

1 **Monteagle Sunday School Assembly**
2 **Minutes of the Board of Trustees**

3
4 May 25, 2013

5
6 The regular meeting of the Board of Trustees of Monteagle Sunday School Assembly was called to order
7 by President Pat Wildman at Harton Hall on 2012 at 9:00 A.M.

8 M. Buffington opened the meeting with prayer.

9 Members present: K. Ballow, M. Buffington, D. Clements, B. Flatley, H. Haney, C. Hornaday, M.S.
10 Kennedy, N. Kunkel, G. Maloof, B. Moody, D. Pilcher, A. Shayne, F. Smith,
11 B.Watson, P. Wildman, A. Worthen

12 Members absent: E. Billington, A. Cox, L. Frank, C. Hudgins, J. Malone, B. Monfore, A. Short,
13 A.Spickard

14 Parliamentarian: S. Smith

15 General Manager: S. Parrish

16 Visitors: Ann Coulter (consultant for the Strategic Planning Process), Cullen Hornaday, Bill Phillips,
17 John Sisson

18 The minutes of the meeting on February 23, 2013, were approved as amended.(Attachment #1).

19 **President's Report**

20 In her report, P. Wildman made the following comments/announcement: She

21
22 Noted that the board's decision at the February 23, 2013, meeting to post the minutes of board meetings,
23 once corrected and approved, on the website does not conform with Roberts Rules of Order. The issue
24 was briefly discussed again, and the board reaffirmed its decision to do so.

25
26 Thanked A. Worthen for a lovely dinner the prior evening.

27
28 Welcomed Ann Coulter, the consultant for the Strategic Planning Process.

29
30 Noted that several members and families were experiencing a difficult time due to surgery, hospitalization
31 and death in the family.

32
33 Reported that we were making progress on the goals voted on by the board at the September, 29, 2012,
34 meeting including development of a strategic plan, increase in cottage occupancy, better communication
35 with members, continued renovation of the dining hall, and use of technology to allow greater
36 participation in activities.

37
38 Inquired about the board's interest in having social gatherings the evenings before board meetings during
39 the Season. After discussion, it was decided that the board would gather for a social hour on these
40 evenings. The first will be held at Edgeworth Inn on June 14. The next two on June 28 and July 12 will be
41 held on the Winfield porch.

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1 **General Manager's Report**

2 S. Parrish reported on the following:

3
4 The Annual Fund received \$76,220 to be designated for Harton Hall and \$37,480 in unrestricted gifts,
5 10% of which (\$3,748) will be designated for Outreach. Ten percent of annual fund dollars not
6 specifically designated for a particular project go to Outreach.

7
8 The new street signs have arrived, and the posts are expected soon. They will be installed prior to the
9 Season.

10
11 Dollars allocated for road resurfacing from last year and this year will be used to chip and tar primary
12 roads in the Assembly in August. This project was postponed due to cool spring weather.

13
14 The tennis courts on the Mall have been resurfaced. In addition, there are new nets and fortified fencing.

15
16 Dining Hall renovation continues. To date, the majority of the painting is complete, the stone terrace with
17 a steel fence is constructed, the air conditioning unit in the kitchen is installed and working quietly and
18 efficiently, the new roof and ceiling are in place, the windows are washed, and the wheeled serving units
19 are here. Within the next two weeks, the painting will be finished, and the new fans installed. The noise
20 issues related to the ceiling material will be monitored and addressed as needed.

21
22 Kelly Layne, the security guard who was injured during Sewanee Parents' Weekend last fall, is healthy
23 and returned to work May 2. The criminal case against his assailant is working its way through the justice
24 system. The individual will also face civil action by Mr. Layne and the Assembly's insurance company.

25
26 Myra Reilly resigned as Housing Coordinator due to family and personal reasons. Debra Brown has been
27 acting in that role in Myra's absence. Applications are being accepted for Housing Program Manager, a
28 revised position, and the hiring decision will be made after the conclusion of the Season. The new
29 position will focus on increasing attendance during the season and on reaching out to churches and civic
30 groups to use the Assembly out of season. S. Parrish completed the required class to become the
31 Licensed Designated Agent for the Assembly.

