved

B) President Rausch moved to approve the *Immediate Family Bylaw Amendment* that was noticed to membership...Director Hornaday 2nded. Board discussion was next. At this Point the President moved to take a temporary adjournment to allow for audience input regarding the proposed amendment. He was setting aside 15 minutes for this audience input with 2 minutes allotted to each speaker. If there was a need to extend the time period the board could do that. Director Huff agreed to be the time keeper. The proposed amendment was read into the record by the President: Proposed Bylaw Amendment. Amend by inserting a new #9 in Article V, Section II: "In order to protect the integrity of the Board and to avoid perceived or actual conflicts of interest, no qualified member may be elected or appointed as an officer or director if a member of their immediate family is a current or slated officer, director or employee. Immediate family is defined as an individual's parents, spouses, siblings and children or those living at the same address." Board & audience discussion ensued. The meeting was called back to order after 7 minutes of discussion: The Secretary then did a roll call vote: **Treasurer Leaman** voted **Yes**...She wishes the record to reflect that she prefaced her vote of **Yes** by saying that she "far preferred that this not be a bylaw amendment but rather a policy as originally proposed"; **Director Hornaday** voted **Yes**; **Director Huff** voted **No**; **VP Jones** voted **No**; **Director Gonzalez** voted **No**; **Director Giffels** voted **No**; **Secretary K. Pfendler** voted **No**; **President Rausch** voted **Yes**. **Director D.Pfendler** submitted a **No vote** by proxy. No objections were raised to this proxy submission. The proposed amendment needed **two thirds (2/3)** majority for approval...the total was **3 Yes** votes, **6 No** votes...the vote to approve the proposed *Immediate Family Bylaw Amendment* failed.

3: Treasurer's Report: Treasurer Leaman, *September 1, 2014 thru September 30, 2014* as follows: **Income: \$11,447.84; Expenses: \$16,762.98; Net Income: -\$5,315.14.** The report is always approved as resented.

	month	YTD	budget	
	Sep 14	Aug '14 - Sep 14	Annual Budget	
Ordinary Income & Expense				<u>month notes</u>
Income				
001 - Association Revenue	1,133.52	1,487.01	rent \$1k, int earned, old merch sold	
019 - Program Revenue	10,139.32	12,699.69	\$5k art school, \$1.4 dues, oktoberfest	
200 - Neighborhood Improvement (Parks/parkways/trees/tr	0.00	75.00		
250 - Fund Raising Events	175.00	225.00		from otaf 2014 auction
Total Income	11,447.84	0.00		
Gross Profit	11,447.84	0.00		
Expense				
060 - Association Expenses	6,851.62	12,111.38		\$6k salaries
050 - Occupancy Expenses	2,025.14	3,556.14	maintenance \$1k, condo assess \$770	
040 - Program Expenses	6,797.04	12,591.88		oktoberfest \$5k
230 - Neighborhood Improvements	1,089.18	5,400.16		
300 - Art Fair Expenses	0.00	140.50		
Total Expense	16,762.98	33,800.06		
Net Ordinary Income	-5,315.14	-33,800.06		
Net Income	-5,315.14	-33,800.06		

4: President's Report: President Rausch gave a heads up regarding a banner that could be displayed for the *On the Table* and other Triangle events. Director Giffels is working on constructing said banner. A couple of months ago a member requested a copy of the voting membership list. The President asked that until such time as the board makes a definitive decision on how to respond to this type of request, that Leslie is directed to tell the member(s) they may look at the list in the office. Director Giffels & VP Jones added that the members can make their own copies and the President agreed they could make their own list. VP Jones indicated they could use their phone to take pictures of the list. Members will need to give a written reason for wanting to view the voting member list. Leslie will also keep a written list of which voting members ask to see this list and indicate in writing the reasons for why they wished to see/make their own copy of the voting membership list.

