

**Colorado Humanities Board of Directors Meeting
December 4, 2021
Online**

Meeting overview and materials

Board business (page 1).....	Agenda, Minutes
Chair's report (page 1)	
Executive Director's Report (page 1)	
Board Giving (page 2)	
Governance and Nominating Committee (page 3)	Governance Report, Board Term Extension Memo, Board Characteristics
Program Committee (page 4).....	Program Status Report
Marketing update (page 5)	
Finance Committee (page 5).....	Financial Statement 10 31 21
Development Committee (page 6).....	FY21 & FY22 Fundraising Status

Actions taken

- Approval of the agenda (page 1)
- Approval of the September 11, 2021 Board meeting minutes (page 1)
- Approval of Board term extensions (page 3)
 - Foxie Mason
 - Adrian Miller
 - Melora Bentz
 - Will Holden
 - Bill Philpott
- Approval of election schedule (page 3)

Assignments/Directives

- | | |
|--|-----------------------|
| <input type="checkbox"/> Contact Coval to participate in Humanities on the Hill (page 2) | Board |
| <input type="checkbox"/> Participate in personal year-end fundraising efforts (page 2) | Board & Staff |
| <input type="checkbox"/> Add to/revise board characteristics documents (page 3) | Best/Staff |
| <input type="checkbox"/> Discuss give/get in light of revised election schedule (page 4) | Gov. & Nom. Committee |

Next meeting

March 5, 2022

**Colorado Humanities Board of Directors Meeting
December 4, 2021
Online**

Present: Lee, Bentz, Best, Brendza, Cordova, Dadone, Fajardo, Hoeven, Holden, Kalish, Keith, Mason, Miller, Philpott, Schincke

Absent: Jones, Koehler, Montgomery

Staff: Coval, Albright, Jones, Tucker

1. **Optional icebreaker (Lee)**
2. **Welcome and videoconferencing guidelines (Lee)**
3. **Approval of agenda (Lee)**

Motion by Kalish to approve the agenda.

Seconded by Miller

Vote: Unanimously approved

4. **Approval of minutes of the September 11, 2021 Board meeting (Lee)**

Motion by Dadone to approve the minutes of the September 11, 2021 Board meeting.

Seconded by Philpott

Vote: Unanimously approved

5. **Chair's report (Lee)**

- a. **Board members' recent activities**

Lee thanked board members for their recent activities. She noted that board alumni Paulette Tate, and Claire Garcia have continued participation on the Changing the Legacy of Race & Ethnicity planning committee, and Michel Dahlin has helped make thank-you calls to FY2021 donors.

- b. **Future board meetings**

Lee discussed the possibility of in-person board meetings in the future. She had recently attended a COVID advisory meeting organized by the Governor's office, where attendees were strongly encouraged to continue meeting online for the foreseeable future. The primary objective of any decision is to keep participants safe. Board meetings will continue to be held online with the goal of resuming in-person meetings with hybrid options as soon as possible. Plans will be determined on a meeting-by-meeting basis.

6. **Executive Director's report (Coval)**

Coval thanked Lee for her recent activities.

a. NEH update

There has not yet been approval of a FY2022 NEH budget. The full award will be an increase over FY2021. A Continuing Resolution (CR), which provided CH with \$146,000 prior to a budget approval, extends from October 1 through December 3. CH received its first release of funds from that CR two days ago. An active line of credit is available at Vectra Bank if funds are needed before CR funds are available. A second CR will extend to February 18.

The NEH chair position is open. The appointment will be made by the Senate Health and Education Labor Committee.

CH has been randomly selected for a desk audit of the FY2020 audit. A list of questions was forwarded to CH's auditor. Responses were submitted to NEH on November 18. There has not been any follow-up response from NEH as yet.

b. National Humanities Conference - invite reports

Lee reported on a session she attended on social justice in public spaces, which talked about how the Jewish Museum and Tenement Museum in New York widened their diversity experiences. Tucker related that the equity in grantmaking conversation she attended emphasized that "equity is a journey" developed by building trust, and remaining in communication. Coval reported that about 800 people attended online. She joined a conversation that explored the connection between the humanities and the cultivation of knowledge and empathy.

c. Other

Humanities on the Hill, the annual Congressional communications effort, is scheduled for March 8-10. It is currently being planned as an in-person event, but could change to online as it did last year. Any board members interested in participating should contact Coval.

There are staff positions open for the Colorado Center for the Book Coordinator, the Conversations Programs Coordinator, and the History Programs Coordinator. Multiple applications have been received for the first two positions, some which may be relevant to the History Coordinator, which has not been posted, yet.

