

The Industrial Development Board of the City of Millington, Tennessee
7965 Veterans Parkway, Suite 101
Millington, Tennessee 38053
Minutes of Special Board Meeting
February 24, 2025

The following Board Members participated:

Jack Langford
James Blackwell
Jim Warberg
Gregory Moody
Ken Uselton

Also participating:

Jon Crisp
Deanna Grigsby
Larry Dagen
Don Lowry
Tricia Adrian
Gavin Smith

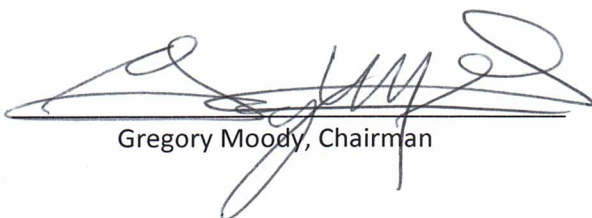
1. **Call to Order: Opening Ceremony and Determine Quorum** – Secretary and Treasurer Jack Langford opened the meeting at 5:00 p.m. on February 24, 2025. The Board had a moment of silence. Then, the Board and all guests recited the Pledge of Allegiance. After determining a quorum, the IDB meeting was called to order.
2. **Public Comment Period** – There was one public comment.
 - a. Alderman Liaison Don Lowry stressed the importance of any nominated officer understanding what the duties of that office entails, explaining that any individual accepting a position should be sure they can actually perform in the position. Mr. Lowry asked Assistant Executive Director Deanna Grigsby to explain. Ms. Grigsby explained that the office of Chairman was responsible for leading the meetings, signing contracts, signing minutes and checks. The office of Secretary and Treasurer is responsible for signing minutes and checks and providing the monthly financial report. The office of Vice Chairman typically handles any HR duties that are unable to be handled by staff.
3. **Officer Nomination and Election** –
 - a. **Office of Chairman** – Director James Blackwell made a motion to nominate Director Gregory Moody for the office of Chairman. Director Jim Warberg made a second to the motion. There were no other nominations. Mr. Moody accepted the nomination. All were in favor to close the nominations for Chairman. The vote was taken. Jack Langford, James Blackwell, Jim Warberg, and Ken Uselton voted aye. Gregory Moody abstained. Motion carried.
 - b. **Office of Vice Chairman** – Director James Blackwell made a motion to nominate Jack Langford for the office of Vice Chairman. Ken Uselton made a second to the motion. There were no other nominations. Jack Langford accepted the nomination. All were in favor to close the nominations for Vice Chairman. The vote was taken. James Blackwell, Jim Warberg, Gregory Moody, and Ken Uselton voted aye. Jack Langford abstained. Motion carried.
 - c. **Office of Secretary and Treasurer** – With Mr. Langford newly entered into the office of Vice Chairman, there is now a vacancy in the office of Secretary and Treasurer. Vice Chairman Jack Langford nominated Director Rod Loggins. Director James Blackwell approved of the nomination, citing Rod Loggins’ experience in banking and

indicating he may be willing. Chairman Moody pointed out that according to the IDB's bylaws, there are four positions total. While the office of Secretary and Treasurer have always been combined, it is possible to separate the two positions per the bylaws. The Secretary's duties per the bylaws are to ensure that the minutes are accurate, the meetings are posted publicly, carry and apply the IDB's seal, sign any officer's certificate and report on documents presented to the Board. The Treasurer, then, is directly responsible for signing checks and delivering the financial reports to the Board. All were in favor to close the nominations, but please note that Director Rod Loggins was not present to accept the nomination. Director Blackwell made a motion to elect Rod Loggins as Treasurer. Vice Chairman Langford made a second to the motion. Jack Langford, James Blackwell, Jim Warberg, Gregory Moody, and Ken Uselton voted aye. Motion carried. Now the office of Secretary is left vacant. There was a query for volunteers. Some discussion took place. Director Jim Warberg expressed his understanding of his current role with the Board, being that of a very technical person who can assist with special projects and special teams, and alluded to his desire to remain out of a leadership position and remain in more of a servant position. Chairman Moody cited the bylaws, stating that the office of Secretary and the office of Treasurer may be combined. There was a consensus of this. Chairman Moody made a motion to combine the office of Secretary and the office of Treasurer until further review. James Blackwell made a second to the motion. Jack Langford, James Blackwell, Jim Warberg, Gregory Moody, and Ken Uselton voted aye. Motion carried. After all references to the bylaws, Director Ken Uselton pointed out that the bylaws are a bit aged in the way they are written and could use a review. Ms. Grigsby informed the Board that the bylaws were originally written in 1986 and had one change made to them in 2004 but have otherwise remained unchanged. Director Uselton suggested that the Chairman might nominate a committee to perform this review in the near future to update the bylaws. Attorney Tricia Adrian added that the bylaws are very important but they cannot contradict the Tennessee Statute. Vice Chairman Jack Langford made a motion to elect Rod Loggins to the position of Secretary and Treasurer. James Blackwell made a second to the motion. Jack Langford, James Blackwell, Jim Warberg, Gregory Moody, and Ken Uselton voted aye. Motion carried.

4. Other Business

- a. **March 14, 2025:** This is the date of the next regular meeting of the Board.
 - b. **Other Business** – There was one other item of business to properly come before the Board. Mr. Lowry stated that tomorrow between 11:00 a.m. and 1:00 p.m., there will be a Meet and Greet with the new Executive Director of the Millington Area Chamber of Commerce. This will be held at the back room in Patriot Bank.
5. **Adjourn** – With no other business to discuss, Director James Blackwell made a motion to adjourn the meeting. Chairman Gregory Moody made a second to the motion. The Board was all in favor of adjourning the meeting.

I have read and approved the above minutes of this special Board meeting:



Gregory Moody, Chairman



Jack Langford, Vice Chairman