



MAD RIVER VALLEY VERMONT

Mad River Valley Chamber of Commerce Minutes of Board Meeting July 22, 2016

Present: Rosemarie White, Peter MacLaren, Jack Sharry, Amy Todisco, Roger Nishi, Lori Klein, June Anderson, Jim Tabor.
Absent: Peter Hans, Ted Fisher, Lisa Loomis

As Peter Hans was absent on vacation, Treasurer Rosemarie White chaired the meeting. The meeting was called to order by the Chair at 11:05 a.m.

A quorum of 8 Directors present at the start of the meeting was declared by the Chair.

Minutes of July 8th meeting:

1. Moved by Peter M that minutes be accepted as circulated, seconded by Lori. Carried.
2. Note that the Board minutes are published on the Chamber website approximately two weeks after each meeting on the About/ Chamber of Commerce page, using this link at bottom right:
<http://www.madrivervalley.com/newsletter>

Budget Report:

1. Circulated before the meeting and an updated copy was presented at the meeting.
2. Dues and MRV-ME revenues are conservatively projected to be slightly down from current year, however every effort will be made to maintain or grow them.
3. Noted that we are now moving into the third year of our efforts in 2014 to re-vitalize MRV-ME, and at that time we asked our members for a 2-year commitment. We were anticipating that it might be possible to move to a new funding model for the 2016-2017 year and ongoing, however while significant planning work has been done via the CEDC no change can be anticipated for the coming year. Members will be encouraged to continue their commitment to this program, which primarily provides financial and marketing support for events in the MRV. The Treasurer noted that the Board may want to contemplate authorizing some contribution from reserves, but only if necessary.
4. Most proposed expenditures are approximately in line with the current year.
5. The proposed budget was moved by Rosemarie to be presented to the members at the Annual Meeting in September. Seconded by Peter M. Carried.

CEDC Update:

1. Jack, Peter, Amy & Lori attended the July 21st MRVPD Steering Committee meeting, where the recommendations for next steps were presented.
2. The recommendations that had been made by the CEDC were in general supported. Most of the comments related to adding more detail to assist with successfully taking the recommendations forward for approval to the Select Boards and then the community.
3. One difference in direction was an expressed preference for using an LOT approach for the entire budget required, and not using increased Property Taxes.
4. A recommendation was to expand the group to about 10 to 12 members to more broadly represent the community. It seem expected that these will be adds to the existing CEDC members who wish to continue to ensure continuity. The Steering Committee members will propose names for what will now be called the Community Vitality Project, and a final slate will be approved by the Steering Committee in early August.

5. It is hoped that the ongoing work will start on September 1st and move forward with decisions in the time frame proposed by the CEDC, i.e. during 2017.
6. Board members then had some dialog on the perceived role of the Chamber in the context of the recommendations. The Board certainly believes that the Chamber will be best placed to manage an expanded marketing role assuming the funding is put in place to do so, as well as continuing with Business Support. However the mechanism for making these decisions is not yet clarified. There was a Board consensus that we need to do everything possible to maintain the Chamber as a viable organization.

Action Item update:

1. Add info on Asset Groups to website: Peter M to investigate. Not possible until website transition is completed. **Open Item - Action: Peter**
2. Member Brainstorming Socials. Amy will assist. An action item for the now new ED to prime. **Open Item**
3. Lacrosse Tournament. After review it does not seem viable to pursue this opportunity. **Closed.**
4. Volunteers for visitor center to assist with being at the desk. Agreed that this remains a critical need to welcome visitors over the summer and foliage season. **Action ongoing: Rosemarie**
5. Board terms to rationalize orderly transitions in future. Dealt with later in this meeting. **Closed.**
6. Meeting with the Chair of the MRVPD SC and report back by email. Amy met with the Chair last week and had a productive discussion. As a result, the Board decided via email dialog not to pursue the planned letter. **Closed.**
7. Draft letter to MRVPD SC re CEDC. Letter was prepared but then deemed not needed. **Closed.**
8. Alert the MRVPD ED that the letter is coming and put on agenda. Done, and then updated. **Closed**
9. Move ahead on hiring new ED: Report later in this meeting. **Closed.**
10. Follow up on transfer or WebCam feed by Jackson. Done. All technical issues seem to be under control. **Closed**
11. MyView on 6 months of progress. Done and published. Agreed to also send by email to all members. **Closed.**
12. Stowe Auto Show. A meeting was held at Sugarbush and was very positive. However the strong preference of the organization is to try to find a way to continue at Stowe, which is still being worked on. Remains open. **Action: Rosemarie**
13. Megan Smith intro to Jim Tabor. Done. As a result Megan Smith has been invited to meet with the chamber Board on July 27th. **Closed.**
14. Support to Robin for ongoing Newsletters. Ongoing. **Action: Jim**
15. Coordinate dates with Betsy Bishop. Done. As a result Betsy Bishop met with some members of the Board immediately following the Board meeting. **Closed.**
16. Vermont Weddings.com follow up. Peter has spoken with Lorin Holmes and there is mutual agreement of an ongoing discount for Chamber members of about 20%. The plan is to finalize before the August Board meeting. **Action: Peter**

