



Visit Estes Park  
The Destination  
Marketing Organization  
VisitEstesPark.com

# Board of Directors Regular Meeting August 2, 2017 Minutes

**Board Members Attending:** Steve Kruger, Lindsay Lamson, Adam Shake, Charley Dickey, Ward Nelson (Town Trustee Liaison, substitute for Cody Walker), and Sean Jurgens.

**Also Attending:** Larimer County Commissioner Tom Donnelly, Town Administrator Frank Lancaster, Kyle Patterson, Zach Clemens, Mark Holdt, Carrie Arnold, Art Messal, Michelle Hiland, Jon Nicholas, James Pickering, and Michael Fogarty.

Elizabeth Fogarty, President and CEO, Visit Estes Park  
Michael Bodman, Finance & Administration Manager, Visit Estes Park (taking minutes)  
Jonathan Chmil, Lyons Gaddis, Visit Estes Park Attorney

The meeting was called to order by Chair Steve Kruger at approximately 1:00 p.m. Shake moved to enter the meeting, Jurgens seconded, and the board approved unanimously.

## A. Action Items

### 1. Approval of Agenda:

Lamson moved to approve the agenda, Shake seconded, and the board approved 4-1 with Dickey opposed.

### 2. Approval of 06-14-2017 Board Meeting Minutes:

Shake moved to approve the minutes and Lamson seconded. The board discussed approval of the minutes subject to edits; specifically, Dickey stated that the reason he wanted board officer positions moved from action to discussion was that there was no information provided about what action was to be taken beforehand. Dickey made a substitute motion to approve the minutes with an edit to add the reason Dickey cited for moving board officer positions from action to discussion, Jurgens seconded, and the board approved unanimously.

### 3. Approval of Resolution 04-17 Naming Bank Signatories:

Jurgens moved to approve the resolution, Lamson seconded, and the board approved unanimously.

## B. DISCUSSION ITEMS AND REPORTS

### 1. Town Board Liaison Update:

Trustee Nelson, as a substitute for Trustee Walker, shared the town has received three bids on a property proposal.

### 2. RMNP Update – Kyle Patterson, RMNP Management Specialist/Public Affairs Officer:

Pavement preservation projects are underway. June visitation was up 5.7% and YTD numbers are up 2%. Vehicle restrictions have been used even more this year than last due to the level of vehicles on park roadways.

### 3. Town – County – VEP Meeting, Held on 7/20/17:

Kruger stated the meeting started with a very thorough update by CEO Fogarty and then was followed by board discussion and how the petty bickering at board meetings needs to stop and

the VEP board needs to focus on board governance and focus on what the board is trying to accomplish. The board agreed that quarterly update meetings with the town and county were helpful and should continue.

Commissioner Donnelly stated that the meeting was an opportunity to discuss: (1) different types of operating plan performance (outcomes as opposed to outputs) and Donnelly included that CEO Fogarty did a good job of understanding the concerns and explaining that, (2) meeting mechanics, transparency & good governance and (3) perception of dysfunction with the board and offered suggestions. Donnelly stated that part of the blame falls upon himself, since this is the first VEP meeting he has attended to date. Shake commented that it's rare to hear someone in a leadership position take any responsibility when problems occur, and thanked Commissioner Donnelly for doing so.

Dickey stated that the discussion items to follow (board meeting location, video, public board emails, public comment at the beginning) should have been action items instead of discussion. Dickey also asked if he was going to be removed from the VEP board. Kruger replied that the discussion items were not made into immediate action items, so that the board could fully consider and discuss the issues before making any decisions. Kruger noted that Dickey was the one who had complained in the past about consideration of action items before the items were on the agenda for discussion; now Dickey was taking the opposite position.

Kruger stated he had reached out to VEP attorneys to ask about the procedures involved in removing a board member, due to certain situations that have transpired like Dickey's treatment of Michael Bodman and the staff.

Donnelly asked the CEO about any efforts to divert VEP funding from marketing to other purposes, and whether VEP itself was seeking to do so by funding a climbing wall in town. Fogarty replied that VEP has not funded a climbing wall, it is merely a budget line item that will not be spent until the state statute is amended or until the VEP board passes a resolution demonstrating why destination management organizations are involved in destination product development. On the issue of efforts to divert VEP funding to other purposes, Fogarty stated that a small group in the community was seeking to attack VEP to discredit the organization. In doing so, this small group was seeking to provide the justification to divert VEP funding from destination marketing to other purposes, such as childcare, housing, municipality related initiatives, etc., despite statutory provisions that were designed to prohibit such misappropriation of VEP marketing funds. Donnelly agreed that those initiatives were probably not legal.

