

THE MUSEUM OF LAKE MINNETONKA

**Revised
Notice**



Changes are
noted in RED

Date Released: October 14th, 2021

OFFICIAL NOTICE OF MLM'S 2021 ANNUAL MEETING OF THE MEMBERSHIP

MEETING DETAILS

When: Thursday, October 28th, 2021 5:30 PM – 8:00 PM

Where: In-Person at Pique Event Center, 306 Water Street, Excelsior

Who: All MLM Regular & Hall of Fame Members are invited and may bring one (1) Guest

SCHEDULE

5:30 – 6:00pm: Sign-In & Greeting 6:00 – 8:00pm: **Business Meeting**

NOTE: Food & beverages will NOT be served in an effort to prioritize the use of our limited finances on preserving the boat.

Members are encouraged to arrive promptly at 5:30 to register & sign-in prior to entering the Pique Center.

BUSINESS AGENDA (Updates highlighted in Red)

1. Approval of the draft Minutes of the 2020 Annual Meeting (copies were previously mailed to Regular Members as part of the original meeting notice; printed copies will be available at sign-in for the meeting itself).
2. **MLM Review: Finances, Membership** – A brief status report on MLM as an organization.
3. **Accountability of the Board to MLM Membership** – The Board will review new amendments to MLM's Bylaws intended to strengthen the Board's accountability to the membership.
4. **Search for a New Launch Site** - The Board will review the actions it has taken to identify new launch options, and provide an assessment of viable options moving forward and solicit member input. Member questions will be welcome following the presentation.
5. **Election of New Directors & Officers** - The Membership will vote to elect Director(s) & Officer(s) for open positions. Included with this notice is the proposed slate of nominees brought forward by the new Governance Committee (see back side). Regular members may nominate other candidates from the floor during the meeting.

MEETING NOTICE & VOTING ELIGIBILITY REQUIREMENTS

As required by Minnesota Statute 317A, Notice of the Annual Meeting is being mailed to all Regular Members of Record as of September 28th, 2021. To be eligible to vote on business matters at the Annual Meeting, members must be Regular Members of Record as of October 15th, 2021. Each Regular Member of Record is entitled to one (1) vote. Hall of Fame Members have the same voting privileges as Regular Members. Those wishing to renew their lapsed memberships, or those wishing to become MLM members may do so, however to be eligible to vote at the annual meeting, application and payment must be received no later than October 15th, 2021.

MEMBERSHIP APPLICATION / RENEWALS

Membership forms may be downloaded by clicking on **MEMBERSHIP FORM** at <https://www.steamboatminnehaha.org/membership/>

To apply or renew your membership:

In-Advance (online or by mail):

at <https://www.steamboatminnehaha.org/membership/>
(check or credit card accepted)

In-Person:

prior to the start of the Business Meeting
(cash or check only)

RSVP's REQUESTED

Please RSVP to mail@steamboatminnehaha.org Be sure to indicate number of attendees.

MEMBER PROFILE & ELECTRONIC CONSENT

Members are requested to review their enclosed Member Profile to ensure MLM has your correct contact information and to grant consent to receive all MLM communications electronically (to save printing/postage costs of required mailings).

Please return your completed form using the stamped return envelope included **with the original Meeting Notice**.

COVID PROTOCOL

The wearing of face masks is now optional at the Pique Event Center. The Center itself has sufficient space to allow adequate social distancing. The Board will continue to monitor Covid developments and will issue further advice as warranted.

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Overview of new MLM Governance Committee (formerly known as the Nominating Committee)

Highlights from the Bylaws:

Section 8.02. Governance Committee.

- (a) **Duties.** *The Governance Committee shall meet at least annually to recommend to the Board to recommend to the Board and members nominees for election by the membership and proposed amendments to the Corporation’s Bylaws for adoption by the membership.*
- (1) **Director and Officer Nominees.** *The Governance Committee shall recommend a slate of candidates for officers, directors, and any other position subject to election on an annual basis by the Board or the Regular Members. The slate of candidates shall be published in the notice of the annual meeting of the members. The Board may fill vacancies in the membership of the Governance Committee at a regular meeting or special meeting.*
- (2) **Amendments to the Bylaws.** *The Governance Committee shall recommend amendments to the Corporation’s Bylaws for consideration by the membership at the annual meeting. The proposed amendments shall be published in the notice of the annual meeting of the members.*
- (b) **Composition.** *The Governance Committee shall consist of the President, Vice President, Treasurer, Secretary, and a Regular Member appointed by the President for a one-year term that expires at the conclusion of the annual meeting of the Board. The Regular Member representative may serve successive terms. The Vice-President shall serve as Chair of the Governance Committee.*

Report of the MLM Governance Committee

Governance Committee Members: Scott McGinnis (Chair), Tom McCarthy, Aaron Person, Liz Vandam (Regular Member appointed by the President).

The Governance Committee hereby nominates the following to serve as Directors & Officers for the terms as noted below:

BOARD OF DIRECTORS: <i>(Terms structured to ensure staggered Board turnover)</i>	OFFICER NOMINEES: <i>(To serve until the 2022 Annual Meeting)</i>												
<p style="text-align: center;"><u>Director Nominees:</u></p> <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;">Scott McGinnis</td> <td style="width: 50%;">Term: 3-years expiring 2024</td> </tr> <tr> <td>Aaron Person</td> <td>Term: 3-years expiring 2024</td> </tr> <tr> <td>Sue Paulson</td> <td>Term: 2-years expiring 2023</td> </tr> <tr> <td>Liz Vandam</td> <td>Term: 1-year expiring 2022</td> </tr> </table> <p style="text-align: center;"><u>Directors whose terms are <i>not</i> up for election:</u></p> <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;">Tom McCarthy</td> <td style="width: 50%;">Existing term expires 2023</td> </tr> <tr> <td>Bruce Warner</td> <td>Existing term expires 2022</td> </tr> </table> <p style="text-align: center;"><i>This slate would set the Board with six (6) directors.</i></p>	Scott McGinnis	Term: 3-years expiring 2024	Aaron Person	Term: 3-years expiring 2024	Sue Paulson	Term: 2-years expiring 2023	Liz Vandam	Term: 1-year expiring 2022	Tom McCarthy	Existing term expires 2023	Bruce Warner	Existing term expires 2022	<p style="text-align: center;"><u>President & Secretary:</u> Tom McCarthy</p> <p style="text-align: center;"><u>Vice President & Treasurer:</u> Scott McGinnis</p> <p><i>It was the consensus of the Governance Committee that MLM’s current non-operational status could adequately be managed in the short-term by with only two officers. Additionally, until the replacement directors are elected, designating yet-to-be-elected individuals as officers was deemed premature. The Board can reassign the Secretary and/or Treasurer roles once it organizes itself. MN Statute 317A requires nonprofits to have a designated President & Treasurer (VP & Secretary are not mandated). MLM Bylaws allow one individual to hold two offices simultaneously.</i></p>
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PROPOSED BYLAW AMENDMENTS:													
The Governance Committee is not proposing any amendments to the Bylaws at this time.													

Effective with the newly amended Bylaws, there are no longer two separate classes of Directors – all directors are now elected by the membership. The members shall also approve the adoption of all Bylaw amendments.