7. Board giving update and board pledges for FY2022 (Holden)

125% of the overall FY2021 fundraising goal has been raised, although not all itemized goals were met. The greatest deficit is in board giving, which fell short of the \$15,000, plus \$5,000 additional challenge goal. \$11,000 was received. Eight board members fell sort of their personal obligation. Holden encouraged better response in FY2022. He reviewed the Board giving obligation and ways Board members can meet it.

Board pledge forms will be distributed in January. 100% participation is encouraged, and needed, to demonstrate commitment of the Board to funders. Space on the form will be added for board members to list talents, skills, and services they intend to donate.

8. Governance and Nominating Committee (Best)

a. Extension of terms

In prior years, the nominations process has been a constant project, with new board members being elected throughout the year. The Governance and Nominating Committee proposes a revised process where new board members are elected only in June. In order to facilitate the launch of the new process, it is proposed that the terms of all board members whose terms expire before June be extended through the June 2022 board meeting. The five board members effected by the change have all agreed.

Motion by Best on behalf of the Governance and Nominating Committee to extend the current board membership terms of Foxie Mason, Adrian Miller, Melora Bentz, Will Holden, and Bill Philpott through the June 4, 2022 board meeting.

Vote: Unanimously approved

b. Election schedule proposal

CH bylaws allow for a maximum of 20 board members and state that membership begins immediately upon election. The Governance and Nominating Committee proposes a new election process in which they will present a roster of candidates for review at March board meetings, or at the latest, electronically in April or May. The Board will vote on their intention to elect, or have the opportunity to raise concerns. Approved candidates will be invited to attend the following June board meeting. Candidates will be dismissed during the election which occurs at the end of the June meeting, then invited back to the meeting after the vote and welcomed to the board. Retiring members terms end after the election. Election of members who are seeking a second term will occur at the same time as the election of new members.

Motion by Best on behalf of the Governance and Nominating Committee to adopt and implement the revised nominations and election process as outlined.

Vote: Unanimously approved

c. Board characteristics

The Committee has compiled a list of desired board skills/characteristics. Board members completed a survey identifying two talents which they bring to the Board. After discussion, it was decided that non-profit experience and writing/authorship or publishing should be added.

Geography and diversity requirements are important considerations, but are not included on the list. NEH requires some board members with an academic background in the humanities, but it does not define, nor quantify the requirement. It was suggested that all desired characteristics be listed in a document for reference when suggesting and reviewing candidates. The Committee will incorporate feedback, and bring a revised document to the March board meeting. Best will distribute a list of skills sought in 2022 candidates

- d. **Bylaws review plan**
The Governance and Nominating Committee will review the CH bylaws during the next few months. They were last amended in 2012. It was suggested that the Committee discuss prorating give/get requirements if board members are to be elected six months into the fiscal year. The Executive Director succession plan will be updated if necessary.
- e. **Other**
The Committee is working to expand outreach for board prospects in order to welcome broader perspectives, rather than replicating the current board profile. Information has been added to the CH website, and distributed in the e-newsletter and on social media.

9. Program Policy and Evaluation Committee (Philpott)

a. **Program status report (Jones)**

Philpott presented the Program Status Report, which is current through fiscal year-end 2021. Although lengthy, the new design is intended to be more useful, and to show trends. The last pages provide a digest of CH major objectives. Philpott urged board members to review the document in depth individually. Tracking of geographic reach was requested for mapping, and in anticipation of the self-assessment.

In this time of transition from COVID restrictions, the Program Committee has been discussing the effectiveness of online implementation moving forward. Dwindling attendance suggests that the public may be suffering from “Zoom fatigue.” The Committee is questioning how to revive the energy of in-person events while maintaining the reach possible with online broadcast. Developing new local partners and encouraging a more reciprocal relationship may help. A CH packet to partners detailing how to help promote events was recommended.

Recent program highlights:

- Changing the Legacy of Race & Ethnicity remains the most active program. Live participation is dropping, although not due to a lack of program quality or marketing. The next events are “Cutting Edge Leadership” on February 1, and a panel on Indigenous Peoples sometime later in February. The advisory committee could become a model for other programs.
- Translation of the Motherhead/Fatheread Colorado curriculum into Spanish has extended the reach.
- CSU continues to manage the Colorado Encyclopedia. Public use of the site has increased significantly while students have been learning at-home.
- There was a dramatic reduction in attendance at History Alive! Colorado West Chautauqua and High Plains Chautauqua (HPC).
- History Live Durango events were delivered live, in-person, and hybrid. Attendance was close to 2019 in-person figures.

