



Minutes of the Regular Meeting
Colorado Chautauqua Association Board of Directors
Monday, November 11, 2011 6:00 p.m.
Rocky Mountain Climbers Club Room in the Community House

Directors Present: Richard Foy, Mike Franson, Barbara Guthery, Nancy Kornblum, Betsy Matteson, Bill Patterson, Richard Polk, Ed Sanders, Phil Shull, Josh Taxman, Thomas Thorpe, Deb van den Honert
Directors Absent: John Kenyon, Patty Limerick, Dominick Sekich
Staff Present: Sue Brophy, Susan Connelly, Jeff Medanich, Ann Obenchain, Sharon Reid, Sandra Sage
Visitors Present: John Meyer (arrived 6:45 p.m.)

I. Call to Order, Roll Call, Announcements, Determination of Quorum, Public Comment -

Having established that a quorum was present for the conduct of business, CCA Board President Josh Taxman called the regular meeting to order at approximately 6:05 p.m. Former CCA Board President John Meyer arrived and was welcomed at 6:45 p.m.

II. Approval of Minutes of 9/26/2011 Regular Meeting - Ms. Matteson moved and Ms. van den Honert seconded approval of the minutes of the September 26, 2011 Regular Meeting with amendments. The motion carried 11-0-1 (Mr. Foy abstaining).

III. President's Report - Mr. Taxman addressed Colorado Music Festival (CMF) Board President Jim Williams' recent letter to the members of the CCA BOD, reporting that the Executive Committee met to discuss the letter and Mr. Taxman's response. Mr. Taxman reported that he had met with Mr. Williams to share CCA's Guiding Principles regarding the CCA-CMF relationship and pending agreements and to explain the role of the CCA staff in managing the directives of the document. The BOD again discussed scheduling and use of the Auditorium and Community House, as well as CMF office use of Cottage 100. Mr. Taxman said that a meeting between the CCA and CMF Executive Directors is scheduled to work through the agreements. Discussion ensued about maintaining appropriate tone in communications and interactions with CMF and CMF's unilateral cessation of negotiations. Mr. Taxman asserted that firmness in tone was necessary to align CMF's expectations to CCA's resources, mission and goals and that CCA remains committed to mutually-beneficial partnering with CMF.

IV. Finance Committee - Committee Chair Bill Patterson reported that CCA had experienced "another good month" in September, as reflected in the monthly/year-to-date financial report distributed to the BOD. Director of Finance and Administration Sue Brophy reported that the Flatirons Bank Corporate Banking Signature Authority Resolution had been signed and duly executed by the appointed members of the CCA staff and BOD.

V. Buildings and Grounds Committee - Committee Chair Tom Thorpe reported that Building and Grounds had “also had a very good month” and that the Landscape Design Guidelines and Master Exterior Lighting Plan projects were on track and moving forward according to schedule.

VI. 2020 Planning Committee - Committee Chair Phil Shull gave an update on the Collaborative Stewardship Framework (CFS) process with the City of Boulder as outlined in the BOD packet memo. He reported that the information gathered from the Master Program Inventory Matrix, the October 11th Community Open House and October 17th and November 1st CSF Working Group meetings had led to several key findings by the consultants. Items of particular interest included the identification of an estimated 628,000 annual users, 55 “peak” usage days, the need for ADA accessible bathrooms to serve the Auditorium and the need to address building code compliance issues associated with current uses in the Primrose building. Mr. Shull said the project consultants were very capable and very knowledgeable about Chautauqua. He noted the upcoming Working Group meeting on November 16th and the next Community Meeting on December 14th. He announced that there would be a February Study Session with City Council and subsequent consideration of the CSF by five City advisory boards, including the Landmarks Board and Planning Board.

VII. Executive Director’s Report - Preliminary 2012 Budget - Ms. Connelly congratulated Ms. Obenchain on having met the Development Department’s 2012 annual goal for sponsorship already. Ms. Connelly referenced the preliminary 2012 budget memo distributed to the BOD, noting two items for BOD attention: (1) the disparity between increase in gross profit (4.5%) and the increase in operating expenses (11%) from 2011 to 2012 due to four “extraordinary” items in the 2012 proposed operating budget (Dining Hall transition expenses, professional fees to plan a capital campaign to implement the 2020 Plan, anticipated reduction in SCFD revenue, and starting to save for CCA’s contribution to SCFD reauthorization campaign), and (2) the proposed use of retained earnings to supplement revenues and cover total cash flow (operating and capital) in 2012. Ms. Connelly reviewed the operating expense assumptions, projected net income loss, preliminary capital budget and upside potential items as outlined in the BOD packet before opening the meeting for BOD questions, feedback and discussion. Mr. Patterson said the Finance Committee had reviewed the budget and recommended its approval to the BOD. Following discussion, the BOD agreed that it was the right time to make the detailed investments and that the budget as outlined would deliver results on planned initiatives. The next steps for the completion of the budget were discussed. Finding that the preliminary budget was complete and that BOD questions had been addressed, **Mr. Foy moved and Mr. Polk seconded the final approval of the 2012 budget, subject to monthly Finance Committee review and a nine-month reforecast by CCA staff. The motion passed unanimously (12-0-0).**

Executive Session - The Board adjourned the regular meeting at approximately 7:45 p.m. and went into executive session.

Adjournment - The board emerged from executive session and adjourned the regular meeting at approximately 8:45 p.m.

Respectfully submitted,



Barbara Sublett Guthery
Secretary, CCA Board of Directors