

Newport Independent School District Educational Foundation, Inc

Meeting Agenda

10/28/09
NMS – 6:30 PM

1. Welcome – President Usleaman
2. Approval of Minutes
3. Review of Kentucky Registration
4. Chester Davis Scholarship Fund
 - a. Overview
 - b. Status
 - c. Future
5. By-Laws discussion
 - a. Draft
6. Next Steps / Next Meeting
7. Adjourn



NEWPORT INDEPENDENT SCHOOLS

A Great Tradition. A Great Future.

NEWPORT INDEPENDENT SCHOOL DISTRICT EDUCATIONAL FOUNDATION Meeting Minutes

October 28, 2009 – 6:30 P.M.

Present: Melissa Hayden, Rob Usleaman, Michael Brandt, Shirley Turner, Tete Turner, Julie Smith-Morrow, Kim Klosterman

Next meeting: TBA

WELCOME

Rob Usleaman called the meeting to order. All members were present.

The committee recited the Pledge of Allegiance and observed a moment of reflection.

APPROVAL OF MINUTES

On MOTION BY HAYDEN AND SECONDED BY MS. TURNER the minutes of 9/1/09 were approved as presented.

5 – MOTION CARRIED 7-0

REVIEW OF ARTICLES OF INCORPORATION – STATE OF KENTUCKY

Mr. Usleaman turned the meeting over to Mr. Turner. Mr. Turner gave each member of copy of the Articles of Incorporation and informed the committee that this document along with the by-laws of the foundation would be filed with the IRS for tax exemption under 501c3.

CHESTER DAVIS SCHOLARSHIP FUND

Mr. Turner distributed a spreadsheet on the scholarship fund that reflected the account balance from June 30, 2008 – June 30, 2009. The dividends and interest income were reflected monthly along with the scholarship funds that were withdrawn.

The funds for the Chester Davis scholarship fund were received in 2007 and held in an account at Citizens Bank where regular market rate interest was received. Under the provisions set by Mr. Davis the funds are to be invested in Blue Chip stocks and the dividends are to be used to support scholarships. After meeting with several investment companies, Merrill Lynch has been chosen to be the financial firm handling the investments.

Mr. Davis was a 1941 Newport graduate and his claim to fame was the invention of the Post-It Note. He gave the district \$100,000 in the 70's and another \$100,000 in the 80's with no strings attached. The money went into the 1941 Class Scholarship Fund and was spent on what they chose to be necessary at that time.

Dr. Smith-Morrow asked for clarification on choosing the scholarship recipients. Mr. Turner explained that the by-laws specifically instruct high school administration to present names of perspective scholarship recipients to the foundation committee for prior approval. The committee will approve the recipients based on pre-determined criteria.

BY-LAWS

A draft of the by-laws was given to the committee.

On MOTION BY BRANDT AND SECONDED BY SMITH-MORROW the by-laws were approved as written.

6 – MOTION CARRIED 7-0

NEXT STEPS/NEXT MEETING

Mr. Turner will file the 501c3 form with the IRS. He will communicate any updates received from the IRS.

On MOTION BY USLEAMAN AND SECONDED BY SMITH-MORROW the committee authorized Mr. Turner to sign any documents necessary for filing the 501c3 with the IRS.

7 – MOTION CARRIED 7-0

The next meeting date will be set when approval of the 501c3 is received from the IRS.

ADJOURN

On MOTION BY SMITH-MORROW AND SECONDED BY USLEAMAN the meeting adjourned.

8 – MOTION CARRIED 7-0

Time: 6:46 P.M.



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ADDTrey Grayson, Secretary of State
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10/1/2009 1:32 PM
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Kentucky Office of the Secretary of State

TREY GRAYSON

**Division of Corporations
Business Filings**
PO Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Articles of Incorporation Non-profit Corporation

NAI

Please note: This form does not comply with 501 (C) status. You should contact the Internal Revenue Service prior to filing the Articles of Incorporation.

Pursuant to KRS Chapter 273, the undersigned applies to qualify and for that purpose submits the following statements:

Article I: The name of the corporation is
Newport Independent School District Educational Foundation, Inc.

Article II: The purpose for which the corporation is organized is to solicit, collect, invest and distribute funds for school projects and scholarships.

