

SCFD BOARD OF DIRECTORS MEETING

January 28, 2016

1:00 pm

Aurora History Museum

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Treasurer Hal Logan, Rob Johnson, Kathy Imel, Councilwoman Kendra Black, Peggy Lehmann, Damon O. Barry and Kathryn Spuhler

SCFD staff present: Executive Director Peg Long, Program Manager Jessica Kato, Program Associate Iris Gregg, and Program Assistant Clara Nulty

1. Introductions and Quorum Determination

Dan Hopkins called the meeting to order at 1:07 pm followed by introductions. A quorum was present.

2. Welcome by Aurora History Museum

Jessica Lira, Curator of Education at the Aurora History Museum, welcomed the Board and invited all to view the three free exhibits in the Museum, including a restored 1913 Trolley Trailer. It is the 125th anniversary for the founding of Aurora and there are activities planned for the year to coincide with the anniversary. Jessica Lira thanked Councilwoman Kendra Black for introducing her to National History Day which led to The City of Aurora and the Aurora History Museum becoming the regional coordinators for the National History Day Contest for Aurora Public Schools.

3. Review & Approval of Agenda

Damon Barry motioned to approve the agenda. Peggy Lehman seconded. Motion passed.

4. Approval of November 19, 2015 Board Minutes

Kathy Spuhler motioned to approve the minutes. Rob Johnson seconded. Motion passed.

5. Approval of Public Meeting Notice

5.1 Resolution 16-1: Pertaining to Posting of Public Meeting Notices

Dan Hopkins introduced Resolution 16-1: Pertaining to Public Meeting Notices. Kendra Black motioned to approve the resolution. Kathy Spuhler seconded. The resolution was approved.

6. Reports

6.1 Treasurer

Hal Logan reported that the November 2015 SCFD sales and use tax revenue was \$4,502,429.37. The 2015 year-to-date (YTD) sales and use tax revenue is \$49,512,713.59. This compares to YTD 2014 revenue of \$46,704,537.79. The variance is \$2,808,165.80, a 6.01% increase in YTD 2015 over YTD 2014. SCFD is receiving 10 basis points above the Colotrust Plus average 30-day yield on deposits at Colorado Business Bank.

6.2 Chairman

Dan Hopkins updated the Board on the process regarding the Board's Priority Issues for 2016. This is the beginning of the process and a great deal more work has to be done including reaching out to the county cultural councils, Tier III organizations, and the entire SCFD community so that it is clearly understood that diversity is a board priority. Dan Hopkins and Peg Long met with Malik Robinson and Tony Garcia to discuss how this board can continue to move forward on the priority issue of diversity, including key points regarding an organization's health, diverse employment, SCFD mentorship, obstacles in applying, Board expectations for organizations, and inclusiveness towards other representatives of the community. Action items include meeting with representatives of the community, including foundations and developing a plan to bring to the Board.

6.3 Executive Director

6.3.1 2015 Eligibility Report

Eligibility report by Jessica Kato. A total of 34 applications were processed. Eleven organizations were found eligible, eight applications were late or incomplete and fifteen organizations were found ineligible. The primary reasons organizations were found ineligible are:

1. Did not meet primary purpose
2. Did not meet organizational/financial capacity

3. Did not meet the three years of doing programming for the public as a 501(c)(3) rule

6.3.2 2016 Disclosure Forms

Board members were asked to read the conflict of interest script and sign the annual Disclosure Forms.

6.3.3 2016 Economic Outlook Summary

Board members were provided with an Economic Outlook Summary. The general Colorado economy and the metro economy are doing very well. The Federal Reserve did not raise interest rates. The Administrative budget indirectly relies on the money from the interest rate. The Denver Metro Area has seen an overall increase of 6% in revenue. The SCFD budget is projected to increase at a normal 3-3.5%. If the price of a barrel of oil continues to remain low for an extended period of time, the metro area will feel the economic impact through reduction of drilling activities and loss of jobs with good wages. This could translate to less spending and lower sales tax revenue.

6.3.4 Proposed Policy Process to Implement Requested Statutory Changes

Peg Long reported that a majority of the proposed statutory changes will have the effective date of January 1, 2017. The increase in administrative allocation from .75% to up to 1.5% will be effective upon passage. Changes involving Tier II distribution formulas will become effective January 1, 2018 and the funding formulas between each Tier will be effective beginning July 1, 2018. Peg Long informed the Board on the policy work that will need to be completed by staff and the Board in 2016. The discussion included defining the statutory disciplines, determining an equitable Tier II funding formula, defining regional impact, and developing a resolution to exclude certain categories from eligibility for funding. All of these policies will need to take effect January 1, 2017.

7. Other Matters (new/old business)

Kathy Spuhler reported the Teen Council met on January 10 at MCA Denver. The council has added a page on the SCFD website and is accepting applications for additional members. The council intends to introduce themselves to the Board and send an eblast to all SCFD funded organizations about the opportunity to join the council.

8. Public Comment

Steve Wilson, Executive Director of MACC, reported the Denver Jewish Film Festival will be honoring SCFD with the Cultural Achievement Award on February 10.

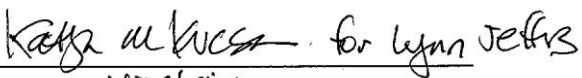
9. Executive Session pursuant to C.R.S. §24-6-402(4)(b) to receive legal advice concerning the Colorado Fair Campaign Practices Act, C.R.S. §1-45-101, et seq. and the Colorado Concealed Carry Act, C.R.S. §§18-12-201-214.

Dan Hopkins read the executive session announcement at 2:19pm. The Board moved into Executive Session. The public meeting resumed at 3:27pm.

10. Adjournment

The meeting was adjourned at 3:29pm.

ATTEST:


Secretary *Vice Chair*

SCFD BOARD OF DIRECTORS MEETING

February 25, 2016

1:00 pm

Mamie Doud Eisenhower Public Library

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Secretary Lynn Jeffers, Rob Johnson, Kathy Imel, Elaine Torres, Councilwoman Kendra Black, Peggy Lehmann, Damon O. Barry and Kathryn Spuhler.
SCFD Board members absent: Hal Logan

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy M. Sarka, Program Associate Iris Gregg, and Program Assistant Clara Nulty.

1. Introductions and Quorum Determination

Dan Hopkins called the meeting to order at 1:07 pm followed by introductions. A quorum was present.

2. Welcome by Broomfield Cultural Affairs Division

Cheryl German welcomed the Board to Broomfield and introduced Deven Shaff, Broomfield County Cultural Council Vice Chair. Deven spoke about Broomfield's accomplishments in 2015 including the Broomfield Arts and Culture Master Plan, the thirtieth public art installation, hosting Broomfield's sister city and plans for 2016 which include a lantern parade and additional public art in a city building to be opening in April.

3. Review & Approval of Agenda

Elaine Torres motioned to approve the agenda. Lynn Jeffers seconded. Motion passed.

4. Approval of January 28, 2016 Board Minutes

Damon Barry motioned to approve the minutes. Rob Johnson seconded. Motion passed.

5. 2015 Final Distribution

5.1 Resolution 16-2: Pertaining to Adjustment of the Appropriation and Distribution of 2015 Revenue Collected

This resolution reflects the required adjustments from the board's projected fiscal year 2015 revenue and the actual fiscal year 2015 revenue received. Peg Long reminded the Board that Tier I and Tier II receive the actual revenue received during the fiscal year and Tier III revenue difference will roll into the next year for distribution.

Kathy Kucsan read the resolution. Damon Barry motioned to approve with corrections Resolution 16-02: Pertaining to Adjustment of the Appropriation and Distribution of Revenue Collected. Peggy Lehmann seconded. The motion passed.

6. Reports

6.1 Treasurer

On behalf of Treasurer Hal Logan, Vice Chair Kathy Kucsan reported the December 2015 SCFD sales and use tax revenue was \$5,246,152.95. The total Fiscal Year (FY) 2015 sales and use tax revenue is \$54,758,866.54. This compares to FY 2014 revenue of \$52,059,245.17. The variance is \$2,699,621.37, which is a 5.19% increase in FY 2015 over FY 2014. The Colotrust rates have slowly but steadily increased over the past year. SCFD is receiving 10 basis points above the Colotrust Plus average 30-day yield on deposits at Colorado Business Bank.

