

MERAMEC REGIONAL DEVELOPMENT CORPORATION
MEETING MINUTES
September 20, 2017

Members Present: Catie Ringeisen (Crawford), Tim Lorraine (Crawford), Ray Walden (Dent), Michael Homeyer (Dent), Kathy Schlottach (Gasconade), Tim Seams (Maries), Wanda Williams (Maries), Tom Klebba (Osage), Ryan Brandt (Osage), Jim Marcellus (Phelps), Gary Hicks (Phelps), Darlene Weber (Washington), and Marla Stevenson (MRDC At-Large).

Members Absent: Matt Raby (Crawford), Larry Kliethermes (Osage), Tim Comerford (Phelps), Carol Carson (Pulaski), and Don Thompson (Washington).

Staff Present: Bonnie Prigge, Linda Loughridge, and Maria Bancroft

Guests Present: Tom Daiber (Small Business Administration), Joseph and Michelle Boulware (Meramec Enterprises, LLC), Brandon Biele (Town and Country Bank for Country Feeds, LLC) and Tammy and Scott Yamnitz (Country Feeds, LLC).

Call to Order: President Weber called the board meeting to order at approximately 12:10 p.m.

Welcome Reappointed Board Members: President Weber thanked and welcomed the following board members who were recently reappointed by their respective counties on September 14, 2017: Jim Marcellus (Phelps County), Gary Hicks (Phelps County), and Tim Seams (Maries County)

Review and Approval of Minutes: The minutes from the August 16, 2017 board meeting were reviewed. Hicks pointed out that the minutes from the meeting shows staff present with Bonnie Prigge listed twice and did not include Maria Bancroft. Marcellus made a motion to approve the minutes as presented with the one correction made by Hicks, seconded by Hicks. Motion passed.

Adjournment from Open Session to Closed Session: A closed session was needed to review loan requests that include *confidential and sensitive* information. The board requested a closed session under RSMo 610.021(14). Therefore, Marcellus made a motion to adjourn the meeting from open session and go into closed session, seconded by Schlottach. Bancroft conducted a roll call vote and Catie Ringeisen (Crawford), Tim Lorraine (Crawford), Ray Walden (Dent), Michael Homeyer (Dent), Kathy Schlottach (Gasconade), Tim Seams (Maries), Wanda Williams (Maries), Tom Klebba (Osage), Ryan Brandt (Osage), Jim Marcellus (Phelps), Gary Hicks (Phelps), Darlene Weber (Washington), and Marla Stevenson (MRDC At-Large) voted “yea”. Motion passed.

Closed Session Items:

- 1. Meramec Enterprises, LLC – SBA Loan Request:** Bancroft brought the borrowers into the board meeting. Bancroft presented the loan request for the borrowers Meramec Enterprises, LLC, Joseph and Michelle Boulware, and the borrowers provided the board with additional information to questions. After the board's questions were addressed, Joseph and Michelle Boulware were escorted out of the board meeting room. The board discussed the project and Marcellus made a motion to approve the SBA loan and the RLF loan request as presented, seconded by Hicks. Bancroft conducted a roll call vote and Catie Ringeisen (Crawford), Tim Lorraine (Crawford), Ray Walden (Dent), Michael Homeyer (Dent), Kathy Schlottach (Gasconade), Wanda Williams (Maries), Tom Klebba (Osage), Ryan Brandt (Osage), Jim Marcellus (Phelps), Gary Hicks (Phelps), Darlene Weber (Washington), and Marla Stevenson (MRDC At-Large) voted "yea". Tim Seams (Maries) abstained from the vote due to his relationship with the borrowers through the Maries County Bank (third party lender). Motion passed.

- 2. Country Feeds – RLF Loan Request:** Bancroft brought the borrowers into the board meeting. Bancroft presented the loan request for the borrowers, Country Feeds, LLC, Tammy and Scott Yamnitz, and the borrowers provided the board with an overview of their project. After the board's questions were addressed, Scott and Tammy Yamnitz and Brandon Biele with Town and Country Bank were escorted out of the board meeting room. The board discussed the project and Marcellus made a motion to approve the loan request as presented, seconded by Brandt. Bancroft conducted a roll call vote and Catie Ringeisen (Crawford), Tim Lorraine (Crawford), Ray Walden (Dent), Michael Homeyer (Dent), Wanda Williams (Maries), Ryan Brandt (Osage), Jim Marcellus (Phelps), Gary Hicks (Phelps), voted "yea". Tim Seams (Maries) abstained from the vote due to his relationship with the borrowers through the Maries County Bank. Kathy Schlottach (Gasconade) left the meeting before the vote. Tom Klebba (Osage), Darlene Weber (Washington), and Marla Stevenson (MRDC At-Large) voted "nay". Motion passed.