5: BUDGET PRESENTATIONS: Capital Improvements and NIC presented their budget requests. After their presentations the board discussed what adjustments to all committee requested sums needed to be made in order to arrive at a balanced budget. Cuts were made to requested amounts in almost all areas of the budget. A balanced budget was achieved. The Treasurer made a motion that we make the changes that were discussed to the budget and that we also agree that the \$30,000 for Capital Improvements (windows) will come out of our reserves (savings) as this will represent a planned overspend. Director Giffels 2nded the motion...motion was approved.

CAPITAL IMPROVEMENTS BUDGET REQUESTS FOR 2014-15

Goals

- Follow through on building assessment

Budget Request

- Window replacement
 - Received 3 complete bids for entire building
 - Discussion w/ Condo Assoc. and Chicago Landmarks ongoing
 - \$25k estimated to finish out 1st floor
 - Window cost, installation, painting
- Concrete/catch basins
 - Received 2 bids
 - Approximately \$1.5k cost allocated to OTTA (\$3.5k total)
- \$30k total, including incidentals

NIC BUDGET REQUESTS FOR 2014-15

Goals

Tree trimming, tree spraying	\$22,000
Parkway Tree Program (20% Shared Costs)	\$1,000
Trash Can Maintenance Program	\$5,700
Parkway Tree Plantings	\$5,000
OTTA Triangle Park Maintenance	\$6,500
Parks Maintenance & Upkeep	\$8,000
Plantings	\$400
Brick Program (20% Shared Costs)	\$3,000
Co-Sponsored Projects	\$600
Spring clean-up (Spring Clean)	<u>\$500</u>
	\$52,700 Total Budget Requested

Budget Requests 2014-15

APPROVED 2014-15 OTTA BUDGET WITH NOTES INCLUDED

	APPROVED 2014-15	NOTES
Ordinary Income/Expense		
Income		
001 - Association Revenue		
009 - Old Books & Merchandise (Books, t-shirts,)		
023 - Misc Merch (Books, etc.)		
029 - Misc Books (S Baugher Books)		
027 - Book#2-At Home		
009 - Old Books & Merchandise (Books, t-shirts,) - Other		
Total 009 - Old Books & Merchandise (Books, t-shirts,)	<u>\$300.00</u>	originally not incl in a/c 001 total, balanced in HD
010 - Contributions (Direct public)		
011 - Interest Earned (Checking/Money Market)	800.00	
012 - Rent Earned (Yoga/MC/other)	<u>13,000.00</u>	LaSalle rental 1 day i/o 2 days/wk
Total 001 - Association Revenue	14,100.00	
019 - Program Revenue		
020 - Member Dues (Member Dues)	10,000.00	
022 - Events	4,200.00	net \$5k (expenses 9,200)
031 - Continuing Education (Art School/Gallery/)		
016 - Art School Tuition (Tuition)	45,000.00	
017 - Gallery Commission (10%)	<u>750.00</u>	
Total 031 - Continuing Education (Art School/Gallery/)	<u>45,750.00</u>	
Total 019 - Program Revenue	59,950.00	
200 - Neighborhood Improvement (Parks/parkways/trees/trash)		
201 - Contributions (Trees/trash/parks)		
211 - Co-Sponsored Projects (Restricted for designated projects)	<u>300.00</u>	
Total 200 - Neighborhood Improvement (Parks/parkways/trees/trash)	300.00	
250 - Fund Raising Events		

251 · First Sight-Friday Night (Pre-Party)	
256 · Tickets for First Sight (tickets to benefit party)	17,000.00
257 · Art at First Sight (art sold at auction)	<u>10,000.00</u>
Total 251 · First Sight-Friday Night (Pre-Party)	<u>27,000.00</u>

Total 250 · Fund Raising Events 27,000.00 net \$15k income

330 · Art Fair Revenues (Art Fair Master Account)

331 · Gates (AF Gates)	135,000.00
333 · Vendors (AF Food Vendors)	47,000.00
334 · Merchandise (AF Art Store)	3,000.00
335 · Exhibitors (AF Exhibitors)	22,000.00
336 · Children's Corner (AF Children's Activities)	4,000.00
337 · Program Book Ads (AF Advertisers)	2,000.00
338 · Friends of the Art Fair (AF Patrons)	9,500.00
341 · Sponsorships	5,000.00
342 · Booth Fee (Rental fee)	140,000.00
345 · ATM Revenues (Percent of ATM transactions)	400.00
348 · Pass Through (\$ collected for partners)	<u>6,350.00</u>