Hiring Committee:

1. 10 applications have been received so far, and 3 have had preliminary interviews.
2. Further first round interviews will be scheduled for Wednesday July 27th. Peter will assist by setting up a Doodle poll to schedule the candidates. **Action: Peter**
3. Jack will assist Lori & Amy with the interviews. **Action Jack**
4. Discussion on key strengths we should be looking for in ED. Agreed these must include:
 - a. Marketing oriented
 - b. Ability to work with membership and build membership
 - c. Strengths in Business Support
5. Noting that the application window is open till August 1st, the Committee expects to make their recommendations in early August, so that a decision can be made at or before the next Board meeting.

Board Terms by-law change proposal

1. Peter moved that: In the Bylaws we replace the sentences of Chapter III, Section 5, resulting in:
Section 5. In the event that a Director vacancy occurs, the Board, by majority vote, may fill the vacancy by appointment. The Board shall fill any vacancy that results in the number of directors falling below the required minimum of seven directors. In either case the appointed Director's first term shall continue until the third fiscal year end after the appointment. At the discretion of the Board, the term may be varied by one year to ensure continuity in the Board.
Seconded by Roger.
2. Discussion. Peter explained that the intent was to ensure smoothing out the turn-over of the Board and resolve the problem that a director elected to fill a vacancy could currently be taking over the last year in a 3 year term, and thus complete their maximum two terms in just over 3 years and be obliged to step down. Assuming the change carries, the terms for Amy, Jim and Peter M are candidates for adjustment, increasing by one year in each case.
3. Motion carried. Proposed change will be brought forward to the annual meeting for approval by members.

New Board Chair and new Board nominations:

1. New Chair: Discussion took place around possibilities for a new chair and the possible addition of a vice chair role to provide support. Agreed that the respective members would consider this matter further and plan for a final decision at the August 12th Board meeting.
2. Strong candidates for the two Board positions that will become vacant, with Peter H and Lisa stepping down at the end of August, were identified as Brad Long and Julie Burns. It is understood that both are willing to stand. Moved by Amy, seconded by Peter that both be the nominees from the Board for the open positions. Carried.

Agenda for Annual Meeting:

1. First cut as follows:
 - a. Introduction of new ED
 - b. Minutes approval
 - c. Report on the past year – by Peter H
 - d. Update on marketing activities – by Jack & Jim
 - e. Update on the benefits of being a Chamber member – by (?)
 - f. Treasurer's report and proposed budget
 - g. Approval of By-law change on Board terms
 - h. Election of new Board members
 - i. Q & A
 - j. Adjourn

To be finalized at August 12th Board meeting, as need to be sent to members by August 14th.

New Business:

1. Policy for admin and posting on the MRV Chamber Facebook page. As there had been some confusion about roles it was agreed to clarify our policy. After some discussion agreed as follows:
 - a. The Facebook page is the Chamber's page, like the Website, and not a Community page. There appears to have been some confusion based on the fact that the Calendar hosted on our web page is open for use by everyone in the community.
 - b. ADMIN roles (who can add and delete Admins and Editors, as well as post) should be restricted to paid staff and selected Board members.
 - c. EDITORS (who can post in the name of the Chamber) can be any active member deemed by the staff and/or the Board to be a valuable contributor. I.e. being able to contribute to the Facebook page is one of the benefits of Chamber membership.

Adjournment:

1. Moved by Amy, seconded by Peter. Carried. Meeting adjourned at approximately 12:52 p.m.

Next Meeting:

The next meeting will be on Friday August 12th at 11 a.m.

Minutes submitted by Peter MacLaren, Secretary

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6. Vermont Weddings.com follow up. **Action: Peter**
7. Doodle poll to schedule the candidates. **Action: Peter**
8. Jack will assist with the interviews. **Action Jack**