

Gardiner Chamber of Commerce

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The Gardiner Chamber of Commerce serves our community through developing local tourism while endorsing stewardship of the Yellowstone Ecosystem.

Meeting date: **Thursday, March 18th, 2021 from 12:00 PM to 1:00 PM**

Location: Gardiner Chamber of Commerce 216 Park St. Gardiner, MT & Virtual via Zoom

Purpose: Regularly Scheduled Monthly Board of Director's Meeting

Agenda:

1. Chamber Business

1.1. Roll Call & Introductions

Kelly Burns, Chelsea Deweese, Amanda Hagerty, Sarah Ondrus, Alex Roberts, Mike Skelton, Sabina Strauss

1.2 Approval of Prior Month's Meeting Minutes

Strauss requested to postpone approval of minutes until requested edits were completed for the February Minutes, and to have approval completed by an email vote. Deweese made a motion to postpone approval and Burns seconded the motion. Minutes will be sent to the Board via email for approval when edits are complete.

1.3 Changes to Bylaws

Skelton began the discussion of the proposed changes by explaining that Section 5 of Article 3 of the Bylaws conflicts with the Articles of Incorporation, Article 6, Section V, Dissolution, and needs to be corrected. Skelton requested for a motion to be made to rescind the current Section 5 of Article 3 of the Bylaws and for the Chamber to adopt the proposed change.

Hagerty made the proposed motion and Burns seconded. Proposed motion passed by unanimous vote of the Board.

The following provides what language will be rescinded.

Article 3, ~~Section 5~~

~~Members shall have no individual or separate interest in the property or assets of the Chamber, except that upon dissolution the property and assets of the Chamber remaining after all debts and liabilities of the Chamber are paid, shall be distributed among the members in the proportion which the aggregate amount paid by each member bears to the total amount paid by all members during the three years preceding the date of dissolution.~~

Article 6, Section V (Current Articles of Incorporation)

Dissolution: Upon the dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization or organizations, as determined by the Board of Directors, that is recognized as exempt under Section 501(c)(6) of the Code or any successor provision, and used exclusively to accomplish similar purposes for which this Corporation is organized. Any assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for similar exempt purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for similar exempt purposes.

1.4 Facility Insurance Coverage Update

Skelton led the discussion by explaining that Petcoff and he had recently discovered that the Chamber building is grossly underinsured since it was still insured for the original loan value. The building is currently valued at a minimum of \$867,000.00 and it is still insured for \$570,000.00. Over the last two months, Skelton and Petcoff have adjusted the insurance coverage to the current value of the building and have made the General Liability Coverage adjusted to \$2,000,000.00 for both the building as well as the Rodeo Grounds. Skelton went on to explain what the General Liability Insurance would cover in the instance of any possible claim. Finally, Skelton briefed the Board about the Rodeo Grounds and the purchasing history. The Chamber did indeed purchase the Rodeo Grounds for \$25,000.00, however do not own the buildings on the grounds (which are owned by the Rodeo Club). The Chamber is working with the Rodeo Club to deal with the insurance regarding the buildings on the property.

Skelton (later in the meeting following the Office Manager Report) briefed the Board about investigating the damage that's visible to the roof of the Chamber. Recent windstorms have blown off shingles and exposing the roof liner beneath, which is indicative of damage. The Chamber has filed an insurance claim, and we hope to have an insurance adjuster come out to look at the roof soon. The Chamber has a claim number and is awaiting word from the adjuster. The claim was filed under the Chamber's previous insurance carrier that was in effect at the time of the damage.

2. Committee Updates

2.1 Sara Fleming – Directors Report

On behalf of Petcoff, Fleming provided the Directors Report. She began with informing the Board that staff will have the Chamber closed on April 5-6 to allow for them to complete a thorough spring cleaning of the facility. This closure has been approved by Skelton and has been announced in the newsletter for the sake of the public.

Petcoff proposes that since the jump forward in daylight savings, that the Chamber hours of operation will return to 9am to 5pm beginning the week of April 19th, which is the Monday following the Park roads reopening to public vehicle travel. The Board agreed to the plan.

2.2 Sara Fleming - CVB Report

At the April Board Meeting, Petcoff will be presenting the FY22 Marketing Plan to the Board for discussion and approval.

Issues at the current Montana State Legislature that should be on the Board members radar are SB355, which seeks to divert Lodging Tax funds from their current allocation, and the amendment to HB 2 which seeks to divert funding from CVB's like our own across the state. Fleming elaborated on how this bill and amendment are both detrimental to our capacity to serve the tourism industry of Gardiner, and to other communities like ours. It was recommended to the Board to oppose both items from being adopted into statute. The amendment to HB 2 will likely be rescinded, but opposition is still needed as the sponsor of the bill seeks to place a sunset date to the funding that CVB's currently receive.

Discussion continued to discuss the details of SB355 and HB2, and the Chamber staff will continue to update the Board as details developed.