b. **COSHARP Grants Committee report (Kalish)**

In 2020, CH disbursed \$450,000 in CARES Act funds. The process developed for that initiative was refined to distribute \$725,000 of NEH American Rescue Plan funds in 2021. The Grants Committee contributed a significant amount of time and effort. 97

applications were reviewed. The top 10 awardees received 100% of their request, the next 20 received 90%, and the last 20 received 80% of their request. More than half of the recipients have annual budgets of \$300,000 or less. A list of the recipients is on the CH website. A second round of funding is for recipients who participate in the social media challenge. Twenty-two organizations have entered the social media challenge. Those entries will be reviewed by the Grants Committee before the end of December. The process could be used as the foundation for re-establishing an ongoing grant-making program.

c. **Developing regional humanities networks (Mason, Brendza)**

Rather than simply providing funds, CH wishes to establish deeper relationships that will help engage others in CH's mission. Regional networks can help. They should be created in areas where people relate geographically, and the inclination of people to share and collaborate already exists. Local CH board members should take a leadership role. Mason is helping the Program Committee with the development process. Brendza has agreed to help launch a network in her area.

d. **Preparing for next NEH self-assessment information**

NEH requires humanities councils to perform a self-assessment every 5 years. CH's next assessment will be in 2023. Preparation typically takes 9-12 months. The Program Committee will begin to work on this in early 2022 and will bring more information to the March 5, 2022 board meeting.

10. Marketing update (Holden)

COSHARP funds were set aside for sub-recipients who participated in a social media challenge. Participants were to submit a video to CH's Facebook page, and were challenged to drive engagement and garner the most likes. 22 videos with high quality story-telling were submitted.

Jones and Holden are looking for ways to expand CH's marketing reach. Betsy Lopez has been hired by CH as the new marketing coordinator. The CH brand video has been released for a soft launch on the CH homepage. Staff will soon begin sending out the Motherread/Fatheread Colorado video to recruit participants.

11. Finance and Infrastructure Committee (Dadone)

a. **Audit schedule (Coval)**

The FY2020 audit is scheduled for February 22. The final report will be presented at the June board meeting.

b. **FY2021 financial status (Coval)**

Page 3 of the 2021 year-end financial statement shows total assets of \$1.8 million. NEH SHARP funds have been awarded to CH, but our sub-awards were all made in FY2022. Page 7 demonstrates that the organization has finished the fiscal year at 99% of the budgeted income, and 87% of the budgeted expenses.

- c. Investment and endowment funds report
There has been a positive change of \$18,000 in Schwab investments between October and November, and a \$49,000 total increase over the course of the year. The account receives quarterly attention from fund managers. There is currently \$13,000 in a cash account. The Finance Committee recommends that the cash funds be invested. Administration fees at Community First Foundation are quite high, to the extent that they have negated any return on investment. The Committee is in agreement that funds should be moved from CFF to CH's Schwab account. A percentage of the original investment was matched. Match funds totaling \$12,000 will be forfeited if the account is closed.

Cordova and Keith both volunteered to facilitate conversations with other investment companies if desired.

- d. Investment policy review
The Finance Committee will review the investment policies to see if there is a need for any revision.

12. Development and External Affairs Committee (Holden)

- a. Fundraising status report (Coval, Tucker)
Tucker noted that Board giving for FY2021 has increased since she shared figures with Holden for his report. 125% of the overall FY2021 fundraising goal has been met.

38% of the fundraising goals for programs, and 35% of the overall goals have already been met for FY2022. If Black History Live is to move forward, the funding deadline is January 15.

The Committee has given itself a February deadline for plans to advance its goals.

- b. Year-end appeal and Colorado Gives Day (CGD)
The annual appeal letter has regenerated \$1,700 to date. \$1,000 has come in for High Plains Chautauqua. \$700 has come in through Colorado Gives Day. Holden reviewed a 5-minute tutorial he has sent on how to set up a personal CGD campaign on CH's CGD page. Competition surrounding CGD dilutes the impact of Community First Foundation match funds. On average, CH receives less than \$300 in match funds, but, with Board help, CH does capitalize on the heightened awareness CGD brings to year-end giving opportunities.
- c. Humanities subscription activities
The Development Committee is exploring a fundraising program that provides exclusive content to paid subscribers. Coval, Tucker, Hoeven, and Holden recently learned from a meeting with CSU leaders of a similar program. The Development Committee will continue to explore the idea in FY2022. They will gather donor reactions to the idea of such a program.

13. Other business

There was no other business.

Adjourned.

The Board of Directors Minutes have been approved by the Board, and signed on this 12th day of March, 2022.

by: 
Margaret A. Coval
Executive Director, Corporate Secretary
Colorado Humanities