

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS
HISTORY COLORADO**

AUGUST 13, 2015

A meeting of the Colorado Historical Society (History Colorado) Board of Directors was held at 8:00 a.m. at the History Colorado Center on August 13, 2015. Present were directors Marco Antonio Abarca, Cathey McClain Finlon, Ann Alexander Pritzlaff, Tamra J. Ward, and Charles H. Woolley II. Staff attending were Edward C. Nichols, Jennifer Adams, Joseph Bell, Janet McFarland Burlile, Jennifer Clayman, Kathryn Hill, Sherry Lestina, Deborah Radman, Steve Turner, and Michelle Zale. Edward E. Ellis from the former Board attended, as did Alexis Senger, Office of State Planning and Budgeting (OSPB) Budget Analyst, and Amanda Bickel, Joint Budget Committee (JBC) Staff.

At the conclusion of an executive session, Ann Pritzlaff, Chairman of the Board, called the public meeting to order at 9:25 a.m. and confirmed the presence of a quorum. Jennifer Adams served as recording secretary.

Pritzlaff described a proposed Board ad hoc Task Force having the goal of delving deeply into key areas of operations which form the basis for moving forward utilizing the basis from the Solutions Task Force and previous analysis but dealing with current circumstances. The areas of focus for the ad hoc Task Force would include:

- **Personnel:** evaluate impact exactly of current personnel choices/actions, determine existing workforce structure and personnel in place, evaluate needs, gain detailed information on all executive leadership pertinent to operations through interviews, make recommendations regarding appropriate go forward structure.
- **Finance:** Deeply evaluate detailed expense and deeply evaluate revenue opportunities.
- **Political strategy:** Define goals and plan for all political strategy.
- **Directors Council:** evaluate candidates with the following criteria: use a methodology that defines by individual commitment, demonstrated volunteerism, influence, ability to raise funds, ability to donate, key talent, leadership, and past giving.

Marco Abarca moved to empower the ad hoc Task Force as described. Cathey Finlon seconded the motion, which carried unanimously.

Pritzlaff said that it was time to move faster on Board committees out of respect for people who had been involved most recently. Finlon recommended making one-on-one phone calls, adding that the personal touch might help with understanding that this Board is doing its best.

Pritzlaff reported that there was no longer an option to exhibit the Jefferson papers at HCC. Ed Nichols explained that he did speak with the Massachusetts Historical Society about the possibility of lengthening the schedule, and instead they decided to re-route the show, bypassing Denver.

Pritzlaff said that during the transition the Board would take no further action on exhibit and program development. Nichols stressed that attendance must be a part of the conversation. Pritzlaff agreed, in the long term. She also said an exhibit policy would be developed later.

Nichols presented a report on the status of the Solutions Task Force program in regard to personnel voluntary separations and furloughs. Finlon said that looking at personnel structure was current work of the ad hoc Task Force, adding that no administrative changes were to be made by staff until the Board has reviewed and come to understand the needs of the agency. Abarca said this conversation should include Musgraves, and both Finlon and Woolley agreed. Woolley asked if the Capital Campaign funds were being depleted. Joseph Bell said they were partially directed to strengthen the minority fund balance. Nichols said that Bell was leaving HC and that he wished to discuss that further with the Board. Finlon said a lack of knowledge or deep understanding of staff structure and needs made that discussion premature. Abarca moved, seconded by Finlon, to grant Controller Michelle Zale full signatory authority upon Joseph Bell's departure. The motion was unanimously approved.

Bell reported that he would have a decision item for Board review and approval prior to submission to the State for a general fund appropriation of \$1.2 million. This is the annual appropriation for the Cumbres & Toltec Railroad, for which HC functions as the State's pass through entity.

Nichols noted that this Board had not approved the lobbyist contract, and a revised contract had been submitted reflecting a reduction. He said that HC really needed this function, and that Debbie Wagner was linked to Amanda Bickel, Alexis Senger, and OSPB. This was significant, he said, particularly with Bell leaving. Abarca asked if state organizations usually have lobbyists, and they do. Bell spoke in favor of the contract, saying Wagner provides 3rd party review and streamlines the interface with the JBC and Capital Development Committee. He said Wagner identifies concerns and understands the complexity of the financial side; she knows who to talk to. After discussion, Finlon moved, seconded by Woolley, to authorize Musgraves and Ward to jointly decide and to implement the decision regarding the lobbyist contract. The motion carried.

Nichols briefly reported on work he had hoped to bring forward to the Board regarding the National Western Stock Show. The Governor's Office has informed him not to proceed with this project. Pritzlaff added that the Governor did not feel it was appropriate.

Kathryn Hill reported that attendance was up 60% over the previous summer, and that per capita revenue had increased as well. Pritzlaff asked if that was attributable to the TOYS exhibit. Hill said that was part of it, as were the summer camps. Many memberships were purchased at the door. Nichols gave much credit to the Marketing department.

Janet Burlile commented that the Membership department had been reassigned. She asked if that was part of the Board's staff review. Finlon said that the Board wants to be part of decisions, and that undoing things was awkward. Pritzlaff said that staffing decisions that had not yet happened should not happen during the Board's review.

Deb Radman reported that Burlile had been in Montrose last week for a successful fundraising event. The community expressed much interest. The City Manager and the Daughters of the American Revolution attended. The expansion project is popular. Hill added that staff have worked to present a tribal perspective. The Ute tribes are pleased with the exhibit approach and are inviting a funding request. Nichols added that the tribes had been involved in this project all along.

Steve Turner reported on an economic development project of the Department of Local Affairs in Trinidad. This would be an art space program, and the Governor has endorsed it with a \$5 million investment to build fifteen to thirty live/work units for artists. Turner added that SHF has been working in Trinidad for years and the turnaround in how the city approaches architecture is significant.

Turner said the Colorado Youth Summit was unique in the country and that Pritzlaff had been a driver for this program. History Colorado became involved in 2007 and has invested \$700,000 over the years. Turner said the Centennial Farms and Ranches awards would be given out at the Colorado State Fair by Nichols and the Agriculture Commissioner.

A next meeting date of August 19 was tentatively set. Jennifer Adams will do a poll to determine the best time to meet. There being no further business to come before the Board of Directors, the meeting was adjourned at 10:14 a.m.

Respectfully submitted,

Edward C. Nichols
President and CEO