

Approved at the June 15, 2009 Board Meeting



Minutes of the Regular Meeting
Colorado Chautauqua Association Board of Directors
Monday, May 18, 2009
Rocky Mountain Climbers Club Room
Chautauqua Community House

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

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. Review and Approval of Minutes of April, 2009 Meeting Minutes

Mr. Meyer motioned to approve the meeting minutes and Mr. Polk seconded. The motion passed unanimously with no changes

III. Audit of 2008 Financial Statements

Ms. Brophy introduced Mr. Mark Kightlinger, who spoke briefly about the 2008 financial statements. Mr. Karakehian brought up the review of the 2007 990 document if and where we might have any issues and Mr. Kightlinger said that the cultural residency and private events may need to be explained, but at this time we don't really know. Mr. Kightlinger pointed out that he has a meeting at 9:00 AM tomorrow morning to meet about the 990 review. Mr. Meyer spoke about the 2008 990 form which was sent out to all of the members and at this time there were no questions or comments on the document. Mr. Karakehian thanked Ms. Brophy on the wonderful year in respect to the accounting.

For the finance report, Ms. Brophy reported that CCA's ending cash balances on April 30, 2009 and 2008 were \$596,636 and \$595,890 respectively. The Association shows a net loss of \$17,433 for the month of April, which is \$72,503 below the budgeted net loss of \$89,936. The quick ratio 2.05 to 1 at the end of April of this year compared to 1.83 for same time last year.

IV. Presidents Report

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Mr. Karakehian spoke about some of the committee meetings he attended last month. One being the 2020 meeting which has several exciting things happening some of which will be brought up during this meeting as well as during the Executive Session following this Board meeting. He also met with the Public Relations manager for Excel Energy, during which time several topics such as renewable energy, solar arm, as well as the reservoir were covered. The electricity being used in the rental properties was discussed. Ms. Woodberry mentioned possibly having part of the rental bill including a lower consumption incentive on their bill, or an environmental impact fee.

Another item brought up was the lower lodging bookings for June. Ms. Link specified that there have been some ads placed in several newspapers which may bring in some additional bookings. Ms. Link also added that special rates for the cottages do bring in business and we may want to think about having that in our next email blast, or a targeted email addresses to draw in more bookings. Mr. Gilbert asked Mr. Turner what is the reason for the drop in the reservations for June. Mr. Turner pointed out that we have some groups that did not repeat this year, and it is difficult to find other groups to replace the ones not returning. Also, according to the local lodging community they are feeling the same issues we are, if not more.

V. Executive Director's Report

Ms. Connelly told everyone about the SCFD is experimenting this year with a different definition of ticketed attendance and eligible income, which is a relaxed version of what they have done in the past. How this will benefit us is that in 2007 28,000 was the number for ticketed attendance and for 2008 it is 62,000 since we can now count Lodging. Our eligible income in 2007 was 2.3 million to 2.8 million.

Ms. Connelly notified the board that Mr. Arnold a previous Board President passed away a few weeks ago. Also mentioned, was that Ms. Connelly has made contact again with the Governor's Energy Office. Ms. Connelly read a letter that was sent to Bert from the Fountain Valley School, thanking him for the great time they had when they visited recently.

VI. Committee Reports

Nominations

Ms. Tayer spoke about the list of the nominees from the last meeting and how it was then discussed with the committee members to narrow the list down. The names that were discussed were, Kristen Lewis, Patty Limerick, Phil Schull, Frank Bruno, Benita Duran, Eric Kramer, and Steve Demis. Conversations ensued and it was decided that Mr. Karakehian would make contact to see if Mr. Demis and Mr. Kramer would be at all interested in being on the Chautauqua Board, and also to potentially have four names to choose from.

Governance -

Mr. Lattes reported the possible Bylaw change to alter the number of mandatory meetings. At the meeting the flexibility was discussed that the Board could choose at the onset of the year to have the 12 or less meetings, or to choose not to have a specific meetings. Any bylaw change requires a vote of 3/4 of the members who vote at the

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annual election to vote in favor of the change. Conversation ensued and It was asked if we should move to recommend the following recommended change:

The Colorado Chautauqua Association (CCA) Board of Directors approved at its May 18, 2009 regular meeting a recommendation to the CCA membership to approve the following two related amendments to the CCA By-Laws:

1. Article III (Member Meetings and Actions), Section 1 - Annual Meeting: remove the requirement of a regular meeting of the Board of Directors in combination with the annual meeting of the membership.
2. Article V (Meetings of the Board of Directors), Section 1 - Regular Meetings: remove the requirement of a regular Board meeting each month including in combination with the annual meeting of the members and insert a requirement of at least eight (8) regular Board meetings each year.

Motion was passed 7.3.1

VII. Executive Session

The Board entered into the Executive Session at approximately 8:30 PM

VIII. Adjournment

The meeting adjourned at approximately p.m.

Respectfully submitted,



Molly Tayer, Board Secretary