Lamson stated that his conversation with Commissioner Donnelly after the town-county-VEP meeting was about his own personal opinions, and that he was not speaking for VEP. "We" referred to himself and other lodging owners with whom he had had discussions, according to Lamson. Donnelly and Lamson disagreed over the topic of the discussion, with Donnelly claiming that Lamson spoke about the CEO and EALA, and Lamson claiming that he spoke primarily about efforts to divert VEP funding. There would have been no disagreement had Donnelly and Lamson actually talked about efforts to divert VEP funding from destination marketing to other unauthorized purposes, according to Donnelly.

4. VEP Board Meeting location, VEP Board Meeting audio/video recording, VEP Board Meeting public comment timing, Town & County Communication, VEP Board Public Emails

The board agreed that it's time to reconsider these issues, having heard the voice of certain community members and elected officials involved calling for VEP board meetings to be moved back to town hall, to record and broadcast the meetings on audio/video, to put public

comment first again, following through on the quarterly town-county-VEP meetings, and to consider VEP board emails available online as is the case for the Town Trustees and the County Commissioners.

The board agreed to consider these issues as action items at the next board meeting.

The board discussed the logistics of VEP board emails. Lancaster stated that it's easier (and more cost-effective) for staff to gain access to work emails if @visitestepark.com board email addresses are used; "confidential" or "work product" can be placed in the subject line to prevent automatic online access, according to Lancaster, but those emails would still be subject to CORA requests.

The board discussed unintended consequences, i.e., how automatic online access to VEP board emails could lead to less, not more, transparency because fewer board conversations would take place via email and more conversations would take place via phone and text. The board discussed how this issue could be a matter of public perception at the local level when it comes to transparency more than anything else. Kruger noted that posting board emails online is not standard practice for DMOs operating in the highly competitive travel industry. He also expressed concerns about board members misusing online emails to editorialize their individual opinions in the public domain, as Dickey had done recently by publicly emailing town trustees and the mayor, contrary to existing board policy.

**5. CEO Performance Goals:**

Dickey stated that the CEO performance goals are mostly subjective. Lamson clarified that CEO performance goals are normally addressed by the board later in the year.

Holdt stated that the strategic plan and policy-level governance engagement would resolve this issue as both determine the CEO evaluation criteria. The performance of the organization is the performance of the CEO, according to best organizational governance practices, stated Holdt. Shake agreed that there is a reason goals are not too specific.

**6. VEP Board Strategic Plan & Board Process Policy – Sage Consulting Mark Holdt:**

Holdt went through his presentation, and the board contributed their thoughts as he went along. The Board acts as a whole or not at all, according to Holdt.

**7. CEO Update – Financial Report & Updates:**

Fogarty reviewed the current financial situation. VEP is under budget for this time of year. When May is adjusted for late and missing payments, the difference is estimated to be 6.95% higher than last year. YTD adjusted for late and missing payments, the YTD change is estimated to be up about 9.25%. Spring (March – May) adjusted for late and missing payments, the spring season is estimated to be up 6.95%.

VEP recently received re-accreditation from Destinations International. Fogarty asked if the VEP outreach & transparency document needs anything to be added, and no one requested any additions. Fogarty discussed VEP's marketing campaigns and that not all initiatives are about ad conversions. Fogarty explained that it's about brand lift/awareness and VEP does manage conversions. The other side, is the individual businesses selling products & services who are receiving the conversions through the actual sale, yet VEP doesn't have access to that data.

Donnelly asked Fogarty if she provided written guidance to Lamson about how he should respond to questions concerning his conversation with Donnelly after the town-county-VEP meeting. Fogarty replied that Lamson asked her to remind him of what his written statement

was to the newspaper by printing it for him. Lamson wanted to be consistent in response to questions during the board meeting, and so she printed the statement for him beforehand as requested and hand-wrote a note during the meeting, reminding Lindsay to stick to his statement. Donnelly asked Fogarty if she wrote the quote to the newspaper, and she said, "No. That was Lindsay." Donnelly replied, "OK." Lamson confirmed that he was the one who wrote the quote.

**Board Comments:**

Jurgens and Shake stated that they looked forward to positive steps being taken by the board to advance its mission and serve Estes Park. Dickey stated that he was glad that the board was re-considering certain issues.


**Public Comments:**

Michelle Hiland. 1767 Wildfire Road. Hiland stated that she would like to see the board demonstrate greater concern for the public. Art Messal. 1767 Wildfire Road. Messal stated that the meeting was the most unproductive one yet. Carrie Arnold. 750 South Lane. Arnold stated that Messal, Hiland, and the Trail-Gazette do not speak for the public or for her as an individual. Jon Nicholas. 533 Big Thompson. Trust is paramount and can only be built through good communication, according to Nicholas, and the Estes Park Economic Development Corporation fully supports Visit Estes Park's success and its mission and board members need to think about how to support the organization and be cognizant of not undermining the ability of Elizabeth to do her job.

**C. ADJOURN**

Shake moved to adjourn the Board meeting at approximately 4:00 p.m., Jurgens seconded, and the Board approved unanimously.

  
Michael Bodman, Recording Secretary

  
Steve Kruger, Chair

DATE: 9-6-17

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