



Visit Estes Park
The Destination
Marketing Organization
VisitEstesPark.com

Board of Directors Regular Meeting January 17, 2017 Minutes

Board Members Attending: Steve Kruger, Morgan Mulch, Lindsay Lamson (by telephone), Charley Dickey, Adam Shake, David Ciani, Karen Ericson (by telephone), and Cody Walker (Town Trustee)

Board Members Absent: N/A

Also Attending: Mayor Todd Jirsa, Sean Jurgens, Mark Holdt, Michelle Hiland, Art Messal, Ken and Carrie Arnold, Paula Scheil, Scott Webermeier, and Kyle Patterson.

Elizabeth Fogarty, Visit Estes Park, President & CEO
Michael Bodman, Visit Estes Park, Finance & Administration Manager

The meeting was called to order by Chair Steve Kruger at 2:07 p.m.

A. Action Items

1. Approval of Agenda

Kruger welcomed input regarding Agenda. Dickey stated that the order of the agenda items had changed from last time. Specifically, public and board comment was moved from first to last. This appears to be an effort to stifle public comment, according to Dickey. Kruger replied that there was no such intention. Rather, after meeting with Board members individually, Kruger's sense was that the Board needs to get its business accomplished first before engaging in board and public comments. Lamson added that he thinks it's a good idea to allow public comment at the end, so that people can comment on what transpired during the meeting, thus offering more opportunity for public comment, not less. Dickey replied that such a practice only allows for public comment after decisions have been made on action items. Shake said he could see both sides of this issue. Similarly, Mulch stated that he thinks it's alright to have public comments first or last, but if it's last, then the Board should allow for public comment on action items. Dickey questioned how the meeting agenda is formulated in the first place, stating that it should be based on a majority Board vote. Holdt stated that the order of the agenda is a matter of style, Board members' time is precious, and that it's most important that the Board gets its strategy and policy business done. The Board discussed putting public comment at the end of the agenda but allowing for public comment, subject to certain constraints (time and subject matter), before voting on action items. Ericson moved to approve the agenda, Lamson seconded, and the Board approved 6-1 with Dickey opposed.

2. Swearing-In of Visit Estes Park Board Member – David Ciani

Kruger read the swearing-in language aloud and Ciani repeated accordingly.

3. Approval of the January 3, 2017, Board Meeting Minutes

Dickey stated that the audio recording of the meeting started late. Therefore, it was unclear if what was stated in the public comments was properly stated in the minutes. Hiland replied that the minutes were basically accurate, but she would like the opportunity to clarify some things that she said. Shake moved to approve the minutes subject to edits, Mulch seconded, and the board approved unanimously.

Dickey stated that the December 29, 2016, executive session minutes were approved with the wrong heading template. In addition, Dickey questioned why the recording secretary was the same person as whom the meeting was about. Fogarty explained that a typo in the heading template was noticed by staff and immediately corrected during the board meeting in which those minutes were being approved, thus what the board voted upon did match the approved and recorded minutes. Staff availability accounted for the recording secretary, according to Fogarty, and details of the meeting were included in the minutes for the Board to vote upon, and since had approved.

Dickey noted that he has asked for all of the audio recordings to ensure that the minutes and the recordings have been done without impropriety.

B. DISCUSSION ITEMS AND REPORTS

1. Rocky Mountain National Park Report – Kyle Patterson

Patterson stated that Winter Trails day went well. The infrastructure work at Moraine Park campground won't be done this summer, but it will be done sometime, according to Patterson. The forecast for 2017 visitation is 4.5 million. There has been a 40% increase in visitors since 2012. The park is examining high-congestion areas for possible solutions. However, there are no plans for access controls at this time.

2. Town of Estes Park Trustee Report – Cody Walker

Walker stated that he appreciated that the mayor put him in this position as Town Trustee Liaison to the Visit Estes Park Board. The accessory dwelling unit proposal was defeated, according to Walker. There was a small change made in housing-density bonuses. Sales tax receipts are up about 8% so far year to date. The new parking structure by the visitor center is moving ahead.

Lamson asked if it's legal to rent a room in a house. Walker replied that renting a room is not necessarily illegal, provided it's not an accessory dwelling unit or has a kitchen and the ability to live independently from the rest of the house. Walker added that it's okay to have an accessory dwelling unit, but it cannot be rented.

3. Chairman – Board Review: Everyone please bring your “big binders” to this meeting

a. Board Binder and Materials

Kruger asked that everyone focus on the board materials to refresh their understanding.

b. Mission, Vision, Core Values, and Guiding Principles

Kruger stated that he would begin by reading aloud the Visit Estes Park mission statement. Kruger read the mission statement aloud, and commented that the mission should be at the center of the Board's attention. Dickey asked that Kruger read from the bylaws, rather than the document in the Board packet. Dickey objected to using a mission statement document that differed in any way, including extra words like “destination,” “management,” “positive,” “community,” and “guests,” from the bylaws that he swore to uphold as a Board member. Fogarty stated that she would check the document in Dickey's binder and refer to legal based on Charley's concerns.

Lamson stated that the mission statement was approved unanimously by a previous Board vote, and other board members who attended the past strategic planning retreats agreed. Dickey contended that the bylaws cannot be changed by resolution or by policy but only by an amendment to the bylaws approved by a two-thirds majority Board vote. Lamson maintained that the process to approve the mission statement was done properly and unanimously to the best knowledge of the Board at the time. Dickey noted that there are no amendments in his book. Kruger noted that there may be some work that needs to be done to perfect the administrative processes of the bylaws, and that he has planned all along to follow-up on that.

