

**Minutes of the Board of Directors
Visit Fargo-Moorhead
Wednesday, February 4**

Members Present: Doug Peters, Kember Anderson, Clare Hughes, Emily Nielsen, Nicole Deen Stutton, Ramon Sosa, Kimberly Bush, James Stinsman, Casey Sanders-Berglund, Terrance Johnson, Sean Brandenburg,

Others Present: Shirley Hughes, Rachel Williams, Stephonie Broughton

- Chair Doug Peters called the meeting to order.
- Doug gave a welcome to the new Board members and had all members go around introduce themselves
- A motion was made (Kember), seconded (Kimberly), and passed approving the December Minutes.
- Doug held the election of officers, asking for consistency in the Board for 2026 with the new CEO, Shirley Hughes just in her first year. Board agreed. Discussion that next year that consideration for new officers be had. Kimberly made a motion to approve keeping officers as is, James second, all approved. The 2026 officers in include: Doug Peters, Board Chair, Clare Hughes, Vice Chair, Kember Anderson, Secretary/Treasurer, Nicole Deen Stutton Exec Member at large.
- The CEO, and the Board reviewed the November/To Date Financials and 2025 Working Budgets in a conversation led by Rachel. She shared we are still wrapping our 2025 numbers as we still have outstanding collections for December, but estimate that we will have a surplus of \$48K for operating budget and a \$289k deficit for Capital as the Board approved overspending for Capital Grants in 2025. Other notes: Our audit will be held in March, one of our CD's matured and garnered \$25k in interest revenue that will roll into the operating budget, and we will be working with our other CD's to find ways to do shorter terms that garner interest income at a higher rate and more often. Our Capital CDs' will remain in the longer term opportunities.
- Chair Doug Peters called to order the FMAC meeting. Clare made a motion to approve budget of \$0, Kember second. All approved (Supporting minutes attached)
- Shirley gave an update on the reviewing of benefits including potential revamp of holiday schedule. The Board asked to have a look at all benefits and considerations before movement on any changes. This will happen in March meeting.
- Shirley presented the candidates nominated for our Annual Awards. She walked through all that were submitted as winners. Nicole made a motion to approve, Emily seconded. All approved.
- Shirley gave an update on the Convention Center process about the most recent meetings that we have had with the four builders and updated meetings that are

happening with the Commissioners in prep for the final presentations from the developers. The round 2 RFP response presentations will be March 6 and March 10. After that the committee will score and then give a recommendation to the City Commission with a developer to move forward with. Doug asked that all be ready to answer any questions that may come from anyone to any board member about the project, its impact and process. Shirley will prepare talking points for the BOD to have at their disposal for now as well as after the bid is awarded.

- Doug and Clare gave an update on the Board Leadership Symposium that they and Shirley attended in Dallas. Key takeaways being ensuring continued Board Engagement throughout the year is a best practice and ensuring that all stakeholders understand our mission as budgets get tighter throughout the community and to make sure all board members understand their fiduciary responsibilities. With that we want to do more with our Board members, including a potential Board Retreat/Offsite, and to take some of our meetings to different venues, so we can learn more about the community and the facilities we have and market. Shirley will send a doodle poll for dates for an offsite, and will schedule Board meetings in other locations 3 times for the rest of the year.
- Other news: Stephonie shared the update on Frostival – that we will be sunsetting after this year as lead from Visit FM and that there are other entities that are looking at taking on and continuing. Shirley gave an update on Mallari's departure and plan for hiring in the coming weeks/months.
- Nicole made a motion to adjourn the meeting and Kember seconded.

**The next Board Meeting is scheduled for 7:30 am on Wednesday,
March 25, 2026 in the Visit FM Boardroom.
There will be a Teams Link, as well.**