

# embrace northern colorado

choosing our future

## Members & Board of Directors Meeting Summary

**November 16, 2009**

**4:00 p.m. – 5:30 p.m.**

**UNC Center**

**2915 Rocky Mountain Avenue**

**Loveland, CO**

---

### Members Present:

John Kefalas  
Angie Milewski  
Glenn Vaad  
John Coppom  
Dave Edwards  
Rocky Scott  
Milan Karspeck  
Kim Larson  
Mike Geile  
Teresa Tellechea  
Ed Goodman

### Staff Present:

John Daggett

### Members Absent:

Bill Kaufman  
Louis Swanson  
Gordon Thibedeau

### Guests:

## Call to Order

The meeting was called to order at 4:00 p.m. by Milan Karspeck.

## Welcome New Board Members

The Board extended a hearty welcome to four new Board members: Kim Larson, Mike Geile, Teresa Tellechea, and Ed Goodman. Each Board member introduced themselves and shared something about their background. Gordon Thibedeau was unable able to attend due to a standing conflict on the 3<sup>rd</sup> Monday of the month.

**Approval of Minutes - (October 19, 2009)**

John Coppom moved and Milan Karspeck seconded a motion to approve the minutes from the October 19<sup>th</sup> meeting. The minutes were approved unanimously.

**Meeting Date Change**

Members discussed the next meeting date of the 21<sup>st</sup> of December as being very close to the holiday. It was agreed that the December meeting would be moved to the 14<sup>th</sup> to accommodate more members being able to attend.

Members also discussed examining a change in the scheduled meeting day from the 3<sup>rd</sup> Monday to some other regular day of the month. Most felt the 4:00 – 5:30 p.m. time frame was acceptable. While some members were hesitant to change the meeting schedule, others were willing to explore everyone's schedule.

Daggett pointed out that at least one potential new member has an ongoing conflict on the 3<sup>rd</sup> Monday and may need to withdraw. Daggett said he would explore options with the Chair and use Meeting Wizard to contact Board members if exploring a change in the regular meeting date seemed warranted.

**Budget & Financials**

Daggett reported that as of October 31, 2009 Embrace Northern Colorado had \$2,075 cash on hand, \$7,000 provided YTD in in-kind and pro bono services with ongoing commitments of approximately \$29,000/year, and a \$200,000 executed federal grant contract which is pending for lack of cash match.

Edwards noted and Daggett confirmed that Embrace Northern Colorado needed to begin expending the federal funds within the next several months or lose them. Daggett pointed out

that the contract requires that Embrace Northern Colorado will need to hire staff in order to begin incurring contract eligible expenses.

Vaad reported that one donor contribution is pending and that others have been identified and would be approached soon. He said he would follow up with the donors.

Daggett asked Board members to begin to think about who might be approached for a contribution.

Board members had an extensive conversation about fundraising and the need to pursue cash resources in the near-term. Vaad identified that the Board's goal is to raise \$35k in each of the two counties as part of a strategy to lay a foundation for future collaboration in the region.

Larson asked whether the Board had been approached about contributing. Daggett said that the original members have contributed to the organization through individual "vesting". Daggett said he would follow up with Board members about vesting in Embrace Northern Colorado and provide several ways they might make their donations.

### **Joint Meeting w/Community Foundations**

Daggett reported that he would be making a presentation to the Community Foundation of Northern Colorado's Board of Trustees at a special meeting scheduled for November 19<sup>th</sup>. He encouraged members to attend if they were available.

Daggett also reminded the Board of the rescheduled Joint Meeting between Embrace Northern Colorado and the two community foundations scheduled for December 2<sup>nd</sup>. Daggett reminded the members of the historic significance of the meeting and the hope that the foundations might work together on a joint initiative.

## **Board Nominations**

Daggett reported that Gordon Thibedeau had accepted a Board position, but that there was standing conflict with another organizational meeting that was preventing Gordon from attending. Daggett expressed Gordon's desire to serve and feelings about the importance of the effort.

Coppom shared that he and Daggett would meet with Gene O'Hara the following morning about a position on the Board.

Board members discussed the number of seats available.

The Board asked that the Chair to contact Bill Kaufman about his seat to see whether there was still interest in remaining on the Board. Daggett suggested that Kaufman might be interested in serving as an ex-officio member. Daggett felt that Bill was supportive of the effort, but had limited amounts of time to actively participate. Other members felt that Kaufman's support was invaluable.

Board members felt they could not move forward with additional appointments until the Thibedeau and Kaufman situations were clarified.

## **Election of Board Officers**

The Board discussed holding elections at its December 14<sup>th</sup> meeting. John Coppom and Angela Milewski volunteered to contact the membership and ask for interest in serving as a Board officer. They agreed to meet and compile a slate for the Board's consideration and action at the December meeting.

**Bylaw Changes**

Daggett reported that he contacted the Secretary of State's office and no official action is necessary for nonprofits to do business in Colorado under another name besides the one they are incorporated under. Daggett recommended that no action be taken to change the legal name of Embrace Colorado and that from this point forward the organization could do business as (DBA) Embrace Northern Colorado. The Board agreed. No vote was taken.

The Board reviewed and discussed two primary changes to the Bylaws: that the Board be composed of 1) not less than five (5) and not more than fifteen (15) trustees and 2) a minimum of one-third (33%) of trustees shall reside in Weld County and a minimum of one-third (33%) of trustees shall reside in Larimer County, Colorado.

*Scott gave a motion to approve Amendments to the Bylaws. Coppom seconded the motion and it passed by unanimous vote (11-0).*

**Director's Report**

Daggett reported on attending a international sustainability retreat sponsored by Ecology & Environment in New York State in October.

**Adjourn**

Karspeck adjourned the meeting at 5:46 p.m.