6.2 Chairman

Dan Hopkins updated the Board on SB 16-016 which passed out of the Senate un-amended on a vote of 28 to 6, indicating a strong endorsement from the Senate. Senate President and SCFD bill co-sponsor, Senator Cadman made it clear that the Senate would not be open to House amendments. Both Senator Pat Steadman and Senator Cadman did exemplary jobs in explaining the bill and representing SCFD. Members of the Board have met with House Majority Leader Representative Duran, who has concerns about the Bill and will be considering amendments in the House, but there is nothing definitive at the moment. The Bill is now moving to the House. The Board remarked on the process and the importance of continuing to get the facts about SCFD out to the public.

Dan Hopkins reported to the Board about the most recent meeting with representatives of organizations of color to discuss diversity and equity. Diversity is broadly interpreted to include, among other categories, race, ethnicity, age, gender, physical and mental disability, and financial situation and technical skill. Items discussed were that the plan to address

these issues must be substantive, the Board's need to develop and express clear expectations regarding diversity practices and implementation, the possibility of requiring organizations to have diversity statements and to self-report on diversity, the need to define diversity and engagement, and the need to be reflective of what the community and needs are today. Action may include meeting with the county cultural councils to discuss diversity and its importance and may include workshops, trainings or other resources. As additional funding for Tier III becomes available, how do we assure that organizations of color are identified and mentored? Working capital is a primary need of existing organizations of color for sustainability and opportunity to thrive. There is a need to develop an assessment survey of the current diversity status of each organization's staff, board, volunteers, and audiences. A Board resolution is necessary to codify the Board's intention and direction going forward in coming years. Peg Long was tasked to start looking at language to support this resolution. The Board then discussed the importance, timeliness, and impact of this priority issue. Another meeting is scheduled on March 11th at Su Teatro.

6.3 Executive Director

6.3.1 2015 CPI Report and 2016 Tier II Threshold

Peg Long reported as required by C.R.S. §32-13-107(3)(b)(I)(C), the Tier II qualifying threshold is adjusted each year by the annual percentage change in the Denver-Boulder-Greeley Consumer Price Index (CPI) for all urban consumers, all goods, as published by the United States Department of Labor Bureau of Labor Statistics. According to information released by the BLS on January 20, 2016, for calendar year 2015, the CPI was 1.4%. The 2016 threshold for all organizations to qualify for Tier II is \$1,578,684.39.

SCFD staff and Tier III organizations have had significant issues with the online grants management system provided by WESTAF. Staff has been working with WESTAF to correct these issues as quickly as possible. The first Tier III Grant Application deadline is March 8.

SCFD applied to the Special District Association of Colorado to be awarded one of a handful of cyber security assessments and was just notified that we have been chosen to be one of the recipients. The assessment process will occur in late April. The value of the assessment exceeds \$5,000. The report will be shared once it has been received, which will be approximately early summer.

7. Other Matters (new/old business)

Damon Barry asked what the Board's role in the campaign is. Dan Hopkins informed the Board that Peg Long and he have been attending CATZ meetings and conference calls. CATZ is in charge of the campaign and there will be a point where there will not be any Board involvement. CATZ has also compiled many resolutions of support from the community.

Kathy Spuhler reported the Teen Council met on February 7th at the Butterfly Pavilion. The teen council application is available on the SCFD website for any teen who would like to apply. SCFD staff sent an eblast out to notify all organizations of this opportunity. The Teen Council plans to volunteer at organizations' free days.

Kathy Spuhler thanked Chairman Dan Hopkins for all of the time he has put in leading up to the SCFD Renewal vote.

Dan Hopkins mentioned that he will be asking members of the Board to serve on the search committee for a new Executive Director, as Peg Long previously disclosed she will be retiring from SCFD at the end of the year.

8. Public Comment

There was no public comment.

10. Adjournment

The meeting was adjourned at 2:22pm.


Secretary

SCFD BOARD OF DIRECTORS MEETING

March 24, 2016

1:00 pm

Highlands Ranch Cultural Affairs

Eastridge Recreation Center

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Treasurer Hal Logan, Secretary Lynn Jeffers, Rob Johnson, Kathy Imel, Elaine Torres, Councilwoman Kendra Black, Peggy Lehmann, Damon O. Barry, Ann Speer, and Kathryn Spuhler.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy M. Sarka, Senior Program Manager Jessica Kato and Program Associate Iris Gregg.

1. Introductions and Quorum Determination

Dan Hopkins called the meeting to order at 1:12 pm followed by introductions. A quorum was present.

2. Welcome by Highlands Ranch Cultural Affairs

Jerry Flannery, CEO, welcomed the Board to Eastridge Recreation Center and spoke about Highland Ranch Cultural Affairs' accomplishments made possible with the assistance from SCFD. The Cultural Affairs Division was founded in 2001 and has a public art program that includes a piece that is currently in front of the Eastridge Recreation Center.

3. Oath of Office: Ann Speer, Douglas County Appointee

Dan Hopkins swore in Ann Speer, Douglas County Appointee, to her first term. Ann Speer served several years as the chair of the Douglas County Cultural Council and is now being welcomed as a Douglas County Appointee.

4. Oath of Office: Rob Johnson, Jefferson County Appointee

Dan Hopkins swore in Rob Johnson, Jefferson County Appointee, to his second term.

5. Approval of Agenda

Elaine Torres motioned to approve the agenda. Peggy Lehmann seconded. Motion passed.

6. Approval of February 25, 2016 Meeting Board Minutes

Lynn Jeffers motioned to approve the minutes. Rob Johnson seconded. Motion passed.

7. Reports

7.1 Treasurer

Hal Logan reported the January 2016 SCFD sales and use tax revenue was \$4,152,331.07. This compares to January 2015 sales and use tax revenue of \$4,129,299.92. The variance is \$23,031.15. This is a .005% increase in year-to-date (YTD) 2016 revenue over YTD 2015, which means revenue was essentially flat.

7.2 Chairman

No comment.

7.3 Executive Director

6.3.1 2015 CPI Report and 2016 Tier II Threshold

Peg Long reported that this is the month for Tier III grant deadlines. There are 94 multi-county applicant organizations, which is the largest number in SCFD history. Thus far 233 organizations have submitted applications and there are currently 18 more in progress. The assistance the staff has provided to organizations includes webinars, trainings, e-blasts, and personal reminder phone calls. This year 37 out of 38 organizations

that were deemed incomplete, were able make corrections and resubmit complete applications on time because of personal phone calls notifying them of errors. Staff has been working on financial reviews of the applicants to aid County Cultural Council with their reviews.

Tier I Certification deadline is April 8.

Following next week's scheduled meeting with members of the Board, Malik Robinson, and Tony Garcia regarding the ongoing discussion on diversity and inclusiveness, Peg Long will submit a proposal for developing a diversity profile to the Board, which will be discussed at the April Board Meeting.

8. Honoring Kathryn Spuhler for six years of service to SCFD

Kathryn Spuhler served six years on the SCFD Board. Her term ended due to term limits. The Board read a proclamation honoring Kathryn. Dan Hopkins invited the Douglas County Commissioners, the Douglas County Cultural Council and the audience to share their thanks. A few of the statements of thanks included: Her passion, dedication, work, and expanding the horizons within Douglas County. Kathryn thanked the Board, staff and the Douglas County representatives for the kind words.

9. Public Comment

Kathy Spuhler reported the Teen Council met on March 13th at Hudson Gardens. Rob Johnson will be the new Board Liaison for the Council. The Teen Council received 13 applications and they are the most diverse applications they have received yet. The Council will conduct interviews and hopes to have at least two representatives per county.

10. Executive Session pursuant to C.R.S. §24-6-402(4)(b) to receive legal advice regarding TABOR requirements and SB 16-16 and Special District Election Requirements; to receive legal advice on specific legal questions and to discuss pending TABOR litigation

Damon Barry motioned to move into Executive Session. Elaine Torres seconded. Motion passed.

Dan Hopkins read the executive session announcement at 1:40pm. The Board moved into Executive Session. The public meeting resumed at 3:20pm.

