

Sonoma Tourism Improvement District
Board of Directors Meeting
Minutes for August 13, 2012

Present: Dan Parks, Byron Jones, Bill Blum, Wendy Stewart, Norm Krug, Linda Kelly, David Dolquist
Absent: None (David Dolquist needed to leave half way through the meeting)
Guests: Wendy Peterson, Tony Schmoll, Robert Withrow, Thomas A. Haeuser

Public Comment: None

Motion made by Wendy Stewart to approve minutes of July 12 and July 17, 2012

Motion seconded by David Dolquist

In favor: Dan Parks, Byron Jones, David Dolquist, Bill Blum, Wendy Stewart, Norm Krug

Abstain: Linda Kelly (Ms. Kelly is a new Board member and did not attend the 7/12 & 7/17/12 meetings)

Motion Passes

Norman Krug requested items 7 and 9 be moved up on the agenda.

Details of the Management Agreement for Sales and Marketing services to be provided by the Sonoma Valley Visitors Bureau (SVVB) to the STIDC were presented by Bill Blum. The Management Agreement was prepared by Attorney Thomas A. Haeuser and he was present to answer questions.

Motion made by Linda Kelly to approve the Management agreement with the understanding that the 10% administration fee for the SVVB to provide the marketing services be reviewed prior to renewal to determine if it should be adjusted for future years based on the SVVB's hours and costs.

Motion seconded by Dan Parks

Motion Passes unanimously; Upon passage, Norman Krug, President and Bill Blum, Secretary executed the agreement.

Details of a Marketing Agreement between the STIDC and SVVB were presented by Bill Blum. The agreement allows for the promotion of Sonoma Valley as a destination in its sales and marketing efforts for the sum of \$100,000 to be paid by the SVVB to the STIDC.

Motion made by Norman Krug to approve the Marketing Agreement.

Motion seconded by Wendy Stewart

In favor: Dan Parks, Byron Jones, David Dolquist, Bill Blum, Wendy Stewart, Norm Krug

Opposed: Linda Kelly (Ms. Kelly is a new Board member and felt she did not have enough information to support the motion)

Motion Passes; Upon passage, Norman Krug, President and Bill Blum, Secretary executed the agreement.

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Robert Withrow made a presentation to the Board regarding serving as the STIDC's CPA. Mr. Withrow has lived in Sonoma for 33 years and does a lot of work for other local non-profits. His primary tasks would be to set up a chart of accounts, accounting procedures, filing annual tax returns, providing necessary annual reports, and assisting in the annual audit process at the rate of \$85 per hour.

Motion made by Dan Parks to approve the appointment of Robert Withrow as CPA and Barbara Slatkin as Bookkeeper for the STIDC.

Motion seconded by Byron Jones

Motion passes unanimously

Tony Schmoll from North Bay Insurance made a presentation to the Board regarding providing insurance services to the STIDC. Mr. Schmoll suggested that at a minimum the STIDC should meet the City of Sonoma's insurance requirements and may choose to exceed those requirements. He estimated the cost of the insurance to be between \$1500 and \$2000 per year and was asked if he was able submit a proposal with various options prior to the SIDC's next Board meeting and he said he could.

Motion made by Wendy Stewart to use Tony Schmoll of North Bay Insurance as our Insurance Broker.

Motion seconded by Dan Parks

In favor: Dan Parks, Byron Jones, Bill Blum, Wendy Stewart, Norm Krug, Linda Kelly

Absent: David Dolquist

David Dolquist needed to leave the meeting early and let STIDC President Norman Krug know he did not have the cash flow, start up costs and budget projections ready, so this item will be taken up again at the next Board meeting. Item 10, exploring options of a loan to cover STIDC costs prior to funds being received, will also be taken up at the next Board meeting.

Bill Blum did a presentation on a possible layout for the STIDC's web page and also reviewed a draft FAQ page for the web site. It was pointed out that this layout included pdfs of all of the agenda's and Board minutes. It was suggested that once a procedure for the Special Events Program are established they be included as well along with a downloadable application, and that the STIDC website be www.sonomatid.com and not on the SVVB's web site. It was also suggested contacts be included on the FAQ for TID payers with questions.

Board member comments – Wendy Stewart let the Board know she will be gone for 3 weeks beginning September 26, 2012. Norman Krug suggested the next Board meeting be in 2 weeks rather than in one month to primarily address the cash flow issue.

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Consideration of items for future agendas

- * Analysis of cash flow, start up costs and budget projections – David Dolquist
- * Review and possibly approve Insurance proposal from Tony Schmoll of North Bay Insurance
- * Explore options of a loan if needed to cover start up costs
- * Review STID exemptions from July payments
- * Discuss having a holiday Ice Rink on the Plaza to attract business – Bill Blum
- * Marketing timeline presentation – Wendy Peterson
- * Discuss setting up a Special Events Program
- * Website update – Bill Blum / Byron Jones

Set date for next meeting: Tuesday, August 28, 2012 at 9:00 am in Mission Room C at the Sonoma Valley Inn

Meeting Adjourned