

Colorado Chautauqua Association
BOARD OF DIRECTORS MEETING
Zoom

February 27, 2023
Meeting Minutes

Directors Present: Star Waring, Frank Bruno, Pat Shanks, Peter Spear, Polly Fields, Sandra Weeks, Sara Matthews, Cathy Greer, Amanda Prentiss, Tara Winer, Brett Shelton, and Jason Ochs.

Directors Absent: Trudy Turvey, Judy Heeter

Staff Present: Shelly Benford, Debbie Stewart, Jason Hill, Gabriela Gonzalez, Jeff Medanich, Marah Bradley

I. CALL TO ORDER; DETERMINATION OF QUORUM

Chair Waring called the meeting to order at 5:31pm and determined that a quorum was present for the conduct of business.

II. PUBLIC PARTICIPATION

III. CONFLICT OF INTEREST

No board members acknowledged a conflict.

Ms. Fields joined the meeting at 5:36pm

IV. CONSENT AGENDA

At 5:37pm, Ms. Weeks moved (Ms. Greer seconded) to approve the minutes of the November 21, 2022 regular board meeting. The motion passed (11-0-0).

Ms. Winer joined the meeting at 6:03pm

V. MATTERS FROM BOARD MEMBERS

VI. ITEMS FOR INFORMATION, DISCUSSION AND ACTION

VII. EXECUTIVE SESSION

At 6:31pm, Ms. Fields moved (Ms. Weeks seconded) to move into Executive Session. The motion passed (12-0-0). All members of the public and staff left the meeting, except Ms. Benford and Ms. Gonzalez.

Ms. Gonzalez left the meeting at 7:27pm

Mr. Shelton left the meeting at 7:44pm

Ms. Winer left the meeting at 7:44pm

Mr. Shanks left the meeting at 7:46pm

Ms. Benford left the meeting at 7:51pm

Ms. Winer re-joined the meeting at 7:54pm

At 8:05pm, Mr. Ochs moved (Ms. Winer seconded) to leave Executive Session. The motion passed (10-0-0).

At 8:06pm, Ms. Fields moved (Ms. Greer seconded) to approve the purchase of Cottage 18. The motions passed (9-0-1).

At 8:07pm, Ms. Fields moved (Mr. Ochs seconded) to reduce the size of the board to 13 members. The motion passed (9-1-0).

At 8:07pm, Mr. Spear, Ms. Fields, and Ms. Matthews recused themselves from voting on the logistics of reducing the board to 13 members. As a result, there was no longer a quorum present to hold a vote on this matter, and it was decided that the matter will be resolved by an email vote by the full board at a later date.

At 8:08pm, Ms. Fields moved (Mr. Bruno seconded) to approve the Executive Committee recommendation on CEO salary increase. The motion passed (10-0-0).

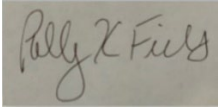
At 8:09pm, Ms. Fields moved (Ms. Greer seconded) to approve the Executive Committee recommendation on CEO bonus. The motion passed (10-0-0).

At 8:09pm, Ms. Fields moved (Ms. Prentiss seconded) to approve the revised 2023 CEO goals. The motion passed (10-0-0).

At 8:09pm, Mr. Ochs moved (Mr. Bruno seconded) to leave Executive Session. The motion passed.

VIII. ADJOURN

At 8:10pm, Ms. Fields moved (Ms. Waring seconded) to adjourn the meeting. The motion passed.

A rectangular box containing a handwritten signature in cursive script that reads "Polly X Fields".

Polly Fields
Secretary, CCA Board of Directors