

Minutes of the Board Meeting Monday, February 21, 2023

Decisions Made/Actions Taken:

- **Passed a motion** to approve the minutes of the **January 24, 2023 Board Meeting** as written.
- **Passed a motion** to approve the **Emerson Center lease** provided that it could not be cancelled in mid class term.
- **Passed a motion to pay expenses** to send our Executive Director to Paris for the October **Fédération des Alliances conference**.

The meeting was called to order by President Chris Poulet in the 571 Galapago Street maison upstairs gallery at 6:05 pm.

Present: Board members Danielle Badler, Fritz Bart, Catherine Bédard (online), Reynald Bodeux, Emma Glass, Linette Hayat, Chris Poulet, Christian Roche, Hank Windmoeller
Executive Director Rebecca Boyd Architect Christine Franck Excused: Jeff Richards

Minutes of January 24, 2023 Board Meeting: The minutes of the January 24 meeting were approved by motion.

Board Retreat Dates: Chris called the board's attention to some sets of dates listed in the agenda and asked them to consider which dates would work with their calendars so we might choose retreat days at the end of this meeting.

Marketing Committee: No updates at this time.

Finance Committee Report: Rebecca distributed copies of a year-to-date Profit and Loss Comparison for 2022 and 2023, and Hank said that the income and expense figures are much like last month's numbers. Income was down from lack of Fast Track classes and with no sponsorship income, and, although including rent, legal fees, and maintenance, expenses were lower for administrative payroll.

Hank said that the financial audit is complete, and that new signature cards are ready for Capital One bank account CDs as we consolidate funds there from Wells Fargo. He said that Capital One would be interested in giving us a construction loan if we need one.

Discussion followed about the process of moving funds, about CD interest rates, and about the possibility of support available from an Employee Retention Credit fund.

Education Committee: Christian reported that we have been able to hire some new teachers to offer additional classes. Rebecca said that she would elaborate on some education issues later in her director's report. She did explain that, working on planning for our library, she is looking for someone to be responsible for the library, to designate hours when the library is open so that our students will have access to our collection.

Building Committee: Among the issues listed on the agenda, Chris said that State Farm Insurance is insuring the Alliance property and also the other class sites now being used. He said that our directors and officers insurance is with Pinnacle. It was noted as we approach construction on the damaged wall that the contractors would have their own insurance.

Chris added that the construction cost estimate is in progress and will be sent to our counsel when it is available. We are beginning to draft a story for a video of the history of the Alliance Française de Denver and our current growth into a Francophone cultural center for such French organizations as AATF, Denver Sister City, Alliance & Co., and FACC. The information will be useful for a capital campaign seeking grant sources as well as our fall fund raising gala (See director's report for more gala information.).

Chris asked our architect Christine Franck to join the meeting to brief the board on the progress on Phase 2 of the work to restore the wall. She said that Kevin of Palace Restoration is using the Xactimate software to produce a construction cost estimate by the end of the month, and she is also in contact with Graham Johnson at Spectrum.

We have been reviewing Christine's AIA contract (B101) draft, which has also been reviewed by Jeff Richards and which will be finalized next week. Christine explained that we should assemble a "building committee" of a few representative Alliance constituents (teachers, students, board, staff/administration, event volunteers...) to work with her when there are such questions as classroom or event space preferences, plan changes, costs, etc. Discussion followed about input and meeting transparency when considering design options, and so on.

Director's Report: Projecting her presentation, Rebecca began with some significant points: Rebecca has hired Floriane Chaidron as an administrative assistant, and we have been able to hire more teachers, some of whom much prefer to teach in-person classes. She has organized a teacher happy hour to build up the teacher team and will present year-end gifts on Friday, March 10. Also a number of new workshops are being planned to meet some student requests, and new fast track and foundation classes should boost income.

Rebecca asked the board to attend upcoming events—5 à 7 on Thursday, French Night with the Colorado Rapids March 18, and the Night of Ideas at MSU March 2. She reminded the board that we can follow the Alliance on social media.

Turning to matters requiring board approval, Rebecca showed some photos and a floorplan of spaces available for rent at the Emerson Center, to use as in-person classrooms and event locations. More centrally located and space more flexible than what we have now at ISD, the center offers a six-month lease at a reduced rent of \$3,000 per month. The lease would allow either party to cancel the lease with 30 days' notice. After some discussion about trying the arrangement for the next six months, the board passed a motion to approve the Emerson Center lease provided that it could not be cancelled in middle of a class term.

Also presented for board approval was the expense to send our executive director to Paris in July for the Fédération des Alliances conference. Chris said that he plans to pay his own way to the conference. After brief discussion, the board passed a motion to pay trip and conference expenses to send Rebecca to Paris for the conference.

Finally, Rebecca asked the board for volunteers to serve on a gala committee. She proposed a schedule of meetings once a month from March to October to create a task list and timeline, a budget, and arrangements and prizes for a silent (and a live) auction. She reminded the board that the University of Denver will take care of the venue and the catering.

Other Business:

Member Attendance at Board Meetings: Chris asked the board's position on having (inviting) Alliance members attend our regular board meetings. Danielle asked if our bylaws cover the issue, and she felt strongly that we should not have members attend as a regular policy. Instead, she suggested that we keep our membership updated by sending a president's message regularly in our newsletter.

Board Development Retreat: Again Chris asked board members which set of dates would work for them. After some checking of calendars and finding that not everyone was available for the dates offered, Chris said he would send out some new sets of date for consideration.

The meeting adjourned by motion at 7:55 pm.

Next Board Meeting: Tuesday, March 21, 2023 (Alternate Meeting date March 28, 2023)

Respectfully submitted, Fritz Bart, Secretary