

**Manitou Springs Chamber of Commerce, Visitors Bureau & Office of
Economic Development**

**Board of Directors
Meeting Minutes
February 25, 2011**

Present: Bianca Codiga, Tim Haas, Jack Johns, Farley McDonough,
Marcy Morrison, David Symonds, Matt Carpenter

Absent: Paul York

Staff: Leslie Lewis

The first meeting of the newly appointed Board of Directors for the Manitou Springs Chamber of Commerce, Visitors Bureau & Office of Economic Development was held Friday, February 25, 2011 at the Garden of the Gods Trading Post. The meeting was called to order at 9:07 a.m.

A. Appoint Initial Terms to Specific Board Members

After discussion, the initial terms were appointed and agreed to as follows:

- 3 year – Paul York
- 3 year – David Symonds
- 2 year – Farley McDonough
- 2 year – Jack Johns
- 1 year – Tim Haas
- 1 year – Bianca Codiga
- 1 year – Marcy Morrison

According to the Bylaws, Board members may serve two full terms. Board members filling the 1 and 2 year positions will be eligible for the full terms upon completion of their initial terms.

B. Election of Officers

Motion was made and seconded to nominate David Symonds as President. Motion carried

Motion was made and seconded to nominate Paul York as Vice President. Motion carried.

Motion was made and seconded to nominate Leslie Lewis as Secretary. Motion carried.

Motion was made and seconded to nominate Tim Haas as Treasurer. Motion carried.

C. Approve Check Signers

In accordance with Section 7.3 of the Bylaws, motion was made to authorize David Symonds (President), Tim Haas (Treasurer), Marcy Morrison (Board Member) and Leslie Lewis (Executive Director) to sign checks on behalf of the Manitou Springs Chamber of Commerce, Visitors

Bureau & Office of Economic Development. Motion was seconded and approved.

D. Update on Search Firm

Tim Haas, Farley McDonough, and Mike Leslie were on the task force that worked on putting together an RFP. Mike Leslie sent it out to four firms. The RFPs are due back next week. The consensus was the hope to hire and have a COO in place by June or July. The Board discussed approaching City Council to use some of the funds left by the EDC to help with the cost of the Search Firm. After the RFPs are in, Dave will approach City Council with the idea. Matt informed the board that some of those funds had been used for the evaluation of the Tajine Alami building.

In discussing possible uses for the Tajine Alami building, Leslie told the Board there has been a request from the Mineral Springs Foundation to help with the cost of printing their brochure and mineral content insert. In the discussion, the Board suggested the Mineral Springs Foundation could redesign their brochure to include some advertising that would pay for the printing as well as having donation boxes in businesses near the springs. They also suggested the Mineral Springs might want to sell collapsible cups for the springs. Leslie will pass the Board's suggestions to the Mineral Springs Foundation Board.

E. Job Description for COO

Staff asked if there was a detailed job description for the COO that could be given to people expressing interest in the COO position. It was suggested that the organizational chart could be used as a guideline and will be available on the City's new web site.

F. Set Regular Meeting Date

After discussion of schedules and existing meetings, motion was made to have the 4th Thursday of the month set as the regular meeting date of the Board of Directors. The motion was seconded and passed. Staff will check to see if City Council Chambers, or another meeting space in City Hall, are available for the regular meetings. It was determined that the meetings will be scheduled to begin at 8:30 a.m.

G. Unscheduled Appearances

Purposes for the Amended Articles of Incorporation as recommended by the attorney were handed out. In discussion, the Board determined the purposes as recommended by attorney are very brief for purposes of the IRS but could maintain the more defined purposes as recommended by the Board of Directors through direction to the COO. Motion was made to adopt the stated purposes for the Amended Articles of Incorporation and request the attorney submit the necessary paperwork to the IRS. Motion received a second and passed.

The Board discussed the length of the name “Manitou Springs Chamber of Commerce, Visitors Bureau & Office of Economic Development” and the possibility of adopting a shorter dba. After a lengthy discussion, a “name discussion” will be added to the March agenda.

A new Conflict of Interest Statement will be created and provided to Board members at a later meeting.

The Board requested clarification on whether non-profit records have to be open to the public for inspection (501(c)(6)). Staff will research on line and if that information is not easily available, Dave will contact the attorney for advice.

The Office of Economic Development & International Trade is hosting a meeting to begin organizing County Teams that will develop plans for individual counties and regions. The meeting will be on March 16. The Mayor sent the email to the Chamber as he will be out of town and asked if someone could attend. Leslie will also be out of town that week and asked if a Board member would be available. Marcy Morrison volunteered to attend the meeting and represent Manitou Springs. Leslie will forward all information on the meeting to Marcy.

The Board discussed the Community Group working on a Manitou web site. Farley is participating on the Steering Committee representing business interest. They are updating the Rainbow Vision Plan and meeting every other week. It is a group of 12 – 14 people with smaller groups working on different areas.

An email will be sent to the membership with the results of the Membership Meeting from last night. The Board discussed who the members currently are. A motion was made to accept all of the members in Good Standing from the Chamber of Commerce & Visitors Bureau membership list as members of the Manitou Springs Chamber of Commerce, Visitors Bureau & Office of Economic Development. The motion received a second and passed. The City would like an invoice for the new members. The Board will need a list from the City of who the businesses are that pay sales tax in Manitou Springs. There was additional discussion regarding the membership and who would now be members. The Board scheduled a Special Meeting to discuss the membership structure for Thursday, March 10. Staff will check to see if Council Chamber or the meeting room upstairs is available. If Mike Leslie is available, he will also be asked to attend the meeting.

Having no additional business before the Board, the meeting adjourned at 10:58 a.m.