

Northern Indiana Regional Development Authority
Board Meeting Minutes
August 18, 2015 – 11:00-11:45 AM (EST)

The August 18, 2015, meeting of the Northern Indiana Regional Development Authority (RDA) was held in the 3rd floor Board Room at Innovation Park Notre Dame, 1400 East Angela Boulevard, South Bend, Indiana 46617. Stephen Studer called the meeting to order, as Board officers had yet to be elected. Roll call was taken and it was noted there was a quorum present.

RDA Board Members Present: John Affleck-Graves, University of Notre Dame
 Dallas Bergl, INOVA Federal Credit Union
 John DeSalle, Hoosier Racing Tire Corp.
 Regina Emberton, Michiana Partnership
 Pete McCown, Elkhart County Community Foundation

RDA Board Members Absent: None

Others Present: Jerry Chavez, Marshall County EDC
 Scott Ford, City of South Bend Community Investment
 Zach Dripps, Michiana Area Council of Governments
 Larry Garatoni, St. Joe CEO
 Iris Hammel, St. Joe CEO
 Lou Pierce, Big Idea Company
 Jeff Rea, St. Joseph County Chamber
 Alex Sejdinaj, South Bend Code School
 Tim Sexton, University of Notre Dame
 Stephen Studer, Krieg DeVault LLP
 Bob Sutton, Springboard 3D
 James Turnwald, Michiana Area Council of Governments

Election of Officers

Stephen Studer adjusted the order of items on the agenda to allow for the RDA Board officers to be elected as the first item of business. Once elected, the RDA Board Chair will conduct the rest of the meeting.

- Stephen Studer called for nominations of the Chair. Pete McCown nominated John Affleck-Graves to the position. The nomination was seconded by Dallas Bergl. Stephen Studer asked the Board for further nominations. There being none, he requested the Board elect John Affleck-Graves as Chair of the Northern Indiana Regional Development Authority. All were in favor of the nomination.

The RDA Board Chair, John Affleck-Graves, continued with the election of officers and conducted the remainder of the meeting.

- John Affleck-Graves called for nominations of the Vice-Chair. Dallas Bergl nominated Regina Emberton to the position. The nomination was seconded by Pete McCown. John Affleck-Graves asked the Board for additional nominations. There being none, he requested the Board elect Regina Emberton as Vice-Chair. All were in favor of the nomination.
- John Affleck-Graves called for nominations of the Secretary-Treasurer. Pete McCown nominated Dallas Bergl to the position. John DeSalle seconded the nomination. John Affleck-Graves asked if there were other nominations, there being none, he asked for the Boards approval. All were in favor of the nomination.

Minutes of the July 28, 2015 Meeting

There were no additions or corrections to the July 28, 2015 minutes.

A MOTION WAS MADE BY PETE MCCOWN AND
 SECONDED BY REGINA EMBERTON TO APPROVE
 THE MINUTES OF JULY 28, 2014. ALL IN FAVOR,
 THE MOTION CARRIED.

Adopt Bylaws

Regina Emberton noted the Bylaws had been drafted by Krieg DeVault, LLP, flow from State statute and provide various administrative procedures. They were distributed to the Board members for review in advance of the meeting.

Pete McCown inquired about the process for replacing board members when necessary. Stephen Studer stated the board officers are elected each year and confirmed that board member vacancies are appointed by written agreements of the executives of the RDA members per state statute. This statute is referenced in the Bylaws.

Additionally, Stephen Studer commented there is a provision in the Bylaws that allows for board members to receive a per diem for participation in Board meetings. He recommended the Board not take up the per diem at this time.

By adopting the Bylaws, the Board also adopts the name of the organization as the “Northern Indiana Regional Development Authority.”

Stephen Studer counseled the Board that if adopted; each member of the Board agrees to sign the document. The Bylaws would then be held in trust at the Michiana Area Council of Governments (MACOG) office.

The John Affleck-Graves asked if there were additional questions in regard to adopting the Bylaws. There being none, the following action was taken.

PETE MCCOWN MOVED TO ADOPT THE BYLAWS.
DALLAS BERGL SECONDED THE MOTION. ALL IN
FAVOR, THE MOTION CARRIED.

MACOG Contract for Services

A contract for services from MACOG for administrative, business, office support and other services was provided to the Board for review in advance of the meeting. John Affleck-Graves opened the item for discussion.

The Regina Emberton explained MACOG will provide services in-kind until such time as a budget is established by the RDA. James Turnwald confirmed the terms of agreement and referenced item 8 of the contract; “Billing for Services”.

The John Affleck-Graves asked for questions or further discussion. There being none, the following action was taken.

PETE MCCOWN MOVED TO APPROVE THE CONTRACT
FOR SERVICES WITH MACOG. JOHN DESALLE SECONDED
THE MOTION. ALL IN FAVOR, THE MOTION CARRIED.

Krieg DeVault, LLP Contract for Legal Services

An engagement letter for legal services was submitted by Krieg DeVault to the RDA Board, and was provided to the Board for review in advance of the meeting. Regina Emberton noted their services had been provided in-kind during the formation of the RDA. Going forward, Krieg DeVault would provide services to the RDA at a reduced rate.

PETE MCCOWN MOVED TO ACCEPT THE ENGAGEMENT
LETTER AND TERMS AS OUTLINED FOR LEGAL SERVICES.
JOHN DESALLE SECONDED THE MOTION. ALL IN FAVOR,
THE MOTION CARRIED.

Committee Reports

There were no reports.

Old Business

Regional Cities Initiative

The Board briefly discussed the “Innovate Indiana Regional Development Plan.” Regina Emberton recapped the process for developing the Plan. Graphics and supplemental information will be added to enhance the document prior to its submission to the Indiana Economic Development Corporation (IEDC) by August 31, 2015.

There was a discussion regarding the remaining seed funding available to the RDA. The Board was advised to transfer the funds into a new account that is set up specifically for the RDA and administered by MACOG. It was noted the account should be kept with a local financial institution.

A MOTION TO MOVE THE FUNDING FROM THE CONNECT INC ACCOUNT TO A NEW NORTHERN INDIANA RDA ACCOUNT WAS MADE BY JOHN DESALLE AND WAS SECONDED BY DALLAS BERGL. ALL IN FAVOR, THE MOTION CARRIED.

Additional discussion continued regarding the presentation, themes, branding and delivery of the Innovate Indiana Regional Development Plan.

The timeline for the IEDC selection is:

- Plan submitted to the IEDC by August 31, 2015
- Review by the IEDC Strategic Review Committee (SRC)
- RDA Presentation to the SRC on October 6 or 7, 2015
- SRC will make recommendations to the IEDC Board of Directors
- IEDC Board will announce the two regions that are selected on December 15, 2015

The John Affleck-Graves asked for further discussion. There being none, the following action was taken.

A MOTION WAS MADE BY JOHN DESALLE AND WAS SECONDED BY REGINA EMBERTON TO ENDORSE THE REGIONAL DEVELOPMENT PLAN. ALL IN FAVOR, THE MOTION CARRIED.

New Business

2016 Meeting Schedule

Regina Emberton indicated a 2016 meeting schedule will need to be determined and a public notice of the meetings will be issues.

Adjournment

John Affleck-Graves adjourned the meeting.