



### III. CONSENT AGENDA

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

6:00 pm, August 19, 2019

Grand Assembly

**Directors Present:** Nan Anderson (via conference phone), Linda Arroyo-Holmstrom, Henry Beer, Bill Briggs, Frank Bruno (via conference phone), Dan Corson, Mike Franson, Bob Morehouse, Lisa Morzel, Bruce Neumann, Julie Rogers, Margaret Ryder, Cindy Schmidt, Star Waring (via conference phone 7:30pm to end)

**Directors Absent:** Anne Clemons

**Staff:** Shelly Benford, Charlotte O'Donnell, Wanona Tara, Sue Perkins, Jeff Medanich, Debbie Stewart

**Visitors Present:** Shun-Luoi Fong, Alice Trembour, Barbara Guthery, Rebecca Merrell, Trudy Hutchings, Terry and Alice Thomas, Kip van den Honert, Kathleen Woodberry, Susan Dawson, Susan Duncan, Frances Chamberlain, Mary Ellen Vaughan

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

President Schmidt called the meeting to order at 6:05pm and determined that a quorum was present for conducting business.

#### II. PUBLIC PARTICIPATION

Ms. Chamberlain expressed concern about guests smoking in the park and requested more no-smoking signs. She also noted that someone without a resident permit parked outside of her cottage on a concert night. Ms. Benford responded that other groups, including CMF sponsors receive permits for concert nights.

Ms. Duncan stated that she had concerns about the election as she received multiple unique ballots to vote.

Ms. Woodberry read a letter from the four Cottager representatives who participated in the Galey facilitated meetings. They expressed a desire to work further on collaboration between the Cottager Community and CCA, including more opportunities for meaningful and open conversations. Ms. Woodberry commented on several issues with the 2019 election and expressed a desire by the Cottager Community to see a third party run the election.

#### III. CONSENT AGENDA

Mr. Morehouse moved (Ms. Ryder seconded) that both sets of minutes be removed from the consent agenda. The motion passed (14-0-0).

For the regular meeting minutes, Ms. Ryder noted that two more visitors had been in attendance and requested a minor change to her comments regarding the election. Mr. Corson moved (Mr. Beer seconded) that the minutes of July 22<sup>nd</sup>, 2019 Regular Board Meeting be approved as amended. The motion passed (13-0-0).

Ms. Ryder requested a clarification be added to Mr. van den Honert's question about the election. Mr. Corson moved (Mr. Beer seconded) that the minutes of July 22<sup>nd</sup>, 2019 Annual Meeting be approved as amended. The motion passed (13-0-0).

#### IV. OFFICER NOMINATIONS AND ELECTIONS

Ms. Schmidt stated that current nominations for officers were as follows: Ms. Anderson for President, Mr. Briggs for Vice President, Ms. Waring for Secretary, and Mr. Bruno and Mr. Neumann for Treasurer. She called for any other nominations from the floor. Upon receiving no other nominations Ms. Morzel moved (Mr. Franson seconded) to approve Ms. Anderson as President, Mr. Briggs as Vice President and Ms. Waring as Secretary. The motion passed (13-0-0).

Since there were two candidates for treasurer, both Mr. Bruno and Mr. Neumann offered brief remarks and answered questions of the board. Mr. Beer moved (Mr. Franson seconded) that the board go into executive session to discuss the treasurer election. The motion passed. Mr. Bruno, Mr. Neumann, staff and visitors were excused during board discussion. Ms.

Morzel moved (Mr. Corson seconded) that the board resume regular session for action on the record. All visitors, staff and candidates returned. Board members cast paper ballots (and ballots by email for those who were attending via phone). Mr. Bruno received a majority of votes and was approved as Treasurer.

## V. MATTERS FROM BOARD MEMBERS

### A. President's Report

President Schmidt thanked Ms. Rogers and Mr. Morehouse for their service on the board. Ms. Benford and others thanked President Schmidt for her service as chair of the board.

### B. Finance Committee

Ms. Perkins stated that much of the revenue exceeded budget due in part to favorable contracts that were negotiated last year for public events and the hard work of the hospitality team. She reminded the board that budget assumptions would be reviewed in September with the final budget presented in November.

Mr. Neumann inquired if there was a need for greater investing in CD's. Ms. Perkins replied that money would be moved to CDARS soon as agreed by the finance committee. Mr. Morehouse added that CCA's investment strategy was already defensive given the high percentage in short-term bonds.

### C. Buildings and Grounds Committee

Mr. Corson reported that staff was working on an updated grant from the State Historical Fund regarding the auditorium roof given the requirement to use more authentic metal materials. The committee continues to work on memorial guidelines.

### D. Sustainability Committee

Mr. Briggs stated that a consultant has been hired for the Sustainability and Resiliency effort between CCA and the City, and a report is expected by March or April. He commended staffs' commitment to spreading awareness of CCA's sustainability projects by entering the "mini-split" air conditioning unit pilot project in the National Solar Energy Society Conference this fall.

## VI. MATTERS FROM STAFF

### Executive Director's Report

Ms. Benford commented on the success of the Chautauqua Trail's Annual Meeting which was hosted by CCA earlier in August and thanked the board members who contributed to the programming. The next Trail's meeting will be held at the Chautauqua Institute in New York next summer.

Ms. Benford introduced Debbie Stewart who was recently hired as Development Director.

## VII. ITEMS FOR DISCUSSION AND INFORMATION

The 2020 Board Schedule will be presented to the board for approval in September.

Ms. Tara presented an overview of the Early Bird and Extended stay discount programs. The program has seen 26% growth in nights booked compared with last year. Last September the board voted to run this program for 3 years (through summer 2021).

Mr. Neumann moved (Mr. Briggs seconded) that the board move into executive session to discuss a personnel matter. The motion passed (13-0-1).

## VIII. EXECUTIVE SESSION

The board entered executive session at 8:03 pm. Mr. Briggs moved (Ms. Morzel seconded) that the board leave executive session.

## IX. ADJOURN

At 8:10 pm the board adjourned.

  
Star Waring  
Secretary, CCA Board of Directors