



APA Colorado Board Meeting

MINUTES

Friday February 5, 2016

**University of Colorado Boulder
Environmental Design Building
1060 18th Street
Boulder, CO 80309
Room 1B49**

The meeting was called to order at 2:00 p.m.

Roll call:

Present:

Stan Clauson, President
Michelle Stephens, President Elect
Scott Bressler, Metro Representative
Eric Heil, Legislative Committee Co-Chair
Jessica Ibanez, VP External Affairs
Anthony Avery, EPP Co-Representative
Leah Dawson, Secretary/Treasurer
Wade Burkholder, South Central Representative
Susan Wood, Legislative Committee Co-Chair
Anna Gagne, Central Mountain Representative
Carrie Makarewicz, Faculty Representative

Absent:

Seth Lorson, North Central Representative
David McWilliams, Student Representative
Jonathan Cappelli, EPP Co-Representative
Julio Iturreria, Western Planner Representative
Russ Forest, Southwest Area Representative
Libby Tart Schoenfelder, Metro Representative
Sarah Davis, Professional Development Officer
Nate Currey, VP of Communications
Tamra Allen, Northwest Area Representative
Paul Rosenberg, Public Official Representative

Staff: Shelia Booth, Chapter Administrator

Guests:

Stacey Schulte, Instructor UC Boulder
John Lanterman, Senior Instructor UC Boulder
UC Boulder Students

1. Opening Remarks – Stan Clauson, President

Stan welcomed the Board members and students to the meeting. He introduced Stacey Schulte, Instructor with UC Boulder Program in Environmental Design.

a. UC Boulder Presentation

Stacey presented a brief summary of the UC Boulder program and introduced John Lanterman, Senior Instructor. She noted that until three years ago they were a part of the College of Architecture and Environmental Design. They currently offer a BA in Environmental Design with an

emphasis in planning, architecture or landscape architecture. This year there are 500 students in the program with twelve seniors emphasizing in planning.

2. Secretary/Treasurer's Report – Leah Dawson, Secretary/Treasurer

a. January 2016 Minutes

Leah introduced the January 2016 minutes. She asked for any comments. Hearing none Stan asked for a motion.

Motion by Michelle to approve the January 2016 minutes.

Second by Scott

Discussion: None

Vote: Unanimous

b. January 2016 Financial Report

Leah presented the January financial report to the Board. She reported that Chapter assets total \$210,024.66 with \$112,147.91 in checking and \$88,876.75 in savings with \$62,500 for Plan4Health. She then stated January had a net loss of \$2,727.47 with \$3,517.36 in income and expenses of \$6,298.83. She concluded by asking for comments or questions. Hearing none, Stan asked for a motion.

Motion by Michelle to accept the January financial report.

Second by Jessica

Discussion: None

Vote: Unanimous

3. Chapter Administrator Report – Shelia Booth, Chapter Administrator

a. 2016 Colorado Springs Conference

Shelia told the Board that she was working to finalize a revised contract with The Antlers and had asked them to provide a renovation schedule. She then said the Local Host Committee (LHC) is trying to get a transportation sponsor and are looking at an off-site venue for the opening reception. She said the graphic designer is still working on the logo and sponsorship brochure. She relayed the sponsorship commitments received to date. She concluded by saying the Call for Sessions would be distributed the following week.

b. DCI Events

Shelia said the first Joe Minicozzi events with DCI had taken place and had good turnout with a handful of planners attending each.

c. National Reception

Shelia stated that the 3-Corners reception at the APA National Conference will be held on April 4, 2016 at Steve's Greenhouse Grill in downtown Phoenix. APA New Mexico and APA Utah are both participating again.

d. Transportation Symposium

Shelia said planning was underway for the Symposium and the event will be held April 1st at the Colorado Convention Center. She said she was seeking new volunteers to replace Adam Rolstad and to take on more responsibility for future years.

