LEGACY DECATUR BOARD MEETING
THURSDAY, OCTOBER 23, 2025
5:00 P.M.
AUDITORIUM AT LEGACY PARK

1. CALL TO ORDER
2. REVIEW AND APPROVAL OF MEETING MINUTES FROM AUGUST 28, 2025.
3. ACTION ITEMS

a. Presentation and discussion of the proposed FY2026 General Operating Budget.

The Finance Committee has reviewed and approved the FY2026 Budget. With leases for Sambell and Leigh Cottages, the individual building lease revenue will significantly increase in 2026. With the increased revenue, Legacy Decatur has the funds available to invest in programming, brand awareness, and fundraising. With the shift from fiscal agents to fiscal sponsors, the fiscal sponsored projects are included in the Statement of Activities. A revised budget that includes the proposed budgets for Season of Giving, Friends of Decatur Cemetery, Moore Chapel Master Gardeners, UMCH Alumni, Decatur Community Habitat, and LPARC will be presented for approval at the December Board Meeting. **Staff recommend the Board approve the FY2026 general operating budget.**

b. Approval of Board Officer Election schedule and Executive Committee Appointment.

The Legacy Decatur Bylaws require a Board Chair, Vice Chair, Secretary, and Treasurer. However, there is no language in the bylaws or Articles of Incorporation to solidify terms, election schedules, or appointment to the Executive Committee. It is recommended that all officer positions be up for election at the first meeting in 2026, with a two year term for the Chair and Secretary and a one year term for the Vice Chair and Treasurer. All following terms will follow a two year term pattern. All Officers shall sit on the Executive Committee. An additional Board Member will be elected to sit on the Executive Committee. This member shall be appointed at the first meeting of the year and hold a two year term. **Staff recommend that the Board approve the Board Officer two year term, staggered election schedule, and Executive Committee appointment.**

c. Approve a $3,150 contract for Successful Nonprofits to facilitate the annual Board Retreat.

Successful Nonprofits has led the Legacy Decatur Board Retreat since 2020. Successful Nonprofits directs conversations around growth and priorities for the organization. There is $3,300 budgeted for FY2025 for retreat facilitation. **Staff recommend that the Board approve a $3,150 contract for Successful Nonprofits to facilitate the Board Retreat.**

4. PROJECT UPDATES
5. Adjourn

Minutes
Legacy Decatur Board
Business Meeting – August 28, 2025

The meeting was posted and open to the public.

Board members attending: Vice Chair Laurie Schwartz, Peggy Merriss, Andrea Arnold, Mark Arnold, Ed Bowen, Mayor Patti Garrett, Allen Mast, Paul Mitchell, Brian Smith, Bobbi Kay, Grant Schrantz, Robin Chanin, Tony Able, and Chris Brown.
Staff attending: Madeleine Henner and Dymond Fogg.

The meeting was called to order by Vice Chair Laurie Schwartz. Chris Brown and Brian Smith joined shortly after. The Vice Chair requested a motion to approve the minutes of the board meetings from May 22, 2025 and July 17, 2025. Mark Arnold made a motion with a second from Brian Smith. All other board members present voted aye, and the minutes of the May 22, 2025 and July 17, 2025 board meetings were approved.

Madeleine Henner recommended approval of the FY2024 Audit, Form 990, and to authorize the Chair to sign the e-file authorization Form 8879. The Legacy Decatur Finance Committee reviewed the FY2024 Audit, Form 990, and e-file authorization Form 8879 on August 20, 2025. Legacy Decatur received a clean, unqualified audit opinion, free of material misstatement. A copy of the audit was provided to all board members. The Board discussed the HUD funding for the Creative Village, fiscal sponsors, and grounds maintenance. Peggy Merriss made a motion to approve the FY2024 Audit with a second from Mark Arnold, and all present members voted aye. Allen Mast made a motion to approve the FY2024 Form 990 with a second from Ed Bowen, and all present members voted aye. Allen Mast made a motion to approve the Chair to sign the e-file authorization Form 8879 with a second from Peggy Merriss, and all present members voted aye.

Henner recommended that the Board create a Fundraising Committee and appoint two Board Members to lead the fundraising strategy. The Board discussed the need for a Fundraising Committee at the Board Retreat on December 5, 2024. Without an Operations Management Fee payment from the City of Decatur, Legacy Decatur must grow public support. Bobbi Kay, Grant Schrantz, and Robin Chanin expressed interest in serving on the Fundraising Committee. Peggy Merriss made a motion to approve that the Board create a Fundraising Committee and appoint Board Members Bobbi Kay, Grant Schrantz, and Robin Chanin to lead the fundraising strategy with a second from Brian Smith, and all present members voted aye.

Henner recommended approval for staff to purchase $3,500 of event furniture from Eventstable. Event revenue is an important part of Legacy Decatur's earned revenue structure. Because of the high use, some tables and chairs needed replacement. The FY2025 budget has $3,500 allocated for event furniture. To minimize shipping costs, staff recommended purchasing all 2025 event tables and chairs at one time. Peggy Merriss made a motion to approve with a second from Paul Mitchell, and all present members voted aye.

