

LEGACY DECATUR BOARD MEETING  
THURSDAY, JANUARY 25, 2024  
5:00 P.M.  
DECATUR LEGACY PARK - HAWKINS

1. CALL TO ORDER
2. REVIEW AND APPROVAL OF MEETING MINUTES FROM DECEMBER 7, 2023.
3. ACTION ITEMS
  - a. **Authorize the Executive Committee to draft Expectations for the Legacy Decatur Board of Directors.**

As part of the December 7, 2023 Board Retreat, the retreat facilitators presented common responsibilities and expectations of the Board of Directors for nonprofit organizations. It was suggested that the Executive Committee draft the Expectations for the Legacy Decatur Board of Directors to ensure common understanding. A recommendation for Board Expectations will be presented for approval for the full board.

- b. **Authorize the Executive Committee to review the Legacy Decatur bylaws.**

The bylaws that govern Legacy Decatur were adopted on January 27, 2020 and amended on July 20, 2020. These bylaws established the foundation for Legacy Decatur to operate effectively as a nonprofit organization and have served to guide the organization. As Legacy Decatur continues to grow in its role as the managing entity of Legacy Park and as the fiduciary agent for grassroots organizations in Decatur, staff recommends a review of the bylaws. Any recommendations will be brought to the full board for approval.

- c. **Approve lease renewals for L'Arche Atlanta, Global Growers Network, the Decatur Book Festival, and Decatur Education Foundation.**

The Administration Building leases for L'Arche Atlanta, Global Growers Network, Decatur Book Festival, and Decatur Education Foundation require renewal. All nonprofit organizations are a great benefit to the Legacy Park community and have been responsible and courteous tenants. The leases for L'Arche Atlanta, Global Growers Network, and Decatur Education Foundation have three year terms while the Decatur Book Festival will have a one year term as they evaluate their needs as an organization.

**d. Authorize the Master Plan Committee to approve office space within the Administration Building and storage leases.**

The Master Plan Committee evaluates prospective nonprofits, as the reduced-rent office spaces are offered in exchange for the nonprofit's expertise and programming as it relates to the Legacy Park Master Plan. The individual buildings at Legacy Park will still require full Board approval. Staff recommend the Board authorize the Master Plan Committee to evaluate and approve leases for office space within the Administration Building as well as storage space.

4. Executive Session as Needed

5. Adjourn

## Minutes

### Decatur Legacy Board

Business Meeting – December 7, 2023

A business meeting was scheduled and held as part of the Legacy Board annual retreat. The meeting was posted and open to the public. Board members attending: Tony Powers, Andrea Arnold, Patti Garrett, Mark Ethun, Peggy Merriss, and Allen Mast. Paul Mitchell participated via Zoom. Staff attending: Madeleine Henner and Madeleine Henner. Zoe Seiler from Decaturish was also present.

The meeting was called to order by the Chair. The Chair asked for a motion to approve the minutes of the September 28, 2023 board meeting. All board members present voting aye, the minutes of the September 28, 2023 board meeting were approved as presented.

Madeleine Henner presented the FY24 proposed budget. Staff anticipate decreased earned revenue in FY2024. As such, staff based operational expenditures on current and anticipated expenditures, cutting costs where possible.

Due to construction noise and traffic disturbance, staff do not anticipate film revenue in 2024 in addition to a decrease in event revenue. Furthermore, with the Decatur Arts Alliance set to take over management responsibilities and revenue from the Hyatt Building, Legacy Decatur will no longer receive rental payment from that building. The proposed budget did not include rental revenue from individual buildings past the lease expiration date, despite staff confidence that all tenants will renew their leases.

As compliant with the MOU between Legacy Decatur and the City of Decatur, the Management Fee will decrease in FY2024. Madeleine Henner presented the budget with the Management Fee decreasing to \$33,000 in FY2024. However, City Manager Andrea Arnold pointed out that due to the City's July to June fiscal year, Legacy Decatur will receive two \$16,000 payments in the City's FY2024-2025 fiscal year, one of which falls in the Legacy Decatur FY2024 fiscal year. The Management Fee to be paid by the City of Decatur in Legacy Decatur's FY2024 year will total \$49,000. To balance these budget decreases, staff included rental revenue from buildings currently vacant. Staff will work with the City of Decatur's Public Works department to ensure buildings are up to code to rent out to eligible nonprofit organizations. Staff also included \$10,000 in Direct Public Support from fundraising to balance the FY2024 budget. With the amendment to correct the City Management Fee from \$33,000 to \$49,000, Peggy Merriss made a motion to approve the FY2024 budget as amended, seconded by Allen Mast and with all present members voting aye, the FY2024 budget was approved.

