

**Colorado Chautauqua Association
BOARD OF DIRECTORS MEETING
Grand Assembly Hall**

July 25, 2022
Meeting Minutes

Directors Present: Star Waring, Frank Bruno, Dan Corson, Pat Shanks, Bill Briggs, Trudy Turvey, Peter Spear, Deryn Wagner, Shun-Luoi Fong, Jason Ochs and Tara Winer

Directors Absent: Polly Fields, Alice Trembour, Brett Shelton

Staff Present: Shelly Benford, Sue Perkins, Jason Hill, Jeff Medanich, Wanona Tara, Marah Bradley, Taylor Douriet, Debbie Stewart, Liza Purvis (via Zoom)

I. CALL TO ORDER; DETERMINATION OF QUORUM

Chair Waring called the meeting to order at 5:32pm and determined that a quorum was present for the conduct of business.

Mr. Briggs joined the meeting at 5:34pm
Ms. Winer joined the meeting at 5:35pm

II. PUBLIC PARTICIPATION

III. CONFLICT OF INTEREST

No board members acknowledged a conflict.

IV. CONSENT AGENDA

At 6:00pm, Mr. Ochs moved (Mr. Briggs seconded) to remove the Transfer of Ownership policy from the Consent Agenda to discuss later in the meeting. The motion passed (10-1-0).

At 6:11pm, Ms. Wagner moved (Ms. Turvey seconded) to remove the Revised Land Acknowledgement from the Consent Agenda for revision by the Community Connections Committee. The motion passed (11-0-0).

At 6:12pm, Ms. Turvey moved (Mr. Bruno seconded) to approve the minutes of the May 23, 2022 regular board meeting. The motion passed (9-0-2).

V. MATTERS FROM BOARD MEMBERS

VI. ITEMS FOR INFORMATION, DISCUSSION AND ACTION

At 6:29pm, Mr. Ochs moved (Mr. Briggs seconded) to continue the Transfer of Ownership policy at the next board meeting. The motion passed (6-5-0).

VII. EXECUTIVE SESSION

At 6:47pm, Ms. Winer moved (Mr. Bruno seconded) to move into Executive Session. The motion passed (11-0-0). All members of the public and staff left the meeting, except Ms. Benford, and Cathy Sparkman, member of the Governance Committee.

Ms. Benford left the meeting at 7:15pm.

At 8:33pm, Mr. Spear moved (Ms. Turvey seconded) to leave Executive Session. The motion passed (11-0-0).

At 8:34pm, Ms. Waring moved (Ms. Turvey seconded) to approve the slate of new board members recommended by the Governance Committee. The motion passed (11-0-0).

At 8:34pm, Mr. Shanks moved (Ms. Turvey seconded) to approve the CEO's contract starting January 1, 2023. The motion passed (9-1-1).

At 8:37pm, Mr. Ochs moved (Mr. Bruno seconded) not to include as part of the CEO's contract automatic severance at the end of the contract term. The motion passed (11-0-0).

At 8:40pm, Mr. Bruno moved (Ms. Turvey seconded) to provide as a provision in the CEO's contract severance of eight months income if the CEO is terminated without cause. The motion passed (9-2-0).

VII. ADJOURN

At 8:40pm, Mr. Bruno moved (Mr. Corson seconded) to adjourn the meeting. The motion passed (11-0-0).



Dan Corson
Acting Secretary, CCA Board of Directors