

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

OCTOBER 29, 2015

A meeting of the Colorado Historical Society (History Colorado/HC) Board of Directors was held at 8:00 am at the History Colorado Center (HCC) on October 29, 2015. Present were directors Marco Abarca, Cathey McClain Finlon, Robert Musgraves, Rick Pederson, Ann Pritzlaff, Chris Tetzeli and Charlie Woolley. No History Colorado staff was in attendance. Also attending was Ed Ellis, volunteer, and Mavis Kacena, Volunteer Council President. Sherry Lestina served as recording secretary.

Ann Pritzlaff, Board Chair, called the meeting to order at 8:05 am and confirmed the presence of a quorum.

Consent Agenda: Rick Pederson moved approval of the consent agenda. The motion was seconded by Marco Abarca, and carried. (Exhibit A)

Anti-Discrimination Policy: Musgraves explained the necessity of updating our anti-discrimination policy to comply with the requirements of various charitable foundations. Finlon moved and Pederson seconded, the approval of the updated Anti-Discrimination Policy in the form presented to the board. The motion carried. (Exhibit B)

Chair Report

CEO Search – listening sessions with leaders both inside and out of the museum industry have been scheduled. Two visits are completed, ten to go. Key question in all of the discussions is “can you recommend anyone in particular”? Several points of interest from the previous meetings with Brian Vogt (Denver Botanic Gardens) and Bob Beatty (COO, AASLH) were reviewed.

State Historian –The Attorney General’s Office and CU’s lawyers are looking at the contract regarding the possible appointment of Dr. Patty Limerick as State Historian. HC will have access to 2 PhD candidates in addition to Limerick. The possibility of bringing some historians from other academic institutions together with HC to talk about the importance of history was discussed. Limerick is already helping with the development of the pop-up exhibits. Under the arrangement as currently envisioned, the State Historian will report to the board and have 1 year term (renewable for up to 3 years). HC will pay ¼ of the salary of a PhD candidate who will be housed at HC. Specific deliverables in the contract include the number of speeches, number of lectures, number of articles and the like.

Foundation – A draft of a letter to solicit an answer on CHF’s board willingness to move into more of a fundraising foundation has been circulated among the board members and approved.

Transition Team: Musgraves feels that things are on a good course. Musgraves and Turner are doing mid-year reviews with senior managers and asking how they feel things are going. Musgraves and Turner met with Rep. Millie Hamner, a former HC board member, who is a State Representative and current chair of the Joint Budget Committee, to bring her up to date on HC’s progress and current financial progress. Musgraves reviewed a revenue/expense/surplus chart. (Exhibit C) They are telling folks that HC is optimistic that it will be in a break-even status in FY17. Musgraves will have more detailed financial information at next meeting. Jennifer

Sobanet, OSPB, discouraged HC from asking for any general funds this year, but next year would be more appropriate; Musgraves and Turner are suggesting the possibility of requesting some added support for the Community Museums.

Searching for Home: Homelessness in Colorado exhibit is opening in 2 weeks. The exhibits development group (“Blue Team”) is meeting with the Denver Art Museum to talk about their approach to exhibit development and similar problems and challenges. Finlon was very pleased about how the exhibit development team was so open and willing to work in a collaborative and brainstorming fashion.

Maryanne Murphy, Denver Museum of Nature and Science, is helping as a consultant with systems in Development and Membership.

SHF received 60 grants applications by the October 1st deadline. There has been a surge in National Register nominations, up to about 20 right now.

The Ute Indian Museum groundbreaking is scheduled for December 2 in Montrose. Musgraves asked for board presence. Abarca and Woolley may be able to attend.

Further discussion was held around the annual membership meeting. Musgraves noted that we are in a bit of an odd situation now because under the current articles of incorporation and bylaws, members have the right to elect the board; however, the governor has effectively removed that right by statute. The question is whether HC may need to ask membership to vote on eliminating their own right to vote on directors in the future just to make the articles of incorporation correspond with the statute. He will consult with the AG’s office with a view to bringing a revised set of bylaws forward for board consideration in the next few weeks.

Strategic Direction: Pritzlaff kicked off a conversation aimed at getting the board more fully engaged in some of the other strategic issues facing the organization now that the larger expense reduction issues were behind us. She noted that we have issues regarding governance and revenue enhancement that really require the board’s attention and direction. She is eager to get the board addressing some of these issues.

Pritzlaff indicated that she wants to see us get Directors Council off of the ground soon if only to make sure that we didn’t lose the interest of those former board members who had indicated a desire to stay involved. Finlon indicated that she felt the most important thing on the board’s plate right now was the selection of a new CEO. She is keen to be involved in that effort, but doesn’t personally want to chair any sort of advisory group being contemplated that would be focused on museum operations. She simply doesn’t feel she has the additional time needed to devote to chairing that group.

Pritzlaff asked if we could come to resolution in the near term on an exhibits review and selection policy. She asked that everyone review the business plan Abarca completed last July (Exhibit D). Finlon and Musgraves expressed their view that exhibit planning needs to be staff driven, then presented to board for decision on concept, costs, etc. Abarca agreed, but felt that the staff should present concepts to the board much earlier in the development process than had been done in the past where it was too late for the board to have an effective say. Abarca would also like to see some feedback on exhibits after they have closed (i.e. costs, attendance, etc.). Maybe there should be a level of \$ above which the board needs to approve?

Pritzlaff asked the board to identify specific, actionable targets for the board over the next six months. The group identified balancing the budget, hiring a CEO, beginning a strategic plan, revenue enhancement, resolving the Foundation issue, maximizing the use and value of our physical space (including Lowry and the HCC—in this regard, it was specifically noted that both the Clyfford Still Museum and the Denver Art Museum are both interested in space at HCC), and development, membership, and marketing opportunities. Pritzlaff noted that we also need to begin conversations with the Governor regarding board appointments for next July. Abarca asked about legislative confirmation of current board appointments; Pritzlaff will work on this. .

In connection with the Foundation, Ward expressed her doubts that the Foundation would ultimately agree to become a fundraising foundation for History Colorado. She felt that we had better be prepared to start with a new group that was conceived with this very purpose in mind. On the subject of the CEO search, Pritzlaff noted that we need to complete the scheduled listening sessions and then make decision whether or not to hire a search firm.

Other Business and Adjournment: There being no further business to come before the Board of Directors, the meeting was adjourned at 9:54 am.