32
33 Sewanee Graduation weekend went well with 65 cottages rented for the occasion (4 more than last year).
34 In addition, there were several loaned cottages. At this point, 620 nights have been reserved for rental for
35 the 2013 Season. During the 2012 Season, there were 626 rental nights. It is anticipated that total rentals
36 for the 2013 Season will be higher than last year.

37
38 Gate tickets are available online.

39
40 The Youth Committee has chosen to allocate funds from the Youth Fundraiser for the following projects:
41 new vortex slide, portable shuffleboard courts, new backboards and rims in the gym, an outdoor ping
42 pong table, two tether ball sets, and \$6,000 for the Youth Endowment.

43
44 The 2013 Youth Staff is in place. They are listed on the website. Their pictures and bios will be posted
45 following their orientation the Thursday before the Season begins.

46
47 Trails and Trilliums was a great success, with \$29,000 being made for FSCRA (Friends of the South
48 Cumberland Recreation Area).

49

1 **Treasurer's Report**

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3 C. Hornaday presented the Treasurer's Report, which included highlights for the Statement of Activities
4 for the seven month period October 1, 2012, through April 20, 2013. (Attachment #2)
5 \$63,044.45 was paid to Kaplan in legal fees related to the May/Short cottage issue.
6
7

8 **Motions and Committee Reports**

9 10 **Ratification of Executive Committee Action**

11
12 P. Wildman asked that the Board of Trustees ratify action taken by the Executive Committee at their April
13 29, 2013, meeting by teleconference. At that meeting the committee voted, upon the recommendation of
14 the Youth Committee and ARC, to approve the purchase of a new vortex pool slide in Granite Grey. The
15 approximate cost including shipping, construction and plumbing into the filter system is \$17,000.
16 Approximately \$10,000 will be designated to purchase other equipment used by the youth. G. Maloof
17 moved that the action be ratified; the motion was seconded. The **motion** passed unanimously.
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20 **Long Range Planning**

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22 K. Ballow introduced Ann Coulter who will lead the MSSA Strategic Planning Process. Ms. Coulter
23 reviewed the steps in the process which include completing a context scan, conducting two half-day
24 strategic planning sessions with the Strategic Planning Task Force, planning and conducting two public
25 forums/town hall meetings, and completing a two-year action plan subject to additional staff and board
26 interaction and review. (Attachment #3) The summary findings of the survey (Attachment #4) and the
27 results of the subjective questions for the member, friends and family, and renter surveys (Attachments
28 #5, #6, and #7 respectively) were distributed.
29

30 K. Ballow announced the members, so far, of the Strategic Planning Task Force: Kent Ballow, Lisa
31 Hammett, Stephanie Smith, Bill Cox, Doug Ferris, Ann Shayne, Mary Susan Kennedy, Henry Crais,
32 Margaret Rixham, Jim Humphries, Sally Stevens, Anne Worthen, Sue Spickard, Jenny Jervis, Robin
33 Thompson, Mary Balfour Van Zandt, Paula Walker, and Don Rollins.
34

35 The Strategic Planning Events/Timetable are as follows:
36

37 June 14, 9:30-10:30 (Edgeworth) Past Presidents meet with Ann Coulter
38 June 14, 11:00-3:00 (SAS) Task Force Convenes
39 June 14, 3:30-4:30 (Warren Chapel) Open Forum
40 July 13, 4:00-5:00 (Warren Chapel) Open Forum
41 July 20, 9:00-1:00 (SAS) Task Force convenes
42 Fall, 2013 Delivery of final plan
43

44 **Architectural Review**

45
46 Two motions were presented to the board electronically for approval March 22, 2013, to allow the
47 construction to be completed in a timely manner before the Season began. The first was for the Johnson
48 Cottage (#24B), which was experiencing exterior siding premature rotting issues: The modifications as
49 drawn be approved with the recommendation that a variance for the building setback be approved. The

1 variance was inserted so as to technically allow the roof, which is already in violation of the setback to be
2 replaced on the East elevation. The **motion** passed unanimously.
3

