

Approved at the May 18, 2009 Meeting



Minutes of the Regular Meeting
Colorado Chautauqua Association Board of Directors
Monday, April 20, 2009
Rocky Mountain Climbers Club Room
Chautauqua Community House

Directors Present: George Karakehian, Josh Taxman, Kathleen Woodberry, Barbara Guthery, Lara Ramsey, Ed Sanders, Ben Gilbert, Dennis Ahlburg, Molly Tayer, Richard Foy, Steve Brett, John Meyer
Directors Absent: Mike Franson, Richard Polk, Conrad Lattes
Staff Present: Susan Connelly, Jim Turner Sue Brophy, Denise Link, Molly MacGregor
Visitors Present: Trudy Hutchings

I. Call to Order/Roll Call, Announcements

Having established that a quorum was present for the conduct of business, President George Karakehian called the meeting to order at approximately 6:35 p.m.

II. Announcements, Public Comment

Ms. Trudy Hutchings, owner of Cottage 14, introduced herself to the Board. Jim Turner reminded the Board that Ms. Hutchings' request for demolition of Cottage 14 was reviewed by the Board last year and approved based on the unique circumstances of that cottage, and the Building and Grounds committee has met recently and reviewed proposed plans and drawings which are now pending before the City's Landmarks Board.

III. Approval of Minutes of 2/23/09 Regular Meeting

Mr. Brett moved, and Mr. Taxman seconded, approval of the minutes of the February 23, 2009 regular Board meeting with no changes. The motion passed unanimously.

IV. President's Report

Mr. Karakehian commented that even without a regular Board meeting in March, it was a busy and productive month for CCA. Mr. Karakehian commented that the staff was extremely productive without the Board meeting taking place. Mr. Karakehian noted that Chautauqua looks sensational, thanks in part to the recent moisture that we have had.

There were positive comments on the Annual Report to the City, with Mr. Karakehian reflecting good comments received from City Council members. Mr. Karakehian reported that he and Ms. Connelly had met with several of board members and the executive director of Historic Boulder, Inc. to update them on happenings at

Chautauqua as part of our outreach to other organizations within Boulder. Mr. Karakehian also reported on several positive recent experiences at the Dining Hall, noting that there is a new chef. Mr. Karakehian said that his reappointment interview with the City Council was a great opportunity to share information about Chautauqua and that the response was positive and excited. He noted that one Council member raised the question of how Chautauqua can better serve the underprivileged community. Mr. Karakehian expressed interest in making the annual meeting of the membership in July both more interesting and more engaging. Ms. Woodberry suggested having Jeff Medanich present "high performance preservation" and to update folks on implementation of the environmental sustainability plan.

V. Executive Director's Report

Referring to Mr. Medanich's presentation at the February Board meeting re: the rehabilitation of Cottages 510 and 512, Ms. Connelly clarified and detailed the expenditures of \$101,000 and \$66,000, respectively. While the costs were high, there are some very specific items that justify the costs of the renovations. Cottage 510 had almost everything replaced -- the original foundation, the floor system, the wall that separated the old and new portions of the building, framing that had deteriorated, the front screened porch. There had been no insulation in the walls. After all these items were replaced, then the energy efficiency and sustainable building techniques were done, as shown in Mr. Medanich's presentation at the February meeting. In order to accomplish the completion of both of these cottages at the same time, 510 was subcontracted (vs. completed by CCA staff), which was another factor in the cost difference. Ms. Woodberry asked about the difference between rebuilding (as in replacing) and preserving when the rehabilitation is so intensive, and discussion ensued. Ms. Connelly concluded that CCA always will try to rehabilitate and not replace a cottage when at all possible.

Ms. Connelly recommended that the Board consider amending the CCA bylaws in two areas: to remove the requirement of a monthly meeting of the Board of Directors, including in the month of the Annual Meeting of the Membership, and to have new board members start in August rather than September. Mr. Sanders opined that the Board probably could meet every two months without losing any ground. Mr. Brett suggested that amended bylaws language require no fewer than six meetings per year, noting that additional meetings could be held as necessary. Discussion ensued. Ms. Tayer suggested taking this item to the Governance Committee meeting later in the week. Regarding the start date for new Board members, Mr. Gilbert commented that the reason September was chosen a few years ago at the time of the Bylaws overhaul was that there are so many items about which new Board members must start to come up to speed that the later start time would make more sense. Mr. Karakehian used Mr. Polk as an example, saying that Mr. Polk would like to have been an official part of the Board earlier than September after his June appointment but was not able to do so because of the existing Bylaws requirement. It was concluded that the Governance Committee would consider both items and bring recommendations to the Board at the May meeting, at which time the Board might act to approve proposed amendments to the Bylaws for inclusion on the summer 2009 ballot for action by the CCA membership.

Ms. Connelly thanked Ms. Woodberry and Ms. Link for their work to improve the CCA website.

VI. Committee Reports

Finance-

Mr. Meyer thanked Mr. Taxman and other members of the Finance Committee for their work in his absence. He commented that the committee appreciates the fact that staff has taken a conservative and conscientious approach towards the budget in light of economic conditions. Ms. Brophy commented that CCA's cash in the bank is \$147,000 higher than at the same time last year and that our "quick ratio" of current assets to current liabilities is 1.57 versus 1.47 at the end of Q1 last year. She informed the Board that we have not yet received Community Foundation statement for Q1. She said that she expects the draft of the audit of 2008 financials around the first of May. Mr. Karakehian asked why accrued salaries and wages were substantially higher for the period this year vs. last year and Ms. Brophy replied specified that the accrual for salaries and wages is made at year end and will remain the accrual for the entire year, without monthly adjustment up or down. Ms. Connelly informed the Board that CCA will have a compliance review of our 2007 990 in mid-May and that our Auditor will be taking the lead on this.

Fundraising-

Re: the Grand Convergence dinner scheduled for October 16, 2009, Ms. Woodberry noted that we have a cancellation clause in our Frasca contract that allows us to cancel without penalty up to two months before the event but has dollars associated with cancellation as the date gets closer. Ms. Woodberry asked Board members to reach out to their guests at the 2009 Frasca event to try to confirm participation this year. Ms. Connelly thanked Mr. Franson for securing four returning sponsors this year, including title sponsor United Western Bank, and Mr. Foy for bringing in new sponsor Namasté Solar.

Nominations-

Ms. Tayer discussed the process for the Board-appointed position for this year. The Board offered suggestions for needed skill sets and interests. Ms. Tayer said that the additional inputs and suggested candidates should be e-mailed to her and that the Nominations Committee would bring two recommendations to the Board at the May meeting, for official appointment at the June meeting.

2020 Planning-

Mr. Sanders reported that the committee had met and reviewed the first draft of a business plan that will be a necessary part of implementation of the 2020 Plan.

VII. Executive Session

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

VIII. Adjournment

The meeting adjourned at approximately 8:52 p.m.

Respectfully submitted,



Molly Tayer, Board Secretary