Madeleine Henner presented a set of questions to guide the evaluation for prospective nonprofit tenants. Because of the desirable space and affordable rental rates, Legacy Decatur

receives many inquiries for nonprofit leases at Legacy Park. Legacy Decatur has always used the Legacy Park Master Plan to guide the evaluation process. However, a set of standardized questions allows for greater transparency with prospective nonprofits and the community. The questions give a comprehensive look into how a nonprofit could advance the Legacy Park Master Plan, serve the Decatur community, and collaborate with other Legacy Park nonprofits. The questions also ask about the nonprofit's environmental and financial sustainability, inclusivity practices, expected impact on the Park space, and previous community experience with the nonprofit. Board member discussion clarified that each nonprofit may not "100% fit" with each category, but the questions encourage nonprofits to think about why they want to relocate to Legacy Park. The discussion also yielded two additional questions to address how the nonprofit will serve the Decatur community and to gauge if Legacy Park has the space to accommodate additional programming. On a motion by Peggy Merriss and seconded by Mayor Patti Garrett, with all present board members voting aye, the board unanimously approved the prospective nonprofit evaluation form as amended.

Madeleine Henner presented the letter of intent with the Trellis Horticulture Therapy Alliance to create an Ability Garden at Legacy Park. This garden space would have open community garden beds along with shared beds operated by Trellis Horticulture Therapy Alliance as part of their programming with folks with spinal cord injuries, brain injuries, stroke and other neurological diagnoses as well as veterans with PTSD. The partnership with the community gardeners spreads payment and landscaping maintenance responsibilities, and it creates a shared space where folks from diverse backgrounds can work together on a common goal. The total greenspace will total approximately 10,000 square feet on the northside of Nickerson Cottage. The proposed first phase of the garden is 2,564 square feet. Surrounding the garden, Trellis and their community garden partners will be responsible for maintaining pollinator-friendly landscaping. The board discussed the letter of intent, and they asked for the inclusion of a first right of refusal for the installations or the requirement that Trellis remove all installations. The board also clarified that this letter of intent will become a land-use agreement rather than a lease as originally proposed. On a motion by Mayor Patti Garrett, seconded by Mark Ethun, the board unanimously voted to approve a land use agreement with Trellis Horticulture Therapy Alliance as amended to create an Ability Garden at Legacy Park.

Madeleine Henner presented a policy to implement a 5% fiscal agent fee for incoming donations in 2024. Legacy Decatur serves as the fiscal agent for twelve funds, which is part of the Legacy Decatur mission to support grassroots groups that are working to make Decatur more green, more attainable, and more connected. However, the costs and staff time to process, document, and report donations are not insignificant. A 5% processing fee for all incoming donations would fully cover the costs of holding the fiscal agent funds, but it does offset some of the costs. Allen Mast argued for a policy that covered costs of not just processing new donations but the accounting and auditing costs of holding funds. The board clarified that the policy would not affect money already collected. Mayor Patti Garrett suggested a starting

rate of 3%, which follows the generally accepted credit card transaction fees. On a motion by Peggy Merriss, seconded by Andrea Arnold, the board unanimously voted to approve a 3% processing fee for incoming fiscal agent donations as amended.

Dymond Generette presented the proposed venue price increases for 2024. Increased pricing covers the increased staffing and event costs and generates funds for the implementation of Legacy Decatur's mission. Due to the additional cost of staffing, payroll, and event coordination, staff proposes increasing the residential rental rates for all venues by an additional \$50 for the first 2 hours and an additional \$25 for each additional hour starting January 1, 2024. We are maintaining that all non-residential rental rates are calculated by multiplying the residential rate by 1.5. Festival rates will increase to \$2,000 to cover day-of staff time, event coordination, and vendor coordination. Because tenant events don't require staffing, tenant rental rates will be maintained at the 2023 pricing. There will also be a \$500 rush fee for any events that are not within the two week minimum notice period as well as a 3% processing fee for online payments to cover the Square transaction fee. Proposed price increases will not affect events booked before January 1, 2024. The board requested that the rush fee be increased from \$100 to \$500 and corrected the arithmetic error in the price table. The board also clarified that the price increase is to allow Legacy Decatur to implement the Master Plan and recover event-related costs. On a motion by Mayor Patti Garrett, seconded by Allen Mast, the board unanimously voted to approve the event venue price increases as amended.

There was no additional business to present to the board, and the meeting was adjourned.

## MEMORANDUM

TO: LEGACY DECATUR BOARD OF DIRECTORS  
FROM: MADELEINE HENNER, EXECUTIVE DIRECTOR  
RE: LEGACY DECATUR BOARD OF DIRECTORS EXPECTATIONS  
DATE: JANUARY 25, 2024

The purpose of this memorandum is to recommend the Legacy Decatur Board authorize the Executive Committee to draft a set of expectations for the Board. As Legacy Decatur grows and plans for the future, it is important that we have a common understanding of Board Expectations. Successful Nonprofits, the 2023 Board Retreat facilitators, sent a template for standard Board Expectations that the Executive Committee can edit to best reflect our organization.

### **Successful Nonprofits Board Member Agreement Template**

#### **Board of Directors Overview**

The Board of Directors has the legal and ethical responsibility of overseeing our nonprofit's strategy, ensuring it has all necessary resources, and meeting all financial and legal obligations. Members are elected for a X - year term; those who meet their expectations may serve an additional X term(s) at the discretion of the Board. Members should expect to spend approximately X to X hours per month in order to fully satisfy their Board obligations. Board members are volunteers and as such do not receive any compensation for their services.