4 The second of these was for the Trabue Cottage (#140) and involved enclosing about 80 square feet of the
5 current porch at the rear of the cottage: The project be approved as drawn with the exceptions that the 6
6 inch set backs on the east and north walls be eliminated as long as a contrasting siding be utilized on the
7 addition and that the stone wing walls be reconsidered by the ARC before they are constructed. The
8 **motion** passed unanimously.
9

10 John Sisson moved that the plans submitted for Playhouse at the Doctors Inn (#106) be approved with the
11 following stipulations: 1) that the window on the north elevation of the playhouse be no larger than drawn
12 on the plan. It scales 3 feet wide x 6 feet high approximately (dimensions are to the outside of the trim
13 pieces around the window), 2) that the lattice may be removed from the front porch and the crawl space
14 and should not be replaced, 3) that the original framing including the floor joists, roof joists and wall
15 studs should remain without replacement as they are historic elements, 4) that the siding may be replaced
16 with the same siding that is on the adjacent garage, 5) that other window elements remain in their existing
17 locations, and 6) furthermore and for clarification, that the garage as originally approved was to have a
18 horizontal trim board not less than eight inches wide extending around the entire structure. This was
19 intended in order to cover the concrete block foundation and to visually lower the wooden structure itself
20 so it would not appear so elevated. This trim board must be installed as originally approved. The **motion**
21 passed unanimously.
22

23 **Membership**

24
25 F. Smith presented the following:
26

27 A second reading for membership for Morgan Wills. Morgan and his wife, Heather, live in Nashville.
28 They have three children, Isacc, 13, Jessie, 11, and Morgan, Jr., 9. Morgan is a doctor at the Siloam
29 Family Health Center. He is a member of St. Bartholomew's Episcopal Church. His sponsors are Evelyn
30 Raines and Andy Spickard. He will be transferred 50% of Cottage #12, Resthaven. The Membership
31 Committee unanimously recommends Morgan for membership. The **motion** passed unanimously.
32

33 A first reading for membership for Emmet Howe, Jr. Emmet and his wife Shirley live in Marietta, GA.
34 They have two children, James ,39, and Tiffany, 32. They belong to North Point Community Church in
35 Alpharetta, GA. Emmet is a realtor with Harry Norman Realtors. His sponsors are Larry Catlett and
36 Havens McAlister. He will be transferred 50% of Cottage #63, The Cabbage Patch. The Membership
37 Committee recommends Emmet for membership.
38

39 A first reading for membership for Clayton Dennington. Clayton and his wife, Bliss, live in Lake Village,
40 AR. Clayton is a business owner and is self-employed. He attends Dermott United Methodist Church. His
41 sponsors are Bob Monfore and Kathy Flatley. He will be transferred one third interest in Cottage #111,
42 Katydid. The Membership Committee unanimously recommends Clayton for membership.
43

44 **Lease Transfers**

45
46 Cottage #62: Nelson Meriwether Byrd and Hudson Thomas Byrd, Successor Co-Trustees of the Sherrill
47 Marks Byrd Living Trust assign unto Nelson Meriwether Byrd 25% undivided interest and unto Hudson
48 Thomas Byrd 25% undivided interest. Nelson Meriwether Byrd and Hudson Thomas Byrd will each have
49 a 50% interest. K. Ballow moved to accept the transfer; the motion was seconded. The **motion** passed
50 unanimously.
51

1 Nelson Meriwether Byrd assigns unto Nelson M. Byrd, Trustee, Nelson M. Byrd Revocable Trust U/A/D
2 July 25, 2012, 50% undivided interest. Hudson Thomas Byrd assigns unto Hudson T. Byrd, Trustee,
3 Hudson T. Byrd Revocable Trust U/A/D July 25, 2012, 50% undivided interest. The Nelson M. Byrd
4 Revocable Trust U/A/D July 25, 2012, and the Hudson T. Byrd Revocable Trust U/A/D July 25, 2012,
5 will each have a 50% interest. N. Kunkel moved to accept the transfers; the motion was seconded. The
6 **motion** passed unanimously.

