

Board Meeting
December 3, 2015

1. Board Meeting Notes
2. Announcements
3. Next Steps / Next Meetings

Present:

Cyd Springer, Greg Miles, Pat Neslon, Craig Soderberg, Lars Nelson, Claudia Farber, Karen McPherson (taking notes)

Missing: Dawn Normali, Bill Pinkham

Some discussion about whether or not to edit the mission and vision and statement. Many people contributed to the mission, but there was a general feeling that it could benefit from being revisited in the future (within 6 months) to make it more succinct. Greg later pointed out that he would like the board to be able to better articulate our mission and what we are doing to the public.

Pat offered a review of by-laws that affect the board right away:

Donation of Board is mandatory. The expectation that a \$100 is given by each board member per year starting in 2016.

Conflict of Interest will be an important understanding for this group. There has to be transparency. The execution of transparency in this group is to notify the rest of the group of your intentions or plans that may benefit you or your organization on top of the actions or interests of the board. 10.2.2 Directors are not disqualified from dealing with transactions with other entities. Disclosure is required.

Orientation for the Board- exactly what this entails will be decided when the bylaws are further reviewed. A review of all documents with Howell and Cyd (or other steering committee member(s)) will be set up after the New Year.

Pg 13. Consensus that there should be insurance for Board Members . This is a **priority** for the group. Lars and Pat will provide information on what CAC and Performing Arts has. This will be revisited at the next time.

The Board agrees that a maximum of 11 people, to include general council, should serve on the board and that this should be in the bylaws. Pat will change bylaws.

3.2.4.2 The Chairman will have financial management experience. This says SHOULD have financial management.

Vice Chairman is only to fill in for Chairman

Treasurer has to have checks over \$500 co-signed by the Chair.

Gen Council may or may not be a member, but it is preferable to have them on the board. There was consensus that Gen Council be on the board, whether or not they are a voting member.

Our terms end in September. Change to January of 2017. Pat will change.

Q to consider: How do we stagger ourselves into the next year when people start with 1, 2 and 3 year terms.

Note that board is not compensated.

Audits – Howell to speak to this. Want to be audited at least every 3 years.

Meetings to be established by board but schedule does not need to be in by-laws.

Board needs to establish schedule.

Quorum- there are currently 9 people on the board, a majority is required to do the board's business. That means 5 people must be present or voting.

Confidentiality – it is imperative that the board treat board matters as confidential. Sergeant of Arms could be another role. Someone that is accountable to the group that oversees behavior/conduct.

Announcements:

Greg and Karen went to a fundraising seminar that provided documents the organization can use. This brought us to

Communications:

Karen will explore putting documents up on the website to share. Creating a PW protected page that is accessible to board only.

Wellness Coordinator has been hired by Association Forum (sponsored by Visit Estes Park) This group should become a board awareness element of communications/outreach. Conversation at event was how to all support wellness. The State of Slim is book and an upcoming movement in the area. EAD can contribute to mental health and lifestyle in the wellness movement.]

September/October may be a great fit for EAD as realtors are suggesting that these months bring a more culture-conscious clientele.

Great amount of visitorship to RMNP, EAD should consider how we can take advantage of people in line for entrance, gridlock on the way into the park. Art on wheels!

Capacity Building- Cyd proposed that Downtown Business Partners and Restaurant Association combine with Arts District. Craig pointed out that inevitably organizations in town will revert to “no” and hopes that the EAD can set a “yes together” culture.

Norms were introduced. There is also an addendum in the bylaws regarding code of conduct. Greg suggested that the Board all signs the Norms, as they are considered *organizational health*. Norms are open for negotiation.

Next Meeting:

Monday, December 14
5 – 7 pm

Before Next Meeting:

- Karen will explore putting documents up on the website to share, a blog online, and send password to the Board
 - Lars and Pat will provide information on what CAC and Performing Arts have for insurance.
 - General Council- Greg will ask Tom and Monica Plake if one of them will 1) be legal council pro-bono for us as non-profit or 2) be on the board
 - Cyd will ask Glen as back up.
 - Greg and Pat will collaborate to get in with Winter Fest (1/16-17) and make Chili for Winter Fest, mid January.
 - Review the Norms document, prepare to suggest any edits, if we should combine them with the code of conduct, and if not, a vote as to whether or not we sign the Norms separately.
 - Cyd is owning January Fun Junkies, will come with location, date, time, and schedule. Greg suggest before the Winter Fest.
 - Cyd will follow up on how we participate in Duck Race / Renee. Cyd and Greg will consider promoting a Duck Bill Hat / Drink contest / FUN element
 - Pat and Cyd will ask contacts at Rotaries about giving program with deadline of January 4.
 - Greg will talk to US Bank foundation contact about quarterly giving.
 - Greg will talk to potential donor about contribution they indicated they might in 2015. Pat will ask Howell to inumerate what we need for basic 2016 expenses.
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At Next Meeting:

Decipher what could/can be priorities for Q1 and all of 2016
Decide on officers: Chair, Vice-chair, Secretary and Treasurer
Electronically all board members will suggest priorities 1, 2, 3. We can share these with Howell and ask his input on what should be next.

Subsequent Meeting:

January 11
5 – 7 pm