



### III. CONSENT AGENDA

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

6:00 pm, April 29, 2019

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

**Directors Present:** Nan Anderson, Linda Arroyo-Holmstrom, Bill Briggs, Frank Bruno, Anne Clemons, Dan Corson Lisa Morzel (via conference phone 6:09), Julie Rogers, Margaret Ryder, Cindy Schmidt, Star Waring

**Directors Absent:** Mike Franson, Bob Morehouse, Bruce Neumann, Henry Beer

**Staff:** Shelly Benford, Charlotte O'Donnell, Wanona Tara, Sue Perkins, Kevin Jacobs, David Lurie, Jason Hill, Brandon Moynihan (CU Leeds Fellow)

**Visitors Present:** John Kenyon, Jay Geer, Deb van den Honert, John Urbanowitz, Mary Ellen Vaughn, Tom Galey, Kathleen Woodberry, John Woodbury, Maud Huey Kenyon, Leslie Allen

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

President Schmidt called the meeting to order at 6:02pm and determined that a quorum was present for conducting business. She offered condolences to Chautauqua cottager Trudy Hutchings on the death of her son-in-law, Mark Telepsen, in a tragic plane accident. Best wishes were extended to the family.

#### II. PUBLIC PARTICIPATION

Ms. van den Honert spoke on the importance of reflecting the community in the mission. Ms. Woodberry, who was on the Board when the current mission statement was created, spoke in favor of the current statement. Mr. Kenyon thanked the Wirth family for their generous donation to the Waterwise garden and complimented the overall appearance of the grounds. Mr. Galey encouraged Board members to serve multiple terms to foster greater continuity.

#### III. CONSENT AGENDA

President Schmidt acknowledged the history of the Rovetta family, current owners of Cottage 102, who recently delivered their intent to sell their cottage. The Naming Policy was removed from the consent agenda to allow for further discussion. President Schmidt moved (Ms. Waring seconded) that the consent agenda, consisting of the election schedule, right of first refusal for Cottage 102 and Minutes of March 18, 2019, be approved. Ms. Ryder offered amendments to the minutes which were accepted by those making the motion, President Schmidt and Ms. Waring. The motion passed (11-0-0). Mr. Bruno and Mr. Briggs abstained from approving the minutes of March 18, 2019 given their absence from that meeting.

#### IV. NAMING POLICY

Mr. Anderson moved (Ms. Arroyo-Holmstrom seconded) to postpone discussion of the Naming Policy to the next meeting. The motion passed (11-0-0).

#### V. MATTERS FROM BOARD MEMBERS

##### A. President's Report

President Schmidt thanked Mr. Briggs for his talk at the Community House and for donating the proceeds to CCA. She then read a letter on behalf of cottage owner Ben Gilbert who suggested easing construction regulations for cottage owners during summer months. Ms. Anderson added that many cottage owners and their contractors find it difficult to accomplish work before the summer moratorium goes into effect each year. Ms. Ryder will gather feedback on this matter from other owners to see if there is interest in pursuing the matter.

**B. Governance Committee**

Mr. Briggs reported that at the June meeting the Board will need to appoint a new member to replace Mr. Morehouse. He invited nominations.

In response to concerns that box office staff could modify votes in the online voting system, the Governance Committee proposed that an ad hoc committee of board members be formed to provide oversight and specifically review the software's log of information to ensure that no inappropriate actions were taken by users or administrators using the site. The current software tracks all actions and provides this report. The Governance Committee did not recommend a change to the online ballot system. Ms. Clemons and Ms. Ryder stated that the appearance of independence was very important and could be increased by using an independent system. **Ms. Clemons moved (Ms. Ryder seconded) to move the administration of the election to a different service to ensure independence. The motion failed (2-8-0).**

**C. Finance Committee**

Ms. Perkins stated that the draft form 990 was sent to all Board members for review before filing. The Auditors met with the Finance Committee. No adjustments were required and the auditors issued an unqualified opinion.

Year to Date financials for March 2019 show a \$105K loss. Nightly revenue was below budget which reflects a trend in the larger Front Range market. Staff expects that April will also close slightly below budget. Sponsorships could be \$60K below budget at the end of April, but the overall development budget is likely to be on track due to an increase in SCFD funding.

At the end of March, expenses were about \$71K above expenses for the same period in 2018. This is mainly because of new staff positions remaining vacant while searches were underway. Expenses are below budget for 2019, because of benefit savings, though this is likely a temporary timing difference, not a permanent savings.

**D. Building and Grounds Committee**

Ms. Anderson mentioned that the committee continues to work with United Mexican American Students (UMAS) and others to determine a location and style for the memorial dedicated to Los Seis.

The State Historic Fund (SHF) approved a grant for the Auditorium roof replacement. However, SHF is requiring a roofing material that is more historically appropriate than the one originally suggested by CCA and the City of Boulder Landmarks Board. However, this material is more expensive, so CCA staff continues to work with SHF to resolve the difference in cost. The project is now slated to take place in Fall 2019.

**E. Sustainability Committee**

Mr. Briggs reported that the Sustainability Committee worked with the City to choose a consultant who will now carry out a sustainability and resilience assessment.

**VI. MATTERS FROM STAFF**

**A. Executive Director's Report**

Ms. Benford introduced Kevin Jacobs, Manager of Marketing and Communications.

She stated that Watson was expected to sign a two-year agreement, with an option to renew for a third year.

Bill Hopping's presentation to BHMA in April regarding the state of the hospitality industry in the Front Range predicted a slowdown in market and potential low fourth quarter in 2019. CCA is already taking action to safeguard against this outlook including: working with a revenue manager to increase online bookings, already up 60% in 2019 when compared to the same time in 2018; continuing cottage upgrades; promoting lodging as part of private events and concerts; and optimizing search engines. CCA's new approach to producing public events in-house and renegotiating key partner contracts will increase event income.

Mr. Medanich reported that work on the Galey Cottage continues.

## VII. ITEMS FOR DISCUSSION AND INFORMATION

### A. Feasibility Study

Leslie Allen from Front Range Source (FRS) presented the results of the Feasibility Study for a capital campaign. Following multiple stakeholder interviews and analysis of campaign readiness, FRS recommended that CCA postpone any campaign and focus on building a robust development program. The number one recommendation was to hire an experienced Development Director.

Several board members expressed support for hiring a Development Director and agreed that the job opening should be posted but wanted more information about how this additional expense would impact CCA's larger financial picture in 2019 before any hire is made.

## VIII. ACTION ITEMS

### A. Audit

Mr. Bruno moved (Mr. Corson seconded) to accept the audit of CCA's 2018 fiscal year. The motion passed (11-0-0). Mr. Bruno left the meeting.

### B. Mission Review Process

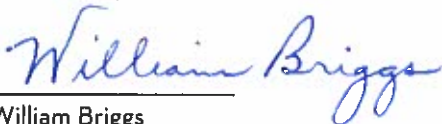
President Schmidt outlined a potential process for reviewing the mission with board input first, stakeholder input this summer and a final board vote on any changes to take place in August 2019 if needed. Several board members expressed support for keeping the current mission.

### C. Board Norms

Discussion of the Board Norms was postponed.

## IX. ADJOURN

At 8:55pm, Mr. Anderson moved (Ms. Arroyo-Holmstrom seconded) to adjourn the meeting. The motion passed (10-0-0).



William Briggs  
Secretary, CCA Board of Directors

