



REGULAR EXPLORE BUTTE COUNTY BOARD MEETING – August 9, 2018

Minutes

1. **Call to Order and Roll Call** – President Spangler called the August 9, 2018 regular board meeting to order at 12:12 p.m. in the EBC Board Room, 326E Huss Lane, Chico.

Directors

Present: Spangler, Franklin, Paragji, Johansson, Saddique

Absent: Smith, Billah

Advisors

Present: Collins, Cameron, MacDonald, Johnson, Tricerri, Torres, Schuster

Absent: Yarbrough

Others:

Carolyn Denero – EBC, Wilma Compton – Oroville Chamber, Erin Morrissey – DCBA, Stephen Cummins – Chico State Public Engagement, Jennifer Macarthy – Butte College, Casey Hatcher – Butte County

2. **CONSENT AGENDA**

A motion was made by Director Franklin and seconded by Director Saddique to approve the Consent Agenda as read.

The motion carried by the following vote:

AYES: Spangler, Franklin, Paragji, Saddique, Johansson

NOES: None

2.1. Approval of Board Meeting Minutes of June 14, 2018

2.2. Approval of June Financial Reports and July Financial Reports

3. **PUBLIC COMMENT**

None.

4. **SPECIAL AGENDA ITEM**

4.1 RECOGNITION OF JENNIFER MACARTHY FOR HER DEDICATION TO BUILDING AND GUIDING EXPLORE BUTTE COUNTY

Jennifer Macarthy was not at the opening of the meeting. The recognition was moved to when Jennifer arrived, between regular agenda items 5.2 and 5.3.

5. **REGULAR AGENDA**

5.1 CONSIDERATION OF BOARD SUPPORT FOR THE RETURN OF COMMERCIAL AIR SERVICE TO CHICO MUNICIPAL AIRPORT

Chico Municipal Airport Manager, Sherry Miller, has asked for a letter of support from the Explore Butte County Board of Directors related to their efforts to return commercial air service to the airport.

A motion was made by President Spangler and seconded by Director Johansson that the Board authorize the President to issue a letter of support on their behalf, for the return of commercial air service to Chico Municipal Airport.

The motion carried by the following vote:

AYES: Spangler, Franklin, Johansson, Paragji, Saddique

NOES: None

5.2 CONSIDERATION OF BOARD SUPPORT FOR THE BUTTE REGIONAL TRANSIT PROJECTS

Butte County Association of Governments (BCAG) is in the process of developing a grant application under the FTA Section 5339 Buses and Bus Facilities Infrastructure Investment Program. The grant application will assist BCAG with capital funding for construction of a New Paradise Transit Center, Electrical Vehicles, and Charging Infrastructure for business and public use.

A motion was made by President Spangler and seconded by Director Saddique that the Board authorize the President of the Board to issue a letter of support on their behalf for BCAG's grant request for assistance with capital funding for construction of a new Paradise Transit Center, Electrical Vehicles, and Charging Infrastructure for business and public use.

Edits offered by Advisor Collins regarding wording of draft letter included in board packet. Edits to be included in final letter of support.

The motion was carried by the following vote:

AYES: Spangler, Franklin, Johansson, Paragji, Saddique

NOES: None

5.3 CONSIDERATION OF ZONE MARKETING POLICY AND PROCEDURE CHANGES

It was determined by the Board that the zone marketing grant process developed and deployed at the beginning of 2018 did not fulfill the intention of the zone marketing grant designation. The Board directed the Zone Marketing

Committee to reconvene to discuss and provide recommendations for updating the process and policies.

A motion was made by President Spangler and seconded by Director Piragji to designate the zone marketing committee as an ad hoc policy and procedure committee.

The motion carried by the following vote:

A YES: Spangler, Franklin, Johansson, Piragji, Saddique

NOES: None

A motion was made by President Spangler and seconded by Director Johansson to authorize Executive Director the approval authority to issue zone marketing grants up to \$5,000, provided the application meets Board approved criteria. All grant requests for more than \$5,000 that meet the established criteria will be presented to the Board for approval at a regular meeting.

The motion carried by the following vote:

A YES: Spangler, Franklin, Johansson, Piragji, Saddique

NOES: None

5.4 CONSIDERATION OF TRADE ORGANIZATION MEMBERSHIP

To stay current on both legislation and destination marketing organization (DMO) best practices, research has been done on multiple destination marketing trade organizations. The Executive Director would gain important insight about DMO trends and legislation by participating in one or more trade organizations. The 2018 budget has a \$4,000 budget item allocated to "Marketing Dues and Memberships" that this item could be funded by.

