



Minutes of the Regular Meeting  
Colorado Chautauqua Association Board of Directors  
Monday, August 17, 2009  
Rocky Mountain Climbers Club, Community House

**Directors Present:** George Karakehian, Kathleen Woodberry, Molly Tayer, Richard, Foy, Mike Franson, Barbara Guthery, Richard Polk, Ben Gilbert, Lara Ramsey, Conrad Lattes, Josh Taxman, Steve Brett (arrived 6:25)  
**Directors Absent:** Dennis Ahlburg, John Meyer, Ed Sanders  
**Staff Present:** Susan Connelly, Jim Turner Sue Brophy, Bert Farin, Molly MacGregor  
**Visitors Present:** Neel Garland, Phil Shull

**I. Call to Order/Roll Call, Announcements, Public Comment**

Having established that a quorum was present for the conduct of business, President George Karakehian called the meeting to order at approximately 6:05 p.m. There was no public comment.

**II. Review and Approval of the Regular Minutes and the Annual Meeting Minutes of July 16, 2009**

Mr. Lattes suggested that going forward we should be able to have one set of minutes. **Mr. Polk moved to approve both sets of minutes and Ms. Guthery seconded. The motion was approved 8-0-3 (Mr. Ramsey, Mr. Lattes and Mr. Taxman abstained as they were absent at the prior meeting, and Mr. Brett arrived after the vote).**

**III. Presidents Report**

Mr. Karakehian notified the Board that Ms. Ramsey is resigning from the Board. Ms Ramsey read her letter of resignation and agreed to continue serving on the Building and Grounds Committee as well as hosting a table at the Grand Convergence II dinner. On behalf of the Board and staff, Mr. Karakehian presented to Ms. Ramsey a token of thanks for her service on the Board for more than six years. In response to a question about how Ms. Ramsey's vacancy will be filled, Ms. Connelly said that per the CCA By-Laws as amended a few years ago, the vacancy of a membership-elected Board member will remain vacant until the next election, so the Board will operate with only 14 members for the next year.

Mr. Karakehian announced his candidacy for Boulder City Council and said that if elected in November, he will no longer be able to serve on the CCA Board but as a City-appointee to the Board, his position would be filled by the City Council next March.

It was decided that the Board retreat will be scheduled for Saturday, September 12<sup>th</sup> from 1:00-5:00 p.m. following the Grand Convergence program in the Auditorium. Ms.

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Connelly said that since some action items could result from the retreat, a September Board meeting would still be necessary. The Board meeting dates for the next year were discussed, and the following Board meeting calendar was adopted with the understanding that additional meetings may end up being required:

Saturday, Sept. 12<sup>th</sup> BOD/Senior Staff retreat 1-5 p.m.

Monday, September 21<sup>st</sup> Regular BOD meeting

Monday, October 26<sup>th</sup> Regular BOD meeting

Monday, November 16 <sup>th</sup>	No regular Board Meeting
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Monday, December 14 <sup>th</sup>	Regular BOD meeting
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Monday, Jan. 25, 2010	Regular BOD meeting
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Monday, Feb. 15, 2010	No regular Board Meeting
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Monday March 15 <sup>th</sup> , 2010	Regular BOD meeting
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Monday, April 19, 2010	No regular Board Meeting
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Monday, May 17, 2010 Regular BOD meeting

Monday, June 21, 2010 Regular BOD meeting

July 2010 (date TBD) Annual Meeting of the Membership

Monday, Aug. 16, 2010 Regular BOD meeting

Monday, Sept. 20, 2010 Regular BOD meeting

**Mr. Foy moved to adopt the Board Meeting calendar and Ms. Woodberry seconded the motion. The motion was approved unanimously.**

**IV. Executive Director's Report**

Ms. Connelly discussed the Auditorium Event Safety Plan and the changes, as part of a beta test, for the three remaining sold out shows this year. Director of Operations Jim Turner, who has been the lead on this project, explained that this is something that is essential for the safety of our guests inside the Auditorium as well as those outside the Auditorium on concert nights as attendance outside has grown significantly, especially for the most popular shows. He said that the team has worked closely with the Boulder Fire Department on the details of where people can and cannot be outside of the Auditorium during sold-out shows in order to ensure clear egress from inside and away from the Auditorium in case of an emergency. Director of Marketing and Development Denise Link reported that we have worked with our public relations advisor, the Fresh Ideas Group, a press release has been sent explaining the reasons for the changes, and there have been follow up phone calls with the Daily Camera to try to get the message out.