4. Old Business

a. 2017 State Conference Contract – Shelia Booth, Chapter Administrator

Shelia reminded the Board of previous conversations regarding the contracts for the Telluride conference. She presented the final versions of the contract but noted the terms are still being negotiated. She expressed concern over the room rates and said she had looked for room blocks in Telluride but there aren't any hotels large enough to contract with. The one hotel that

was large enough wasn't willing to do a room block because the week in question was still busy for them. Stan asked for a motion to allow Shelia to finish negotiations and book the venue.

Motion by Leah to complete negotiations and execute the contracts.

Second by Eric

Discussion: None

Vote: Unanimous

b. 2016-2018 Work Program – Michelle Stephens, President Elect

Michelle summarized her activities on the work program. She then asked the Board for clarity on the Chapter Bylaws. She noted that the Chapter Bylaws state that the President Elect is in charge of the strategic plan. Stan said there wasn't a strict timeline but it should probably be done within the year of the President Elect's term, before he/she took office as President in the fall. He said it was an opportunity for the President Elect to set the tone for his/her Presidency. The plan should reflect the goals and ideas for the President Elect's term in office and the process as set by the Chapter Bylaws mirrors APA National's process.

Michelle then said she was questioning the format of the current strategic plan and summary. She asked the Board if they saw the Strategic Plan as descriptive, bullets, graphic or a combination. Stan said a strategic plan should be something that can be read from someone on the outside and inside of the organization. It should be a document that explains what APA Colorado is about, how the Chapter established its goals and objectives, and should conclude by pointing to a specific work plan. He summarized by saying a strategic plan should have something that is verbose and engaging. He noted that the previous Strategic Plan looked more like a spread sheet and didn't have any narrative. Eric said a strategic plan should focus on things we haven't done before that will push the chapter forward. He said he did prefer the addition of color and graphics so the document isn't so dry. Susan added that Stan's introduction with the mission/vision was a great idea and we should keep it. She then said a strategic plan should be a list of action items and is the implementation and work plan that the board wants to accomplish. She said the previous worksheet worked well to track accomplishments but it needs to be overhauled. She concluded by stating a strategic plan needs to have action items and a time frame. Jessica shared that she liked the four topic areas identified in Stan's narrative and that they could be turned into a more aspirational statement. She said some of the current goals are mundane such as those relating to the state conference, but they should remain in the document because they are important tasks that the Board undertakes each year. She concluded her statements saying she also thinks there should be a verbal introduction to the plan. Michelle said she foresees the Board having more conversations about this in the future. Michelle asked for assistance to help create the strategic plan that is inclusive of a narrative. She said would use two or three meetings with a small group to discuss ideas. Jessica, Scott, Susan and Eric volunteered to assist. Stan added that he doesn't love the APA mission statement and hoped the Chapter we could come up with its own and something more unique to Colorado. Michelle said the revisions to the plan would be back before the Board in March.

Stan mentioned that the Board had previously held a facilitated retreat and inquired if it should be done again. Eric said yes, but it should be more specific. Shelia noted that we did it at the June board meeting and it could be done in Colorado Springs. Eric didn't feel the facilitator was crucial.

5. New Business

a. Plan4Health Grant Contract – Eric Heil, Legislative Committee Co-Chair

Stan informed the Board that he submitted a response to the RFP sent out by Eagle County as part of the Plan4Health grant. He said that Eagle County felt his application as a Board member might be a conflict of interest since he would be signing the grant contract between APA Colorado and Eagle County. Eagle County said they would accept something in writing from the Chapter's legal counsel if it didn't agree there was a true conflict of interest. Stan said he

reached out to Eric Heil and he had prepared a response on behalf of the Chapter to Eagle County. Eric's response had referred to the Colorado Statutes relating to conflict of interest for nonprofits. Eric stated that in the Colorado Statutes there is a Standards of Conduct in which it says a board member of a nonprofit can bid on a contract if that board member isn't involved in the contract. Eric then recommended that any APA Colorado Board member who bid on the Eagle County RFP should recuse themselves from voting and approving the Plan4Health grant contract. This would avoid any appearance of conflict of interest.

