

***San Miguel Educational Fund***

***Board of Directors-Continuation Meeting***

***Wednesday, March 05, 2014 5:30 pm***

***Telluride Room, Wilkinson Library***

***This meeting is a continuation of SMEF regular meeting of 2/19/14***

**Board members attending: Ray Farnsworth, Ashley Boling, Joe McClure, Dave Johnson, Mark Izard**

**Staff members attending: Dina Coates Koebler (at 6:00pm), Corey Beaton, Cara Pallone**

**Public attending: Dave Hodges, Mark Worth, Mark Dollard, Heather Sackett (Daily Planet), Kathleen Erie, Jerry Greene, Janet Humphreys, Sam Adams (Watch), Peter Chapman, Corey Hiseler, Geoff Hansen**

**1) CALL TO ORDER** The meeting was called to order at 5:45pm by Ray Farnsworth, President

**2) Event updates**

**Geoff Hansen discussed the Scrapple Fest and his proposal to partner with KOTO for beer vending. He proposed that KOTO's participation would be:**

- **KOTO provides the liquor license and beer volunteers. Jodi Borzilleri is managing the bar (she has the proper TIPS certification). KOTO will get the net of beer and liquor. Telluride Brewing is providing the beer.**
- **Accounting runs through KOTO, but no up front money needed from KOTO.**
- **10 volunteers are needed.**
- **Geoff will take all financial risk for the event and expects to have substantial sponsorship.**
- **No financial risk for KOTO.**

**6:15pm – Dave Johnson moved that KOTO provide beer and liquor vending for Scrapple Fest and participate in planning with and agreement in principle to be presented at the March 19<sup>th</sup> regular meeting. Mark Izard seconded. Unanimous.**

**The Street Dance was also discussed, with focus on how KOTO might get additional financial backing. Ideas discussed included:**

- **Get backing from business community. Ray doesn't think most main street businesses would contribute. Mark suggested that the likely contributors would be "those who are in the business of renting rooms."**
- **Pass the hat through the crowd or put out donation boxes.**
- **Go to the public on the airwaves.**
- **Need \$2-2.5K in advance to cover risk.**

**6:40pm – Ashley Boling moved to agree to do Street Dance on April 4<sup>th</sup> from 3 to 8pm and give direction to Dina to organize the event and seek between \$2-2.5K in advance backing. Dave Johnson seconded. Unanimous.**

**Dina discussed on air fundraising to begin Weds March 12<sup>th</sup>.**

**Mark Worth presented an idea for a petition to remove all board members and thereby force an election, suggesting that this would be a way to get us out of the lawyer game.**

**7:15pm – Mark Izard moved to proceed with the special election as proposed. Motion died for lack of second.**

### 3) Subcommittee report on legal counsel

Dave and Ashley discussed the current state of the search for legal counsel. A recommendation was not made, but one of the interested attorneys had offered some advice regarding the election that the subcommittee thought would be useful for the board to hear.

7:20pm – Dave Johnson moved to go into executive session to discuss attorney-client privileged information, contract negotiations and personnel matters (Dina’s evaluation). Ashley Boling seconds. Janet Humphreys objects to Dina’s presence for the discussion of advice on the election as being a conflict of interest due to “her attorney being the one who is threatening suit.” Mark Izard agrees and leaves the meeting. The board does not find there to be a conflict of interest. Unanimous (with Mark absent for vote).

### 4) Executive Session

*(Discussion of attorney-client privileged information regarding the special election, contract matters related to hiring of legal counsel and personnel matters regarding Dina’s annual evaluation)*

8:00pm – Due to closing of library, executive session was continued at the KOTO studio.

9:00pm – Meeting was continued to Monday, March 10<sup>th</sup> at 5:00pm at the KOTO studio for further consideration of and potential vote on hiring of legal counsel.

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***March 10, 2014 meeting at the KOTO office***

***This meeting is a continuation of SMEF meeting of 3/05/14***

Board members present: Ray, Mark, Dave, Robert, Ashley and Joe via phone.

Public present: Steve Johnson and Mark Worth

5:38: Dave moves to appoint Steve Johnson SMEF legal counsel, Ashley seconds  
Unanimous.

5:40: Executive Session

*(Discussion of attorney-client privileged information regarding special election, contract matters, bylaws revision)* 6:17: Return to open session. Steve Johnson explains opinion of having no authority to elect directors except during yearly election process.

6:28: ADJOURN