4 pages

no Barcelona promotion

Total 330 · Art Fair Revenues (Art Fair Master Account) 374,250.00

Excl BCN promotion, budget same as last yr

Total Income 475,600.00

Gross Profit 475,600.00

Expense

060 · Association Expenses

061 · Salaries (Salary)	73,000.00
062 · Payroll Taxes (Payroll taxes)	6,325.00
063 · Equipment (Equipment)	3,000.00
064 · Office Supplies (Paper +)	2,000.00
065 · Printing (Printer maint./)	1,500.00
079 · Fees & Subscriptions	750.00
068 · Accounting & audit (CPA/+)	4,600.00
069 · Office Phone/Internet (Phone/internet)	2,600.00
070 · Miscellaneous Association exp (MISC)	200.00
072 · Insurance -WComp (Wkmn Comp Insur Premium)	900.00
073 · Bank fees (service fees)	500.00
075 · Merchant Bankcard Fees (Discount & fees)	2,500.00
078 · Other Mailings (Notices/)	<u>200.00</u>

LW + assistant at 30 hrs/wk

"

in case printer dies

First Amer fees for Fair=\$400

Total 060 · Association Expenses 98,075.00

050 · Occupancy Expenses

051 · Condo Assessment (Assessments)	9,300.00
055 · Center Maint. (Facility maint.)	15,000.00
053 · Improve OTTA (Capital Improvements)	30,000.00
056 · Electricity (Electricity)	2,600.00
058 · Insurance (Commercial/D&O)	<u>13,000.00</u>

windows \$25k, concrete/catch basin, etc.

Total 050 · Occupancy Expenses 69,900.00

040 · Program Expenses

084 · Membership Expenses

086 · Publications & Mailings (Directories, brochures, surveys, renewal ncs, election materials,etc)	550.00	postage\$300, reprint brochure \$250
089 - Membership Ads	300.00	print ads
111 · Welcome Wagon (welcome new neighbors)	250.00	for 2015 event: 'welcome wagon round-up'
084 · Membership Expenses - Other	<u>500.00</u>	contested election expenses
Total 084 · Membership Expenses	1,600.00	
041 · Community Expenses		
049 · Neighborhood Relations (external relations)	100.00	no expense in last 3 yrs
043 · Historic District Preservation (Planning & Zoning Issues)	1,000.00	=\$200+300 for HD + \$500 for OTP plaque balfwd
044 · Archives (Photos/documents)	500.00	avg exp in last 3 yrs = \$133
047 · Bylaws	100.00	no expense in last 3 yrs
048 · Recognition to Volunteers (Award for community service)	<u>500.00</u>	
Total 041 · Community Expenses	2,200.00	
110 · Events		
113 · Community Events (Memb. Events)	<u>9,200.00</u>	net \$5k (revenues 4,200)
Total 110 · Events	9,200.00	
080 · Communications Expenses		
115 · IT (Digital)	150.00	Facebook ads - to be confirmed
116 · Website_Maintenance (current website)	965.00	\$300 Cal Wiz + \$665 one time Getty penalty
117 · Web Hosting	120.00	Evomedia hosting \$30 per quarter
118 · E-blast Service (Emma)	<u>1,000.00</u>	\$56 monthly rate plus overage
Total 115 · IT (Digital)	2,235.00	
081 · Newsletter (Print)		
083 · Newsletter Design (graphic design fees)	3,500.00	NB prior yr only 5 of 6 newsletter costs
088 · Newsletter Printing (printing costs)	6,500.00	"
082 · Newsletter Mailing (mailing & postage)	<u>1,500.00</u>	"
Total 081 · Newsletter (Print)	11,500.00	
120 · Purchase Creative Assets (to purchase historic photo archive materials)	<u>0.00</u>	
Total 080 · Communications Expenses	13,735.00	
100 · Continuing Education Expenses (Art school/gallery/)		
101 · Instructors (Art Instruction)	33,750.00	
102 · Materials & Equipment (AS-materials & equip)	2,500.00	easels
103 · Postage (AS postage)	0.00	
104 · Printing (AS brochures/pc's)	0.00	
105 · Advertising (News ads)	500.00	
109 · Gallery (Selection)	<u>1,500.00</u>	Nancy H show
Total 100 · Continuing Education Expenses (Art school/gallery/)	38,250.00	
Total 040 · Program Expenses	64,985.00	
230 · Neighborhood Improvements		
229 · NIC Maintenance (Parks, parkways,)		
228 · Parkway Maintenance (tree spraying,trimming,)	20,000.00	

