



**Mad River Valley Chamber of Commerce
Minutes of Board Meeting
May 11th, 2018**

Present: Amy Todisco, Peter MacLaren, Roger Nishi, June Anderson, Brad Long, Lori Klein, Ana Dan,
Jim Tabor & Kevin Begin
Also ED Jasmine Bigelow

Apologies: Jack Sharry, Ted Fisher

The Board meeting was called to order by the Chair Amy Todisco at 11:04 a.m. at the Mad River Taste Place Board Room. She expressed our thanks for the use of the room once again.

A quorum of 9 Directors was declared by the Chair.

Minutes of prior meetings:

1. Moved by Peter that the minutes of the April 13th Board meeting be accepted as circulated, seconded by Jim. Carried. The minutes are posted on our website.

Action Item Updates:

1. Next steps with membership are now in full progress. **Closed**
2. Next steps with possible naming change. **Still to be addressed.**
3. Work with SB and MRG on replacement for Ski the Valley for next season. First meeting is planned.
Action: Jasmine
4. Finalize Dashboard plan. The Lodging occupancy Dashboard was launched at the Lodging meeting on April 25th. It is based on linked Google sheets and is confidential and automatic. It was designed by Peter. The other elements of the Dashboard are still being planned. **Action: Jasmine**
5. Plan follow up meetings for Steve Parker to meet Select Boards etc. to discuss zoning and related challenges for entrepreneurs growing a business in the MRV. Deferred for now due lack of opportunity to get on Select Board agendas. **Action: Amy**
6. Directors to sign responsibilities document and return a copy to Amy. Roger's & Jack's are still outstanding. **Action: Ginger**
7. 2018-19 draft budget to be sent to the full Board by email for comments. Done. **Closed.**
8. Visitor Center coupons for member referrals. Will be worked on shortly. **Action: Jasmine & Ginger**
9. 501(c)(3) organization to allow "Individual Contributions" to be tax deductible. Roger reported that there are complexities necessitated by the need for separation from the Chamber, with a separate Board and a clearly charitable mission. Also, with the new tax rules the number of people looking for an itemized deduction are likely to be substantially reduced. Agreed to defer until we are offered a large donation that needs a tax-deductible receipt. **Closed.**
10. Brief Jim & Kevin on non-dues revenue Task Team action plan. Still to be completed. **Action: Jasmine**
11. Non-dues revenue: **Addressed during meeting.**
12. Email all members with the link to the Dropbox where they can download the new logo. Still to be done.
Action: Jasmine

Financial Update:

1. The financial reports were distributed before the meeting, with YTD updates distributed at the meeting.
2. Current position is positive. We are ahead on dues significantly. Operations costs are ahead of plan but because of timing issues with payments. The YTD comparison will be adjusted for next month to update the budget by month to align with current expectations. **Action: Roger**
3. A/R is now less than \$1k.

Membership Update:

1. Membership updates will be prepared by Ginger and emailed each month to the Board ahead of the Board meetings, addressing additions, any resignations, and member comments if any.
2. We gained 6 members last month, and no losses.
3. Jasmine and Ginger have met with several members to discuss the updated benefits and received very positive feedback.
4. A recommendation that came from American Flatbread/Inn and Lareau Farm was to see if we can find a way to respond to opportunities for conferences that would be hosted across multiple Chamber members. Could drive mid-week business. The challenge is to find a “point-person” to coordinate, as our current staff don’t have the bandwidth to take this role. **Left open for further discussion.**
5. Board members are asked to let Jasmine know of any member feedback that she should be following up on. **Already an ongoing action item.**
6. Progress is being made on a really awesome membership brochure with Sally that is based on guidance from Kyle but is very MRV focused. The plan is to further tweak it based on member interaction before finalizing. Jasmine will email the draft to the Board. **Action: Jasmine**
7. Jasmine and Ginger are working on the plan for delivering the new benefits elements for our members.
8. Jasmine is currently working on talking points that can be used by Board members: what are our focused priorities; what are doing for our members. She will email to Board for feedback. **Action: Jasmine**
9. Suggested that we gather some quotes from members at the one-on-one meetings and add them to the member section of website on various pages. **Action: Jasmine and Ginger**

Marketing Report:

1. The plan update was distributed at the meeting and it looks great. Still needs some consolidation to provide a summary overview, including what we have accomplished to date, for communication to our members. Objective is to do this at the end of May. **Action: Jasmine**
2. Signage. Work is continuing, based on the work to date for the trailhead signs. The plan is to work towards “Welcome to the Mad River Valley” signs at each entrance to the MRV and look into designing flags that can be used by member businesses and for example at the Farmers’ Market.
3. The new look for the website has been progressing well. The plan is to make the switch this coming week. Once all the bugs are ironed out Jasmine will do a media outreach to “announce” it. **Action: Jasmine**
4. We need an updated media contact list. Jasmine will see if she can get a list from Sugarbush to add to our existing one. Jim offered to help ensure it is up to date. **Action: Jim & Jasmine**
5. Jasmine will work on a media kit, that will then be linked from our website home page and other key landing pages. **Action: Jasmine & Peter**
6. Jasmine noted that we do have an MRV photo library for use by media, courtesy of Sugarbush, Mad River Glen, and a couple of local photographers. It was suggested that in an upcoming Newsletter we could include a request to all our members for great photos of the MRV that they would allow us to use to promote the MRV. **Action: Jasmine**

Non-dues revenue plans:

1. Grants for specific initiatives is just getting under way. **Action: Jim & Kevin**
2. Sponsorships. Ideas include featuring businesses on our website, featuring vendors in our Visitor Center. To allow effective marketing of being featured on our website we need click-stats. **Action Jasmine to provide to Ana and Lori.** We also needed the media kit as action above. **Overall action: Ana & Lori**
3. Individual contributions. No specifics yet. **Action: June & Jack**