11. Other Matters (new/old business)

11.1 Resolution 16-03: Pertaining to Board Initiatives Regarding Diversity and Inclusion Pursuant to C.R.S. §32-13-107(3)

Dan Hopkins reminded the Board about the ongoing conversations with members of the public regarding diversity and inclusiveness. Peg Long spoke that this has been an ongoing effort since last June's Board resolution regarding Tier I and Tier II discretionary funds being more focused. This resolution reflects the Board's priority of focusing specifically on diversity and inclusiveness, engaging in the conversation that is also occurring at the national level, and making sure SCFD recognizes and respects that every single citizen is able to engage in meaningful cultural programming. This recognizes the language the board adopted for the Tier I and Tier II certification reports, the board's commitment to work with other cultural funders to create a cultural alliance, and commitment to dedicate funds outside of the sales and use tax revenue to encourage diverse programming. Several Board members spoke on behalf of the importance of the resolution.

Kathy Kucsan motioned to approve Resolution 16-03. Kendra Black seconded. Motion passed.

Dan Hopkins requested that SCFD Attorney Alan Pogue explain the Letter of Intent (LOI) addressed within Resolution 16-03. The Tier I organizations would release funds to a community foundation that would administer the funds to the awarded applicants. The LOI is in draft form at this time. Alan Pogue read a support letter from the Denver Zoo.

Dan Hopkins welcomed any comments from the audience. Questions about the Letters of Intent and allocations serving all counties were answered. Brian Vogt, Denver Botanic Gardens CEO, expressed thanks to the Board and to FACE and spoke about the importance of diversity.

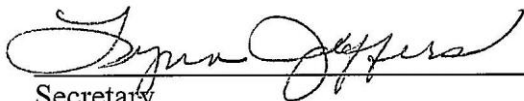
The Board thanked the Tier I organizations for their support and spoke about the importance this will have within the community.

Damon Barry motioned to accept the Letter of Intent, as amended with Dan Hopkins having the administrative power for decision making regarding the LOI. Rob Johnson seconded. Motion passed.

Jim Harrington, CATZ, thanked everyone involved and said that the SCFD Bill is now in a good position for ballot approval.

12. Adjournment

The meeting was adjourned at 3:57pm.


Secretary

SCFD BOARD OF DIRECTORS MEETING

April 28, 2016

1:00 pm

Northglenn Arts and Humanities Foundation

Northglenn Recreation Center

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Treasurer Hal Logan, Secretary Lynn Jeffers, Rob Johnson, Kathy Imel, Elaine Torres, Councilwoman Kendra Black, Peggy Lehmann, Damon O. Barry, and Ann Speer.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy M. Sarka, Senior Program Manager Jessica Kato, Program Associate Iris Gregg and Program Assistant Clara Nulty.

1. Introductions and Quorum Determination

Dan Hopkins called the meeting to order at 1:03 pm followed by introductions. A quorum was present.

2. Welcome by Northglenn Arts and Humanities Foundation

Michael Stricker, Director, welcomed the Board to Northglenn Recreation Center and spoke about the accomplishments made possible with the assistance from SCFD. The Northglenn Arts and Humanities Foundation was founded in 1990. The organization offers several theatre programs to accommodate all age groups, summer concerts and movies, and has also invested in public art for the city.

3. Approval of Agenda

Kathy Imel motioned to approve the agenda. Elaine Torres seconded. Motion passed.

4. Approval of March 24, 2016 Meeting Board Minutes

Rob Johnson motioned to approve the minutes. Lynn Jeffers seconded. Motion passed.

5. Resolution 16-04: Pertaining to 2016 Tier III Budgeted Distributions

Hal Logan read the resolution with each county Board representative reading his/her county's allocation amount. Peggy Lehmann motioned to approve Resolution 16-04: Pertaining to 2016 Tier III Budgeted Distributions. Kendra Black seconded. Motion to accept the resolution passed.

6. Reports

6.1 Treasurer

Hal Logan reported the February 2016 SCFD sales and use tax revenue was \$4,001,028.17. The 2016 year-to-date (YTD) revenue is \$8,153,359.24. This compares to YTD 2015 revenue of \$8,010,449.85. The variance is a 1.78% increase in YTD 2016 over YTD 2015.

6.2 Chairman

Dan Hopkins informed the Board of the memorial service honoring Sheila Mieger that took place on Wednesday, April 27. He read an email from Bob Grant, which stated "Sheila embodied the heart and soul of SCFD and she was the engine that made it hum." This was followed by a moment of silence. Peg spoke about the memorial fund established at the Denver Botanic Gardens in her honor.

Dan Hopkins asked Kathy Imel, chair of the Executive Director Search Committee to speak about the process the committee has established. An RFP has been prepared and will be issued tomorrow to hire a search firm to screen candidates. Several potential firms have been identified. The firm will be selected by June 2. The selected candidate to fill the executive director position will have the intended start date of December 1. An audience member asked if the search process would allow for public input. Kathy Imel said the group had met once and has not yet discussed that aspect.

Dan notified the Board that with the passage of Senate Bill 16, the administration percentage has increased to 1.5% from .75%. Collection at the higher rate can begin immediately after the governor's sign the bill into law, which is planned for Friday April 29. A budget revision meeting will take place on May 13 and the Board will receive the amended budget in June.

The Board has the responsibility and the authority to refer the new allocation formula and extended sunset date to the voters, which the Board will do in May by adopting a resolution. The Board will then have to meet other statutory or state regulated deadlines leading up to the November election. Compliance with the Fair Campaign Practices Act begins next month for Board and staff. CATZ is the campaign entity and will be in charge of campaign.

A question from the audience was asked about how election costs will be collected. Peg Long replied that the costs charged by the county clerks in each of the seven counties in the district may be deducted from the sales and use tax revenue prior to distributing the revenue to recipient organizations.

6.3 Executive Director

Peg Long reported that staff has completed about 80% of the Tier III financial reviews and summaries for council interviews that began in April. The remainder will be completed within the next 2 weeks. Interviews run through the first week of June.

Tier I Certification Report deadline was April 8 and all 5 certification reports were received. The organizations will present their reports next month.

The diversity profile of SCFD organizations concept that was mentioned last month has been put on hold. Three of the arts funding organizations in the metro area, Bonfils-Stanton Foundation, Arts & Venues Denver, and the City of Boulder Cultural Division, will be conducting a feasibility study to determine if the creation of a regional cultural or creative alliance in the Denver metro area makes sense. A common priority for funders is assessing the current status of diversity and promoting greater diversity in the cultural sector.

7. Public Comment

Steve Wilson, MACC, reported SCC will be making at least a \$500 donation to Sheila Mieger's Memorial Fund. Dan Hopkins thanked SCC for their generous contribution.

Members of the audience asked questions regarding the recent Memo of Understanding for Tier I organizations and clarification regarding the diversity narrative in application forms.

8. Other Matters (new/old business)


Damon Barry complimented Kathy Imel on educating the public at a Coffee with the Mayor event in Northglenn.

Rob Johnson updated the Board on the Teen Council's new members.

Kathy Imel complimented Denver Botanic Gardens' efforts for the pilot program outreaching to diverse communities.

12. Adjournment

The meeting was adjourned at 1:39pm.


Secretary

SCFD BOARD OF DIRECTORS MEETING

May 26, 2016

1:00 pm

Denver Center for Performing Arts

Helen Bonfils Theatre Complex

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Treasurer Hal Logan, Secretary Lynn Jeffers, Rob Johnson, Kathy Imel, Elaine Torres, Councilwoman Kendra Black, Peggy Lehmann, and Damon O. Barry.

SCFD Board members not present: Ann Speer.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy M. Sarka, Senior Program Manager Jessica Kato, Program Associate Iris Gregg and Program Assistant Clara Nulty.

1. Introductions and Quorum Determination

Dan Hopkins called the meeting to order at 1:01 pm followed by introductions. A quorum was present.

2. Welcome by Denver Center for Performing Arts

Scott Shiller, CEO, Denver Center for Performing Arts welcomed everyone.

3. Approval of Agenda

Peggy Lehmann motioned to approve the agenda. Rob Johnson seconded. Motion passed.

4. Approval of April 28, 2016 Board Minutes

Elaine Torres motioned to approve the minutes. Rob Johnson seconded. Motion to accept the minutes passed.

5. Reports

5.1 Treasurer

Hal Logan reported the March 2016 SCFD sales and use tax revenue was \$4,491,975.36. The 2016 year-to-date (YTD) revenue is \$12,645,334.60. This compares to YTD 2015 revenue of \$12,651,670.10. The variance is (\$6,335.50), a .005% decrease in YTD 2016 over YTD 2015, which is flat revenue.