Staff discussed additional business including project updates on the sidewalk construction.

The meeting was adjourned by the Vice Chair.

MEMORANDUM

TO: LEGACY DECATUR BOARD

FROM: MADELEINE HENNER

RE: FY2026 GENERAL OPERATING BUDGET PROPOSAL

DATE: OCTOBER 23, 2025

	FY2024 EOY Actuals	2025 Budget	YTD 6/30/2025	2026 Proposed
Revenue				
Direct Public Support (Fundraising)	23,077	15,000	9,589	25,000
Sponsorship	2,500	8,000	8,005	8,000
46430 Misc Revenue		0		0
Grant	31,700	0	10,862	0
Park Management Contract	49,793	16,597	16,598	0
Rent Revenue				
Event Revenue	74,838	62,000	38,969	70,000
Program Revenue		0	0	2,000
Film Rental	17,775	0	0	0
Individual Building Leases	103,363	141,000	70,118	242,000
Admin Building Leases	51,086	$ 55,000	$ 29,296	$ 62,000
Creative Village		$ -	$ -	$ -
Projected Total Rent Revenue	**247,062**	**258,000**	**138,384**	**376,000**
Sales	**1,196**	**500**	**396**	**100**
Administrative Fees	**757**	**300**	**228**	**300**
Gross Revenues	**356,085**	**298,397**	**184,061**	**409,400**
Expenditures				
6000 Business Expenses				
Bank Service Charge	1,535	1,000	641	2,000
Dues and Subs	220	300	223	9,000
Total 6000 Business Expenses	**1,755**	**1,300**	**863**	**11,000**
6005 Contractual Services	**5,568**	**3,000**	**1,918**	**2,500**
6010 Facilities		200	126	1,000
Building Repairs	615	0	0	0
Signage	37,262	7,000	264	2,000
Landscape Costs	3,339	5,000	684	10,000
Total 6010 Facilities	**41,216**	**12,200**	**1,075**	**13,000**

	FY2024 EOY Actuals	2025 Budget	YTD 6/30/2025	2026 Proposed
6015 Furniture & Equipment Expense				
Computer Equipment	0	500	303	2,000
Equip Rental and Maintenance	0	0	180	0
Event Tables & Chairs/Carts	0	3,500	0	3,500
Outdoor Furniture & Fixtures	0	0	0	0
Total 6015 Furniture & Equipment Expense	**0**	**4,000**	**483**	**5,500**
6020 Insurance				
Insurance - Liability, D and O	12,249	15,000	2,145	17,000
Worker's Comp Insurance	696	1,000	362	1,000
Total 6020 Insurance	**12,945**	**16,000**	**2,508**	**18,000**
6025 Operations				
Advertising/Promotional	1,468	500	297	5,000
Office Supplies	3,774	3,500	2,017	2,500
Printing and Copying	105	1,000	1,122	2,000
Postage, Mailing Service	670	500	154	500
Telephone & IT	8,002	7,000	2,261	8,000
Total 6025 Operations	**14,019**	**12,500**	**5,850**	**18,000**
6035 Payroll Expenses				
Payroll Processing Fees	1,664	2,000	676	2,000
Payroll Tax Expenses	9,575	10,704	5,361	11,300
Salaries and Wages				
Executive Director	74,000	79,920	39,960	84,000
SEP Contribution	4,779	7,000	0	7,400
Medical Spending Contribution	7,835	7,800	4,288	7,800
Monthly BASIC Admin fee	529	600	159	600
Program Manager	51,167	60,000	30,000	63,000
1099 Event Staff Workers	7,833	12,500	3,611	11,000
1099 program staff				8,000
Total Salaries and Wages	**146,143**	**167,820**	**78,018**	**181,800**
Total 6035 Payroll Expenses	**157,382**	**180,524**	**84,055**	**195,100**

	FY2024 EOY Actuals	2025 Budget	YTD 6/30/2025	2026 Proposed
6040 Professional Services				
Accounting Fees	14,238	13,000	5,100	15,000
Audit	8,500	9,500	0	10,000
Communications & Marketing	40,707	36,000	18,531	45,000
Retreat Facilitation	3,150	3,300	0	3,500
Design Services	0	2,000	0	2,000
Legal Fees	8,431	6,000	1,230	9,000
Web Site	0	500	420	5,000
Total 6040 Professional Services	**75,026**	**67,000**	**25,281**	**89,500**
6045 Program Expense				
Fundraising Programming	932	2,000	0	4,000
Meeting Expenses	789	1,500	548	2,000
Professional Development		0	0	2,000
Program Supplies	2,982	10,000	3,874	15,000
Total 6045 Program Expense	**4,703**	**13,500**	**4,422**	**23,000**
Event Expense	**7,867**	**5,000**	**1,488**	**14,000**
National Fish and WIldlife Grant	31,700	0	5,939	0
Misc Expense	271	0	0	0
Board Designated Project	0	0	0	**20,000**
Total Expenditures	**352,452**	**315,024**	**133,882**	**409,600**
Net Operating Revenue	**3,633**	**-16,627**	**50,179**	**-200**
Interest Income	760	4,000	1,117	7,500
Net Revenue	**4,393**	**-12,627**	**51,296**	**7,300**

MEMORANDUM

TO: LEGACY DECATUR BOARD

FROM: MADELEINE HENNER

RE: BOARD OFFICER ELECTIONS AND EXECUTIVE COMMITTEE APPOINTMENT

DATE: OCTOBER 23, 2025

The purpose of this memorandum is to create a policy for Board of Directors Officer elections, terms, and appointment to the Executive Committee.

