

Minutes for Arlington BID Meeting
March 22, 2023

Attendance: Jay Baisley, Sgt. Pat Berry, Jason Burt, Ross Hardisty, Bob Legacy, Rhianna Mirabello, Michelle Morrill, Ann Shershin, Dr. Adam Silverman, Bryan Swarthout, and Jon Vincitore.

Meeting called to order at 9:05 a.m.

Minutes: Minutes from the February meeting was read. Bryan Swarthout made a motion to accept the minutes as read, Ross Hardisty seconded the motion, and it passed with a vote of 8 to 0.

Resignation: Ross Hardisty made a motion to accept the resignation of Dr. Olusola Runsewe, Rhianna Mirabello seconded the motion, and the motion passed with a vote of 8 to 0.

New Board Members: Bryan Swarthout made a motion to add Jason Burt and Dr. Adam Silverman to fill vacancy in the Arlington BID board. Ross Hardisty seconded the motion and the motion passed with a vote of 8 to 0. Each new board member introduced themselves. Dr. Adam Silverman is a plastic surgeon who has purchased a building on Fairmont Avenue. Jason Burt is a financial planner who owns 27 Collegeview Avenue and his office is located on the first floor.

Bylaws: We discussed the amendments to the bylaws. We discussed the need for half of the board to come at each election to maintain the balance in the board. In Article III, there was a question about giving Vassar a permanent appointed (not elected) seat on the board. It was agreed that due to the close relationship between Vassar and Arlington that Vassar should be allowed to have a permanent seat on the board. Also in Article III, we discussed allowing the alternate to replace the board member to be permanent. It was agreed to make this change and the bylaws were amended to show this change. Jay Baisley made a motion to accept the amendments to the bylaws as amended and Ross Hardisty seconded the motion. A roll call vote was taken. There were 7 aye votes, 1 nay vote (Michelle Morrill), 2 abstaining votes (Jason Burt and Dr. Adam Silverman), and 1 absent (Jacob Reckess). The motion passed. Attached to this report on a separate page is the complete bylaws amendment resolution.

Changing Banks: We are moving our bank accounts to TD Bank and discussed investing some of our surplus funds in CD's.

Farmer's Market: There are currently 19 vendors. There is a possibility that the market may be able to move back to the Alumina Lawn late in June or July depending on the progress of the construction of the Inn and Institute. We discussed how to advertise the market and how to promote that the market is located on the campus between the tennis courts and North parking lot.

Infrastructure: Committee meet with Michael Simon and planned to remove the weeds and add white rocks. We plan to get the streets cleaned.

Parking Study: Parking is a big problem on Friday and Saturday evenings. We are looking into Vassar adding public parking to the North Lot area. We also inquired whether posting is required to have cars towed from a parking lot.

Date Night: The Date Night event will be Thursday, May 18 from 5 to 9 p.m. at Vassar's Frances Lehman Loeb Art Center. There will be goody bags with coupons and items from BID businesses. There will be live music. We were asked for suggestions of musicians to perform. We asked for flyers to distribute.

New Store: Tom Fillery is a new store on Main Street that sells bulk goods and customers can bring their own containers to fill.

Meeting adjourned at 9:57 p.m.
Minutes submitted by Ann Shershin

ARLINGTON BUSINESS IMPROVEMENT DISTRICT
BY-LAW AMENDMENTS

Be it resolved that the Corporation's by-laws shall be amended as follows:

- 1) ARTICLE II Membership shall have a new Section 4(d) providing: (d) members may vote electronically and remotely in any manner that the Board of Directors directs and that is not contrary to applicable federal or state regulations.
- 2) ARTICLE III Directors shall be amended by a new sentence at the end of Section 1 Number providing: One seat on the Board of Directors shall be reserved for an employee of Vassar College to be designated by the College and appointed by the Board of Directors for a term of two years, and such appointee may designate an alternate to serve in the absence of the Vassar College designee, all as provided by section 703(d) of the Not For Profit Corporation Law.
- 3) ARTICLE III Directors Section 6 Notice of Special Meeting shall be amended by adding a new sentence providing: Notice may also be made by electronic mail (e-mail) as an alternative to regular postal service mail, and such notices shall be issued to Board of Directors members and alternates whose preferred e-mail addresses have been filed with the Executive Director of the Corporation.
- 4) ARTICLE III Directors is amended by adding a new Section 12 Alternates, providing: each member of the Board of Directors may designate an alternate to vote at and attend meetings of the Board of Directors when a Board Member is absent or announces anticipated absence from a meeting of the Board **or the designation of an alternate can be permanent.**
- 5) ARTICLE VI Fiscal year, Budget and Finances Section 3 Checks and Documents shall be amended by deleting One thousand dollars (\$1,000) and replacing it with Three thousand dollars (\$3,000), and delete Chairman and replace with Treasurer.
- 6) ARTICLE VI Fiscal Year, Budget and Finances shall be amended by adding a new Section 5 Bank Deposits providing: Deposits of funds into the Corporation's bank accounts shall be done by the Executive Director or the President, or other temporary designee of the Board, and copies of all deposit records shall be filed with the Treasurer.

These amendments shall be effective March 22 2023.

The Board Members voted as follows:

Voting Aye:

Jay Baisley,
Sgt. Pat Berry
Ross Hardisty
Rhianna Mirabello
Ann Shershin
Bryan Swarthout
Jon Vincitore.

Voting Nay:

Michelle Morrill

Abstaining:

Jason Burt
Dr. Adam Silverman

The resolution was adopted by a vote of 7 Ayes, 1 Nay, and 2 Abstentions.