

**WOOD RIVER VISION 20/20
BOARD OF DIRECTORS
APRIL 7, 2014**

A meeting of the Wood River Vision 20/20 Board of Directors was held Monday April 7, 2014 in the Council Chambers at City Hall. The meeting was called to order at 6:10 p.m. by President Tyler Doane. Board members present were Pam Kjar and Greg Cramer. Board member Jason Rotter was a late arrival. Willoughby and Hayes were absent. Public present included Sara Arnett, Jim Rennau, Cynthia Huff, Deb Fairbanks and Heather Rotter.

The first order of business was approval of the January 16, 2014 minutes. Cramer motioned to approve as presented. The motion was seconded by Kjar. All aye.

Sara Arnett and Jim Rennau were present to report on the Housing Committee progress. Sara informed the board of the NIFA Housing and Community Development Luncheon to be held April 17th at the Wood River Country Club. The City Council will proceed with bid letting for the Housing Study.

Arnett questioned if we should begin formation of the investment groups, a community investment group and a second housing investment group. Kjar questioned the need to form a community investment group, as we have several foundations available for contributions for community improvement. Arnett clarified that the community investment group would be a for-profit organization and could be used for a variety of uses in the community, such as a new business. Jim Rennau added that by forming an investment group, no one individual is responsible for the investment, profit and/or loss. She did present the Board with draft organization documents, as used by Mesner Development Company. Our local groups would be fashioned in this manner.

Committee member Penny Volf, will be drafting a letter to invite individuals to participate in the investment groups. Arnett will present the letter to the Board at their next meeting for approval before circulating. Her next item of concern was the need to increase daycare opportunities in Wood River.

This issue has been discussed by the business committee. Arnett indicated that this could be a project for the community investment group. The Housing Group has discussed using an existing facility, such as a local church or a tie-in to the schools.

Rotter added that we can contact Grand Island daycare about expanding and operating a facility in Wood River. Deb Fairbanks, former pre-school operator, indicated that location could be a problem. She informed the group there are a number of regulations that need to be met, dependent on the level and type of care to be offered, such as an enclosed play area. Rotter questioned if an area downtown Wood River could be considered, as the property is adjacent to Library Park. Fairbanks stated she did not believe the park would qualify for enclosed play area. Rennau voiced that he believed a church would be an ideal setting. Fairbanks suggested contacting the State Fire Marshall and find out what modifications would be necessary to local

options. Heather Rotter indicated that staffing a facility could also be a problem, as daycare facilities are not known to pay high wages.

Arnett would like to see a separate task force formed to tackle the daycare issue. Jason Rotter added that before we go further with the issue, we do need to find an appropriate facility to house daycare in Wood River. It was discussed that local providers should be talked to about the possibility of providing their services in a larger facility, before contacting outside providers.

Rennau detailed other ideas being discussed by the committee include how to maintain current business and keep business vibrant in Wood River. He indicated that the current Community Club is considering reverting back to a Business Club. The Club has been receiving little participation from the community in recent years. The committee has also discussed drafting a letter to current businesses to survey needs, ideas for the area growth and ways to increase participation. Jason Rotter stated one glaring need in our community is a restaurant.

Cindy Huff, representing the Youth committee, presented a report on committee goals. The committee consists of parents, counselors and administration at Wood River High. She stated that the committee has identified three goals, 1) investigate how to get students into the Career Pathway Institute in Grand Island, 2) to create a list of current area/jobs positions where employees can still reside in the Wood River area, and 3) to create a connection between students and local business.

Huff stated that although the community needs survey results indicated a desire for an agriculture-based program within the schools, it is not financially possible at this time. However, the school will be participating in a Revision program offered through the University of Nebraska next school year. The program stresses technology, business and industrial technical programs within the school. She believed if a program were established of this nature, we could attract additional students from surrounding communities, and possibly build upon the program to include more ag-based education. Doane questioned what types of classes would be offered through an Ag program. Huff informed him that the program could be plant based, technical based, production, and science based programs. Wood River would need to determine which direction they wished to pursue and acquire staffing.