5.1.1 Resolution 16-05 Pertaining to Amended FY 2016 Budget

Hal Logan introduced Resolution 16-05 Pertaining to Amended FY 2016 Budget. Following an explanation by Peg Long of reasons for the modifications, Lynn Jeffers motioned to approve the resolution. Rob Johnson seconded. The resolution was approved.

5.2 Chairman

5.2.1 Resolution 16-06 Pertaining to November 2016 Election

Dan Hopkins introduced Resolution 16-06 Pertaining to November 2016 Election. Damon Barry motioned to approve the resolution. Elaine Torres seconded. The resolution was unanimously approved.

5.2.2 Executive Director Search Committee Update

Kathy Imel, Chair of the Executive Director Search Committee, introduced the SCFD Executive Director Search Schedule. Rob Johnson motioned to adopt the schedule. Lynn Jeffers seconded. The motion to adopt the SCFD Executive Director Search Schedule passed. The RFP and answers to questions asked by three firms have been posted on the SCFD website.

5.3 Executive Director

Peg Long informed the Board that the Office Manager position was posted on several websites and is now closed. There are 51 applicants and interviews are being scheduled. The potential start date will be early July.

The Tier II Qualification Application deadline is tomorrow. 18 applications have been received and 10 applications are in progress. Tier II Certification reports are due July 6 at 4pm.

4. Tier I Distribution Certification

Scott Shiller read the annual joint statement from the Tier I CEOs.

There is little question that our state is booming. Denver was named the top place to live in the country. Colorado has the best business climate and the healthiest residents. We're home to the Super Bowl champions and the most micro-breweries in the U.S. And...we have the highest per capita attendance at museums and theatre in the nation.

Incredible...which makes it difficult to think back to 1983, when Colorado faced its worst economic recession in decades. Times were tough, but we were tougher.

The collective impact that we have as is indisputable. And the impact of just five organizations, the Art Museum, Botanic Gardens, DCPA, Museum of Nature & Science and Zoo, reaches beyond our seven counties across the region and around the world.

Twenty-eight years ago our Tier I organizations collectively entertained just over 3.5 million people. Today we distribute that number of free and discounted tickets alone! Together we welcome 6 million guests, 76% of them from outside Denver. Our attendance is more than Colorado's entire population.

When you add in the additional 308 funded organizations, our cumulative reach outnumbers the populations of Colorado, Kansas, Montana, New Mexico, Nevada, North & South Dakota, Utah and Wyoming.

Then consider that each number represents an individual. It's 14-year-old Max Miller, the young boy on the autistic spectrum, who spoke so eloquently about how the Denver Art Museum unlocked his entire world. It's the all-black cast of *One Night in Miami* joined by Little Rock Nine's Carlotta Walls who answered tough questions about segregation from Hallet Academy fifth graders. It's the Gardens training veterans in urban farming who, in turn, provide fresh produce to persons in need. And the Zoo's own James Garcia who trains natives of Peru not only to save endangered species, but also to create businesses so that they can feed their families.

These stories and so many more illustrate the true power of the SCFD. We produce more, educate more and offer more to an increasingly diverse audience in an increasingly diverse community.

You will hear our individual reports today about how we are working to broaden our offerings and better reflect the growth of our community. But to give you a few highlights:

The Zoo trains differently-abled individuals as volunteers. The Gardens and the Mexican Consulate encouraged vegetable gardening and nutrition in the predominantly Spanish-speaking Westwood neighborhood. DMNS welcomed 60 SCFD organizations and 3,000 teachers at its Educators' Night. The Art Museum collaborates with the Alzheimer's Association of Colorado for its Art and About tours, and the DCPA is offering bold, new approaches to theatre, our Millennial Engagement initiative aimed at Colorado's fastest-growing age segment, and a new International Latino Theatre Festival for our fastest-growing ethnic group.

These collaborations not only pair our artistic and business communities, but position the cultural sector as an important Colorado industry, an industry that drives tourism, attracts business and provides employment to thousands of individuals.

And these collaborations extend well beyond Denver. Tier I organizations align with some of the best talent in the world so that we can share exclusive experiences with our hometown audiences. From Chihuly and Sherlock to Legos and *Frozen*, and even to a galaxy far, far away, our citizens' support allows us to provide exceptional experiences right here in our backyard.

We will continue to be responsible stewards of the public's trust as we further diversify our audiences, by age, ethnicity, income and interests. And in another 30 years' time, we, along with our larger cultural

community, will make this area the envy of every other destination in the world. Because we are better together, with one shared vision, one shared voice and one shared passion to enrich our community with the world's best, most diverse and most welcoming experiences. Together, we can achieve greatness and give back to those who have given us so much. Together, we are United For SCFD.

6.1 Presentations by Organizations

Following the statement each panel member gave a six-minute presentation on her/his specific organization:

Denver Zoo –Shannon Block, President and CEO

Denver Botanic Gardens - Brian Vogt, CEO

Denver Art Museum - Christoph Heinrich, Frederick and Jan Mayer Director

Denver Museum of Nature and Science – Nancy Walsh, Vice President of Partnerships and Programs on behalf of George Sparks, President and CEO

The Denver Center for the Performing Arts – Scott Shiller, Chairman and CEO

The Board thanked the presenters for everything their organizations provide to the community. The Board proceeded to ask a variety of questions regarding attendance, collaborations, outreach into communities, innovation, and engagement with diverse populations.

6.2 Resolution 16-07: Pertaining to 2016 Tier I Budgeted Distributions

Lynn Jeffers read the resolution. Elaine Torres motioned to approve Resolution 16-07: Pertaining to 2016 Tier I Budgeted Distributions. Lynn Jeffers seconded. The motion to accept the resolution passed.

7. Public Comment

Members of the audience spoke about the SCFD Teen Council and potential and upcoming programming.

8. Other Matters (new/old business)

None.

9. Adjournment

The meeting was adjourned at 3:03 pm.


Secretary

SCFD BOARD OF DIRECTORS MEETING

June 23, 2016

1:00 p.m.

Longmont Museum

Meeting Minutes

SCFD Board members present: Vice-Chair Kathy Kucsan, Treasurer Hal Logan, Secretary Lynn Jeffers, Councilwoman Kendra Black, Peggy Lehmann, Elaine D. Torres, Ann Speer, and Kathy Imel.

SCFD Board members not present: Chair Dan Hopkins, Damon O. Barry, and Rob Johnson.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy McCamey, Senior Program Manager Jessica Kato, Program Associate Iris Gregg and Program Assistant Clara Nulty.

1. Introductions and Approval of Agenda

Kathy Kucsan called the meeting to order at 1:04 p.m. followed by introductions. A quorum was present.

2. Welcome by Longmont Museum

Wes Jessup, Director of the Longmont Museum, welcomed everyone. This is the first time for the Board to be hosted by the Longmont Museum. The Museum opened in the 1930's, focusing on the history of the St. Vrain Valley. Stewart Auditorium, which was built last year, hosted over 130 events the first year.

3. Approval of Agenda

Peggy Lehmann motioned to approve the agenda. Elaine Torres seconded. Motion to accept the agenda passed.

4. Approval of May 26, 2016 Board Minutes

Lynn Jeffers motioned to approve the minutes. Hal Logan seconded. Motion to accept the minutes passed.

5. Fiscal Year 2015 Audit Report and Resolution

5.1 Presentation of Audit by Treasurer

Hal Logan introduced the 2015 audit conducted by CliftonLarsonAllen LLP.

5.2 Report by SCFD Auditor Jake Houlihan

Jake Houlihan, auditor with CliftonLarsonAllen, highlighted key points. He thanked staff for the clean process. There were no issues with internal controls of the organization. SCFD received an unmodified opinion from the auditors, which is the highest level of assurance that can be received. Sales and use tax increased by \$2.7 million. Jake explained the fund balance breakdown. Compliance with a new government accounting standard board (GASB) rule related to PERA liability has changed. This significantly lengthened the audit and will each year moving forward. Kathy Kucson thanked Hal, staff and Jake for all the work on the audit.

5.3 Resolution 16-08: Pertaining to Acceptance and Approval of Fiscal Year 2015 Audit Financial Report

Hal Logan read and motioned to approve Resolution 16-08: Pertaining to Acceptance and Approval of the Fiscal Year 2015 Audit. Peggy Lehmann seconded. Motion to accept the resolution passed.

