

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS
HISTORY COLORADO
February 22, 2017**

A meeting of the Colorado Historical Society (History Colorado/HC) Board of Directors was held at 8:00 am at the History Colorado Center on February 22, 2017. Present were directors Marco Abarca, Cathy Carpenter Dea, Cathey Finlon, Bob Musgraves, Rick Pederson, Chris Tetzeli, and Tamra Ward. History Colorado staff in attendance were Steve Turner, JJ Rutherford and Kelly Williams. Also attending was Ed Ellis, Volunteer. Sherry Lestina served as recording secretary.

Bob Musgraves, Board Chair, called the meeting to order at 8:03 am and confirmed the presence of a quorum.

Chair

- The minutes of the meeting of January 18, 2017 were approved without change. (Attachment A)
- Musgraves reviewed the History Colorado Code of Conduct and Ethics and the Conflict of Interest Policy he would like to see adopted by the Board. He felt that most good non-profit organizations had these sorts of things in place as routine governance measures (he noted that we do already have a conflicts provision in the By-laws; this would be a more fulsome conflicts policy that would apply throughout the organization). In addition to the Board, he feels Senior Management staff should also be governed by the same provisions in these policies as are the Board. Musgraves has also revised Article VII of the By-laws to reflect these new policies (removes existing conflict of interest provisions and simply requires that the Board always have a separate conflicts of interest policy in place). On motion by Finlon, seconded by Abarca and Carpenter Dea, the Board approved the Code of Conduct and Ethics Policy, the Conflict of Interest Policy and the revision of Article VII of the By-laws. (Attachments B, C, D)
- It was decided to hold the June board meeting in Montrose, CO in conjunction with the grand opening celebration of the Ute Indian Museum. At this time, Finlon, Ward, Abarca and Musgraves are able to attend. Carpenter Dea is unable. We have to be sure we have a quorum for this meeting. A stop in Georgetown on the way home was discussed and will be scheduled if there is sufficient interest.
- History Colorado is running a legislative bill to change the statute of the new board structure (HB17-1217). This will clean up the language regarding how board members are appointed and if a Director's Council is not formed by 2020, it will no longer be required.
- Musgraves would like to have the Volunteer Board Chair present a quarterly report to the Board along with a longer strategic plan once a year along the lines of the other departments.
- Musgraves would like to have the board complete a self-assessment. Maybe in July, at the same time as the Executive Director's assessment.

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- State Historian – this issue is now in the hands of someone else in the Governor’s office and they are still thinking about it. Will probably extend the current State Historian’s term through 2018, to coincide with the current Governor’s current term. History Colorado would like to use this program as an outreach program throughout the state. As currently proposed, the State Historian would have no responsibilities to History Colorado and HC would have no financial responsibilities to the State Historian.

Financials (Attachment E)

- HC’s goal for FY 17 is to have a balanced budget.
- It has been expected that attendance would be down during this period, it is anticipated to increase with the opening of new exhibits.
- Facilities budget shows an overrun which is due to missing an external security number. This overrun will be made up by savings in unemployment.
- Catering and liquor sales are both down. Finlon and Williams are working with KM to change this. They believe that KM will close the gap.
- Membership revenues are down, mostly due to the lack of new exhibits. This trend should change with the opening of *Backstory* and *100 Objects*.
- A new Development financial report should be available beginning March. Currently, restricted funds are not reflected in the financial reports.
- Colorado! currently has 24 members.
- Finance has begun working on the FY 18 budget. Next year’s security costs will be greater due to the need for increased security for *Backstory*. The cost for OIT will also be increasing. Would like to look at general fund support for POTS (payroll associated costs).

Executive Director

- The Ute Indian Museum has been receiving very good press on its renovations. The City of Montrose is very excited about this project.
- HC had an excellent week in terms of school groups, events and event attendees. Please see Attachment F.
- The *100 Objects* exhibit (working title) will open late fall 2017. We will be constructing a new gallery in the board room and collections office spaces. This will give the building a gallery on every floor. The major cost of this exhibit is the construction of the new gallery. Construction will need to begin in June 2017. Development is currently trying to raise funds for the construction and exhibit. At this time, we need to use some of the funds from Fund 22T to continue working on this project. On motion by Abarca, seconded by Carpenter Dea, the Board approved spending \$100,000 from Fund 22T to continue progress on the gallery construction and the *100 Objects* exhibit design and development. (Attachment G) HC will be asking the Boettcher Foundation for funding, and will suggest naming the gallery, possibly for Tim Schultz who will be retiring in 2017.
- The Colorado Historical Foundation approved HC’s request to use \$66,000 from the Foundation’s Byers-Evans House Endowment to transform the museum into the Byers-Evans

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Museum of Women's History, which will involve rehabilitating and updating the gallery space in the Carriage House.

- The Colorado Gaming Commission is looking at a proposed change that could adversely affect History Colorado's share of the gambling tax. This would also affect the Community Colleges and they are working on a responsive proposal.

Education Strategic Plan

- JJ Rutherford presented the Education Strategic Plan for FY17. (Attachment H)

Backstory visual identity (Attachment I)

Other business

- The capital campaign for the Ute Indian Museum was \$400,000. Development has raised \$350,000. They will now begin concentrating on *100 Objects*.
- The Director of Facility and Security has been hired and will begin March 1st.
- Peterson and Carpenter Dea had a conversation with Arrow Electronics regarding the atrium at HC. This could be of value as Panasonic is stronger in the hardware side and Arrow is more concerned about content. Discussions will continue.

There being no further business to come before the Board of Directors, the meeting was adjourned at 10:00 am.