

TRI-COUNTY LODGING ASSOCIATION

Monday, December 13, 2021

The Tri-County Lodging Association is scheduled to meet at 1:30 p.m. at the TCLA/CVB Offices, 985 KK Drive, Osage Beach, Camden County, Missouri.

TCLA Board Members Present:

Russell Burdette
Don Neuharth
Sue Pierce
Gena Aldrich
Fred Dehner
Nicole Kever Torres

TCLA Board Members Absent:

Brian Nivert
Kay Samuelson
Jen Morgan

Also present were Lagina Fitzpatrick and Tracy McKinney.

CALL TO ORDER

Chairman Sue Pierce called the meeting to order at 1:31 p.m.

APPROVAL OF AGENDA

Gena Aldrich made a motion to approve the agenda for the December 13, 2021, TCLA Special By-Law meeting. Don Neuharth seconded the motion. The motion passed unanimously.

PUBLIC COMMENTS

None at this time.

NEW BUSINESS

(A.) Other New Business – No other new business

OLD BUSINESS

(A.) TCLA By-Laws update – Sue Pierce noted that additions that have been made were in bold and context that has been removed have been lined through. Fred Dehner brought up that on the heading “Constitution And” were removed, all agreed on this point of change.

Article One – Sue Pierce read through Article One; Don Neuharth asked for clarification on the address for TCLA, currently listed as 985 Route KK, Osage Beach, Missouri in the by-laws. Lagina Fitzpatrick stated 985 KK Drive, Osage Beach, Missouri is the current address that is being used. Lagina will verify the physical address. Nicole Kever Torres asked whether the zip code be added.

Article Two – Sue Pierce read through Article Two; no changes had been made; all agreed no changes needed.

Article Three – Sue Pierce read through Article Three, Section 1; Russell Burdette felt section 1 was repetitive in wording, also point “that are available for rent for a period of thirty-one days or less” should be on all points a, b, c, and d or at the end of the section where it would apply to all. Nicole Kever Torres suggested clarification on “remit” to who, for clarification should counties be added. Section 2; as for the wording “fifty or less” Don Neuharth suggested instead of less, fewer. Fred

Dehner questioned the wording for legal purposes.

Section 3; Don Neuharth suggested to have Advisory Board capitalized or add TCLA before for clarification on which advisory board. Lagina Fitzpatrick will consult with attorney Marc Ellinger for clarification and changes in Article Three. All agreed on clarification for changes.

Article Four – Sue Pierce read through Article Four, Section 1; Suggestion was made to remove the additional “each” that was written in the section. The removal of “general manager” brought a discussion of the changes, Don Neuharth explained there seems to add a sense of direct accountability of the owners.

Section 2; all agreed on the suggested changes.

Section 3; a) Regarding “nominations of board members”, the insertion of “45 days in advance of the annual meeting” and “5 business days of such nomination or such nomination shall be deemed declined” were agreed upon. Lagina Fitzpatrick suggested keeping consistent with what is currently in the Business Districts By-Laws.

b) and c) Discussion was had to change the wording for the understating that ballots can be mailed or emailed. The discussion turned to being able to verify identity when ballots are returned by mail, it was agreed upon when the ballots are returned, by mail they will need to be notarized or in person will need to have verify identification. There was the discussion and agreed to add “current on lodging tax collection to be eligible to vote”. Ballots will be available on day of annual meeting in person also.

d) Gena Aldrich and Russell Burdette stated wording was confusing. Lagina Fitzpatrick explained in the wording, a candidate cannot help tally votes and there will be a third party involved in the tally of votes. Don Neuharth suggests an “s” be added to the ballot that is listed second in the sentence.

e) Discussion over “run-off”, there was an agreement the if there was a lack of majority votes to one candidate, a run-off might have the same results if the process is repeated as suggested. Different opinions on how it should be handled, however there was a lack of agreement on how to have a successful a “run-off”. Lagina Fitzpatrick will consult with Marc Ellinger regarding point “e” due to the group not liking the point of the “run off”.

Section 4; a) All agreed no changes needed to be made.

b) 1), 2) and 3) No changes, 4) Discussion was had over the wording of “gifts” and “loans” in this point, the understanding is that it is worded in the Statues this way and should it stay. Fred Dehner suggested to change “gifts” to “donations” if allowed, Gena Aldrich also suggested to remove “loans” due to what it implies, Lagina Fitzpatrick will consult with Marc Ellinger for the changes, all agreed. 5) No changes.

c) Referring to meetings, 1) needs to have “monthly” removed, meeting will be quarterly. 2) The annual meeting will be held on the 3rd day of March at a posted time, discussion was held regarding what will constitute a quorum, it was agreed that since there will be a three-person board, two board members present will make a quorum for the annual meeting, all agreed. 4) no changes needed.

Section 5; no changes needed.

Section 6; Russell Burdette suggested to insert “TCLA” before advisory board, all agreed.

Article Five – Sue Pierce read through Article Five; Russell Burdette suggested to capitalize Lodging Association in the first sentence, all agreed.

Article Six – Sue Pierce read through Article Six; Russell Burdette stated that it was confusing when it reads all counties, he would like clarification, Sue Pierce suggested to add “in Camden, Miller, and

Morgan Counties”, all agreed.

Article Seven – Sue Pierce read through Article Seven; Dates will need to be updated to when the changes are going to take place. Agreement was made to add the counties, with Miller County serving a one-year term, Camden County serving a two-year term, and Morgan County serving a three-year term. The new board members will be elected by the existing Business Districts. After the terms that have been appointed are expired, there will be an election held within the Business District members.

Russell Burdette made the motion to have Lagina Fitzpatrick present Marc Ellinger with the suggested changes so they may be reviewed by the board before going for a vote. Sue Pierce seconded the motion. The motion passed unanimously.

There being no further business to come before the Board, Russell Burdette made a motion to adjourn the TCLA board meeting. Fred Dehner seconded the motion. The motion passed unanimously. The TCLA board meeting adjourned at 3:30 p.m.