



III. CONSENT AGENDA

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

6:00 pm, June 10, 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, Julie Rogers, Margaret Ryder, Cindy Schmidt, Star Waring

Staff: Shelly Benford, Charlotte O'Donnell, Wanona Tara, Sue Perkins, Kevin Jacobs, David Lurie, Jeff Medanich, Lori Colgrove (CU Leeds Fellow)

Visitors Present: Ben Gilbert, Alice Trembour, Barbara Guthery, Georgia Chamberlain, Grayson Cecil, Jolyn Greer, Susan Duncan, Dick Ramser, Russel and Betsy Spears, Deb van den Honert, Mary Jane Phelan, Mary Lynn Ryder, Susan Dawson, Ed and Gaye McCullough, John Woodberry, and Marcus Gilbert

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. Mr. Briggs moved (Ms. Waring seconded) that the discussion of board appointment be moved from Executive Session to Action Items on the agenda. He stated that CCA received legal advice that although it is a personnel decision, which usually occurs in closed session, it is also a board matter, which is usually open for the public to hear. In the past, CCA has only had one candidate for each spot, so no discussion was needed. Several board members expressed concern that they would not be able to discuss the topic in depth if the discussion did not occur in Executive Session. The motion failed (1-14-0).

II. PUBLIC PARTICIPATION

Mr. McCullough inquired whether staff recommends a slate of candidates for the board elections. Ms. Benford responded that staff is free to vote for whomever they want. President Schmidt stated that the board does not give out a slate of candidates either. Ms. van den Honert stated that she would have preferred to see the board discuss appointees during open session.

III. CONSENT AGENDA

Mr. Bruno moved (Ms. Anderson seconded) to approve the consent agenda. The motion passed (11-0-4). Mr. Briggs, Mr. Beer, Mr. Neumann, and Mr. Morehouse abstained due to their absence from the April meeting.

IV. MATTERS FROM BOARD MEMBERS

A. President's Report

President Schmidt announced that Patty Limerick, head of the Center for the American West, would be speaking at the Annual Meeting on July 22nd.

B. Governance Committee

Ms. Waring clarified that Mr. Briggs has abstained from all election related decisions that Governance Committee has made and will continue to recuse himself throughout the course of the election given his candidacy.

C. Finance Committee

Mr. Morehouse announced that Finance Committee recommended that staff move to Certificate of Deposit Account Registry Service (CDARS) accounts offered with Flatirons bank to reduce risk of losing money due to money not covered by FDIC limits.

Ms. Perkins reported that year-to-date nightly revenue as of May 31, 2019 fell short of budget by about \$40K. In the Support budget, SCFD funding was above budget in the first quarter, while sponsorships were below budget. Overall, revenue was



Minutes of the Board of Director's Regular Meeting
6:00 pm, June 10, 2019
(continued)

above budget by \$39K and \$61K above 2018 for the same period. Staff put in place many expense controls and are deferring as many expenses as possible until revenue projections solidify. Investments are doing well, especially compared to last year. Year-to-date net income showed a \$111K net loss, compared to budgeted net loss of \$409K.

D. Buildings and Grounds Committee

Ms. Anderson stated that the Committee is still working on a memorial policy with the intent to honor the stories and legacies in Chautauqua's history while also respecting the cultural landscape. For \$5K, CCA has contracted with Tina Bishop who is working on this policy, which will be an addendum to the Cultural Landscape Assessment and Plan (CLA).

Mr. Corson explained that individual owners could apply for landmarking of their cottage through the City of Boulder. Since they are already within the National Historic Landmark, this status would not impose any further restrictions on the buildings.

Mr. Briggs thanked Mr. Medanich who managed the rehabilitation of King's Gate including the recent planting of 36 heirloom rose bushes.

E. Sustainability Committee

Mr. Briggs announced that the Sustainability and Resilience team, a joint effort with the City, hired a consultant and will be meeting with them in the next few weeks.

F. Community Connections Committee

President Schmidt stated that the committee discussed its purpose and future with discussion focusing on the way Chautauqua's story can be told more effectively.

V. MATTERS FROM STAFF

Executive Director's Report

Ms. Benford announced that the Boulder concert band will be performing at the free public event on July 4th on the Green from 11:00 a.m. – 1:00 p.m. Board members are welcome to attend workshops that will be part of the Chautauqua Trail annual meeting in August. She reviewed key diversity statistics and plans to increase diversity, equity, and access in the coming year through programs like University for a Day.