- 3. Aging Made Easy – IRP Loan Increase Request:** Bancroft presented the loan request for the project Aging Made Easy, LLC, Sandra and Randy Johnson, who are current clients with an existing IRP loan that was approved in January 2016 for a working capital loan. The borrowers were unable to be present for the meeting. The request was modified by Bancroft in that the loan was presented as an RLF loan due to the added risk involved with the IRP program. After discussion, Brandt made a motion to approve the RLF loan as presented, seconded by Lorraine. Bancroft conducted a roll call vote and Catie Ringeisen (Crawford), Tim Lorraine (Crawford), Ray Walden (Dent), Michael Homeyer (Dent), Wanda Williams (Maries), Ryan Brandt (Osage), Gary Hicks (Phelps), Darlene Weber (Washington), and Marla Stevenson (MRDC At-Large) voted "yea". Tim Seams (Maries) abstained from the vote due to his relationship with the borrowers through the Maries County Bank (third party lender). Kathy Schlottach

(Gasconade), Jim Marcellus (Phelps), and Tom Klebba (Osage) left the meeting before the vote. Motion passed.

Adjourn from Closed Session to Open Session with Intermission: Being no further business left for discussion in closed session, Seams made a motion to move the meeting from closed session to open session, seconded by Hicks. Bancroft conducted a roll call vote and Catie Ringeisen (Crawford), Tim Lorraine (Crawford), Ray Walden (Dent), Michael Homeyer (Dent), Tim Seams (Maries), Wanda Williams (Maries), Ryan Brandt (Osage), Gary Hicks (Phelps), Darlene Weber (Washington), and Marla Stevenson (MRDC At-Large) voted “yea”. Kathy Schlottach (Gasconade), Jim Marcellus (Phelps), and Tom Klebba (Osage) left the meeting before the vote. Motion passed.

New Business:

MRDC Annual Board Training: Tom Daiber, Small Business Administration – St. Louis District’s lead lender relations specialist, presented to the board training material on CDC board roles and responsibilities. He provided the board members with a handout, CDC Board Certification Guidelines, to share with them. Bancroft informed the board that she will email the guidelines again to the full board for future reference. President Weber thanked Tom for coming to conduct the training to our board members.

Technical Assistance Contract: Bancroft presented information for an MRDC technical assistance contract to package an SBA 504 loan for The Zone and Kokomo Joe’s Family Fun Center. The approval is contingent on the pending \$1,000 deposit that is required by the client in order for staff to proceed with the packaging. Seams made a motion to approve the new technical assistance contract as presented contingent upon the deposit receipt, seconded by Stevenson. Motion passed.

Lender of the Year Committee Nomination: Bancroft presented the Lender of the Year Committee’s nomination for this year’s recipient, First State Community Bank, to be presented at MRPC’s annual dinner on October 26, 2017 at Salem Community Center at the Armory. FSCB partnered with MRDC to financing the project for Betty and Michael Nixon for B & M Quickstop, LLC in Mineral Point, Missouri (Washington County). Brandt made a motion to approve the committee’s recommendation for this year’s lender of the year recipient, seconded by Hicks. Motion passed.

MRDC Portfolio Oversight (fka Loan Service Report): Bancroft presented the board on servicing issues for the SBA 504, RLF, and IRP loan portfolios for the period ended August 31, 2017. A recommendation was made to staff to visit the project site for Cahill Enterprises, LLC, dba Bulldogs Autobody & Glass, LLC to address servicing deficiencies. Bancroft will schedule a site visit for an update to the board at the next full board meeting in December.

Current Financial Reports for FY 2017-18: Loughridge presented current financial reports for FY 2017-18 for the period 7/1/17 through 8/31/2017 for the SBA, RLF and IRP funds. The RLF and IRP financials were presented for informational purposes.

Brandt made a motion to approve the SBA current financials as presented, seconded by Hicks. Motion passed.

Comments for the Good of the Order

Board Vacancies: MRDC board has the following board vacancies: Two seats in Gasconade County, one seat in Maries County, one seat in Dent County, one seat in Washington County, and two seats in Pulaski County. Please send suggestions to staff.

Next MRDC Board Meeting: The next full board meeting is scheduled for December 20, 2017. There will not be a loan review meeting on October 18, 2017 and a meeting on November 15, 2017.

MRPC's Annual Dinner: Thursday, October 26, 2017 at the Salem Community Center at the Armory.

Meeting Adjournment: Being no further business, Lorraine made a motion to adjourn the meeting at approximately 3:25 p.m., seconded by Hicks. Motion passed.

The board approved the minutes on _____, 2017

Darlene Weber, Board President

Attested by Secretary or other MRDC officer