232 · Parks Maintenance (Upkeep)	6,250.00	
233 · Old Town Triangle Park (Clark & Wisconsin Park)	6,500.00	
234 · Trash Can Maintenance (trash removal)	5,700.00	
243 · Rat Abatement	500.00	
238 · Plantings	400.00	
046 · Spring Clean Up (Spring Clean)	<u>150.00</u>	
Total 229 · NIC Maintenance (Parks, parkways,)	39,500.00	
231 · NIC Programs (Shared Costs)		
239 · Co-Sponsored Projects	600.00	
240 · Parkways Tree Program (Shared cost of trees)	6,000.00	may be shared, may be 100% OTTA cost
241 · Brick Program (Shared cost of new bricks installed)	<u>3,000.00</u>	
Total 231 · NIC Programs (Shared Costs)	9,600.00	
Total 230 · Neighborhood Improvements	49,100.00	
270 · Fund Raising Event Expenses		
271 · First Sight-Friday Night (Pre-Party)		
273 · First Sight Party (costs of party)	10,000.00	
274 · Silent Auction Art (70% to artist)	<u>2,000.00</u>	
Total 271 · First Sight-Friday Night (Pre-Party)	12,000.00	
Total 270 · Fund Raising Event Expenses	12,000.00	net \$15k income
300 · Art Fair Expenses		
301 · Gates (AF Gates)	2,000.00	
303 · Food/ Beverage (AF Food Court)	3,000.00	
304 · Merchandise (AF Art Store)	2,000.00	
305 · Exhibitors (AF Exhibitors)	16,550.00	
306 · Children's Corner (AF Children's activities)	2,500.00	
307 · Program Book (AF Program Bk)	5,000.00	
309 · Publicity (AF Promotion)	15,000.00	includes \$5k for 2014 BCN trip
310 · Signs & Banners (AF Signs & Banners)	2,500.00	
311 · Design (AF Graphic Design)	7,500.00	
313 · General Operating (AF General Operations)	5,500.00	includes 2 generators @\$1k
314 · Grounds, Maintenance (AF Maintenance)	17,000.00	Lou to clean streets if Streets&San don't
315 · Friends of the Fair (Printing & postage, etc)	450.00	
316 · Sales Tax (AF Sales Tax)	500.00	
318 · Security (AF Security)	12,500.00	
320 · Thank You Party (AF Thank You Party)	5,000.00	
321 · Booth Fee (refunds)	3,200.00	
324 · Entertainment (Music for Art Fair)	7,000.00	
325 · Website (Setup & maint of AF website)	2,000.00	incl port OTAF artist gallery to new website
327 · Pass Through (City fees & \$ collected for partners)	<u>6,350.00</u>	
Total 300 · Art Fair Expenses	115,550.00	Net positive \$6k above prior yr budget
090 · Contributions Expenses (Grants given)		
091 · Other Contributions Expenses (Grants Given)	41,250.00	=\$38k+5k open space improve(s) less \$1,750
092 · Menomonee Club Art Fair 20% (MENOMONEE CONTRIBUTION)	51,740.00	calculated: 20% share of art fair net income
093 · Boy Scouts (BSA)	<u>3,000.00</u>	OTTA is charter org for Troop 79

Total 090 · Contributions Expenses (Grants given) 95,990.00

Total Expense 505,600.00

Net Ordinary Income -30,000.00

Net Income -30,000.00 one time capital improvement spend

6: STANDING COMMITTEES:

ART FAIR:

- **Art Fair Subcommittee:** President Rausch reported that there is a very energetic new OTTA member (Sept, '14) Darlene Johnson who lives on Concord and knows John Knoche & Martha Connolly who is offering to assist with the Art Fair (2015) but agreed that she would be willing to chair the fair for 2016.

