



**Engineers' Club of St. Louis**  
**4359 Lindell Boulevard**  
**St. Louis, Missouri 63108**

**Board of Directors Meeting Minutes**  
**Monday, July 20, 2020**

**1. The Meeting was Called to Order** by President Jeremiah King. Attendees were:

- |                                    |  |
|------------------------------------|--|
| a. President Jeremiah King         | l. Director Fernando Del Monte - phone |
| b. President Elect John Killips    | m. Director Kurtis Eisenbath           |
| c. Treasurer Melissa Carver        | n. Director Marc Eshelman              |
| d. Secretary John Weiland          | o. Director John Shively               |
| e. Past President Vicki LaRose     | p. Director Emily Sweeney              |
| f. Director Paula Hart             | q. Director Gary Whiteside - phone     |
| g. Director Chris Hutchinson       |  |
| h. Director Lou Kuelker            |  |
| i. Director Rebecca Losli - phone  |  |
| j. Director Laura Rightler - phone |  |
| k. Director Tony Roth              |  |

With 17 Board members present or calling in, a quorum was declared by President King at 4:33 pm.

**2. Facility Managers Report**

- Repairs – ice machine and bathroom
- Historical info – categorize items: “things to keep”, “things to donate” (e.g., History Museum), or “trash”. Need Exec. Board to approve – Nicci and Gina to coordinate
- Fire extinguisher license renewal upcoming. Fire inspection with City in Aug.
- ARCIS – catering contract, on agenda. Need proof of insurance on catering van. Separate addendum clause into two: ARCIS responsible for food, Engineers' Club responsible for bar. Questions on general liability – we are insuring them, not vice versa? Not correct, need to follow up.
- Protocol for upcoming events and Board Meetings (same as Fellowship policy – RSVP, review sign in sheet, email blast on requirements and regulations, file contact info on attendees). Conf call with Three Leaves – any add'l policies?
- Contact affiliate societies to invite back for events starting in Sept. Look at calendar for Sept. We have talked to a few. Some still doing video meetings, some considering in person meetings. Review cancellation policy. Usually catering requires 20 reservations minimum or \$200 minimum.
- Officially signed up Gina's health insurance through BCBS.

- Cleaning up QuickBooks.
- Website – award winners, officers updates
- Notice of late payment sent out. First – late, Second – eligible to drop. Next month, review A/R aging report – contact people to follow up
- \$51K collected thru last week. 64% of \$80K budget.
- 308 members renewed. About 51%.

3. **Approval of Minutes (King):** Director Hart made a motion to accept the June 2020 meeting minutes, Director Roth seconded. Unanimously approved.

#### 4. Officers and Directors Reports

- Treasurer’s Report for June 2020 – Summary by Treasurer Carver. More income than expenses for the month. Had to pay insurance this month - \$5600. Club loan payment. Killips – why do dues seem low? Started collecting in May (before FY began so significant portion of income was on previous FY). Misc. \$100 expense – sponsorship? Will ask Shannon Yuede (Accountant). Motion to accept Treasurer’s Report– Director Hutchinson, Second – Director Hart. Unanimously approved.
- Membership – New members were presented for July as listed below. Motion to approve new members was made by Director Hart, seconded by Director Kuelker. Approved unanimously. Look at A/R Aging report – do Board Members know anyone? Follow up by Board Members to those they know to see if renewal expected. List of non-paid from last year still on there.  
New members:
  - Maggie Sever
  - Chad Fisk

#### 5. Unfinished Business

- Building Sale Update – Buyer exercised 60 day contingency period – Sept 22 is new date (guaranteed \$200K earnest money after this date). President King – conference call held with our broker, buyer, and buyer’s broker – all indications are that sale is moving ahead. It appears we have alderman support. Brinkman working with developer on budgets (President King not involved). Moving forward with design and investors. Closing now scheduled for mid-March. Could extend 30 days from there.
- Focus Group Update & Leasing Broker –Attachment 6 – Relocation Presentation. Director Hart provided a summary. Met Friday to review this same summary presentation with Focus Group. Discussed assumptions for budget. Currently assuming we would be able to budget 4% of sale to cover rent. Would like input from financial advisor on budgeting assumptions. Probably will leave \$3.0M in net income from sale, not \$3.3M – talk to financial planner. Options for relocation as presented in Attachment 6 all below this budget. Still looking to add places on list. John Warren (C&W broker) can help identify options. Asked feedback from Focus Group on preferences. Fairly consistent on voting. People ranked Bloom and Beffa’ s as first choice – Focus Group seems to like space where we can call event space our own rather than rent as needed. Director Eisenbath asked – how often would be rent facility? Generally, we would only rent facility for affiliate society meetings/events, or engineering industry events aligned with Engineering Center mission. President King spoke to John Warren to get his advice on space we might need based on needs we identify. Warren developing some

recommendations. Regarding approach to developing relocation options, Board need to decide on needs – Focus Group make recommendations. Board wants event space of our own – not looking to rent out shared space.-. Would need to get new liquor license. Focus Group – take this direction and refine the list. Maybe rent a different place for large events, say over 100 in attendance, which are rare. Director Hart to reach out to John Warren or architect member – how much space do we need? C&W probably has space planner. Concept of polling general membership on preference for general location or other amenities was discusses as was suggested by members on Focus Group; current intent is not to send out a poll to membership.