2.3 Sara Fleming - Office Manager Report

Fleming opened the report by briefing the Board about updates to member listings on the website that included adding Instagram handles to their listing. Currently, the only social media link via our website is just to Facebook.

The Chamber is experiencing a higher volume of phone calls, which is normal for this time of year. The primary inquiries are directed towards trying to gather RV camping information. Lodging recommendations are another primary theme.

2.4 Successful Gardiner – Sabina Strauss

Strauss opened the discussion with detailing the history and purpose of Successful Gardiner and why it was created. The organization has recently published a document that details meeting discussions, recommendations for development and research. Strauss summarized that according to the organization, there's two options for Gardiner: zoning or incorporation. Zoning would be an appropriate precursor to incorporation. A neighborhood plan has been completed, for which Successful Gardiner hopes to see the weigh in of other community organizations such as Chamber. Their next meeting is March 31 at 7pm where they will present an overview of the plan. On April 12, 20 and May 6 they will continue meetings to get other organizations involved.

Strauss also made the inquiry about how she should proceed with her role as a Board member and liaison of Successful Gardiner. She asked if the Chamber Board wants her to continue in this role or not. Her second question was if the Board wants her continue to serve as liaison, should she continue to maintain communication between both organizations and if the Board has any concerns over conflict of interest. Skelton asked that if she is to be a liaison, will she continue to serve on the committee of Successful Gardiner that she is currently serving on, to which she clarified that yes, she will continue to serve in that capacity. He followed up with asking Strauss why the upcoming meeting on March 31 isn't being held in person, to which Strauss was unsure. In conclusion, Skelton stated that he deems it appropriate that she can continue to serve in her current capacity with both organizations with the caveat that she would recuse herself if a vote were required on the Chamber Board that is related to Successful Gardiner, to which she agreed. Going forward, she will continue to serve as liaison between the two organizations. Skelton agreed that the March 31 meeting information will be disseminated to the Board, but likely not to the membership. Discussion continued regarding communication of upcoming meetings.

3. Public Comment

3.1 Discussion of Mask Requirements within the Visitor Center

Skelton opened the discussion of masks requirements that Strauss brought forward to the Board via email correspondence prior to the meeting. On March 5, Strauss began the discussion of the questioning the current mask requirements in place at the Chamber, to which she requested to have placed to a vote to have the requirements removed, in addition to a second proposal to survey the membership on the requirements in place.

Strauss spoke to her concern that the membership should have initially voted on the facility's mask requirements, or at a minimum placed to a vote by the Board of Directors, and for the sake of transparency, to have the membership surveyed on what they would want for the Chamber to require.

Skelton explained that the current requirements were put into place by the Chamber per following State, Park County, and CDC guidance. He noted that it is his opinion that these requirements should remain in place for now. He went on to explain that Montana is still in a State of Emergency due to the COVID-19 illness and read the details of that order put into effect by Governor Gianforte. His concern is for the safety of staff should the Chamber not require masks for all persons while in the facility, and that liability is a continued concern for the Chamber should-the organization not follow health department guidance.

Strauss noted that the Chamber should continue to offer PPE supplies to visitors and that individuals should wear masks if they so choose to. Per her discussion with Dr. Desnick, her concern is that if individuals can distance, that masks should not be required. She spoke to the facility's requirement in the hypothetical instance of negative interactions that could happen should individuals enter the building and refuse to wear a mask, and how the staff would enforce such requirements in that situation. She asked Fleming to speak to the hypothetical situation, to which Fleming provided feedback of what similar interactions were like last summer. Fleming explained the process for how herself and staff addressed visitors who did not want to wear masks. Strauss continued to express her concern for how the upcoming summer will likely not be the same as last summer, that local businesses all have different standards of enforcement of masks, and how that could be confusing to visitors, to which Fleming responded that the Chamber has clear language they follow from the State of Montana to mitigate confusion for travelers. Skelton added that Yellowstone will require masks for likely the next 90 days due to the requirements for federal buildings to which Strauss responded with her concerns for how deputy sheriffs will be unable to enforce current requirements.

Finally, Skelton spoke to the subject of conducting a survey among the membership regarding the issue of masks by explaining the structure of the Chamber. As a corporation, the membership elect board members to conduct the business of the Chamber. The Membership has voting rights that are specific to electing the Board and the business of annual meetings. The day-to-day operational policies are determined by the Board and carried out by the Executive Committee and the Director. In his opinion, he doesn't believe it's a good idea to survey the membership on issues of day-to-day procedures of the Chamber because they elected the Board to handle such tasks.

Strauss moved that the Chamber Board of Directors survey the membership on the current COVID policies of the Chamber building, future policies, and enforcement going forward. The motion died due to lack of a second.

Meeting adjourned.

Date of Next Meeting: April 15, 2021 12:00pm – 1:00pm