The bylaws dictate that the Board of Directors shall elect a Chair, Vice Chair, Secretary, Treasurer, and "such other officers and assistant officers as may be established." There is no established policy for officer elections in the bylaws or Articles of Incorporation. Legacy Decatur has only had one such election following a vacancy since the officer positions were filled. The Executive Committee recommends that Officer elections be held at the first meeting of the year for open positions and Officer terms be set for two years. All Officers shall sit on the Executive Committee. An additional Board Member will be elected to sit on the Executive Committee. This member shall be appointed at the first meeting of the year and hold a two year term.

To ensure continuity, it is recommended that the first set of terms be staggered at the following schedule:

- Board Chair: Elected January 2026 and serves until the first meeting in 2028, following terms set at two years.
- Vice Chair: Elected January 2026 and serves until the first meeting in 2027, following terms set at two years.
- Secretary: Elected January 2026 and serves until the first meeting in 2028, following terms set at two years.
- Treasurer: Elected January 2026 and serves until the first meeting in 2027, following terms set at two years.
- Member at Large on the Executive Committee: Elected January 2026 and serves until the first meeting in 2028, following terms set at two years.

For your review, the Article Five of the Bylaws, which dictate the role of the Board Officers, are printed on the following page.

Staff recommend that the Board approve the Board Officer two year term, staggered election schedule, and Executive Committee appointment.

ARTICLE FIVE

OFFICERS, COMMITTEES, AND PAID STAFF

Roster of Officers

5.01. The Officers of this Corporation shall be elected by the Board of Directors from the members of the Board of Directors and consist of the following personnel:

(1) Chair;

(2) Vice Chair;

(3) Secretary,

(4) Treasurer, and

(5) Such other officers and assistant officers as may be established and elected by the Board of Directors.

The Officers shall serve in such capacity without compensation. The Board of Directors, may, from time to time, establish terms of year, term limits, or such other governing limitations on Officers.

Chair

5.02. The Chair will be the Chief Executive Officer of this Corporation and will be, subject to the control of the Board of Directors, supervise and control the affairs of the Corporation. The Chair will perform all duties incident to such office, and such other duties as may be provided in these Bylaws or as may be prescribed from time to time by the Board of Directors. The Board of Directors may, in its absolute discretion, assign the position, duties, and role of the Chief Executive Officer to the Executive Director of the Corporation as established by Section 5.08.

Vice Chair

5.03 In the absence or disability of the Chair, the Vice Chair shall have the powers and shall perform the duties of the Chair. The Vice Chair shall also have such specific powers and shall perform such duties as may be prescribed and directed by the Chair and/or the Board of Directors.

Secretary

5.04. The Secretary shall (1) keep minutes of all meetings the Board of Directors; (2) be the custodian of the corporate records; (3) give all notices as are required by law or by these Bylaws; and, generally, (4) perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or that may be assigned from time to time by the Board of Directors. The Board of Directors may, in its absolute discretion, assign the position, duties, and role of the Secretary to an employee of the Corporation or an employee of the City of Decatur designated by the City Manager.

Treasurer

5.05. The Treasurer shall (1) have charge and custody of all corporate funds; (2) deposit the funds as required by the Board of Directors; (3) keep and maintain adequate and correct accounts of the Corporation's properties and business transactions; (4) render reports and accountings to the directors as required by the Board of Directors or by law; and (5) perform in general all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or that may be assigned from time to time by the Board of Directors. The Board of Directors may, in its absolute discretion, assign the position, duties, and role of the Treasurer to an employee of the Corporation or an employee of the City of Decatur designated by the City Manager. The Board of Directors may also, in its absolute discretion, hire an independent accountant, financial services firm, or other such professionals to serve in the position of Treasurer for the Corporation and to perform such duties for and role with the Corporation.

Removal of Officers

5.06. If the Board of Directors determines by majority that an Officer or Officers are not fulfilling their duties and obligations as such Officer or Officers, then the Board of Directors may call a special meeting for the removal of said Officer or Officers from such position or the Board of Directors may reserve the matter of the removal of any Officer or Officers until its annual meeting.

Committees of the Board of Directors

5.07. The Board of Directors may, from time to time, establish and appoint members to standing committees and special committees of the Board of the Directors.

Paid Staff

5.08 The Board of Directors may hire, establish compensation, and pay, at its discretion, such agents and employees, either full-time or part-time or both, as it deems necessary and appropriate for the efficient and effective operation of the activities of the Corporation, including, but not limited to an Executive Director who shall act as CEO of the Corporation, consultants, attorneys, accountants, financial services firms, and other such professionals.