



MAD RIVER VALLEY VERMONT

Mad River Valley Chamber of Commerce Minutes of Annual Meeting September 15, 2016 Mad River Glen

Present: A quorum of approximately 45 members of the Mad River Valley Chamber of Commerce
Meeting Chair: David Hartshorn

Meeting was called to order by the Meeting Chair at 5:40PM

Opening Remarks:

1. Dave Hartshorn gave a brief introduction, noting that it was a time of rebirth for the Chamber.

Approval of Minutes:

1. Approval of the published minutes of the 2015 Annual was moved by Kevin Begin, and seconded by Darlene McCormack. Carried unanimously.

Chair's Report:

1. The retiring Chair, Peter Hans, reviewed the past year:
 - a. The introduction of Vermont Health Connect the prior year, which resulted in the discontinuation of the VACCE health insurance program run by the Vermont Chambers of Commerce—which provided both discounted health insurance for members and revenue for the Chamber, has had a big impact on both membership and revenues of Chambers of Commerce across Vermont, and we are no exception.
 - b. It was a year of hiatus, with ED Lisa Davis tendering her resignation in October, the appointment of Rebecca Baruzzi as the new ED, and her resignation in June.
 - c. The Economic Vitality Series run jointly with the Mad River Valley Planning District in 2015 has been very helpful in identifying opportunities and challenges in the Valley. The workshops also created great engagement in the community. Work is continuing to rethink the priorities of the Chamber in light of the information gathered.
 - d. An important role for the Chamber has been destination marketing and we anticipate this role continuing to be a major focus. Pleased to report that the back-end of the MadRiverValley.com website has now been updated to use the non-proprietary WordPress system, providing dramatically more flexibility for evolving the website during the coming years.
 - e. Our thanks for their contribution to the Board members who stepped down over the past year, being Tom Mehuron, Michele Eid, Sean Lawson, Lorien Wroten,
 - f. Our welcome to the four new Board members who were appointed over the past year by the Board to fill the terms of members who left the Board. These are Jim Tabor, Jack Sharry, Amy Todisco and June Anderson.
2. Amy Todisco, the Board nominee as the incoming Chair, then made some remarks:
 - a. A big thank you to Peter Hans for his work as Chair over the last three years. Also many thanks to Lisa Loomis who is also leaving the Board. Both have reached their two 3-year term limit.
 - b. There is great energy on the Board focusing on defining the future role of the Chamber.
 - c. Members of the Board have met with and received some very helpful advice from the State Dept. of Tourism and Marketing and the officers of the Vermont Chamber to help with our planning.
 - d. The Chamber will be showcasing the Valley at the New York Times Travel Show in January.
 - e. Marketing activity has been focusing on social media, initially with Facebook, and this has been working well. (More info in the Marketing Report.)
 - f. We are looking into what role the Chamber should play in “advocacy” to support our members.

- g. We are in the process of reviewing membership policies and dues, and opportunities for additional non-dues revenue.
- h. The Board invites all members who are interested in helping with committee work and with greeting visitors to get in touch, as help would be appreciated.

Introduction to our new Executive Director, Jasmine Bigelow:

1. After posting adverts, receiving applications and conducting several rounds of interviews, the Board unanimously decided at their August 19th meeting to extend an offer to Jasmine Bigelow, and were delighted that she accepted.
2. Jasmine introduced herself:
 - a. She was born in St Johnsbury.
 - b. After graduation she moved to Boston and worked in several areas.
 - c. She moved briefly to Los Angeles, but soon decided that she really wanted to get back to Vermont.
 - d. She was then hired by the Stowe Area Association, and really enjoyed her roles there over 11 years focused on marketing.
 - e. She became very impressed with the vision and direction that the MRV Chamber Board were formulating for the future and decided to apply for the ED role.
 - f. After spending some time with the Board she feels that the MRV Chamber is ahead of other Chambers in Vermont in recognizing that changes are needed.
 - g. She is looking forward to starting in her new role in October, and through meeting members and community leaders learning more about the community, the opportunities and challenges before proposing any major changes.
 - h. She noted in closing that she loves to ski and mountain bike.