4. Signature Events. Ideas:
 - a. A contest among restaurants held on the Farmer's Market field perhaps on a Sunday, based on using specific local ingredients. (This would be similar to TV cooking contests, and to the cook-off that used to take place at the Taste, but more of a focused event.)
 - b. A workshop for non-profits with guest speaker, e.g. Joan Garry, who would be a big enough draw to sell enough tickets to covers costs and make a profit.
 These and other ideas need to be fleshed out. **Action: Amy & Ana**

Governance:

1. The Executive Committee brought forward a proposal to provide a more managed succession planning approach for governance to improve continuity. Specifically:
 - a. The Chair position would have a term-limit of 2 years
 - b. Add the role of Vice-Chair, with the expectation that the person in that role would take over as Chair when the current Chair termed-out or stepped down, and also fill-in as required if the Chair were away.
 - c. Include the outgoing Chair as an ex-officio non-voting member of the Executive Committee for one year after stepping down, to assist with continuity. Also, that this role would not be precluded by the Chair terming out as a Director if that were the case.
2. The Board discussed the proposal and agreed that this approach was the right direction to move in.
3. Our current Chair Amy noted that she had already decided to step down from that role at the end of the current year, after two busy years in the role. The Board took the opportunity to recognize and thank her for the work she has done to help bring the Chamber from the challenges at the time she took over to the dramatically more organized and effective organization we have today.
4. Obviously one challenge will be filling the roles of incoming Chair and Vice-Chair for the coming year. **To be discussed further.**
5. Lori proposed an amendment to the proposal to allow for the Chair role to continue beyond two years on an exceptional basis by request and approval of the Board, and concurrence of the incumbent.
6. The Governance proposal, as amended by Lori, was moved by Jim, seconded by Ana, and carried unanimously.
7. Implementation will require a change in Bylaws to be agreed and recommended by the Board for the members to adopt at the upcoming Annual Meeting. Peter will draft language to be reviewed at our next meeting. **Action: Peter**
8. Kevin then suggested that it may be time to consider a more structured approach to our Board meetings. Specifically:
 - a. Having a fixed agenda focused on tracking progress on our strategic priorities.
 - b. Having all reports issued at least one week ahead of our meetings, so that the meeting could be focused on Q&A and related dialog.
 - c. In the coming year consider less frequent Board meetings, e.g. every second month, with ongoing work done by the various Task Teams and Executive Committee in conjunction with the ED.
 Peter noted that the updated Bylaws adopted in 2016 anticipated this direction, but it had not been possible previously given the transitions that have been underway. While there was general agreement that the proposed approach might be a useful direction for the future, there was also agreement that the more hands-on and wide-ranging dialog at our Board meetings over the last 18 months or so under Amy's chairmanship has been appropriate and helpful to develop the successful path we are now on. The Executive Committee will take the discussion under advisement and make recommendations for the approach for ongoing Board meetings. **Action: Executive Committee**

Adjournment:

1. Moved by Lori seconded by Amy. Carried. Meeting adjourned at approximately 1:11 p.m.

Next Meeting:

1. The next regular Board Meeting will be Friday June 15th from 11:00 a.m. to 1:00 p.m. at the Mad River Taste Place. *(This is one week later than the normal schedule.)*

Minutes submitted by Peter MacLaren, Secretary

Open Action Items:

1. Next steps with possible naming change. **Still to be addressed.**
2. Ski the Valley for next season. **Action: Jasmine**
3. Other elements of the Dashboard to be planned. **Action: Jasmine**
4. Steve Parker to meet Select Boards. **Action: Amy**
5. Roger & Jack to sign Directors' responsibilities document. **Action: Ginger**
6. Visitor Center coupons for member referrals. **Action: Jasmine & Ginger**
7. Brief Jim & Kevin on non-dues revenue Task Team action plan. **Action: Jasmine**
8. Email all members with the link to the Dropbox where they can download the new logo. **Action: Jasmine**
9. The YTD comparison adjusted for next month. **Action: Roger**
10. Opportunities for conferences that would be hosted across multiple Chamber members. **Open for further discussion.**
11. Email the Membership Brochure draft to the Board. **Action: Jasmine**
12. Talking points that can be used by Board members: email to Board for feedback. **Action: Jasmine**
13. Gather quotes from members and add to the member section of website. **Action: Jasmine and Ginger**
14. Complete consolidated Marketing Plan by end May. **Action: Jasmine**
15. Do a media outreach to "announce" updated website when ready. **Action: Jasmine**
16. Updated media contact list. **Action: Jim & Jasmine**
17. Media kit that will be linked from our website. **Action: Jasmine & Peter**
18. Newsletter item asking for great photos of the MRV. **Action: Jasmine**
19. Grants for specific initiatives. **Action: Jim & Kevin**
20. Website click-stats. **Action Jasmine to provide to Ana and Lori.**
21. Sponsorships. **Action: Ana & Lori**
22. Individual contributions. **Action: June & Jack**
23. Flesh out Signature Event ideas. **Action: Amy & Ana**
24. Nominations for Chair and Vice Chair. **To be discussed further.**
25. Draft Bylaw language for proposed new Governance approach. **Action: Peter**
26. Ongoing approach for Board Meetings. **Action: Executive Committee**

Ongoing Reminders:

1. Invite a friend to ED Coffee mornings. **Action: All**
2. Suggested speakers for Coffee Mornings. **Action: All**
3. Personal Interaction with members. **Action: All**
4. Encouraging new members to join. **Action: All**
5. Let Jasmine know ongoing of any critical member meetings that need to take place. **Action: All**

Deferred items:

1. Exchange ideas with Karen Nevin.
2. Valley Vitality Fund.