6. Reports

6.1 Treasurer

The April 2016 SCFD sales and use tax revenue was \$4,656,110.07. The 2016 year-to-date (YTD) revenue is \$17,301,444.67. This compares to YTD 2015 revenue of \$17,013,137.55. The variance is \$288,307.12, a 1.7% increase in YTD 2016 over YTD 2015.

6.2 Chairman

Kathy Kucsan asked Kathy Imel for an update on the Executive Director Search Committee. The Committee received five proposals from search firms qualified to seek candidates. The Committee has selected and signed an agreement with Peak HR Consulting. Principal Carolyn McCormick of Peak HR Consulting plans to attend the July board meeting. The Executive Director search is on schedule.

6.3 Executive Director

Following the review of 51 applications and conducting interviews, SCFD has hired Kendal Zimmermann for the vacant office manager position.

6.3.1 2016 Tier II Qualification

Peg Long reported twenty-eight organizations submitted qualification applications for Tier II by the May 27 deadline. This year’s qualifying threshold is \$1,578,684.39. All 28 organizations qualified. New to Tier II this year is The Dairy Center in Boulder. Organizations will be notified as to their SCFD 2016 budgeted distributions.

7. Public Comment

Kristy Bassuener, Denver Art Museum, informed the Board of the current and upcoming programming at the Denver Art Museum, including Women of Abstract Expressionism and Mi Tierra.

8. Other Matters

Peggy Lehmann informed the Board of Denver Botanic Gardens’ newsletter about SCFD. Kendra Black complimented a performance by the Colorado Children’s Chorale. Kathy Kucsan notified the Board that organizations and county cultural councils are asking for information about campaign activity rules. Peg will distribute a Fair Campaign Practices Act summary document to board members. This can be shared with councils or they may wish to consult their city/county attorney for guidance.

9. Adjournment

The meeting was adjourned at 1:44 p.m.


Secretary

SCFD BOARD OF DIRECTORS MEETING

July 28, 2016

1:00 p.m.

Wings Over the Rockies

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Secretary Lynn Jeffers, Councilwoman Kendra Black, Peggy Lehmann, Elaine D. Torres, Ann Speer, Rob Johnson, and Kathy Imel.

SCFD Board members not present: Treasurer Hal Logan and Damon O. Barry

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy Sarka, Senior Program Manager Jessica Kato, Program Manager Iris Gregg, Program Assistant Clara Nulty, and Office Manager Kendal Zimmermann.

1. Introductions and Approval of Agenda

Dan Hopkins called the meeting to order at 1:02 p.m. followed by introductions. A quorum was present.

2. Welcome by Wings Over the Rockies

Mark Hyatt, COO, welcomed the Board to Wings Over the Rockies Air and Space Museum. Lowry Air Force Base was built in 1938 and shut down 23 years ago and a museum was formed. The museum is now focusing on STEAM (Science/Technology/Engineering/Arts/Math) programs. A new exhibit, by artist Major Fredrick Arnold is a bronze sculpture memorializing the P-38 fighter pilots of WWII.

3. Approval of Agenda

Peggy Lehmann motioned to approve the agenda. Rob Johnson seconded. Motion to accept the agenda passed.

4. Approval of June 23, 2016 Board Minutes

Elaine D. Torres motioned to approve the minutes. Lynn Jeffers seconded. Motion to accept the minutes passed.

5. Reports

5.1 Treasurer

Kathy Kucsan reported the May 2016 SCFD sales and use tax revenue was \$4,611,478.61. The 2016 year-to-date (YTD) revenue is \$21,912,923.28. This compares to YTD 2015 revenue of \$21,537,409.13. The variance is \$375,514.15, a 1.74% increase in YTD 2016 over YTD 2015.

5.2 Chairman

No Report.

5.3. Executive Director

Peg Long introduced Kendal Zimmermann, Office Manager, who started on July 11, 2016. SCFD is participating in a collaborative project with the Nonprofit Center Network, which conducted the survey and analyzed results to gauge interest in shared cultural space within the Denver

Metropolitan area. There is strong interest for shared space based on locations; interest is strongest in areas of Denver, Boulder County and Arapahoe County.

6. Executive Director Search Update and Introduction

Two months ago the Board formed an Executive Search Committee; current board member Kathy Imel, Chair of the committee, serving with current board member Elaine Torres and former board member Shepard Nevel. The target date for the detailed job description and leadership profile release is July 29, 2016. It will be available on the SCFD website and promoted in many venues. Contact Carolyn McCormick, Peak HR Consulting LLC, with questions about the job. Contact Kathy Imel with questions about the process. Dan Hopkins thanked the committee and Carolyn for their services.

6.1 Carolyn McCormick, Peak HR Consulting, LLC

Carolyn introduced herself and stated she has been conducting executive searches for Colorado nonprofits since 2002. For the SCFD Executive Director position, she will be looking inside and outside of Colorado for highly qualified candidates for SCFD's new Executive Director. The goal is to have all applications in by mid-September and then start the interview process, with the intent to make an announcement after the reauthorization election.

7. Tier II Certification Reports Group 1

A representative from each organization spoke for three minutes highlighting their organization, followed by five minutes of Board questions.

SCC

Steve Wilson, Co-chair

Steve Wilson explained that the Scientific and Cultural Collaborative is a unique membership organization in whose programs 100% of the SCFD Tier I and Tier II organizations participate as well over a dozen Tier IIIs. It serves all members through a variety of programs and services aimed at building opportunities to support staff with professional training and networking; to support one another with a range of productive connections; and most importantly, to support the citizens with increased cultural awareness and access to education and other programs.

The board also heard presentations from:

Central City Opera

Pat Pierce, General/Artistic Director

Swallow Hill

Paul Lhevine, CEO

Colorado Music Festival

Elizabeth McGuire, Executive Director

Cherry Creek Arts Festival

Tony Smith, Marketing & Operations Director

Clyfford Still

Dean Sobel, Director

Opera Colorado

Greg Carpenter, General Director

Colorado Railroad Museum

Donald Tallman, Executive Director

Hudson Gardens and Event Center

Rich Meredith, Executive Director

Town of Parker, Cultural Department

Elaine Mariner, Director

Lakewood Heritage, Culture and the Arts

Michelle Nierling, Manager

Mizel Museum

Melanie Pearlman, President

Aurora Cultural Services Division

Debra Collins, Senior Management Analyst

The Board thanked the organizations for their services to the community and congratulated them on their accomplishments. They asked a variety of questions, including how the organizations are approaching diversity, community engagement, education outreach, and upcoming programming. The Board expressed concerns about staffing, budget changes, being close to the Tier II qualifying income threshold.

8. Public Comment

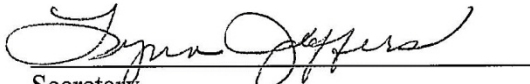
Charlotte D'Armond Talbert mentioned there would be a social gathering after the board meeting.

9. Other matters

There were no other matters discussed.

10. Adjournment

The meeting was adjourned at 2:54 p.m.


Secretary

SCFD BOARD OF DIRECTORS MEETING
August 25, 2016
1:00 p.m.
Children's Museum of Denver at Marsico Campus
Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Secretary Lynn Jeffers, Treasurer Hal Logan, Councilwoman Kendra Black, Peggy Lehmann, Elaine D. Torres, Damon O. Barry, Rob Johnson, and Kathy Imel.

SCFD Board members not present: Ann Speer.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy Sarka, Senior Program Manager Jessica Kato, Program Manager Iris Gregg, Program Assistant Clara Nulty, and Office Manager Kendal Zimmermann.

1. Introductions and Approval of Agenda

Dan Hopkins called the meeting to order at 1:04 p.m. followed by introductions. A quorum was present.

2. Welcome by Children's Museum of Denver at Marsico Campus

Mike Yankovich, President & CEO, welcomed the Board to the Children's Museum of Denver at Marsico Campus. The museum's mission is to create extraordinary experiences that champion the wonder and joy of childhood. They fulfill their mission by serving newborns to eight year olds, caregivers and educators. First opening its doors in 1973, the museum recently finished a \$16.1 million expansion, creating a 9-acre campus.

3. Approval of Agenda

Dan Hopkins amended the agenda to include Resolution 16-10: Approving the Intergovernmental Agreements for the Conduct and Administration of the November 2016 Election. Damon O. Barry motioned to approve the amended agenda. Lynn Jeffers seconded. Motion to accept the amended agenda passed.

4. Approval of July 28, 2016 Board Minutes

Kathy Kucsan motioned to approve the minutes. Peggy Lehmann seconded. Motion to accept the minutes passed.

