



### III. CONSENT AGENDA

#### B. Minutes of the Board of Director's Regular Meeting

12:00 pm, February 1, 2019

Rocky Mountain Climbers Club Room (lower level of the Community House)

**Directors Present:** Nan Anderson, Linda Arroyo-Holmstrom, Henry Beer, Bill Briggs, Frank Bruno, Anne Clemons, Dan Corson, Mike Franson, Bob Morehouse, Lisa Morzel, Bruce Neumann, Margaret Ryder, Cindy Schmidt, Star Waring

**Directors Absent:** Julie Rogers

**Staff:** Shelly Benford, Charlotte O'Donnell, Wanona Tara, Sue Perkins, Trish Gray, David Lurie, Clare Zell, Shannon Bock, Jeff Medanich, Jason Hill, Mark Nicolella

**Visitors Present:** Alice Trembour, Deb van den Honert

#### I. CALL TO ORDER; DETERMINATION OF QUORUM

President Schmidt called the meeting to order at 12:04pm and determined that a quorum was present for conducting business.

#### II. PUBLIC PARTICIPATION

None of the guests present wished to speak.

#### III. CONSENT

A request was made to remove the November minutes from the consent agenda. Mr. Bruno moved (Ms. Morzel seconded) to approve the minutes of the January 14, 2019 Special Meeting. The motion passed (13-0-1). Mr. Corson abstained due to his absence from the meeting in question.

#### IV. MINUTES OF NOVEMBER 12, 2018 REGULAR MEETING

Mr. Briggs moved (Mr. Morehouse seconded) to approve the minutes of the November 12, 2018 regular meeting as presented.

Ms. Ryder suggested amendments for comments recorded from President Schmidt and Jenny Elkins. Board members favored amendment of the record of Ms. Elkin's comments. The board agreed to keep President Schmidt's comments regarding "70 some" percentage, but with the use of quotation marks to indicate a direct quote. Mr. Briggs and Mr. Morehouse accepted the motion as amended. The motion passed (14-0-0).

#### V. MATTERS FROM THE BOARD

**A. Governance Committee** - Mr. Briggs stated that Governance Committee will create a list of desired qualities for new board members in advance of appointments and elections this summer.

**B. Finance Committee** - Mr. Morehouse relayed that the nightly lodging rental revenue came in under budget for December. This mirrored the general Boulder lodging market that saw significant shortfalls for the month. Mr. Lurie commented that one impact was the 500 new rooms that were recently added across the Front Range. Another impact was that the rental of the Galey Cottage for the last part of 2018 was included in the 2018 budget, but the Cottage was not opened. Ms. Perkins added that the investment portfolio was also under budget by \$89K, with \$44K of that deficit occurring in December. However, investments picked up \$35K in January 2019. Mr. Neumann stated that staff expenses increased about 6% in 2018 while revenue only increased 1%. He expressed his concern at this gap between those two growth rates.



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**C. Building and Grounds Committee** - Ms. Anderson stated that the committee is working on a policy regarding memorials, both commemorative and interpretive of major Chautauqua events. A draft policy will be brought to the board for approval.

**D. Sustainability Committee** - Mr. Briggs reported that CCA representatives met with City staff to work on defining next steps for investigating sustainability and resilience projects. The first phase is to hire a consultant who will complete a vulnerabilities and opportunities assessment. CCA has agreed to pay \$20K, which was included in the 2019 budget. The City will also pay \$20K.

**E. Community Connections Committee** - President Schmidt thanked those involved in the capital campaign feasibility study and stated that the board would receive an update on the process at the next board meeting.

**VI. MATTERS FROM STAFF**

Ms. Benford offered condolences to the family and friends of Sally and Baker Duncan II, former long-time owners of Cottage 12 who both passed away recently.

Ms. Benford reported that the new contract with Colorado Music Festival was completed.

**VII. ITEMS FOR INFORMATION AND DISCUSSION**

Ms. Benford reminded the board of the upcoming public hearing at the City of Boulder Planning Board on February 7.

**VIII. ACTION**

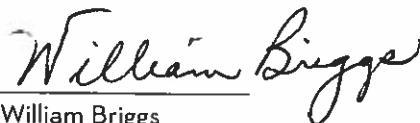
President Schmidt introduced Marketing Manager, Shannon Bock who presented the proposed updates to the membership program. The Community Connections Committee previously reviewed the proposal and recommends adoption of new pricing, new benefits and 4 new levels. CCA has not changed the membership program in 5 years and currently has about 1,300 members. **Mr. Bruno moved (Ms. Waring second) to approve the membership program updates as presented. The motion passed unanimously (14-0-0).**

**IX. EXECUTIVE SESSION**

At 1:35, Mr. Briggs moved (Ms. Anderson seconded) that the board go into executive session. The motion passed (14-0-0) to discuss the Executive Director's annual performance evaluation. **Ms. Morzel moved (Mr. Bruno seconded) that the draft letter summarizing Ms. Benford's performance evaluation and proposing a pay raise and bonus be accepted.** Discussion followed and changes were proposed. At 2:30, Ms. Anderson moved (Mr. Corson seconded) that the board leave executive session. The board voted (11-3-0) to approve the motion with the amendments discussed.

**X. ADJOURN**

Mr. Beer moved (Mr. Morehouse seconded) that the meeting be adjourned. The motion passed (14-0-0).



William Briggs  
Secretary, CCA Board of Directors