Article III: The name of the registered agent is Brandon Voelker

and the street address of the corporation's initial registered office in Kentucky is

4135 Alexandria Pike, Suite 109	Cold Spring	Kentucky	41076
Street Address (No Post Office Box Numbers)	City	State	Zip Code

Article IV: The mailing address of the corporation's principal office is

301 East Eight Street	Newport	Kentucky	41071
Street or PO Box Number	City	State	Zip Code

Article V: The number of directors (minimum of three (3) required) constituting the initial board of directors is 3

The names and mailing addresses of the persons who are to serve as the initial board of directors are as follows:

Julie Smith-Morrow	301 East Eight Street	Newport	Kentucky	41071
Name	Street or PO Box Number	City	State	Zip Code
Melissa Hayden	301 East Eight Street	Newport	Kentucky	41071
Name	Street or PO Box Number	City	State	Zip Code
Tete Turner	301 East Eight Street	Newport	Kentucky	41071
Name	Street or PO Box Number	City	State	Zip Code

Article VI: The name and mailing address of the incorporator is

Tete Turner	301 East Eight Street	Newport	Kentucky	41071
Name	Street Address or Post Office Box Number	City	State	Zip Code
Name	Street Address or Post Office Box Number	City	State	Zip Code
Name	Street Address or Post Office Box Number	City	State	Zip Code

I/We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

<i>Tete Turner</i>	TETE TURNER - DIRECTOR	9/16/09
Signature of Incorporator	Print Name & Title	Date

I, Brandon Voelker, consent to serve as the registered agent on behalf of the corporation.

<i>Brandon Voelker</i>	Brandon Voelker Attorney	9-17-09
Signature of Registered Agent	Print Name & Title	Date

(09/09)

Newport Independent School District Educational Foundation, Inc

By-Laws -- DRAFT

Foundation Composition

The NISDEF, Inc. shall consist of members of the Newport Board of Education, the Superintendent, Secretary and Treasurer of the Newport Board of Education, a member of the community of Newport and a member of the Newport High School Alumni Association. Members of the Foundation from the Board of Education shall be appointed by the Board of Education each year at the January organizational meeting. Board and staff member appointments shall be for a period of one year with the community member and the Alumni member appointments for two years. The Registered Agent shall be the Board attorney. When a vacancy occurs it shall be filled at the next regular meeting of the Board of Education.

Meetings

The NISDEF, Inc. shall meet at least twice annually to review all gifts, investments, expenses and payments related to the Foundation. The Foundation shall report annually to the Board of Education on all financial activity and approve all scholarship awards in accordance with directions relating to foundation gifts.

Board of Directors

The NISDEF, Inc. membership shall elect annually a three member Board of Directors which shall meet at least quarterly to review all gifts and approve all expenses. The District Treasurer shall recommend and the Board of Directors shall approve investment strategies consistent with directions from gifts to the Foundation. All recommendations and strategies must be presented by a Certified Financial Planner with membership in a major brokerage firm with local offices, such as but not limited to Merrill-Lynch or Morgan Stanley. Minutes of all meetings must be presented to the NISDEF, Inc. and the Board of Education within seven days of said meetings.

Gifts

All gifts shall be accepted by the Secretary to the Board of Education and deposited by the Treasurer on the same day the gift is received. Gift information and deposit verification shall be forwarded to the entire NISDEF, Inc. and Board of Education within three days of receipt of any gift.

Scholarships

Newport High School administration shall present to the NISDEF, Inc. prior to any announcement all perspective scholarship recipients for approval based on pre-determined criteria.

Long Term Goals and Objectives

Long term goals and objectives will be developed by the membership prior to June 30, 2010 relating to the Newport Independent School District Educational Foundation, Inc.'s marketing, projects, funding programs and other areas of concern determined by the membership.

Newport Independent Schools

Chester Davis Scholarship Fund
Merrill Lynch Acct # 63B-04007

<u>Date / Month -End</u>	<u>Dividends/Interest Income</u>	<u>Account Balance</u>	<u>Scholarship Funds Withdrawn</u>
June 30, 2008		\$496,189.65	
July 31, 2008	\$1,170.57	\$495,914.04	
August 29, 2008	\$1,034.98	\$501,400.41	
September 30, 2008	\$1,289.39	\$474,934.12	
October 31, 2008	\$1,083.68	\$423,625.16	
November 28, 2008	\$905.50	\$413,794.55	
December 31, 2008	\$3,809.25	\$424,078.03	
January 30, 2009	\$1,281.04	\$411,983.95	
February 27, 2009	\$718.21	\$393,143.74	
March 31, 2009	\$981.28	\$405,054.72	
April 30, 2009	\$662.04	\$423,432.94	
May 29, 2009	\$806.66	\$436,607.31	
June 30, 2009	\$1,338.83	\$421,839.91	\$16,000.00
Totals	\$15,081.43		\$16,000.00