RE: the pending applications for property tax exemption, Ms Connelly reported that she continues to provide supplemental information to the State of Colorado's Division of Property Taxation at their request, and that we are likely to receive some partial exemptions.

Ms. Connelly addressed the results of the first Survey of Chautauqua's existing users, a summary of which was sent to the Board in the meeting packet. She suggested that everyone take their time reading over the information, especially the comments that were submitted, for discussion at the retreat and other times.

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Ms. Connelly reported on a recent meeting with Boulder's new City Manager Jane Brautigam, including Ms. Brautigam's interest in serving personally as the Chautauqua "account manager" to convene twice-yearly meetings with relevant City staff to inform and coordinate re: Chautauqua. Mr. Karakehian noted that one of CCA's goals is to get to know our local politicians better, and that Ms. Connelly has been working towards that goal. Ms. Connelly added that she and Mr. Turner had met recently also with the City's new Parks and Recreation Director, as well.

Mr. Turner addressed a request from the proprietors of the Chautauqua Dining Hall (CCA's tenant) to allow more tented events in the summer. He reminded the Board that it had previously agreed to allow an increase from four to six tented events at the Dining Hall per month on a trial basis, subject to review for future years. The Dining Hall wishes to continue the authorization for up to six tented events each month between Memorial Day weekend and Labor Day weekend. Discussion ensued. **Ms. Woodberry moved to approve the extension of the permitted maximum of six monthly tented events for the Dining Hall for Memorial Day weekend through Labor Day in 2010, subject to status review and continuation or modification of this approval by the Board at its September 2010 meeting with regard to 2011 or any future years, this authorization being contingent upon the closing of the Dining Hall windows, and adding the closing of the West-Side Dining Hall windows as an addendum to any future lease. Mr. Gilbert seconded the motion. The motion was approved unanimously.**

Ms. Connelly reported that CCA has received a written request from Alice Crawford Thomas to assign the sublease for Cottage 20 sublease to her daughter, Kathleen Thomas Woodberry. This assignment is within fourth degree of consanguinity per the Sublease and, therefore, does not trigger CCA's right of first refusal to purchase. The steps to complete this transaction (and any similar assignment of sublease) will include:

1. Receive from Mrs. Thomas a copy of any quit claim deed and/or bill of sale regarding the conveyance for CCA record
2. Receive from Mrs. Woodberry a fully-executed Transfer Assurances Checklist and new contact info for the file
3. Prepare a Consent to Assignment document for signature by Mrs. Thomas, Mrs. Woodberry and the CCA Board president
4. Prepare a new sublease for signature by Mrs. Woodberry and the Board president
5. Receive from Mrs. Thomas or Mrs. Woodberry at the time of sublease execution and delivery the \$500 transfer fee (to cover CCA time involved in processing the assignment). Mrs. Thomas is aware of this requirement.

## V. Committee Reports

### Governance:

Mr. Lattes detailed the changes to the proposed "Governance Manual" per Board direction on first reading at the July Board meeting, and discussion ensued. **Mr. Brett moved to approve the proposed document with the modifications made following first reading at the July 2009 Board meeting, and Mr. Franson seconded the motion. The motion was approved unanimously.**

### Fundraising:

## Approved at the October 26, 2009 Meeting

At the request of Ms. Woodberry, Mr. Foy updated the Board on the upcoming Grand Convergence II program, saying that there will be three-to-six speakers (to be finalized for marketing later that week), no barbecue and no speakers in the afternoon.

Addressing the Grand Convergence II fundraiser scheduled for Friday, October 16<sup>th</sup>, Ms. Woodberry reported that this year the dinner will be held in the Grand Assembly room in the Community House, only, instead of also using the Rocky Mountain Climbers Club room downstairs, and we need 10 table captains. Mr. Karakehian announced that some members of Chautauqua's Cottager community had pledged to match the net proceeds of the Grand Convergence II up to \$100,000.

### **Nominations:**

Ms. Tayer announced the nominated 2009/2010 officers, which was elected by acclamation: Mr. Karakehian will remain as Board President, Mr. Meyer will serve as Vice President, Ms. Woodberry will serve as Secretary, and Mr. Taxman will serve as Treasurer. Ms. Tayer thanked everyone for stepping up with many nominations to serve.

Recognizing that this is Ms. Tayer's last meeting after almost six years on the Board, Mr. Karakehian presented to Ms. Tayer a token of thanks from the Board and staff.

### **VI. Executive Session**

The Board entered into the Executive Session at approximately 8:15 p.m.

### **VII. Adjournment**

The Board adjourned at approximately 8:35 p.m.

Respectfully submitted,

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Kathleen Woodberry  
Secretary, CCA Board of Directors