



This meeting was held virtually

**FOOTHILLS GATEWAY, INC.
BOARD OF DIRECTORS MEETING
March 7, 2022**

Present

Steve Dandaneau
Solito Sumulong
Mark Durand
Tracy Katz
Mikel Zimmerman
Linda Drees
Nancy Kepner
Aaron Vogt
Punkie Whitely
Ron Charkowski

Excused

Absent

Amanda O'Hayre

Guests

Staff

Erin Eulenfeld
Debbie Klein
Carla Conrardy
Brandee Boice-Street
Ed Bowers
Marla Maxey
Pat Carney
Stacy Hill
Judy Tomcak
Cynthia Hansford
Angela Woodall
Sheila Reinhardt
Austin Hall

President Mark Durand called the meeting of the Foothills Gateway, Inc. Board of Directors to order at 7:42pm and welcomed attendees.

OPEN FORUM:

Mark Durand invited guests to speak.

- No guests were present wishing to speak.

POTENTIAL BOARD MEMBERS:

- There were no potential Board Members present.

CONSENT AGENDA:

- Approval of Board Meeting Minutes – February 15, 2022

M-S-C (Charkowski/Zimmerman) – Approve the February 15, 2022 Board Meeting Minutes

OLD BUSINESS:

- **2022-2023 Meeting Schedule** – Mark reviewed the schedule and it was discussed.

M-S-C (Whitely/Zimmerman) – Approve the 2022-2023 Meeting Schedule as presented

The above minutes are tentative until voted on and approved at the following month's board meeting.

NEW BUSINESS:

- **Resolutions and Board Signatures** – Corporate Resolutions – Debbie read the Corporate Resolutions as follows. These resolutions will be signed electronically using DocuSign following this meeting:

CORPORATE RESOLUTION

The undersigned Secretary of Foothills Gateway, Inc. (“Company”), a corporation duly organized and existing under the laws of the State of Colorado hereby certified that, at a meeting of the Board of Directors of the Company duly called and held at 301 W. Skyway Drive, City of Fort Collins, County of Larimer, State of Colorado on March 7, 2022, at which meeting a quorum was continuously present, the following resolutions were unanimously adopted, are now in full force and effect, and have not been modified or rescinded in any manner:

RESOLVED, that the following persons:

*PRESIDENT, MARK DURAND and
TREASURER, AARON VOGT, jointly or*

Any two of:

*CHIEF EXECUTIVE OFFICER, ERIN EULENFELD, and
CHIEF ADMINISTRATIVE OFFICER, DEBRA A. KLEIN, jointly*

(cumulatively “Authorized Party”) is authorized and empowered to perform one or more of the following actions for and on behalf of the Company and on such terms and conditions as any Authorized Party may deem advisable in his sole discretion:

- a) Obtain one or more loans or other forms of financing in any amount from a Lender;*
- b) Assign for security purposes, pledge, hypothecate, mortgage, or grant to a Lender a lien, security interest, or other encumbrance upon any of the Company’s personal or real property (including, but not limited to, the assignments for security purposes, pledges, hypothecations, mortgages, deeds of trust, liens, security interests and encumbrances contained in loan documents pertaining to promissory note(s), line(s) of credit, or guaranty described above);*
- c) Assign, convey, sell, lease, or otherwise transfer to a Lender or any third party any of the Company’s personal or real property;*
- d) Purchase personal or real property, and;*
- e) Execute any document and take or refrain from taking any action on behalf of the Company;*

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FURTHER RESOLVED, that any of the foregoing or related activities taken by any Authorized Party prior to the adoption of the preceding resolutions are hereby ratified and declared to be binding obligations of the Company in a full and complete manner;

FURTHER RESOLVED, that the authority and power of any Authorized Party as provided in the preceding resolutions will continue in full force and effect until the Board of Directors of the Company adopt a resolution amending, modifying or revoking one or more of the preceding resolutions;

FURTHER RESOLVED, that the Secretary of the Company is authorized to certify the adoption of the foregoing resolutions, the continuing effect of these resolutions, and the incumbency of the various parties authorized to exercise the rights in these resolutions from time to time.

The undersigned Secretary certifies that the following persons are duly elected officers or otherwise authorized to act on behalf of the Company in the capacities set forth below and that the following original signatures are genuine in all respects:

M-S-C – (Katz/Kepner) Move to approve the Corporate Resolution as detailed above.

Carla shared that new signature cards for FGI's bank accounts will be sent along with the Corporate Resolutions for signature by the appropriate parties. The IT Director as well as the Development and Communications Director are being added as alternate check signers.

ADJOURNMENT

M-S-C (Charkowski/Zimmerman) Adjourned the meeting at 7:55pm.

Respectfully submitted by,

Linda Drees

Board Secretary

**The next regularly scheduled meeting of the Foothills Gateway, Inc.
Board of Directors is April 19th at 7:00 pm.**

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