Huff explained in more detail the Career Pathways Institute, per Doane's request. She stated the two-year program is dual credit in the areas of welding, construction management, technology and automotive. Students are selected based on grades, attendance and recommendations with the finalist participating in an interview process for selection. Huff would like to see our school move in this direction.

Huff reported that Dr. Haley will be taking her place on the committee due to her retirement. The Board thanked her for her involvement and contribution to our group.

Kjar reported on behalf of the Community committee. She stated that a grant request had been submitted and approved by the Grace and Donna Rae Koepp Foundation to purchase a Nu-Step machine for the fitness center. Doane questioned whether the committee was still considering adding a sales tax initiative to the ballot. Kjar indicated that not all community business was in favor of adding additional tax and that she believed in order for a tax to pass, a

specific use would need to be defined. There was discussion regarding LB840 funds, they are collected similar to a tax on goods and services.

Arnett, Rennau and Huff interjected how all of these projects within the community are interconnected. All benefit the community in a positive manner and ensure the community stays vibrant.

It was decided to take no action on the sales tax issue at this time. We will re-visit the topic at our next meeting.

Rotter reported on the Wood River welcome signs. Leases have been delivered to the property owners and permits have been submitted to NDOR. Once the leases are signed and permits approved, the contractor can move forward with the foundations. Cramer indicated the City and NDOR are working on an agreement to gain electricity from an existing intersection light. Kjar stated that the sprinkler system is being installed at the pedestrian walkway and we will schedule a day to sod the north side later this spring.

The last item of business on the agenda was the initial meeting of the Board of Directors of Wood River Vision 20/20, a Nebraska Non-Profit Organization:

**WAIVER OF NOTICE AND CONSENT TO HOLDING
OF MEETING OF BOARD OF DIRECTORS**

We, the undersigned, being all of the directors of Wood River Vision 20/20, Inc., and desiring to hold the first meeting of the Board of Directors of the corporation, do hereby waive notice of the meeting, consent to the holding thereof, and do further agree that any business transacted at said meeting shall be as valid and legal and of the same force and effect as if the meeting were held after duly given notice.

Dated: April 7, 2014.

Present:

Tyler Doane

Greg Cramer

Pamela K. Kjar

Jason Rotter

**MINUTES OF INITIAL MEETING OF THE BOARD OF DIRECTORS OF WOOD
RIVER VISION 20/20, INC.,**

A Nebraska Nonprofit Corporation

On April 7, 2014, the Board of Directors of Wood River Vision 20/20, Inc., (the “Board”) met for its initial meeting. The following directors were present at the meeting:

Tyler Doane

Greg Cramer

Pamela K. Kjar

Jason Rotter

Absent: Joyce Willoughby, Brian Hayes

Tyler Doane acted as Chairman of the meeting and Pamela K. Kjar acted as Secretary.

NOW THEREFORE, BE IT:

ADOPTION OF ARTICLES

RESOLVED, that the Articles as adopted by the incorporators and as filed with the Secretary of State of the State of Nebraska and bearing the file stamp and certification of the Secretary of State of the State of Nebraska be, and they hereby are, ratified and approved as the Articles of this corporation and that they be inserted in the Minute Book of this corporation;

ADOPTION OF BY-LAWS

RESOLVED FURTHER, that the By-Laws of this corporation be, and they hereby are, adopted and approved as the By-Laws of this corporation and that such By-Laws and the Certificate of Incorporation and Affidavit of Publication be inserted in the Minute Book of this corporation;

ELECTION OF OFFICERS

RESOLVED FURTHER, that the following officers be, and each of them hereby is, elected as officers of this corporation to serve until their respective successors are duly elected and qualified:

President: Tyler Doane

Vice President: Greg Cramer

Treasurer: Joyce Willoughby

Secretary: Pamela K. Kjar

DATE, TIME AND LOCATION FOR
REGULAR MEETINGS OF THE BOARD

RESOLVED FURTHER, that the Board shall meet at a minimum of four yearly at such time and place as shall be determined by the Board;

