

**West Jefferson Business Association**

Regular Meeting Minutes

April 2nd, 2012

A meeting of the West Jefferson Business Association (WJBA) was held at West Jefferson Town Hall on Monday, April 2, 2012 at 8:30 a.m. Those attending included Lisa Willingham, Wesley Barker, Bill Bishop, Marjorie Shinkle, Rex Goss, Cabot Hamilton and Gene Hafer.

Gene Hafer spoke to the Board in regards to non-profit statuses and incorporation. Gene said currently the WJBA is an unincorporated association, but serving a purpose to promote business in downtown West Jefferson. Gene said nonprofit organizations that do not file a return with the IRS can be stripped of their non-profit status after failing to file for three years. Gene explained to the Board there was no need to be incorporated unless there is a liability from members or if the Association plans to sponsor an event which could produce a liability and also require an insurance policy. If the WJBA got sued for any reason, the insurance company would come in and pay for the lawyers and so forth to protect its members and the Association. Next, discussion of insurance policies took place which including a one-time event policy that could be purchased.

Articles of Incorporation to be filed with the N.C. Secretary of State was the next item discussed. Gene suggested moving forward with the Articles of Incorporation which would be a $60 filing fee. Once these Articles are filed, Gene suggested filing for a 501C-6 status for non income tax required to be paid on surplus funds. He states this is also an opportunity to receive grants depending on the type of grant applying for.

Wesley stated that in order to apply for the Articles of Incorporation, the Association would need to type up plans for dissolution if the Association ever dissolved as it was a requirement for the Articles of Incorporation. After some discussion the Board unanimously approved to move forward on filing these Articles and agreed that if the Association ever dissolved, the assets, after paying off any debts, would be given to the Town of West Jefferson for the sole use to promote business in West Jefferson by means of marketing, publications and events. Wesley said he would file these Articles and type up the plans for dissolution.

After some other questions regarding insurance, Gene said an insurance policy would be needed if the Association makes decisions and executes them as they would be responsible for the event and actions and be held responsible if any accidents or liabilities occur. With this being said, Rex made the motion to not move forward with any event until these processes are filed and completed. Lisa seconded with a unanimous vote in favor.

Cabot recommended the Association get these potential liabilities taken care of because the IRS will come after the Association members and they could be held responsible for any financial issues.

Discussion of the Backstreet Park Concert Series took place. Bill said the WJBA is responsible for one concert event on May 25th which would be to introduce the band, say a few words about the WJBA and then close the show at the end. The West Jefferson Community Partnership executes this event and each concert held has a different Partnership member to sponsor the event with a contribution of $300 to compensate the performer(s). Bill asked for a volunteer from the WJBA to attend the concert on May 25th on the Association’s behalf.

Concern with the Pub Crawls was expressed among the Board after the discussion of liabilities with Gene. A consensus was made for future Pub Crawls to have the restaurants be the actual executors of the event and not the WJBA because of these potential big liabilities in which the WJBA is not covered for by insurance at this time. Lisa said she was talk to Rebecca about these concerns.

The next Board meeting was scheduled for Monday, April 16th, 2012 at 8:30 a.m. at West Jefferson Town Hall. With nothing further, the meeting was adjourned.