

**FRYEBURG BUSINESS ASSOCIATION  
BOARD OF DIRECTORS MEETING  
of January 9, 2014  
MINUTES**

4 p.m.  
Poland Spring Office, Fryeburg, Maine

President Donna Woodward called the meeting to order at 4:04 p.m., all members of the board being present, a quorum was declared.

**I. Membership**

Membership Chair Holly Foster reported that to date 53 members have renewed and paid for their membership for calendar year 2014. Vice Chair David Chaffee will email the membership a reminder that their 2014 dues are due by the end of January.

At the end of January, Holly Foster and Dave Chaffee will coordinate the respective membership lists/MailChimp eBlast lists to ensure that they are consistent. Holly Foster has graciously offered to remain active in the membership role through the end of January to ensure that a complete and updated membership list is handed off to the new chair.

**II. Budgets**

The board reviewed the proposed budgets submitted for the secretary's position, the marketing position, and the membership position. Proposed budgets for the secretary and membership were approved by the board as presented. The marketing budget, after discussion, will be amended such that Line Item 12 – Website – will be adjusted from \$600 to \$3,000.

While all three budgets were presented in line-item fashion, the executive board agreed, based upon budget discussions with the membership last year, that the membership will be asked to vote on the bottom line and not each line item.

**III. Fiduciary Obligation of Board**

Secretary Bonnie Gould reminded the executive board that as a board of directors and officers, they have a fiduciary obligation to the Fryeburg Business Association and that as such any business that is conducted in the name of the Fryeburg Business Association must be approved by the board and that the *ultra vires* acts of directors and/or members potentially subjects the board and its members to liability and a claim against the directors and officers insurance.

Dave Chaffee reminded the board that part of their fiduciary obligation includes making sure that they have the requisite time to commit to the board and suggested that a conversation be had with the proposed slate of offices prior to the vote to ensure they understand the commitment, which they will be undertaking.

**IV. Website**

The website having been an ongoing issue for the board and membership, Chairwoman Donna Woodward reported that she has been researching web designers, masters, and web hosters. Donna will be providing detailed information to the board within the next couple of days, but reports that she and Mike Corthell, the presumptive new membership chair, engaged in dialog with a web person from Harrison, Maine who has said worst-case scenario, he can give us a modernized and functional website for \$2,500. Once he's given the go-ahead by the executive board, he anticipates it will be a two-week turnaround. The \$2,500 includes hosting. Based upon this, the executive board decided that the marketing budget submitted by David Chaffee should be amended to include a weblines of \$3,000, building in a cushion for unanticipated expenses.

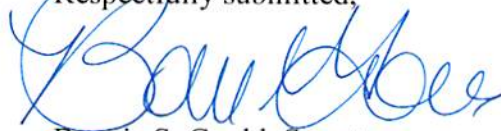
Much discussion was had about the need to keep the website updated. That will continue to be Mike Corthell's responsibility, and once we presumably have a new website, a much easier responsibility for him to carry out. Holly Foster has offered to be the "second set of eyes" to monitor the web and make sure it remains up-do-date.

**V. Proposed Slate of Officers**

The next general meeting will take place Tuesday, January 14, 2014, at 6 p.m. at the Fryeburg Fairgrounds Business Office at which time there will be an election of new officers for the 2014 year. The proposed slate, which will be put forth, is President, Donna Woodward; Vice President, Wanda Richard-Cox; Secretary, Donna Pierce; Treasurer, Bonnie Gould; Member-at-Large, David Chaffee.

All business properly before the board having been considered, the meeting was adjourned at 5:10 p.m.

Respectfully submitted,



Bonnie S. Gould, Secretary