

Chaffee County Community Foundation

Full Board meeting 01-24-2022

Board meeting via Zoom

MEETING MINUTES: JAN. 24, 2022

Meeting Purpose:		
Invitees/Attendees	Title/Role	
Paul Alexander	Board Member	
Merrell Bergin	Treasurer	
Laurel Biedermann	Administrative Coordinator	
Ed Cooper	Chair	
Bonnie Davis	Board Member	
Katie Davis	Board Member	
Betsy Dittenber	Executive Director	
Wendy Hall	Secretary	
Rick Hum	Vice Chair	
Megan Leesley	Board Member	
Aaron Oglesby	Board member	
Rachele Vierthaler	Board Member	
John Vandewalle	Board Member	

Chaffee County Community Foundation

Full Board meeting 01-24-2022

AGENDA ITEMS AND MEETING MINUTES

Ref	Agenda Item	Facilitators	Time
1	<ul style="list-style-type: none"> Consent Agenda items 	Ed	
2	E.D. Report <ul style="list-style-type: none"> Fiscal Sponsorships 2021 Closeout Jane's Place Aging Facility 	Betsy	
3	Committee reports <ul style="list-style-type: none"> Nominating & Governance Development Grants 	All	
4	OTHER <ul style="list-style-type: none"> Budget Proposal for review and approval <p>Next Board Meeting: 02/??/22 - 04:00 – 6:00 pm; location TBD</p>	All	

DISCUSSION

REF NBR	DISCUSSION
1	Consent Agenda items <ul style="list-style-type: none"> The Consent Agenda items were approved as presented.
2	E.D. Report – Betsy distributed her Report before the meeting; therefore, only asked for questions or comments, <ul style="list-style-type: none"> <u>New Fiscal Sponsorships</u> – Betsy said the updated Fiscal Sponsorship Agreement is being worked on. Shining Mountain Montessori School (SMMS) was anxious to set up a fund with CCCF, so they signed the existing agreement but were told they would most likely need to re-sign the revised agreement once it is done. <u>Question if there needs to be updates to the Fiscal Sponsorship Policy?</u> <ul style="list-style-type: none"> It is recommended that all new Fiscal Sponsorships be presented to the Finance Committee for a high-level review prior to being accepted.

Chaffee County Community Foundation

Full Board meeting 01-24-2022

	<ul style="list-style-type: none">○● <u>2021 Closeout</u><ul style="list-style-type: none">○ Merrell and Betsy are finishing up closeout of 2021 accounting. The final transfer of donations for Colorado Gives Day has just been uploaded.● <u>Jane's Place</u> – CHA is still working on its revisions to the MOU. Also, CCCF will continue to hold the JP's fund and pay hard costs like property taxes, utilities, etc.<ul style="list-style-type: none">○ Merrell said it might be possible to pursue an exemption on property taxes from the County; Betsy will pursue.● <u>Facility on Aging</u> – Betsy will serve as the convener for getting the critical players together in a roundtable to coordinate ideas and efforts, to be done before opening the conversation to the public.<ul style="list-style-type: none">○ Betsy said Judy Hoch continues to talk about CCCF “holding the land (from J. Treat) in Trust. Betsy will talk with other Foundations about holding land in trust vs. a land donation.
3	Committee Reports <ul style="list-style-type: none">● <u>Nominating & Governance</u> – The committee surveyed all current Board members about their terms. Merrell and Ed will be stepping off the Board. Wendy said she would like to stay on the Board for one additional year for the transition of leadership. All other members wanted to continue with their terms.<ul style="list-style-type: none">○ Rick made remarks recognizing the leadership provided by Ed as Chair and Merrell as Treasurer in leading CCCF to the stature in the community that it is.○ Motion made and seconded that Wendy's term be extended for one additional year.○ The slate of officers for vote was presented, with only the Secretary position having two nominees. When no other nominations were made from the floor, the nominations were closed. Megan and Rachele moved and seconded that the slate of officers be voted on for approval.○ A formal and anonymous vote was taken via BoardSpot on i) extending Wendy's term for one additional year, ii) the slate of officers presented and determination of Board Secretary.○ The vote approved extension of Wendy's term, approving the slate of officers as presented, and Katie as Board Secretary.○ Surprise gifts for departing members Ed and Merrell were delivered to their homes!● <u>Development Committee</u><ul style="list-style-type: none">○ No Motions made○ John - Pretty strong fundraising plan in place. Confidence in plan and confidence