A motion was made by President Spangler and seconded by Director Johansson to grant approval for Executive Director to join DMA West for an annual membership fee of \$770 to be paid from "marketing dues & memberships" item in budget.

The motion carried by the following vote:

A YES: Spangler, Franklin, Johansson, Piragji, Saddique

NOES: None

5.5 CONSIDERATION TO GRANT EXECUTIVE DIRECTOR BOARD DESIGNATED AUTHORITY AS CHECK SIGNER

Currently the Board President, Vice President and Secretary are signers on the EBC bank account. Article XI, Section 2 of EBC Bylaws directs "Funds". To facilitate business, Executive Director to be added to bank account as a signer in order to operate business as directed by Board.

A motion was made by President Spangler and seconded by Director Johansson to grant EBC Executive Director the authority, as Explore Butte County Board of Director's agent, to be named a signer on the EBC bank account(s).

The motion carried by the following vote:

AYES: Spangler, Franklin, Saddique, Piragji, Johansson

NOES: None

5.6 CONSIDERATION OF EXPLORE BUTTE COUNTY COMMITTEES: TYPES AND MEMBERS

Per Brown Act training at the June Board meeting there has been much discussion about EBC's current committees including what type of committees they are and how they operate. The current Board-discussed committees are: Marketing Committee, Bylaw Review Committee (ad-hoc), Nominations Committee (ad-hoc), Zone Marketing Committee, Finance Committee, Staffing Committee. There is no process in place that invites new Board members or Advisors to join committees. Details of types of committees, current committees and current committee members is available in attached report. The Board of Directors is being asked to make a determination regarding which committees it wants to continue and at what level: ad-hoc, standing or advisory.

A motion was made by President Spangler to appoint an ad-hoc committee to review each current committee, its takes and authorities and bring forth a recommendation to the Board about the designation of each committee and its authority.

The motion did not receive a second and did not carry.

Alternatively it was decided a working group will meet an hour before the next regular board meeting to discuss the committees and make a determination.

5.7 CONSIDERATION OF ADOPTING BYLAW REVISIONS REGARDING 1) FILLING VACATED BOARD OF DIRECTOR SEATS, AND 2) DUTIES OF ADVISORY BOARD MEMBERS

The current bylaws are vague regarding how to fill a Board vacancy mid-term. The Bylaw Review Committee met June 4, 2018 to develop recommendations and discussion for the June 14 board meeting. During the June 14 board meeting the Board offered discussion and direction on how they would like to fill vacancies. Bylaw changes were drafted and posted Tuesday, July 31.

A motion was made by President Spangler and seconded by Director Johansson to leave the bylaws the way they are written regarding the language about filling a vacated board seat. Each board member can bring forward a nomination for appointment to the next board meeting.

The motion carried by the following vote:

A YES: Spangler, Johansson, Piragji, Saddique, Franklin

NOES: None

A motion was made by President Spangler and seconded by Director Johansson that the bylaw revision regarding the additional responsibilities of the advisors be updated in the bylaws as presented.

The motion carried by the following vote:

A YES: Spangler, Johansson, Franklin, Piragji, Saddique

5.8 CONSIDERATION OF BOARD AUTHORIZATION TO HIRE ADDITIONAL PERMANENT FULL-TIME STAFF MEMBER

As Explore Butte County's operations are growing there is a need for an additional staff person to take on marketing duties, including communications, content management on the website, social media and coordinator of the Certified Tourism Ambassador program. By hiring a staff person the expense of contract services can be reduced, and in some cases removed altogether. In addition, minimal administrative tasks would be included in the job description which would allow executive director to focus on out-of-office priorities.

A motion was made by President Spangler and seconded by Director Saddique to authorize Executive Director to recruit and hire a full-time Marketing Communications Coordinator within the next 3 months. The expense to be allocated 85% to marketing and 15% to administration with a maximum annual salary not to exceed \$42,000.

The motion carried by the following vote:

A YES: Franklin, Johansson, Piragji, Saddique, Spangler

NOES: None

6. REPORTS AND COMMUNICATIONS

6.1. **Executive Director Report** *Carolyn Denero*

6.2 **Update on Strategic Objective Tasks** *Nicole Johansson, Bruce Spangler, Carolyn Denero*

6.3 **Certified Tourism Ambassador Program Update** *Dori Franklin*

6.4 **Marketing Committee Update** *Bruce Spangler*

7. ADJOURNMENT – The meeting was adjourned at 1:49 p.m

Next regularly scheduled board meeting: September 13, 2018.