

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

**November 19, 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 November 19, 2015. Present were directors Marco Abarca, Cathey Finlon, Robert Musgraves, Ann Pritzlaff, Chris Tetzeli, Tamra Ward and Charlie Woolley. Ken Lund participated by phone. History Colorado staff in attendance were Janet Burlile, Michael Carrara, Jennifer Clayman, Dawn DiPrince, Cynthia Nieb, Holly Norton, Elisa Phelps, JJ Rutherford, Andy Stine, Steve Turner, Kelly Williams, and Michelle Zale. 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 8:04 am and confirmed the presence of a quorum.

**Consent Agenda:** Musgraves moved approval of the consent agenda. The motion was seconded by Ward, and carried. (Attachment A)

**Deaccession:** Elisa Phelps asked the board to approve the deaccession of certain film currently in the collections belong to KUSA. She explained HC's policy for the removal of items from the collections. (Attachment B, C). She stated that although HC is holding the film, KUSA did not actually give up any control over the content or rights to the film to HC. Musgraves moved, Woolley seconded to approve the deaccession of the KUSA-TV television news footage collection. The motion carried.

**Marketing Expenses:** Musgraves explained that the board previously agreed that the use of funds out of non-operating accounts needs to be approved by the board. We now need funds from Fund 22T to be used for marketing expenses for the *Who Knew!? Everything Old is New Again* exhibit. Finlon moved and Woolley seconded the approval to use \$40,000 from Fund 22T for marketing expenses for the exhibit. The motion carried.

**Review of SHF grants less than \$35,000:** Turner explained that each SHF "mini-grant" application is reviewed by four staff members, then by a small group of the AHPC committee. Turner explained why the Mesa Verde grant is not being proposed for funding. Musgraves asked if the board really needs to do this approval--can't the AHPC just vote this approval. Turner explained that this is a board check just for process. Pritzlaff prefers that the approval process continue from the board. Ward suggested adding the grant voting to the consent agenda, which will be done in the future. Abarca asked if grant recipients are required to display a sign/plaque stating they have received the grant from the SHF. Turner said no, not at this time. Maybe this should be discussed further and potentially changed. Maybe this is a chance to get HC's name out in the public a little more. Woolley moved, Ward seconded the motion to approve the SHF grants that are less than \$35,000. The motion carried. Musgraves abstained because of his involvement with several of the grant applicants. (Attachments D-H)

Turner reviewed the "Not Under Contract Grant Projects" (Exhibit I)—these are entities that have not succeeded in getting their project under contract within the allotted time period. Turner explained reasons why both projects are on the list. Woolley moved to rescind the two grants indicated on Exhibit I; Ward seconded. The motion carried. Musgraves again abstained.

**CEO Search:** Pritzlaff briefed the board on the status of the CEO search. The listening sessions are complete. Twelve leaders were identified inside and out of the museum industry and the committee met with 11 of them to ask them how they personally developed as a leader and what History Colorado should be seeking in a new leader. Overall summary was that there were mixed views about using a search firm (but those who supported using one were in strong support) and placed a great deal of significance in having someone that has proven they are mission accomplished, with a passion and vision, can work with staff and board, had administrative and business sense strengths and fundraising skills. The listening sessions reinforced that HC needs to find someone strong on all points. The committee received some interesting suggestions for prospects. They also heard how highly regarded HC is and that this is a great opportunity for the right candidate. Finlon believes that this is a major opportunity to hire a visionary and a position in which many people would be interested. She expressed her view that we really need to have unanimous approval on the job description, vision and aspirations. Lund believes there are many people out there that would be great in the position, but may not realize it at this time. Abarca thinks this is the most important thing this board will do. The committee met or spoke on the phone with:

Brian Vogt, CEO, Denver Botanic Gardens  
Bob Beatty, COO, AASLH  
John Gray, Director, Smithsonian National Museum of American History  
George Sparks, President & CEO, Denver Museum of Nature & Science  
Dan Ritchie, Chairman of the Board, DCPA; former Chancellor, University of Denver  
Mark Wolfe, Executive Director, Texas Historical Commission  
Tony Frank, President and Amy Parsons, Vice President of University Operations, CSU  
Louise Mirrer, President & CEO, New York Historical Society  
Angelica Docog, Executive Director, Institute of Texan Cultures  
Christoph Heinrich, Director, Denver Art Museum

A meeting will be scheduled for the following week to continue this discussion.

**Financial Reporting:** Musgraves briefly reviewed September financial info. He cautioned that there is still a lot of work to be done on the budgeting side and it may well be a full year before we can truly hope to have good budget numbers. He also noted that they are currently in the process of developing a “performance dashboard” showing key metrics for the last year and current year on a month-by-month basis. He gave the board a template of the dashboard so they could see the format, but cautioned that the data is not valid. He indicated that better dashboard data should be available by next month. The plan is to provide each of these documents on a monthly basis toward the end of the month. (Attachments J, K)

**Foundation:** Discussion with the CHF Board is still on-going. Musgraves, Ward, Zale and Burlile had a meeting with Frank Kugeler (CHF Board Chair) and Lane Ittelson (CHF Executive Director). There is some interest from their board in taking on the role as a philanthropic support to History Colorado, although Ward is still not convinced they are ready. Musgraves feels that Kugeler is ready, but may not have the CHF board behind him. CHF is discussing with their Board and feel they should be able to respond to HC before the end of the year with a decision regarding their interest. Musgraves advised them that if they are not interested that is perfectly OK and we would understand, but that we will have to turn elsewhere to fill this need. Abarca feels that as soon as HC has a new director, CHF may change their mind. Musgraves

reminded that there are some fiscal rules that need to be resolved by May, so this needs to keep moving.

**Other business:** Musgraves and Turner are talking with the Colorado Department of Higher Education regarding running legislation to address several issues faced by HC. First, HC has a cash fund, 22T, that is dedicated to certain expenses just at the History Colorado Center and with respect to which there appears to be a time limit on the appropriation. We would like to extend the time on the appropriation and extend the ability to use the funds to the Community Museums (including exhibits there). Second, we are proposing to seek legislation that would clarify some technical issues around the appointment of the HC board by the Governor and also either eliminate the requirement for the Directors Council or at least make it permissive rather than mandatory (same with requirement to have Directors Council elected by the membership). The board supported the requests.

DC lobbyist: Turner and Musgraves spoke with HC's DC (federal) lobbyist, Policy Matters, LLC, by phone. They are used largely in connection with preservation meetings in Washington, DC. They are willing to reduce their annual fees from \$35k to \$18k. Pritzlaff feels we do not need a Federal lobbyist at all. Turner recommends terminating. Ward feels we should get legislators to visit HC whenever they are in town and suggested we might want to consider reallocating those dollars toward encouraging legislative visits. Turner will prepare and send a termination letter.

By-laws: Musgraves provided clean and marked copies of the proposed by-laws, along with a spreadsheet highlighting the substantive changes from old to new. He noted that we have to give written notice and wait 14 days to amend the by-laws. (Attachments L, M)

**Division Director Presentations:** Each of the Division Directors was asked to give a brief presentation regarding their particular area, with a special focus on that area's contribution to the organization's revenues. See attached presentations. Musgraves thanked the staff for their work and made a special point of emphasizing how well they appear to be working as a team in these trying circumstances. (These presentations were previously emailed via Dropbox)

There being no further business to come before the Board of Directors, the meeting was adjourned at 10:09 am.