



Minutes of the Regular Meeting of the
Colorado Chautauqua Association Board of Directors
July 23, 2018
Rocky Mountain Climber's Club in the Community House

Directors Present: Nan Anderson, Linda Arroyo-Holmstrom, Bill Briggs, Anne Clemons, Dan Corson, Michelle Estrella, Mike Franson, Tom Galey, Bob Morehouse, Lisa Morzel, Julie Rogers, Margaret Ryder, Cindy Schmidt, Star Waring

Staff: Shelly Benford, Charlotte O'Donnell, Sue Perkins, Wanona Tara, David Lurie, Jeff Medanich

I. Call to Order, Determination of Quorum, Guest Introduction, and Public Comment

Board President Cindy Schmidt called the regular meeting to order at 6:03pm and established that a quorum was present for the conduct of business. The following visitors introduced themselves: Grayson Cecil, Mary Margaret Greer, Jolyn Greer, Susan Duncan, Mary Vaughn, and Barbara Guthery.

II. Approval of the Minutes of June 4, 2018 Regular Board of Directors Meetings:

Mr. Corson moved (Ms. Estrella seconded) to approve the minutes of June 4, 2018 as presented. The motion passed (11-0-3). Ms. Anderson, Ms. Arroyo-Holmstrom, and Ms. Waring abstained, having been absent from the June meeting.

III. President's Report

President Schmidt thanked all those who helped arrange the Community House Gala.

IV. Executive Director's Report

Ms. Benford introduced David Lurie, CCA's new Director of Operations. She also announced the promotion of Wanona Tara to Director of Sales and Hospitality and Jeff Medanich to Director of Sustainability and Preservation. Mr. Medanich will now devote more of his time to the larger organizational goals, so CCA hired Jason Hill as Manager of Facilities and Preservations.

Ms. Benford explained that staff chose to withdraw the application for use change for the Galey Cottage and will be working with a Task Force of cottage owners to reach compromise on several key issues before re-submitting. This Task Force is made up of Deb van den Honert, Susan Duncan, and Susan Dawson and will oversee communication to the broader community of cottagers. This committee will also work to define the role of the board member appointed by the cottage community.

The board noted that in-depth Galey Cottage financial models and other information were reviewed by the board in 2017, which then implied support for a change of use. Many new board members did not receive this information and requested that any precedent-setting changes be included as an agenda item or explained to new board members at orientation. Ms. Schmidt mentioned that Building and Grounds Committee worked on the specifics of the use change, but that information, included in written reports, may not have been sufficient. Committee chairs will continue to

Approved by the Board of Directors on August 27, 2018

provide written reports to the board and will now provide brief oral reports, when warranted, for topics that require full board attention.

V. Governance Committee

The board will elect officers for 2018-2019 at the August meeting. Any interested parties should contact President Schmidt or Mr. Briggs.

Based on feedback, Governance Committee revised the proposed Executive Session Policy to be less restrictive; an executive session will be listed on each agenda even if there is no planned session and all voting will continue to occur during regular session and be recorded in the minutes. Mr. Corson moved (Mr. Galey seconded) to approve the policy as proposed. The motion passed (14-0-0).

VI. Finance Committee

Ms. Estrella shared the Finance Committee recommendation to approve the current Investment Management Policy with no changes. Board members asked questions about performance of other accounts and other non-profits. Ms. Estrella moved (Ms. Anderson seconded) to approve the current Investment Management Policy. The motion passed (14-0-0)

Ms. Perkins left the meeting.

VII. Other Committee Reports

Mr. Morehouse explained that the exploration of placement of solar panels on the reservoir would require a use disposal by OSMP. Within the next several months the committee plans to talk with the OSMP board to see if they would support this idea.

VIII. Cottage 316

In June, staff received written notice from Bill and Betsy Patterson that they intend to sell Cottage 316 to an unrelated buyer. In this case, the board has the right of first refusal. The buyer anticipates receiving an offer of over \$900K in the next few days. Following staff recommendation, Ms. Rogers moved (Mr. Franson seconded) that the board pass on purchasing Cottage 316 and allow the owners to consummate a sale within twelve months. The motion passed (14-0-0).

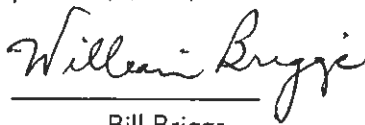
IX. Executive Session

At 7:26pm Mr. Morehouse moved (Mr. Galey seconded) that the board go into executive session to discuss a legal matter. The motion passed (14-0-0). At 7:37 pm, Ms. Morzel moved (Mr. Corson seconded) that the board leave executive session. The motion passed (14-0-0). There was no board action.

X. Adjournment

Ms. Schmidt noted that the new cottager representative will be appointed quickly. Ms. Clemons asked that the cottagers be updated frequently on the status of the Primrose project.

At 7:58 pm, Ms. Morzel moved (Ms. Estrella seconded) that the meeting be adjourned. The motion passed (14-0-0).



Bill Briggs
secretary