

Colorado Chautauqua Association
BOARD OF DIRECTORS MEETING
Rocky Mountain Climbers Club

February 12, 2024
Meeting Minutes

Directors Present: Peter Spear, Trudy Turvey, Amanda Prentiss (joined via Zoom), Pat Shanks, Frank Bruno, Sandra Weeks, Scott Simmons (joined via Zoom), Sara Matthews, Sophia Rickard (joined via Zoom), Polly Fields (joined via Zoom), and Tara Winer (joined via Zoom).

Directors Absent: Star Waring

Staff Present: Shelly Benford, Marah Bradley, Dan Summers

Invited Guests: Rob Spangler and Jeff Arnold of Leading Associations

I. CALL TO ORDER; DETERMINATION OF QUORUM

Chair Spear called the meeting to order at 5:33pm and determined that a quorum was present for the conduct of business.

II. CONFLICT OF INTEREST

No board members acknowledged a conflict.

III. CONSENT AGENDA

At 5:33pm, Ms. Turvey moved (Mr. Shanks seconded) to approve the consent agenda, including the minutes of the November 20, 2023, regular board meeting and the Board Committee Service Qualification (Section 3.03 of Bylaws and Section 3.1.3 of Board Policy Manual). The motion passed (7-0-0).

Polly Fields joined the meeting at 5:34pm

Tara Winer joined the meeting at 5:34pm

Sophia Rickard joined the meeting at 5:36pm

IV. MATTERS FROM BOARD MEMBERS

VI. ITEMS FOR INFORMATION, DISCUSSION AND ACTION

VII. EXECUTIVE SESSION

At 5:38pm, Ms. Turvey moved (Ms. Matthews seconded) to move into Executive Session. The motion passed (10-0-0). All staff left the meeting, except Ms. Benford. Mr. Spangler and Mr. Arnold also remained. No members of the public were in attendance as the meeting was Executive Session Only.

Mr. Bruno Joined the meeting at 6:09pm

The board took a 5-minute recess from 6:30-6:35pm

Ms. Benford, Mr. Spangler, and Mr. Arnold left the meeting at 6:35 pm.

At 7:10pm, Mr. Bruno moved (Ms. Winer seconded) to move out of Executive Session. The motion passed (11-0-0).

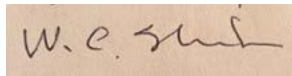
At 7:12pm, Ms. Prentiss moved (Ms. Winer seconded) to approve the Executive Committee's recommendation on the CEO's 2024 salary. The motion passed (11-0-0).

At 7:13pm, Ms. Prentiss moved (Mr. Bruno seconded) to approve the Executive Committee's recommendation on the CEO's 2023 bonus. The motion passed (11-0-0).

Ms. Winer left the meeting at 7:14pm

VIII. ADJOURN

At 7:21pm, Mr. Shanks moved (Ms. Turvey seconded) to adjourn the meeting. The motion passed (10-0-0).

A rectangular area containing a handwritten signature in dark ink, which appears to read "W. E. Shanks".

Pat Shanks
Secretary, CCA Board of Directors