7
8 Cottage #12: Ridley Wills, II assigns unto Irene J. Wills 25% undivided interest and unto Morgan J. Will,
9 M.D. 25% undivided interest effective December 31, 2012. Ridley Wills, II will have a 50% interest, and
10 Irene J. Wills and Morgan J. Wills, M.D. will each have a 25% interest. B. Moody moved to accept the
11 transfer; the motion was seconded. The **motion** passed unanimously.

12 By-Laws

13
14 Hays Haney presented the following proposed changes to the By-Laws for discussion by the board:

- 15 1) A new section to the by-laws be created to give the board authority to remove a board member found in
- 16 violation of the Assembly Rules and Regulations or the Standards of Conduct
- 17 2) A change in the current section 4.5 regarding the number and timing of board meetings out of season,
- 18 3) A new section allowing electronic attendance at some board meetings
- 19 4) A change in section 4.1 which would require board members to sign a conflict of interest statement
- 20 5) A change in section 5.3 which would specify that the Nominating Committee be elected at the
- 21 beginning of the summer season
- 22 6) A change in section 9.3 indicating that the Treasurer would submit "regular" reports rather than
- 23 "monthly" reports
- 24 7) A grammatical clarification in section 12.1 relative to the timing of the actions (selling or encumbering
- 25 real property) and acknowledging them as "potential" before they are voted on
- 26 8) A grammatical correction in Section 12.4
- 27 9) Changes in section 15.2 having any proposed amendments to the bylaws first be referred to the By-
- 28 Laws Committee, rather than the By-Laws and Legal Committee, and then having them reviewed by legal
- 29 counsel.
- 30

31
32 The above were discussed by the board, and some suggestions were made for changes. The By-Laws
33 Committee will make some changes, and then the General Manager will distribute to the membership for
34 review.

35 Dining Hall Renovation

36
37
38 A. Worthen reported that at the joint meeting of the Dining Hall Renovation, Property and Architectural
39 Review committees held in March to discuss the viability of remodeling the dining hall bathrooms, the
40 Property and Architectural Review committees rejected the three remodeling options (B, B1, and C)
41 which would block any part of the window closest to the bathroom and which had an entrance from the
42 dining hall into a vestibule outside the bathrooms. They supported further exploration of the option which
43 would not block the current window and had no vestibule (A). S. Parrish presented bids for the four
44 options; the bids for B, B1, and C ranged from \$32,450 to \$49,450. The bid for A was \$105,250. J. Sisson
45 explained that there were additional issues to consider and offered to render more precise drawings for
46 study. D. Clements moved that the issue be returned to the Dining Hall Renovation, Architectural Review
47 and Property committees for further study. The motion was seconded. The **motion** passed unanimously.

1 **Trails**

2

3 A committee report was distributed. The Trails Committee has worked with naturalists Mary Priestly and
4 George Ramseur to devise a plan to maintain the Stagecoach and lower North Trails. In the future,
5 volunteers will remove invasive plants without disrupting the wildflowers along the trail. MSSA hikers
6 are encouraged to explore this moderate/difficult section of the trails. There is parking on Hwy. 41, and
7 one can access the North Trails from there or position a shuttle there to return to the Assembly grounds.
8 The MSSA Trail map is being updated. The committee welcomes any feedback on the trail system.
9

10 **Warren Chapel**

11

12 Cullen Hornaday announced that the committee needs people to be in charge of hospitality at the
13 Ministers' Cottage Weeks 5 and 8 of the Season.

14

15 **New Business**

16 B. Moody inquired about using stickers for car windows for the auto pass instead of the cardboard ones
17 placed on the dashboard. S. Parrish is going to look into this.

18 **Announcements**

19 Rentals have been moved back to a Monday to Monday schedule.

20 P. Wildman asked all board members to review the Kaplan reports in their board books. She also
21 encouraged them to act as a team this summer, being positive and supportive. She asked that if anyone
22 learns of complaints or concerns, that these be directed to S. Parrish. If there are concerns regarding the
23 General Manager, these should be directed to her.

24

25 The meeting was adjourned at 11:30 a.m.

26

27 Respectfully Submitted,

28

29 Mary Susan Kennedy

30 Secretary

31

32 Board minutes May 25, 2013. Attachments #1, #2, #3, #4, #5, #6, #7