Eric discussed the history of the \$125,000 grant to Eagle County as part of APA's Plan4Health program. He stated that the Chapter must have a contract with Eagle County in order to disburse the funds that the Chapter had received from APA. He said the contract has been drafted such that Eagle County will be doing most of the contract and grant management. Eric reminded the Board that the Chapter receive \$7500 as an administrative fee to serve as the conduit for the grant money and to ensure that Eagle County spends the money correctly. After the summary, Stan said that acting on the advice of counsel, he would recuse himself from further discussion on the grant contract as his company had submitted a bid on the Eagle County RFP. Stan turned the meeting over to Michelle, President Elect.

Eric asked if anyone had any concerns with the situation at hand – an APA Colorado Board Member putting in a bid for the Eagle County RFP that is part of the Plan4Health Grant that the Chapter is administering. He said he felt that it was legal based on his review of the language in the Colorado State Statutes for nonprofits. Wade asked Eric to explain the Plan4Health contract before the Board vs Stan's involvement with the RFP. Eric clarified that the Board's contract is with Eagle County and specific to administration of the Plan4Health grant. The contract does not specify who Eagle County could subcontract with but subcontracts are anticipated. Eagle County has issued an RFP for a subcontractor and that RFP could be awarded to Stan's firm or any other firm who had applied. Eric noted that APA Colorado has no part in the selection or award of the RFP, nor did it have any part in the selection or award of the Plan4Health grant to Eagle County. Eric said he wanted to make sure the possible conflict of interest issue identified by Eagle County was disclosed to the Board. He didn't feel it was a conflict of interest based on his interpretation of the State Statutes as long as the Board was aware. Wade said he has an issue with the appearance of a conflict of interest if Stan's firm is trying to work on part of the Plan4Health grant with Eagle County. Shelia noted that Stan's firm was only identified as a potential conflict because his name was on the signature page of the APA Colorado/Eagle County grant. She said there could have been other Board Members' firms who applied for the RFP but Eagle County would not know who they are. Susan said she agreed with Wade that it does appear to be a conflict. Leah asked what the options were for the Board. Eric stated that the Board could let Eagle County know that it thinks there is a conflict of interest for any Board member to apply for the RFP, or that it is not a conflict. Anthony asked if there were any safeguards that could be applied because we've acknowledged the appearance of the conflict. Eric said we have the safeguards in place by acknowledging it and putting it in the minutes. Eric said there are no issues with the actual contract between APA Colorado and Eagle County. The only issue is if the Board sees a conflict of interest for any Board member to apply for the current or any other RFP issues by Eagle County as part of the grant. Susan brought up the AICP Code of Ethics and its reference to the appearance of a conflict. The general discussion by the Board was that even if this issue is explainable, it puts the Board in a position to have to explain and they didn't like that. Jessica said if it was applied to this situation and Stan's firm, it would have to be applied to all Board Members and their firms for this RFP, all future Plan4Health RFPs, and any future grants that the Board administers. She said that decision could be a big disincentive for someone working in a private sector firm to serve on the board.

Eric summarized that there are two potential motions before the Board. The first being the review and approval of the Plan4Health contract between APA Colorado and Eagle County. The second motion is related to any Board Member or Board Members' firm applying for a Plan4Health RFP being either acceptable based on Colorado Statutes or not acceptable based on the AICP Code of Ethics.

Michelle asked if the financial interest was specific to the person or does it include the firm the person works for. Eric said that it could possibly apply to the firm as well as the Board Member. Scott stated that as a Board Member who works for a larger firm, you don't always know if someone within your firm is seeking contracts. Susan said there are degrees of removal and association that should be considered. Eric said that if the Board thinks this might happen again, it should establish standards.

Motion by Jessica to approve the Plan4Health contract between APA Colorado and Eagle County as submitted.