5. Reports

5.1 Treasurer

Hal Logan reported the June 2016 SCFD sales and use tax revenue was \$5,279,885.94. The 2016 year-to-date (YTD) revenue is \$27,192,809.22. This compares to YTD 2015 revenue of \$26,296,441.37. The variance is \$896,367.85, a 3.41% increase in YTD 2016 over YTD 2015. SCFD continues to receive about 10 basis points from Colotrust averages.

5.2. Chairman

Dan Hopkins asked Rob Johnson to report on the activities with the Youth Council. Rob Johnson reported the Youth Council had a retreat on August 14, 2016. The council consists of 10 new members and one returning member. The council does not have a representative from each

county, Douglas and Boulder are not represented, but each member has been assigned to a county and SCFD statutory discipline. The council is focusing on two initiatives: diversity and education.

Dan asked for an update on where we are in the process of getting on the ballot for the November 2016 election. Anna Wool, SCFD's legal counsel from Icenogle Seaver Pogue P.C., reported that August 30, 2016 is the deadline for the intergovernmental agreements to be signed and 4B is the assigned number for the SCFD ballot question. Dan reported receiving estimates for two counties' elections costs. Arapahoe County's election costs were estimated to be \$149,000 and Douglas County's election estimated costs are \$162,000.

5.3. Executive Director

Peg Long reported the SCFD rack cards for the 2015 Annual Report and Audit are available. Chairman Dan Hopkins, Treasurer Hal Logan and Peg Long will review a draft of the 2017 budget on September 1, 2016 and it will be presented at next month's board meeting. Peg also reported that SCFD staff participated in several webinars hosted by Grantmakers in the Arts and, as a result, have begun implementing some of the changes that relate to the Board's March resolution and focus on diversity, inclusiveness and equity. For example, the SCFD office will be hosting a drop-in Eligibility Open House on Tuesday, August 30, 2016 from 11:30 a.m.-4:30 p.m. at the SCFD office. As the SCFD staff works with the new grants management system vendor on developing the new SCFD grant application and certification reports, the focus will be on streamlining forms and developing applications and instructions that are simpler and better serve a more diverse group of applicants. The SCFD staff is also working on planning similar open houses for individual eligibility assistance for the 2017 eligibility cycle. Peg Long also reported that efforts to raise funds for Sheila Mieger's memorial at Denver Botanic Gardens exceeded the goal. A memorial bench was purchased and was recently installed on the eastern end of the All American Selection Garden.

Resolution 16-10: Approving the Intergovernmental Agreements for the Conduct and Administration of the November 2016 Election

Lynn Jeffers read and motioned to approve Resolution 16-10: Approving the Intergovernmental Agreements for the Conduct and Administration of the November 2016 Election. Hal Logan seconded. Kathy Imel questioned paragraph number five on the resolution and asked to include "District" in the language. Dan Hopkins called for amended Resolution 16-10: Approving the Intergovernmental Agreements for the Conduct and Administration of the November 2016 Election. Lynn Jeffers called the roll.. The resolution was approved by the board.

6. Tier II Certification Reports Group 2

The second group of Tier II organizations presented their annual certification reports. A representative from each organization spoke for three minutes, highlighting his or her organization, followed by approximately five minutes of Board questions.

Children's Museum of Denver
Lone Tree Arts Center
Wings Over the Rockies
Butterfly Pavilion
Denver Film Society
Colorado Ballet
Colorado Mountain Club
Bird Conservancy of the Rockies

Mike Yankovich, President & CEO
Lisa Rigsby Peterson, Executive Director
Mark Hyatt, COO
Patrick Tennyson, President & CEO
Andrew Rodgers, Executive Director
Mark Hough, Director of Public Affairs
Scott Robson, Executive Director
Tammy VerCauteren, Executive Director

Dairy Center for the Arts
Arvada Center for the Arts and Humanities
Colorado Symphony
Mizel Arts and Culture Center
Museum of Contemporary Art Denver
Colorado Chautauqua Association
eTown
Colorado Children's Chorale

Bill Obermeier, Executive Director
Philip Sneed, Executive Director
Jerome Kern, CEO & Board Co-Chair
Steve Wilson, Executive Artistic Director
Adam Lerner, Director
Andrea McGimsey, Executive Director
Nick Forster, Founder & CEO
Meg Steitz, Executive Director

The Board thanked the organizations for their services to the community and congratulated them on their accomplishments. They asked a variety of questions, including how the organizations are approaching diversity, community engagement, education outreach, capital campaigns and upcoming programming. In some cases, the Board requested follow up information.

7. Resolution 16-09: Pertaining to Organizations Qualifying for 2016 Tier II Funds

Hal Logan read Resolution 16-09: Pertaining to Organizations Qualifying for 2016 Tier II Funds. Damon O. Barry motioned to approve the resolution. Rob Johnson seconded. Motion to accept the resolution passed.

8. Public Comment

Donna Smith from Cherokee Ranch & Castle announced that DCPA's Phantom of the Opera's opening night is August 25, 2016. Peggy Day from DMNS announced on September 26, 2016 from 6-9 p.m. is Educator's Night with 80 organizations participating. Charlotte D'Armond Talbert, from SCC, spoke about the golden ticket program, which thanks volunteers through discounts, free v admission or other benefits. She also mentioned there would be a social gathering after the board meeting.

9. Other Matters

There were no other matters discussed.

10. Adjournment

The meeting was adjourned at 3:49 p.m.


Secretary

SCFD BOARD OF DIRECTORS MEETING

September 22, 2016

1:00 p.m.

Denver Botanic Gardens

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Treasurer Hal Logan, Councilwoman Kendra Black, Peggy Lehmann, Elaine D. Torres, Damon O. Barry, Rob Johnson, Ann Speer and Kathy Imel.

SCFD Board members not present: Secretary Lynn Jeffers.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy Sarka, Senior Program Manager Jessica Kato, Program Manager Iris Gregg, Program Assistant Clara Nulty, and Office Manager Kendal Zimmermann.

1. Introductions and Approval of Agenda

Dan Hopkins called the meeting to order at 1:04 p.m. followed by introductions. A quorum was present.

2. Welcome by Denver Botanic Gardens

Brian Vogt, CEO, welcomed the Board to Denver Botanic Gardens. He spoke of their year of accomplishments including the opening of three new gardens that flourished and the success of their continued partnerships and building of new relationships. He thanked the SCFD Board and staff and was honored to have the Sheila E. Mieger Memorial Bench located at Denver Botanic Gardens.

3. Approval of Agenda

Peggy Lehmann motioned to approve the agenda, Rob Johnson seconded. Motion to accept the agenda passed.

4. Approval of August 25, 2016 Board Meeting Minutes

Rob Johnson motioned to approve the minutes. Elaine D. Torres seconded. Motion to accept the minutes passed.

5. 2017 SCFD Budget

Treasurer Hal Logan introduced the 2017 SCFD Budget and reported revenues are slightly up, reflecting continued growth in our economy. The administrative allocation increased to 1.5% when the governor's signed Senate Bill 16-16 in April. Interest rates are above 2015 rates. Mr. Logan stated that the budget demonstrates reinvesting in the organization through restoring staff, ensuring competitive salaries, and making sure SCFD has the proper capacity to serve constituents and recipients now and in the future. He stated that the proposed budget indicates that SCFD should end the year with a surplus.

Executive Director Peg Long reminded everyone that as a government entity, SCFD is required to have a balanced budget. She reported that the budget she presented to the Board with input from Chairman Dan Hopkins and Treasurer Hal Logan is based on:

- Projected flat revenue of ~\$54,000,000 for 2017.
- 7.9% increase in administrative funds allocated over forecasted 2016.
- 14.5% increase in expenditures over forecasted 2016.

She reported that operating on three-fourths of one percent for an extended period of time has drawn down our reserves. The increase allows for addressing some deferred maintenance, rebuilding operating and cash reserves, restoring pre-recession staffing levels, upgrading IT security, supporting leadership transition and staff retention, facilitating a process to assist the Board in developing definitions driven by statutory changes, and other strategic aspects of operation. After her summary, Peg answered questions from the Board. The proposed budget is available for public inspection at the SCFD office until the October 27th SCFD board meeting. Public comment may be submitted to scfd@scfd.org or at the October board meeting.

