

## Rosemary District Association Board of Directors Minutes January 10, 2023

The Rosemary District Association Board met on January 10 at Churchwalls. All members were in attendance except Josh Weiner and Brett Morris, who were on travel. Brett phoned in. Also present was Anand Pallegar.

The meeting was called to order at 5:35 p.m. The December minutes were approved as corrected. The Treasurer handed out his yearend report. Balances in the Association's accounts as of December 31 were \$19,650.15 at Gulfside Bank and \$6,122.97 at Gulf Coast Community Foundation. Total funds all sources were \$25,773.12.

The President moved to review the slate of directors for 2023. With Josh Weiner stepping down, the board consists of seven (7) members, four (4) of whom would be residents, and three (3) other stakeholders. Ken Antonetti, Kinsey Robb, and Bob Rothbard all requested to be extended after their one-year term expired in 2022. Jim Lampl, David Lough, and Brett Morris continue into the second year of their term. Anand Pallegar applied to join the board. David, Brett, Kinsey, and Bob are residents. Ken, Jim, and Anand are other stakeholders.

For 2023, Anand will serve as Chair, Bob will serve as Vice-Chair and Treasurer. Kinsey will serve as Secretary. These changes take effect as of the February 13 RDA board meeting.

The bylaws permit up to nine (9) members. The board agreed to address the need to add members after the election.

The President changed the planned order of this meeting and moved to discuss the date of the February board meeting. Sarasota Planning Department staff have asked to make a presentation to the board on the City of Sarasota attainable housing initiative. It is part of a number of such presentations on this topic that re being made to community associations, and the CCNA among others. Two townhalls are scheduled to discuss and get feedback on zoning text amendments for the downtown on January 19, and the corridors March 1. David noted that there are several key issues to be addressed including but not limited to parking especially for non-residents. He also noted the potential for a scheduling conflict with DSCA if both have the presentation on the usual date for the RDA meeting – the second Tuesday of the month. Based on scheduling conflicts with such meetings already planned, the board agreed ed to set Monday, February 13 is the date for the next RDA board meeting. Time and place are unchanged.

The next topic to be discussed was the January 25 community meeting. There was a hiccup in the agenda due to a declaration by the entertainers to make the event a private party as well as an RDA event. The issue was eventually resolved by decoupling the entertainment portion of the evening from the business meeting. The

RDA will pay Fogertyville for the business meeting and pay the entertainers \$250. A \$250 Community Building grant from the city will help defray costs. The RDA will cover the first drink (beer or wine) for those attending the community meeting. This expense is being paid by a generous donation by our President, Jim Lampl. A ticket will be provided at the door for those arriving prior to or during the meeting. Jim will purchase two banners and expects to have a flyer as well as emails seeking to generate attendance.

Jim then asked the board if they have questions or issues with the revised bylaws that Bob shared in the document that he sent out more in late December in accord with the required ten (10) day period.

The major questions that the board addressed in the December meeting were:

1. Must a registration form be filled out annually by members continuing, or instead just have contributions paid or waived? **The Board agreed to eliminate repeated registration forms.**
2. Should the annual contribution be mandatory with a waiver permissible, or discretionary? **The Board agreed to make it mandatory.**
3. Must either the President or Secretary determine eligibility, leading to appeals if rejected? Both are so tasked in the current version. **The Board agreed to eliminate the eligibility test.**
4. How many general (community) meetings should be held annually? **The Board decided that at least one per year.**
5. Can the President or any other officer or Board member authorize financial transactions, acquire assets, incur liabilities or otherwise commit RDA resources or assign official duties to outside parties without express approval by the Board? **The Board approved having a \$200 limit on expenses that the President can expend without Board approval. All other transactions that have financial or legal impacts require Board approval.**
6. What should be the number of directors? **The Board agreed to retain five to nine.**
7. What should be the length of the director's term – currently two years and staggered? Should there be a limit on the number of terms served? **The Board maintained the two-year term and unlimited number of terms.**
8. How many “regular meetings” of the board should be held annually? Currently at least four times per year. **The Board agreed to retain the same number.**
9. What should be the length of officer's terms – currently one year? **The Board agreed to retain the one-year terms, but officers can be reelected.**
10. Shall the name of the President and Vice President be changed to Chair and Vice Chair? **The Board agreed to change the names.**
11. Should the bylaws be able to be amended as an action taken without a meeting? **The Board voted to retain the requirement to amend only at a regular board meeting.**

The board approved the revised bylaws with the proviso that additional changes may be forthcoming as needed.

Jim then noted that Bob has been appointed to the CCNA Executive Committee. He also confirmed that the Chair make non-association appointments. Bob will continue to serve as CCNA delegate in 2023 and Jim will continue to serve as alternate.

Bob shared a draft budget for 2023 (attached). It contains revenue and expenses projected for the year and considers the number of potential dues-paying members, anticipated grants, and hoped for donations. The RDA board also added a line item to include an annual contribution of \$500 from the Rosemary Park funds on hand to be used to support infrastructure or events at the park. On the expense side, the board agreed to hold three community meetings each year, with the potential of having two of those at the Rosemary Park. That category – community meeting is the single biggest expense category. Website platform and dues and fees owed are itemized and supported by actual invoices and commitments.

Bob shared the FY2022-23 Neighborhood Partnership Grant Cycle B due on or before January 23. He is working with Anand and with Nancy Kelly who is administering the grant for the city on how to fill out the paperwork. The board agreed to focus on website streamlining and modernization.

Jim had asked at the December board meeting to postpone committee assignments until the new board is formed.

David made several announcements concerning development in the Rosemary district and nearby.

The meeting adjourned at 7:14 p.m.