Ms. Benford thanked the Winslow Foundation for its recent donation of \$35K for restoration of the Waterwise garden. Their total investment in this project is \$65K. She thanked the Rocky Mountain Climbers' Club for their generous donation of scholarships to Camp Chautauqua.

Ms. Benford announced that CCA staff would host three open house meetings for cottagers this summer.

Ms. Benford reported that construction on Columbine was finished, Academic Hall work was nearing completion with work on the conference room and kitchen still left, and work on the Galey Cottage was suspended until the fall as CCA chose to respect the same construction moratorium imposed on private cottage owners. Mr. Medanich clarified that one of the major delays on the Galey Cottage project that prevented completion this spring was longer than normal wait times for receiving permits from the City.



Minutes of the Board of Director's Regular Meeting
6:00 pm, June 10, 2019
(continued)

VI. ITEMS FOR DISCUSSION AND INFORMATION

A. Mission review

Many board members spoke in support of the current mission statement and suggested only the following slight revision in phrasing. A public process to gather feedback will follow. Mr. Bruno moved (Ms. Anderson seconded) that the mission statement revisions be proposed as follows: *The Colorado Chautauqua Association preserves, perpetuates and improves the historic site and spirit of Chautauqua by enhancing its community and values through cultural, educational, social and recreational experiences.* The motion passed (15-0-0).

B. Sponsorship

Year-to-date sponsorship is only 60% of what was budgeted for this category. CCA hopes to broaden opportunities for sponsorship to programs outside of the summer concert series. Ms. Benford requested that board members suggest sponsor contacts for which they can provide introductions.

C. Development Initiatives

At the April board meeting, Front Range Source (FRS) reported that their feasibility study concluded that CCA was not ready for a full capital campaign. Instead, they recommended major investments in the development program, chiefly the hiring of a development director. The board directed staff to post the position but refrain from hiring until the board could consider the financial impact of the development initiatives. In 2020, these initiatives will play into the full budget, but for 2019, staff recommends a combination of increasing revenue, decreasing expenses and borrowing from reserves.

VII. ACTION ITEMS

A. Development Director

Mr. Bruno moved to (Ms. Morzel seconded) to direct staff to proceed with the development initiatives as recommended by FRS, with annual cost not to exceed \$150,000, paid for through a combination of saving related to deferment of capital expenditures, reduction to the cost of this position and grant writing services, and money from reserves. The motion passed (13-2-0).

B. Naming Policy

Several board members suggested that amendments to the policy may be needed within the year, especially in conjunction with the potential memorial policy. Mr. Corson moved (Ms. Rogers seconded) to approve the Naming Policy as presented. The motion passed (14-1-0).

C. Election Oversight Committee

Ms. Anderson moved (Mr. Morehouse seconded) to appoint Mike Franson, Anne Clemons, Star Waring, Lisa Morzel, and Margaret Ryder to the ad Hoc Election Oversight Committee. The motion passed (8-0-5). The five board members appointed abstained from voting and Mr. Briggs and Mr. Corson recused themselves given their impending candidacies.

D. Rules and Regulations Amendment - 2d "Pets"

President Schmidt highlighted that this amendment could support CCA's sustainability goals by encouraging biodiversity. Ms. Ryder stated that while this suggested rule change would be a good public service announcement, it did not warrant a change to the rules which are referenced in the sublease. Ms. Anderson moved (Ms. Morzel seconded) that section 2d of the Rule and Regulations for Private Cottage Owners be amended with the addition of the following clause: *Given the threat that domestic cats pose to the bird population at Chautauqua, outdoor cats must wear a brightly colored collar, or a belled cat collar made to protect birds and small mammals.* The motion passed (10-5-0).



Minutes of the Board of Director's Regular Meeting
6:00 pm, June 10, 2019
(continued)

VIII. EXECUTIVE SESSION

At 8:05pm, Mr. Briggs moved (Mr. Morehouse seconded) to go into Executive Session to discuss the candidates for the board-appointed position and to make a selection. The candidates under consideration were Emily Mears, Alice Trembour, Manuela Sifuentes, and Shun-Luoi Fong. At 8:40 pm, Ms. Morzel moved (Mr. Corson seconded) that the board leave executive session.

Mr. Corson moved (Mr. Bruno second) that the board appoint Shun-Luoi Fong as a new board member. The motion passed (15-0-0).

IX. ADJOURN

At 8:45 pm, Ms. Morzel moved (Ms. Arroyo-Holmstrom seconded) that the board adjourn.

William Briggs
Secretary, CCA Board of Directors