Chaffee County Community Foundation

Full Board meeting 01-24-2022

	<p>in Betsy</p> <ul style="list-style-type: none">o Katie- stepping back from Chair nominationo Wendy – did not accept the nomination for Chair of Committee.o Action item – Set next meeting. John/Wendy will discuss co-chairing.o John will formalize committee and next steps for committee and finalize fundraising plano Merrell- appreciating we have a solution- no risk to accept crypto currency.• <u>Grants Committee</u> <p>Rachele - Motion that was put forth during last meeting. Betsy and Rachele working to come up with a community collaboration strategy to address money sitting here and no one to give it to. Rick – Minor changes to the ByLaws. (forgot to address in Governance Committee section earlier)</p> <p>.</p> <p><u>Changes Put Forward -</u></p> <ul style="list-style-type: none">• Change #1 Article 1 Section A: Changes from Salida to BV. Consistent with PO Box.• Change #2 Annual Financial Review• Change #3 Article 3F 1G – review how disbursements are approved –<ul style="list-style-type: none">o Needs to be reworded. – Paul recommendation (City process and Sangre process differ) Keep it general• Change #4 - to adjust Annual Meeting Date to January <p>MOTION PUT FORWARD to APPROVE REVISED BYLAWS - with exception of 1 paragraph on disbursements- MOTION WITHDRAWN - will bring back changes at the next meeting</p> <p>.</p> <ul style="list-style-type: none">• The following motion was approved unanimously in the Grants Committee Special meeting on January 7th, 2021. "Allow staff to operate a revolving fund that CCCF staff can approve distribution without grant committee or board approval specially for direct assistance agencies in response to community-wide emergencies. To be made in GLM, incorporate reporting and ensure non-discrimination into eligibility criteria. Open to any 501c3. Able to spend up to \$30,000, ED to submit a request to the board to replenish, until reaching an ERF balance of \$250,000."
4	<p>Other</p> <ul style="list-style-type: none">• <u>Budget Proposal</u>• 2022 Budget- Questions – Comments Period<ul style="list-style-type: none">o Finance committee has reviewed. Recognizes it is ambitious. Uses some of our fund balance. CCCF has a policy about adopting a deficit budget. Works to establish a 6-month reserve.

Chaffee County Community Foundation

Full Board meeting 01-24-2022

- Finance committee recommends budget as permitted.

MOTION PUT FORWARD -Accept the Budget 2022 as written

- Motion to Pass - Bonnie
Paul – so moved
- Second Rick

ALL Approved – no one opposed – 4:51pm

Board Actions for January/February

- Board Recruitment and Committee Recruitment – a process is set up with Volunteer Portal – all Board members could set up the process and record the amount of time for board/committee meetings.

RESOLUTION to get Megan, Rick, Betsy on TDA Ameritrade accounts. Approved by unanimous vote to be authorized signers for CCCF.....language to be emailed to Secretary. Resolution will appear in minutes of the meeting.

Wording in the Minutes: "Motion made to approve the Resolution changing signers on the Cambridge/TDA account. Approved by unanimous vote."

MOVE- to accept this resolution to add Megan, Rick and Betsy – WENDY

Bonnie- Second

Comments: had to be an existing signer. Corroborated at this meeting – Merrell, Wendy is a current signor as Secretary of Board for all accounts. We are ratifying something that was already in place.

APPROVED - ALL APPROVED – RESOLUTION Has Passed – 5:22pm

- Non Disclosure Agreement (NDA and IDA) – Done annually.

Next Meeting 2/28/22 - Bonnie won't make that date.

End Meeting 5:56 PM MTN

WILH + KD 01-25-22; reviewed by _____