Marketing Report:

1. Jim Tabor provided an update on marketing activities over the past year.
 - a. A Marketing Plan has been drafted to act as a framework. We have been focusing on the “Unique Selling proposition”, i.e. the key factors that attract visitors to the Valley.
 - b. The theme is “Three Mountains and One Great Valley Community”.
 - c. An excellent article in the New York Times Travel Magazine also contributed to putting us firmly on the map with the same overall message.
 - d. To help develop plans we have been working with VACCE, The VT Chamber, the State Dept. of Tourism and Marketing, and Sugarbush.
 - e. Looking forward to working with Jasmine on next steps.

Treasurer’s Report

1. Overall revenue about the same as last year, but some downward trend in membership.
2. Ski & Stay and Bed & Brew packages were very successful in bringing in extra business for our members.
3. Expenses have been tracking to budget.
4. The key program undertaken in the past year was the move of the MadRiverValley.com website onto a WordPress non-proprietary back-end and some related updates. The Board decided to take the approximate \$15k cost from the CSP reserves, given that the update is primarily a marketing investment for the future.
5. One challenge is that we have had more bad debt than in prior years, although some of that was a result of billing process issues.
6. Payroll came in below budget due to staff changes during the year.
7. We ended the year with a small surplus, and approximately \$68k in the bank including reserves.
8. The proposed budget for 2016-2017 is very similar to last year’s budget, although slightly conservative on the revenue side, and correspondingly a bit tighter on expenses for a break-even overall.

ByLaw Change:

1. The intent is to ensure smoothing out the continuity and turnover of the Board. Specifically to resolve the problem that a Director elected to fill a vacancy under the current Bylaws completes the term of the

vacating Director; thus the incoming Director could currently be taking over the last year in a 3 year term, complete their maximum two terms in just over 3 years, and then be obliged to step down.

2. Notice of the proposed ByLaw change was provided to all members along with the meeting notice.
3. Moved by Peter Hans, seconded by Brad Long that in the ByLaws, the sentences of Chapter III, Section 5, be changed to say *“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.”* The motion was carried with one nay vote.

Election of Directors:

1. Noted that two Directors' terms are expiring with Peter Hans and Lisa Loomis stepping down from the Board.
2. The following Directors have completed one term and are nominated by the Board for a second term:
 - Roger Nishi
 - Jim Tabor
 - Amy Todisco
3. The Board has nominated Brad Long as a new director, and recommends that we stay with ten Directors for the time being, in line with our Bylaws, which allow for between seven and eleven Directors.
4. The Board nominates the following officers:
 - Chair: Amy Todisco
 - Treasurer: Rosemarie White
 - Secretary: Peter MacLaren
5. There being no nominations from the floor, the above slate and recommendations were proposed by Peter MacLaren, seconded by Wendell Anderson. Carried unanimously.

Other Business:

1. The outgoing Chair, Peter Hans, presented a bonus check to Robin Herbick, Office Manager, in particular for recognition of her hard work and dedication to managing the Chamber Office during the period when we had no Executive Director.

Q&A:

1. In response to a question an explanation was provided on the MRV-ME (Mad River Valley, Marketing & Events) program. This program will continue in the coming year, with the funds raised by members who volunteer to buy “shares” being used 80% to provide funding to events voted on by those members, and 20% for marketing activities.
2. Dori Ingalls from the Mad Marathon encouraged members to contribute to MRV-ME, thanked members for the support that MRV-ME gives to the Mad Marathon, and noted the Marathon numbers had been up this year, while Marathons in general are trending down in numbers. She is considering adding a Walkathon in the future as a fundraiser for mental health.

Closing Comments:

1. Outgoing chair Peter Hans congratulated Amy Todisco, incoming chair, and Jasmine Bigelow, newly appointed ED, and wished them all the best in their new roles. He encouraged all members to give them their full support.
2. Peter also extended the thanks of all members to Mad River Glen for hosting the meeting.

Adjournment:

1. A motion to adjourn was proposed by Roger Nishi, and seconded by Janis Cooper. Carried unanimously.
2. The meeting adjourned at 6:45PM.

Most members then stayed for an excellent dinner served by Mad River Glen.