Chairman Dan Hopkins reported one goal of the Board is to replenish the six-month reserve and that is set to be accomplished in the latter part of 2017.

6. Resolution 16-11: Pertaining to Support for Ballot Measure 4B

Chairman Dan Hopkins read Resolution 16-11: Pertaining to Support for Ballot Measure 4B. Damon O. Barry motioned to approve the resolution. Elaine D. Torres seconded. Motion to accept the resolution passed unanimously.

7. Reports

7.1 Treasurer

The July 2016 SCFD sales and use tax revenue was \$4,281,448.70. The 2016 year-to-date (YTD) revenue is \$31,474,257.92. This compares to YTD 2015 revenue of \$31,004,962.86. The variance is \$469,295.06 a 1.51% increase in YTD 2016 over YTD 2015. SCFD continues to receive 10 basis points above the Colotrust Plus 30-day trailing average yield on deposits at Colorado Business Bank.

7.2 Chairman

Chairman Dan Hopkins announced the members of the 2017 nominating committee: Peggy Lehmann, chair, Damon Barry and Lynn Jeffers. He encouraged any board member who is interested in serving as an officer to let the committee know. Mr. Hopkins then invited several Tier III organizations to share their organizations' plans for investing in capital projects and growing programs. Presenters were Wendy Littlepage, Executive Director, Denver Museum of Miniatures, Dolls & Toys, and James Holmes, Executive Director, Cherokee Ranch and Castle. Susan Jenson, Executive Director of Downtown Aurora Visual Arts was unable to attend, but Mr. Hopkins shared a current Your Hub article featuring the youth-serving organization.

Councilwoman Kendra Black announced that Denver City Council will approve a proclamation honoring Peg Long for her service to SCFD when the City Council meets on November 21, 2016 at 5:30 p.m.

Kathy Imel distributed a new Executive Director Search schedule and updated the Board on the Executive Director search process. Due to the number of qualified applicants and the additional time required to fully vet the candidates, the dates for the public reception with the finalists and the regular November Board meeting at which finalists will be interviewed, have been moved to Wednesday, November 16th at the Children's Museum of Denver at Marsico Campus, 5:30-7:30 p.m., and to November 17th at the Butterfly Pavilion, respectively. The Board will announce the finalists no later than November 3rd.

Rob Johnson reported the SCFD Teen Council had a meeting on September 11 at the Denver Zoo. They recently lost one member to other obligations and are in the process of bringing on more members. He asked for help recruiting teens in Boulder and Douglas counties. Their next scheduled meeting is in October and will be at Denver Center for the Performing Arts. They plan to post the Teen Council application on the SCFD website.

7.3 Executive Director

Executive Director Peg Long shared that the new grants management system will be available for the 2017 grant cycle. She also reported that eight organizations participated in the eligibility open house and received individual assistance. SCFD staff assisted 11 additional organizations with completing their submissions. A total of 28 organizations submitted eligibility applications for the 2017 grant cycle.

8. Tier III 2016 Distributions

8.1 Tier III Statistics and Council Funding Plans

Jessica Kato presented a Power Point highlighting Tier III 2016 funding statistics.

- 250 organizations submitted applications that were accepted, compared to 247 accepted in 2015
- 5 applications were not accepted due to being late or incomplete (3 less than 2015)
- 571 total grant requests (both GOS & Project) were submitted– 33 more than 2015
- A total of 246 different organizations were funded in 2016 (6 more than 2015)
- 63% of applicants applied in a single county- 37% applied in multiple counties (basically same as 2015)

8.2 County Cultural Council Presentations

County Cultural Council members presented highlights from their county and guidelines for approximately five minutes followed by Board questions.

Adams County Cultural Council	Clarence Colburn, Member
Arapahoe County Cultural Council	Nancy Lindsey, Chair
Boulder County Cultural Council	Ann Obenchain, Chair
Broomfield County Cultural Council	Melissa Islam, Member
Denver County Cultural Council	Will Chan, Vice Chair

Douglas County Cultural Council
Jefferson County Cultural Council

Dan Dertz, Douglas County Staff Liaison
John Bunting, Chair

Board members asked each Council member specific questions regarding his/her county. All councils reported how they arrived at their funding decisions and if they were anticipating any changes to their guidelines in the next year. If a Council did not fund organizations, the Board asked the reasoning. The Board thanked Council members for their time and dedication.

8.3 Resolution 16-12: Pertaining to Distribution of 2016 Tier III Funds

Chairman Dan Hopkins read Resolution 16-12: Pertaining to Distribution of 2016 Tier III Funds. Councilwoman Kendra Black motioned to approve the resolution. Rob Johnson seconded. Motion to accept the resolution passed.

9. Public Comment

Kristy Bassuener, Denver Art Museum, announced the Women of Abstract Expressionism exhibit closes Sunday, September 25th and Thursday, October 6th is the VIP night for the Glory of Venice exhibit. After her announcements, she passed out SCFD buttons.

Peggy Day, Denver Museum of Nature and Science, announced Monday, September 26th is SCFD Educators Night.

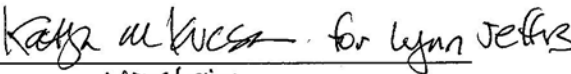
10. Other Matters

There were no other matters discussed.

11. Adjournment

The meeting was adjourned at 3:02 p.m.

ATTEST:


Secretary Vicechair

SCFD BOARD OF DIRECTORS MEETING

October 27, 2016

1:00 p.m.

Lakewood Heritage, Culture and Arts Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Secretary Lynn Jeffers, Treasurer Hal Logan, Peggy Lehmann, Elaine D. Torres, Rob Johnson, Ann Speer and Kathy Imel.

SCFD Board members not present: Councilwoman Kendra Black, Damon O. Barry.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy Sarka, Senior Program Manager Jessica Kato, Program Manager Iris Gregg, Program Assistant Clara Nulty, and Office Manager Kendal Zimmermann.

1. Introductions and Approval of Agenda

Dan Hopkins called the meeting to order at 1:03 p.m. followed by introductions. A quorum was present.

2. Welcome by Lakewood Heritage, Culture and Arts

Michelle Nierling, Heritage, Culture and Arts Manager, welcomed the Board to Lakewood Cultural Center. She announced current programming at the center would include gallery exhibits and performances such as James and the Giant Peach, followed by Hannah Kahn and Heritage Irish Step Dancers.

3. Approval of Agenda

Peggy Lehmann motioned to approve the agenda. Lynn Jeffers seconded. Motion to accept the agenda passed.

4. Approval of September 22, 2016 Board Meeting Minutes

Lynn Jeffers motioned to approve the minutes. Rob Johnson seconded. Motion to accept the minutes passed.

5. Reports

5.1 Treasurer

Treasurer Hal Logan reported the August 2016 SCFD sales and use tax revenue was \$5,272,955.85. The 2016 year-to-date (YTD) revenue is \$36,747,213.77. This compares to YTD 2015 revenue of \$35,741,046.66. The variance is \$1,006,167.11, a 2.81% increase in YTD 2016 over YTD 2015. He reported Colorado Business Bank has elected not to renew the interest rate agreement that expired June 30, 2016, which terms were to pay SCFD 10 basis points above the Colostrust Plus 30-day trailing average yield. However, CoBiz has agreed to pay SCFD 80 basis points through January 17, 2017 as a transition period. The initial two-year agreement was offered to SCFD in June 2013 and expired June 30, 2015. It was renewed for one year with the same terms and an expiration date of June 30, 2016.

5.2 Chairman

Chairman Dan Hopkins spoke of the unfortunate passing of Fred Hamilton and asked Curtis Woitte, Deputy Director and Chief Financial Officer of the Denver Art Museum, to share the impact Mr. Hamilton had on the community.

Dan asked Peggy Day, Director of Strategic Projects of the Denver Museum of Nature & Science, to report on Educator's Night. Peggy reported that the Educator's Night on September 26, 2016 brought in 3,500 educators and 82 SCFD funded organizations which brought 400 people comprised of staff and volunteers.

Dan asked Rob Johnson for an update on the SCFD Teen Council. Rob reported that the council met on October 9, 2016 and toured the Denver Performing Arts Complex. Their next meeting is November 13, 2016 at Cleo Parker Robinson Dance.

Dan reminded all of the Public Reception with the finalists for the Executive Director position on November 16, 2016 from 5:30 p.m.-7:30 p.m. at the Children's Museum of Denver at Marsico Campus, 2121 Children's Museum Dr., Denver, CO 80211.