Lamson suggested that Dickey bring these issues up before the meeting next time, so that items can be added to the agenda beforehand without bogging down the meeting proceedings.

Per Kruger's direction, the Board went through the mission statement and made comments about what they think is important concerning the mission statement.

Subsequently, Kruger read aloud the guiding principles, including treating each other with respect, assuming positive intent, seeking solutions not blame, and refraining from behavior that harms the public's perception of the DMO, among others. Board members did not express any objections to the guiding principles, when asked by Kruger.

Kruger read aloud the requirements and responsibilities of the VEP Board. A discussion ensued about the strategic plan and how regularly the CEO receives strategic direction from the Board. Holdt stated that the strategic plan should be looked at every year. Kruger read aloud the remainder of the requirements and responsibilities, and the Board shared their thoughts as he went along. In this connection, Mulch stated that he would like to add an annual calendar showing when things (e.g., the annual budget) should be presented to the board. Dickey stated that he would like to personally select the members of the finance committee. Kruger stated the Board would discuss the composition of committees.

c. Board Community Committees and Boards

The Board filled out their matrix forms and turned them in to the CEO.

4. Finance Report, KPI Report

Fogarty presented the reports in brief, per the Board's direction, to allow time for board and public comment.

She noted that cash balances are at \$1.9 million as of December 31, 2016.

Turning to the KPI Report, Fogarty noted that some media/PR metrics are down in 2016 due to the extensive media coverage of the centennial in 2015. But media/PR quality points are up, so the focus is quality over quantity.

5. CEO Report

As the Board gets more strategic, Fogarty stated that she's planning to shorten the length of her CEO operational updates from about one hour to something more like 10 minutes, consistent with the recommendations of Board consultants Mitch Nichols and Mark Holdt. Winter Festival and Winter Trails went well. Tourism day at the capital is coming up. Fogarty met with Delaware North, the new owners of the Rocky Mountain Park Inn and Trendz, for over three hours.

Fogarty noted that Delaware North is the largest privately owned hospitality company in the world. Delaware North commented to Fogarty that, based on their experience working with DMOs all over the country, Visit Estes Park is one of the best when it comes to transparency,

strategy, research, branding, data-driven results, community engagement, and overall destination marketing sophistication. (Fogarty received permission from Delaware North to share these comments about Visit Estes Park's professionalism and high standards.) Walker added that the town recently approved Delaware North's liquor license.

Fogarty circulated a draft of the response to the Trail-Gazette editorial. She emphasized the importance of valid comparisons: DMO-to-DMO not town government-to-DMO (i.e., apples-to-apples not apples-to-oranges). Fogarty reinforced that a DMO shouldn't be compared to a municipality, as it's a completely different industry. Dickey asked why the Board is not doing more to defend the CEO when she gets attacked by the local newspaper's editorial board. Shake replied that the CEO has more detailed information, so, she does the first draft, then the Board provides its input prior to publication. Mulch stated that the Board should consider putting the issue of the Partner Page to a Board vote, so that the current Board can stand behind whatever decision gets made.

Board Comments

Walker welcomed Ciani to the Board. Walker added that he appreciated the frank and open discussions. Kruger complimented VEP staff for the job they did at the Winter Festival. Dickey asked to comment about certain emails. Kruger stated that there is a potential legal issue that needs to be resolved before the Board can have discussions on that issue.

Subsequently, Dickey read a prepared statement on his initial experiences and impressions from serving on the Visit Estes Park Board for a couple of weeks. Dickey expressed concerns about apparent inconsistencies between the bylaws and current policies and practices. In addition, he noted that, upon a conversation with a bank teller about the Visit Estes Park account, he was informed that the Visit Estes Park trade name had expired. So, Dickey immediately filed and personally paid for the Visit Estes Park trade name with the Colorado Secretary of State. Dickey questioned the wisdom of the Visit Estes Park's communication policy: from Board member to Board Chair to CEO to staff and vice versa. This process is stifling and induces fear rather than teamwork, according to Dickey.

Public Comments. (Please state your name and address). We allow three minutes for public input. Michelle Hiland: 1767 Wildfire, Estes Park, CO 80517. Hiland read from a prepared statement. She thanked Dickey for showing some transparency. She questioned why there are no publicly available personnel performance reviews when Visit Estes Park is a public organization. She also recommended that staff personnel exit surveys be conducted, shared with the Board, and made public if personnel are willing. Hiland said that the Board should represent the entire community, not just the lodging industry. She welcomed Ciani to the Board. Art Messal: 1767 Wildfire, Estes Park, CO 80517. Messal also read from a prepared statement. He stated that Visit Estes Park does not have the data necessary to defend the CEO. Visit Estes Park is an LMD not a DMO, according to Messal. He maintained that marketing changes so fast that a strategic plan, which takes months to develop, cannot provide value. Messal proclaimed that the guiding principles are not helpful. He questioned the propriety of the close relationship between Visit Estes Park and the Estes Area Lodging Association (EALA). He called for members of EALA to resign from the Visit Estes Park Board. Sean Jurgens: 427 Ponderosa Ave, Estes Park, CO 80517. Jurgens stated that Visit Estes Park is transparent through the Partner Page on the organization's website and various transparency and public outreach initiatives, including Travel Buzz, the annual report, and these board meetings, which are open to the public, among other things. In this regard,

Jurgens maintained that Visit Estes Park is more transparent than most other DMOs.

C. ADJOURN

Dickey moved to adjourn at 4:29 p.m., Mulch seconded, and the board approved unanimously.



Michael Bodman, Recording Secretary



Steve Kruger, Chair

DATE: 3-21-17

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