**Board Member Duties and Responsibilities:** Board members are charged with the legal duties of care, loyalty, and compliance. This includes, but is not limited to:

- Reviewing and approving annual budgets, financial statements, audit reports, tax forms, and material business decisions.
- Appointing, supporting, evaluating, and, if necessary, terminating the Executive Director.
- Contributing to the development of policies and strategic plans.
- Supporting the organization's fundraising efforts.
- Ensuring our organization complies with all federal, state, local, and organizational legal requirements.
- Disclosing any actual or perceived conflicts of interest.
- Acting ethically and in the best interest of the organization at all times.
- Maintaining confidentiality on all internal affairs.

**Board Member Expectations:** To fulfill the above duties and responsibilities, each Board member is expected to:

- Actively participate in at least 5 of 6 Board meetings per year.
- Attend Board meetings in person in accordance with GA's Sunshine Laws.
- Participate fully on at least one committee.
- Make an annual personal contribution that is commensurate with individual capacity.
- Volunteer at or attend X Legacy Decatur events per year.
- Attend the annual retreat

**Staff recommendations that the Board of Directors authorize the Executive Committee to draft Board of Directors Expectations to be presented at a future board meeting for final approval.**

MEMORANDUM

TO: LEGACY DECATUR BOARD OF DIRECTORS  
FROM: MADELEINE HENNER, EXECUTIVE DIRECTOR  
RE: REVIEW OF THE LEGACY DECATUR BYLAWS  
DATE: JANUARY 25, 2024

The purpose of this memorandum is to recommend the Legacy Decatur Board authorize the Executive Committee to review the Legacy Decatur Bylaws, last amended on July 30, 2020. Since 2020, Legacy Decatur staff has grown to a full-time Executive Director and a full-time Programs Manager; signed an updated Memorandum of Understanding with the City of Decatur as the Managing Entity of Legacy Park; and is on track to be operationally self-sufficient from the City of Decatur by July 2025. With the incoming Track and Field, housing construction, and nonprofit tenant programming, Legacy Park Master Plan is visibly coming to life. With this progress, the organization requires significant board participation. To ensure that the bylaws reflect the needs of Legacy Decatur, **staff recommend that the Board of Directors authorize the Executive Committee to review the bylaws and recommend any appropriate amendments for approval to the full board.**



## MEMORANDUM

TO: LEGACY DECATUR BOARD OF DIRECTORS

FROM: MADELEINE HENNER, EXECUTIVE DIRECTOR

RE: LEASE RENEWALS FOR L'ARCHE ATLANTA, GLOBAL GROWERS NETWORK,  
DECATUR BOOK FESTIVAL, AND THE DECATUR EDUCATION FOUNDATION

DATE: JANUARY 25, 2024

The Administrative Building office space leases for the L'Arche Atlanta, Global Growers Network, Decatur Book Festival, and Decatur Education Foundation were signed in 2021. All named nonprofit organizations request lease renewals to maintain their operations at Legacy Park. L'Arche Atlanta brings expertise and programming to improve our inclusion for people with different abilities. Global Growers Network maintains the two-acre Decatur Kitchen Garden and provides unique environmental preservation and education opportunities. The Decatur Book Festival has certainly created positive legacy for the City of Decatur, and the Decatur Education Foundation has served the Decatur community youth for over twenty years.

Staff found that the documented square footage for the Administrative Building office spaces is incorrect. Because the nonprofit tenants had already passed their 2024 budgets, the rental rates will reflect the previously documented square footage for the 2024 year and will be updated to reflect the correct square footage in 2025. The leases for L'Arche Atlanta, Global Growers Network, and Decatur Education Foundation have standard three year terms. The Decatur Book Festival will have a one year term as they evaluate their needs as an organization. **Staff recommend that the Board renew the Administrative Building office leases for L'Arche Atlanta, Global Growers Network, Decatur Book Festival, and Decatur Education Foundation.**

MEMORANDUM

TO: LEGACY DECATUR BOARD OF DIRECTORS  
FROM: MADELEINE HENNER, EXECUTIVE DIRECTOR  
RE: MASTER PLAN COMMITTEE OVERSIGHT OVER ADMINISTRATION BUILDING AND STORAGE LEASES  
DATE: JANUARY 25, 2024

The Legacy Park Administration Building is occupied downstairs by the City's Parks and Recreation Department and upstairs by Decatur Education Foundation, Georgia Arborist Association, Legacy Decatur, Global Growers Network, Decatur Book Festival, Paint Love, Compassionate Atlanta, L'Arche Atlanta, and the Wylde Center. The external office spaces are nearly full, but there are a few offices on the internal hallway that are vacant.

The Master Plan Committee is responsible for evaluating each prospective nonprofit to determine if their expertise and programming are a good fit for Legacy Park, as determined by the Evaluation Form passed at the December 7, 2023 Board Meeting. Individual building leases will still require approval from the Master Plan Committee followed by the approval by the full board of directors. However, smaller office spaces within the Administration Building as well as storage leases in spaces that are not desirable office spaces could have a more efficient processing schedule. **Staff recommend the Board authorize the Master Plan Committee to approve Administration Building office space leases and storage leases.**