5.3. Executive Director

Executive Director Peg Long provided an update to the Board about SCFD's 2016 Cyber Security Audit. Peg reported that SCFD staff is working on the 28 eligibility applications received. Reminders to file the Tier III final grant reports by February 10, 2017 and dates for 2017 grant workshops were included with the Tier III checks distributed at the October check ceremonies.

Jessica Kato provided an update on the new grant management system.

5.3.1 2017 Board Meeting Calendar

Peg Long noted the 2017 SCFD Board Meeting Calendar, included in the board packet, has been finalized and will be posted on the SCFD website.

5.4 Report of the Nominating Committee

Peggy Lehmann, chair of the 2017 nominating committee, which included Damon O. Barry and Lynn Jeffers, reported that the committee recommended the following slate of officers: Chairman Rob Johnson, Vice Chairman Elaine D. Torres, Treasurer Hal Logan and Secretary Lynn Jeffers. Officers will be elected at the November board meeting.

6. Proposed SCFD FY 2017 Budget

6.1 Public Hearing on Budget

Chairman Dan Hopkins opened the meeting for public comment regarding the 2017 budget. No comments were made. Dan asked Executive Director Peg Long if she received any public comments prior to the meeting. Peg reported she did not.

6.2. Proposed FY 2017 Budget

Executive Director Peg Long answered questions from the board regarding the budget. Based

on her calculations and budgeted interest income, Peg recommended that no changes be made to the budget due to nonrenewal of the CoBiz interest rate agreement.

6.3. Resolution 16-13: Pertaining to Fiscal Year 2017 Expenditures and Revenues for the General and Expendable Trust Funds and Adopting the 2017 Budget

Treasurer Hal Logan read Resolution 16-13: Pertaining to Fiscal Year 2017 Expenditures and Revenues for the General and Expendable Trust Funds and Adopting the 2017 Budget. Kathy Kucsan motioned to approve the resolution. Rob Johnson seconded. Motion to accept the resolution passed.

7. CBCA 2016 Economic Impact Study

Deborah Jordy, Executive Director of the Colorado Business Committee for the Arts, presented the CBCA's 2016 Economic Activity Study of Metro Area Culture and responded to board members' questions. The study is available on both the SCFD and CBCA websites.

8. Public Comment

Steve Wilson, Executive Artistic Director of Mizel Arts and Culture Center, announced he will be replacing his wife in the final weeks of *Tartuffe* at the Arvada Center.

Charlotte D'Armond-Talbert, Scientific & Cultural Collaborative Coordinator, spoke of two successful examples of the Alliance Project.

9. Other Matters

Ann Speer noted the Douglas County Check Ceremony was a success.

10. Executive Session for the purpose of discussing personnel matters related to the position of the Executive Director under C.R.S. §24-6-402(4)(f)(I)

Chairman Dan Hopkins read the executive session announcement at 2:12 p.m. The Board moved into Executive Session. The public meeting resumed at 2:56 p.m.

11. Adjournment

The meeting was adjourned at 2:57 p.m.


Secretary

SCFD BOARD OF DIRECTORS MEETING

November 17, 2016

1:00 p.m.

Butterfly Pavilion

Meeting Minutes

SCFD Board members present: Chair Dan Hopkins, Vice-Chair Kathy Kucsan, Secretary Lynn Jeffers, Treasurer Hal Logan, Peggy Lehmann, Elaine D. Torres, Rob Johnson, Ann Speer, Councilwoman Kendra Black, Damon O. Barry and Kathy Imel.

SCFD staff present: Executive Director Peg Long, Senior Program Manager Nancy Sarka, Senior Program Manager Jessica Kato, Program Manager Iris Gregg, Program Assistant Clara Nulty, and Office Manager Kendal Zimmermann.

1. Introductions and Approval of Agenda

Dan Hopkins called the meeting to order at 1:03 p.m. followed by introductions. A quorum was present.

2. Welcome by Butterfly Pavilion

Patrick Tennyson, President & CEO, welcomed the Board to Butterfly Pavilion. He thanked the Board and everyone for reauthorizing SCFD.

3. Approval of Agenda

Rob Johnson motioned to approve the agenda. Lynn Jeffers seconded. Motion to accept the agenda passed.

4. Approval of October 27, 2016 Board Meeting Minutes

Lynn Jeffers motioned to approve the minutes. Peggy Lehmann seconded. Motion to accept the minutes passed.

5. Reports

5.1 Treasurer

The September 2016 SCFD sales and use tax revenue was \$4,943,029.47. The 2016 year-to-date (YTD) revenue is \$41,690,243.24. This compares to YTD 2015 revenue of \$40,582,292.84. The variance is \$1,107,950.40, a 2.73% increase in YTD 2016 over YTD 2015. We are getting approximately 80 basis points on our cash deposits.

5.2 Chairman

Chairman Dan Hopkins reflected on the five-year process for reauthorization. He noted that ballot measure 4B was approved by a 2:1 margin and every county approved the reauthorization of SCFD. Dan thanked Citizens for Arts to Zoo (CATZ) for their efforts.

Dan asked members of CATZ to speak about the campaign. CATZ Chairman Jim Harrington thanked everyone along with co-chairs Sean Walsh and Ken Smith for their efforts. Floyd Ciruli noted some facts including 17,000 yard signs were distributed, the campaign was grassroots-oriented, and it was their first digital campaign.

5.2.1 December 2016 Board Meeting

Dan reported there will not be a December Board Meeting. There were no objections.

5.3 Executive Director

Jessica Kato provided an update on the new grant management system. The Final Grant Report and Tier III Grant Application will roll-out next week.

Clara Nulty shared social media content and statistics regarding reauthorization and the campaign.

Executive Director Peg Long noted that SCFD will be featured in the Special District Association's (SDA) January Newsletter because SCFD applied and received a grant for a cyber risk assessment and it is unique among the many special districts in Colorado.

Peg Long announced that Fofi Mendez wanted to thank the Board for its support during the legislative process. On behalf of Mendez & Associates, Peg presented to Chairman Dan Hopkins a framed copy of the first page of Senate Bill 16-16 and a pen used by the Governor to sign the bill.

5.3.1 Updates to SCFD Personnel Policy

Executive Director Peg Long presented updates to the District personnel policy for board approval. The updates were unanimously adopted by the board.

5.3.2 Cultural Equity/Diversity/Inclusion (EDI) documents

Executive Director Peg Long asked the Board to review the EDI documents before the January board meeting when these would be discussed. No action was requested at this point.

6. Public Comment

Chairman Dan Hopkins opened the floor to public comment. Boulder County Commissioners Domenico, Gardner, and Jones; Wrenn Combs, Boulder Ballet; ML Robles, Boulder County Cultural Council Member; Bill Obermeier, Dairy Center for the Arts; Deborah Malden, Boulder County SCFD board member elect; and Steve Wilson, MACC & SCC co-chair, thanked and spoke of their appreciation for Kathy Kucsan's service on the SCFD board, to the community, and to the organizations.

7. Other Matters

7.1 Election of 2017 Officers

The board elected the following slate of officers effective with the January 26, 2017 board meeting: Rob Johnson, Chairman; Elaine Torres, Vice Chairman; Hal Logan, Treasurer; and Lynn Jeffers, Secretary. Dan asked if there were any nominations from the floor. There were none. Peggy Lehmann motioned to close nominations and accept the nominated slate. Lynn Jeffers seconded. Motion passed.

7.2 Honoring Kathy Kucsan for two terms of service to SCFD

The Board of Directors honored board member Kathy Kucsan with a proclamation for two terms of service on the SCFD board and many decades of service to the cultural community in a variety of capacities.

7.3 Honoring Peg Long on her retirement from SCFD

The Board of Directors honored Executive Director Peg Long with a proclamation on her retirement after more than nine years of service to the SCFD.

Kendra Black invited all to attend the Denver City Council meeting on Monday, November 21 at 5:30 p.m. as the council will approve a proclamation honoring Peg Long for her service to SCFD.

8. Executive Session for the purpose of discussing personnel matters related to the position of the Executive Director under C.R.S. §24-6-402(4)(f)(I)

Chairman Dan Hopkins read the executive session announcement at 2:02 p.m. The Board moved into Executive Session. The public meeting resumed at 4:57 p.m.

9. Adjournment

The meeting was adjourned at 4:57 p.m.


Secretary