



Colorado Chautauqua Association  
Minutes of the Board of Director's Regular Meeting  
April 20, 2020  
*Via Zoom*

**Directors Present:** Nan Anderson, Linda Arroyo-Holmstrom, Henry Beer, Bill Briggs, Frank Bruno, Anne Clemons, Dan Corson, Shun-Luoi Fong, Mike Franson, Bruce Neumann, Margaret Ryder, Cindy Schmidt, Alice Trembour, Star Waring, Mary Young

**Directors Absent:** None.

**Staff:** Shelly Benford, Wanona Tara, Sue Perkins, Jeff Medanich, Debbie Stewart, Jason Hill, Liza Purvis, Marah Bradley

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

Chair Anderson called the meeting to order at 6:07pm and determined that a quorum was present for the conduct of business.

**II. PUBLIC PARTICIPATION**

Lisa Morzel suggested the Development Committee be re-named the "Financial Stewardship" committee.

**III. CONSENT AGENDA**

Mr. Bruno moved (Ms. Waring seconded) that minutes of the March 31, 2020 meeting be approved. Ms. Ryder expressed concern that her corrections were not accepted by the secretary. Mr. Bruno moved (Ms. Waring seconded) that the approval of the March 31, 2020 Board meeting be moved from the Consent Agenda to after Matters from Staff. The motion passed (15-0-0).

**IV. MATTERS FROM BOARD MEMBERS**

**A. Chair Report**

Chair Anderson read the attached resolution thanking CCA staff for their response during the COVID-19 pandemic. The Board approved the resolution.

Chair Anderson announced that mediation with Stan Garnett and his clients is scheduled for April 28.

**B. Governance**

Ms. Waring deferred to the written Governance Committee report.

**C. Finance Committee**

Mr. Bruno reported that the Finance Committee had a comprehensive meeting with the auditor, Mark Kightlinger, who declared CCA had a "clean" audit, with no significant findings.

**Buildings & Grounds**

Mr. Corson referred to the Buildings and Grounds Committee report. The Board discussed the construction moratorium as it relates to the COVID-19 pandemic.

**D. Sustainability**

Mr. Briggs noted that the first of two surveys had been posted the City of Boulder's *BeHeard Boulder* website. The objective of the survey is to gather public feedback for the Sustainability and Resilience Steering Committee.

**E. Community Connections**

Ms. Schmidt referred to the C3 report. Ms. Young announced the Los Seis celebration will be postponed until next year although supporters may attend the stone placement, which will take place in late April or May.

## V. MATTERS FROM STAFF

### A. COVID-19 Update

Ms. Benford provided updates on CCA's response to COVID-19 including new short-term guidance from the Governor and PPP loan funding.

## VI. ITEMS FOR DISCUSSION / ACTION

### A. Approval of March 31<sup>st</sup> Board Meeting Minutes

Ms. Schmidt moved (Mr. Bruno seconded) to approve the March 31<sup>st</sup> Board meeting minutes with the change made by Mr. Corson. The motion passed (14-1-0).

### B. 2019 Audited Financials

Mr. Bruno moved (Ms. Waring seconded) that the board accept the 2019 audited financial statement. The motion passed (15-0-0). The Board acknowledged it had the chance to review the IRS Form 990 before it was filed.

### C. Compensation Policy

Ms. Waring moved (Mr. Beer seconded) that the Compensation Policy be adopted. The motion passed (14-1-0).

### D. Board Positions and Responsibilities Policy

After discussion about the role of the Executive Committee, Mr. Beer moved (Ms. Schmidt seconded) to approve the Board Positions and Responsibilities Policy as written, with a resolution to further address the role of the Executive Committee at the June 8 Board meeting. Ms. Ryder moved (Mr. Franson seconded) to table further discussion of the policy and recommended a separate meeting of board members who are interested in discussing the topic, with the goal of developing a recommendation for the June 8<sup>th</sup> board meeting. The amended motion passed (8-7-0).

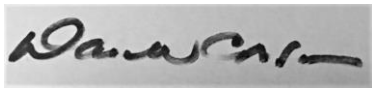
## VII. FUTURE BOARD ITEMS

The Board decided to reschedule the Board Retreat to June 14.

Ms. Trembour expressed concern about the composition of the organization's mediation team.

## VIII. ADJOURN

At 8:40pm, Ms. Waring moved (Ms. Schmidt seconded) that the meeting be adjourned. The motion passed (15-0-0).



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Dan Corson  
Secretary, CCA Board of Directors

## RESOLUTION THANKING CCA STAFF

Resolved: That the Colorado Chautauqua Association Board of Directors thanks CCA's staff for their extraordinary response to the Covid-19 pandemic. At a time when many in the hospitality and event industry have been paralyzed by the tidal waves of closures and cancellations, CCA staff have worked successfully, collaboratively and creatively. In this short time, their accomplishments include:

- Applying immediately for Payroll Protection under the CARES Act; CCA was first in line to receive a PPP loan for \$484,000 from Flatirons Bank.
- Developing remote check-ins, a new front desk experience that facilities and housekeeping created in a day.
- Finding operational efficiencies like the three people in housekeeping who are managing all the cottages and the public buildings by themselves, while also implementing all the extra sanitization procedures required because of COVID.
- Putting a positive and gracious face on major cancellations while taking on long-term cottage leasing responsibilities.
- Engaging the community through new virtual opportunities – art auction, gardening demonstrations, cooking tips, lectures, films, “best of” playlists and kids activities.
- Converting our Buildings and Grounds group into restoration crews to address our deferred maintenance projects.

Staff has offered to reduce their own hours, take pay cuts, pay for masks for staff and have been generally willing to do whatever it takes to get us through this.

As the pandemic is put back in its cage, there's no organization that will be better prepared to reopen, re-engage and celebrate. We are incredibly blessed with a staff that has stood up to this challenge and we thank them all.

Gratefully,  
Colorado Chautauqua Board