MINUTE BOOK

RESOLVED FURTHER, that this corporation shall maintain as part of its corporate records a Minute Book which shall include, but which shall not be limited to, a record of its Articles and amendments thereto, its By-Laws and amendments thereto, minutes of all meetings of its directors, with the time and place of holding, whether regular or special, and if special how authorized, the notice thereof given and the proceedings thereto;

EMPLOYER IDENTIFICATION NUMBER

RESOLVED FURTHER, that the proper officers of this corporation be, and each of them hereby is, authorized and directed to make such filings and applications as are necessary to secure for this corporation a federal employer identification number;

BANK ACCOUNT

RESOLVED FURTHER, that the President and Treasurer of this corporation, acting jointly on behalf of this corporation, are authorized to open, maintain and close accounts at any bank, trust company or similar financial institution as may be necessary or appropriate for the conduct of this corporation's business, that all resolutions required by such banks, trust companies or other financial institutions with respect to such accounts are hereby adopted, and that the Treasurer or Secretary of this corporation is authorized to certify to any bank, trust

company or similar financial institution the adoption of the resolution in the form used by that bank, trust company or similar financial institution;

RESOLVED FURTHER, that the President and Treasurer of this corporation be, and each of them hereby is, authorized to deposit, or cause to be deposited, funds of this corporation in any authorized account of this corporation, and, in accordance with these resolutions, to withdraw from, or charge to, or cause to be withdrawn from or charged to (such amount not to exceed \$1,000.00) said account at any time and from time to time funds of this corporation against checks, notes, drafts, bills of exchange, acceptances, undertakings, or other instruments or orders for the payment of money;

RESOLVED FURTHER, that the sole signature of either the President or Treasurer is sufficient to authorize the withdrawal of funds of this corporation (such amount not to exceed \$ 0) from any authorized account of this corporation at any time and from time to time against checks, notes, drafts, bills of exchange, acceptances, undertakings, or other instruments or orders for the payment of money, when made, drawn, accepted or endorsed on behalf of this corporation;

RESOLVED FURTHER, that the foregoing bank resolutions are standing resolutions and will remain in full force and effect until duly modified or rescinded, and that the Secretary or any Assistant Secretary of this corporation be, and each of them hereby is, authorized and directed to deliver a certified copy of these resolutions to each bank, trust company or similar financial institution at which an account from which funds can be withdrawn is or will be maintained;

ACCOUNTING YEAR

RESOLVED FURTHER, that this corporation hereby adopt an accounting year ending December 31 each year;

INCORPORATORS

RESOLVED FURTHER, that all actions taken or authorized by the incorporators of this corporation in respect of the organization of this corporation in what was deemed to be in the best interests of this corporation be, and they hereby are, confirmed and ratified;

PRINCIPAL OFFICE LOCATION

RESOLVED FURTHER, that the principal office for the transaction of the business of this corporation shall be located at: 1002 Main Street, unless and until changed by resolution of this Board;

EXEMPTIONS FROM FEDERAL AND STATE TAXES

RESOLVED FURTHER, that the proper officers of this corporation be, and each of them hereby is, authorized to consult with legal counsel to ascertain the availability of exemptions from taxation under the federal and state tax laws and, if such exemptions are available, such officers be, and each of them hereby is, authorized and directed to execute and file all necessary applications for exemption from those taxes with the appropriate state and federal tax authorities, and to pay any necessary filing fees;

NONPROFIT MAILING PERMIT

RESOLVED FURTHER, that the proper officers of this corporation be, and each of them hereby is, authorized to make such filings and applications as are necessary to secure for this corporation a nonprofit mailing permit if deemed necessary or advisable by the officers of this corporation;

IMPLEMENTATION

RESOLVED FURTHER, that the proper officers of this corporation be, and each of them hereby is, authorized and directed to execute all documents and to take all such action as they may deem necessary or advisable in order to effectuate the purposes of the foregoing resolutions.

There being no further business, upon motion duly made and seconded, the meeting was adjourned.

Pamela K. Kjar

Secretary of the Meeting