

**Churchill Community Foundation
Board Meeting Minutes
December 4, 2019**

The Board of Directors of the Churchill Community Foundation (CCF) met for the regularly scheduled monthly meeting at the Waters Landing Community Center, 20000 Father Hurley Boulevard, Germantown, Maryland, on December 4, 2019.

Present:

Daniel Talmage
Amy Fickling
Eric Leavitt
Joey Chambers
Patricia Jones-Butler
Jennifer Jones (arrived at 8:35 pm)

Others Present:

Alan Siefert, Management Agent
Karelyn Donahue, Recording Secretary
Ewald Schwarzenegger, CPJ Associates

Not Present:

Will Knowland

I. Call to Order

Mr. Talmage called the meeting to order at 7:32 p.m.

II. Management Report

a. Meeting Minutes

The Board reviewed the October 30, 2019 meeting minutes and made revisions.

Motion: To accept the October 30, 2019 meeting minutes as amended.
Fickling/Leavitt. 4/0/1. Talmage, Fickling, Chambers, and Leavitt for. Jones-Butler abstained. Motion passed.

b. Churchill East Village Main Stem

Ewald Schwarzenegger of CPJ was in attendance to discuss the bids on the project. He stated that seven bids had been requested and most stated that they were too busy or that they were too far away from the project. Highway Safety submitted a bid and Shamrock is to submit their bid by December 13, 2019. The Board will wait to receive the second bid and compare to Highway Safety's bid and then talk to either or both contractors to negotiate.

Motion: To allocate an amount not to exceed \$1,402,000 for a contractor to complete version #3 of CPJ's plans for the Lake Churchill Main Stem East project with the understanding that TMGA along with CPJ will negotiate the final contract price and award by the end of the calendar year.
Leavitt/Jones. 4/0/1. Talmage, Jones, Chambers, Jones-Butler and Leavitt for.
Fickling abstained. Motion passed.

TMGA will present to the bids to the Board via email for consensus. CPJ will obtain references for Shamrock.

c. Excess Funds

Mr. Siefert explained that, if any excess shows on the books, it will be considered profit and, therefore, taxable at the corporate rate if the Foundation does not either dedicate the funds to reserves or transfer them to offset 2020 operating expenses.

Motion: To transfer any potential 2019 excess operating funds to offset 2020 operating expenses.

Leavitt/Jones. 6/0/0. Talmage, Chambers, Leavitt, Jones-Butler, Jones and Fickling for. Motion passed.

d. Operating Checklist/Pending Projects

The Board reviewed the operating checklist and pending projects with Mr. Siefert.

III. Old Business

a. Amethyst Monitoring

Mr. Siefert is working with Gaby of KCI on some of the wording of the contract including adding wording about cleaning out the top three pools in the spring.

b. Path Bridge

The Board discussed the options regarding the replacement of this bridge. They discussed elevated walkway and bridge versus an elevated walkway with no bridge and fiberglass versus wood. Mr. Siefert will ask Gaby with KCI to research what the Board has discussed (i.e. Fiberglass versus wood and the options of using an elevated walkway).

IV. New Business

a. Bonus

Motion: To approve a \$1,000 net bonus plus fees and taxes for Mr. Siefert. Chambers/Jones. 5/0/1. Leavitt, Chambers, Talmage, Jones and Jones-Butler for. Fickling abstained. Motion passed.

V. Next Meeting

The next meeting of the Board of Directors for the Churchill Community Foundation will be Wednesday, January 29, 2020 at 7:30 p.m. at the Waters Landing Community Center.

VI. Adjournment

Motion: To adjourn the December 4, 2019 Board meeting at 9:32 pm.
Jones-Butler/Jones. 6/0/0. Talmage, Fickling, Chambers, Jones, Jones-Butler and Leavitt
for. Motion passed.

Churchill Community Foundation (CCF)
Motion List
December 4, 2019

1. Motion: To accept the October 30, 2019 meeting minutes as amended. Fickling/Leavitt. 4/0/1. Talmage, Fickling, Chambers, and Leavitt for. Jones-Butler abstained. Motion passed.
2. Motion: To allocate an amount not to exceed \$1,402,000 for a contractor to complete version #3 of CPJ's plans for the Lake Churchill Main Stem East project with the understanding that TMGA along with CPJ will negotiate the final contract price and award by the end of the calendar year. Leavitt/Jones. 4/0/1. Talmage, Jones, Chambers, Jones-Butler and Leavitt for. Fickling abstained. Motion passed.
3. Motion: To transfer any potential 2019 excess operating funds to offset 2020 operating expenses. Leavitt/Jones. 6/0/0. Talmage, Chambers, Leavitt, Jones-Butler, Jones and Fickling for. Motion passed.
4. Motion: To approve a \$1,000 net bonus plus fees and taxes for Mr. Siefert. Chambers/Jones. 5/0/1. Leavitt, Chambers, Talmage, Jones and Jones-Butler for. Fickling abstained. Motion passed.
5. Motion: To adjourn the December 4, 2019 Board meeting at 9:32 pm. Jones-Butler/Jones. 6/0/0. Talmage, Fickling, Chambers, Jones, Jones-Butler and Leavitt for. Motion passed.