GOVERNANCE:

- **Bylaws Subcommittee:** Chair D. Pfendler was not present at the meeting.
- **Capital Improvements Subcommittee:** Chair Huff reported during his budget presentation that CI didn't do much last year. He met with the condo members to discuss some common issues...hopes to meet again soon. Miscellaneous maintenance line items were cited in his presentation. This year his committee has identified several areas of needed repair...the most costly one being the windows. Several bids have been submitted looking at replacing the windows with aluminum clad outside. Still to be determined if the entire building is to be done at the same time. Many details still to be decided. The condo reserve fund would not be included in the funding of this project. Estimating approximately \$25,000 to do the windows just for OTTA: that would include replacing the windows, hauling them away, repairing frames where rot might be discovered and painting. Chair Huff has put some wiggle room in his budget request for unexpected problems. The other project is needed concrete repairs at the rear of the building. Chris received an estimate of \$3500 to do the repairs. He has had difficulty getting contractors to come to our site and submit bids for the necessary work. The Association would be responsible for about \$1500 of that concrete contract. CI's total budget request is for \$30,000.

EDUCATION AND PROGRAMS

- **Continuing Education Subcommittee:** A & O Director Wolfe OTTA reports a large number of sign-ups for our art classes. The new gallery exhibit is comprised of our own students and instructors.
- **Events Subcommittee:** Chair Giffels had a very successful Oktoberfest. She had budgeted to lose \$2000 but only lost \$1500. The band was very well received...while many residents did not attend the event; they opened their windows and enjoyed the wonderful band music. The professional bartender who worked with us last year, worked solely for tips again this year. An *On the Triangle Table* event is scheduled for November 12, 2014...looking for member & nonmember input on ways we can improve the Triangle. Diane Fitzgerald will facilitate this event. The Annual Meeting is on January 22, 2014. A planned "Meet the Candidates" night for the aldermanic election sponsored by OTTA for both the 43rd and 2nd Wards is scheduled for January 29, 2014.

MEMBER RELATIONS:

- **Grants Subcommittee:** Chair Gonzalez had nothing new to report.
- **Marketing & Communications Subcommittee:** Chair Gibbs was not present at the meeting.
- **Membership Subcommittee:** Chair K. Pfendler had nothing new to report.
- **Neighborhood Relations Subcommittee:** Chair K. Pfendler reported the next CAPS meeting is in November.

INFRASTRUCTURE RESOURCES:

- **HD/PZ Subcommittee:** Chair Hornaday reports his committee met once last month regarding a property at 1740 N. Wells near Nookies. They are going to do a massive interior renovation and some exterior renovation work on the rear of the building regarding some window changes restoring them to their historic condition. There is nothing on the docket for his committee thus far for next month.
- **Neighborhood Improvement Subcommittee:** Chair Jones had nothing further to report outside of his budget presentation.

7: Arts & Operations Director's Report: A & O Director Wolfe had no additional information to report.

8: Archivist Report: Archivist D. Pfendler was not in attendance at this meeting.

9: New Business: Director Giffels has asked to form a small committee to look at our Conflict of Interest policies in general...a broad discussion of our current policy. She selected Robert Jones and Claire Leaman to be on this committee

10: Adjournment: VP Jones moved to adjourn...Director Giffels 2nded...the board meeting was adjourned @ 8:55 P.M.

These minutes were approved as redacted from the Secretary's notes, a complete audio file of the meeting, and board member corrections on 11/11/14.

Respectfully submitted,

Karen Pfendler, Secretary OTTA