Second by Susan

Discussion: None

Vote: Unanimous

Motion by Eric that the Board declares that any member of the Board of Directors that bids on a Plan4Health RFP constitutes a conflict interest transaction and a violation of the AICP Code of Ethics, section A paragraph 2c.

Second by Wade

Discussion: Michelle noted that it seems harsh and Eric said it's direct. Others thought it wasn't harsh.

Vote: Passes with one vote in opposition (Scott)

Stan returned.

Stan said he would like to bring up a revision to the FAICP selection process. The new process would have the FAICP members be advisory in nature and the candidate would have a designated sponsor to oversee the application. The committee would have a role but not as currently established. Jessica asked if we knew about successful candidates and Stan said we should know around February 13th.

6. Committee Updates:

a. APAS Student Committee – David McWilliams, Student Representative

No report.

b. Emerging Planning Professional – Anthony Avery & Jonathan Cappelli, Committee Co-Chairs

Anthony said they had their monthly planning meeting and have events planned into July. He said the group is looking to discuss the A-line in April and will work with Susan to schedule it. Susan said WTS asked about partnering with APA Colorado and/or RTD on the opening and she is hoping to offer complementary rides, followed by a reception with the new director. She said it might be a good joint event with both. Anthony then said they are doing a water event in May; June will have SketchUp workshops.

c. Healthy Communities Initiative Committee – Susan & Libby

Libby said she hasn't heard anything and does not have an update.

d. Legislative Committee - Eric Heil & Susan Wood, Co-chairs

Eric said they had a meeting on Monday and Sol said he has made contact with potential sponsors of the water conservation bill. The Committee hopes to draft something early next week and approach CCI and CML. Eric said that both CCI and CML have both possibly changed their position if the wording isn't mandatory. The Committee discussed a lot of bills but none seemed specific to planning thus far in the session. Susan noted there are a couple of transportation bills: a) running bus on shoulder; b) disallow use of Faster funds for transit; and c) one regarding off-road vehicles. Eric concluded that they are trying to pick a date for Planner's Day at the Capital in late March or early April. Jessica asked if they have had new people join and Eric said yes. Michelle asked when they meet and Eric said every other Monday during the session. Eric said the next meeting is Monday, February 15th. Stan said he talked about the "shall vs may" discussion in his President's message for the first newsletter and asked for interest in joining the Committee.

- e. **Outreach & Communications Committee –Jessica Ibanez and Nate Currey, Committee Co-Chairs**
Jessica said they are looking for members to get involved in the Committee and that the newsletter is in process.
- f. **PIC Review Committee, Eric Heil**
Eric noted that a small board meeting happened prior to the Board meeting. He noted that with very little attention, PIC is still generating revenue and the amount of the loan continues to be reduced. He said at the meeting those in attendance discussed ideas on a wholesale updating of the sessions. He concluded that they hope to have a plan of attack soon.
- g. **Professional Development Committee – Sarah Davis, Committee Chair**
No report.
- h. **Sustainability Committee – Libby Tart Schoenfelder, Board Liaison**
Libby said at the last meeting they were interested in an update for the water planning bill. Susan said that a representative had attended the Legislative Committees. Susan said the Sustainability Policy got approved by the APA Board at its retreat. Libby concluded that the Committee is also interested in Planner’s Day at the Capital.

7. Board Member Updates: None

Carrie said that APAS is working on a resume and career fair with the MURP Alumni Association.

Julio said there is a Western Planner meeting on February 13th. He asked if there were any issues or comments to relay to them. He then said the Western Planner conference will be in Great Falls, MT around the middle of August.

Anna said there were ten active members on the Awards Committee and a few had been added from the Colorado Springs Local Host Committee. She hopes to have more added to help disburse the reviews. She said the call for nominations will be distributed in March.

Susan said she went to a DCI board meeting and they want to do some educational/social events around the state. She noted that because we have regional representatives there might be an opportunity to assist them.

Meeting ended at 4:01 p.m.

***Motion by Eric
Second by Jessica
Discussion: None
Vote: Unanimous***

APPROVED 4-15-2016