- c. COVID Reopening Plan – Currently following latest City commissioner order.
- d. SBA Loan – motion passed via email. 10/17 – yes, 1/17 – yes pending. President-Elect Killips – Board members had questions on SBA loan (not through Midwest Bank so they cannot give us advice other than what is publicly available). Timing unknown as far as availability. We are not at immediate risk of funding not being available. Loan terms would be \$150K at 2.5%. We have not taken action, not taking loan out for now. Center is projected to run out of money in summer 2021 probably. Wait until September after due diligence period expires on property purchase – if buyer moves forward, we will receive \$200K in earnest money – then we do not need SBA loan. If purchase not moving forward, we will re-examine applying for the SBA loan.

## **6. Consent Agenda**

- a. Matters listed under the Consent Agenda are matters that have been discussed and authorized by email vote prior to the meeting. The email vote is not considered to be formal action by the board, therefore, is to be formally ratified by the board in one motion for all consent items. If discussion is desired, that item will be removed from the consent agenda and will be discussed separately.

## **7. New Business**

- a. Engineers' Club Event in August (Director Del Monte) – nothing planned. Availability for events starting Sept. 1, as of now.
- b. Lease Financial Committee – do not need to do anything yet. Work with C&W on how much we can spend.
- c. Financial Planner – President King set up meetings in August or September to discuss presentations/proposals from prospective candidates. We will develop an RFQ and interview candidates, similar to process for selecting real estate broker.
- d. Catering Contract – look again at changes (see Director's report) – Attachment 8.

## **8. Standing Committee Reports**

- a. Fellowship: Directors Paula Hart & Fernando Del Monte
  - i. Fellowship Night (Chair Brian Heil): No report.
  - ii. Sports Leagues: Golf is in session. First half champion -Meiners. Bowling is still on hold – season over. Bowling having tournament next few weeks. Still looking to bowl in Fall. Moving to Tropicana lanes.
  - iii. Upcoming Events. None.

- b. House: Directors Rebecca Losli & John Shively
    - i. House (Chair Rebecca Losli): No report.
  - c. Education/Professional Development: Directors Tony Roth & Kurtis Eisenbath
    - i. Achievement Award and Award of Merit – No report.
    - ii. Young Engineer – No report.
  - d. Meetings: Directors Chris Hutchinson & Emily Sweeney
    - i. Rentals - No Report.
    - ii. Annual Dinner (Chair Tricia Bohler) – No report.
    - iii. Club Apparel – No report.
  - e. Membership: Directors Lou Kuelker & Gary Whiteside
    - i. Membership (Chair Brad Calzone) – See above. New members approved.
    - ii. Electronic Communications (Chair John Weiland): No Report.
  - f. Professional Recognition: Directors Tony Roth & Marc Eshelman
    - i. Annual Awards (Chair John Choinka): No Report.
  - g. Public Affairs: Directors Laura Rightler & Marc Eshelman
    - i. Public Affairs (Chair Beth Quindry): Laura Rightler - had a committee meeting today with a couple of items discussed. Items: 1 – roles, 2 – programming/events, 3 – committee membership (get more people), 4 – bylaws. Questions for Board – Can we get clarification on overlap of Engineering Center and Public affairs goals/mission? – what is going on with STEM outreach within the Engineering Center and who is point of contact for Engineering Center on STEM outreach moving forward? Committee chairs have changed – need to update – look for committee members. Center – Career Fairs / E Week, STEM Cubes – spring 2019 last time. Gina and Nicci can help organize STEM cube activities; there has not been much activity lately as schools have been not been in-person last several months. Director Eshelman expressed interest in helping coordinate STEM activities.
  - h. Young Engineers: Directors Chris Hutchinson & Gary Whiteside
    - i. No Report.
  - i. Ad Hoc Committees: President King
    - i. No Reports.
  - j. Board Committees: President King
    - i. Nominating: No Report
    - ii. Audit (Past President Smith): No Report.
    - iii. Finance (Executive Committee): No Report
    - iv. Strategic Business Plan (President Vicki LaRose): No Report
9. **Adjournment:** There being no further business to come before the Board, a motion to adjourn was made by Director Shively, seconded by Director Eisenbath, and was approved unanimously. President King adjourned the meeting at 5:50 p.m.

Respectfully submitted,

John Weiland

Secretary