



# APA Colorado Board Meeting

## MINUTES

Friday August 26, 2016

UC Denver  
1250 14<sup>th</sup> Street  
Denver, CO  
Conference Room 320 C

The meeting was called to order at 2:07 p.m.

**Roll call:**

**Present:**

Stan Clauson, President  
Michelle Stephens, President Elect  
Leah Dawson, Secretary/Treasurer  
Jessica Ibanez, VP External Affairs  
Sarah Davis, Professional Development Officer  
Russ Forest, Southwest Area Representative  
Anna Gagne, Central Mountain Representative  
Scott Bressler, Metro Representative  
Libby Tart Schoenfelder, Metro Representative  
Paul Rosenberg, Public Official Representative  
Carey McAndrews, Faculty Representative  
Julio Iturreria, Western Planner Representative  
Susan Wood, Legislative Committee Co-Chair  
Eric Heil, Legislative Committee Co-Chair  
Anthony Avery, EPP Co-Representative  
Roxanne Borzo Bertrand, Student Representative

**Absent:**

Hillary Seminick, VP of Communications  
Jonathan Cappelli, EPP Co-Representative  
Seth Lorson, North Central Representative  
Tamra Allen, Northwest Area Representative  
Wade Burkholder, South Central Representative

**Staff:** Shelia Booth, Chapter Administrator

**Guests:**

Kris Valdez, Eagle County Planning Department

**1. Opening Remarks – Stan Clauson, President**

Stan welcomed the Board and the new student representative, Roxanne Borzo Bertrand. Roxanne introduced herself to the Board.

Stan then announced that Jessica submitted her resignation earlier that day. She will be moving with her family back to Iowa

Stan then said he had signed up to do an article for ASLA. He hasn't had time to do it and sought assistance from others on the Board.

**2. Plan4Health Update – Kris Valdez, Eagle County**

Stan introduced Kris Valdez to the Board. Kris did a short presentation on Eagle County's Plan4Health grant activities. She noted it was the only community in Colorado and one of the few in the west to receive the grant. She discussed actions and activities to date and then talked about the grant extension and additional funding. Jessica asked if the next step identified for the grant extension had been previously identified in the original grant or if it was new. Kris responded that the action was new and the grant extension allows them to do more. Stan thanked Erica Heller for her work to try to get the grants through APA's process for Colorado. Stan then mentioned the conflict of interest issue that would be discussed later on the agenda and the interest it received from the Ethics Committee.

**a. Plan4Health Grant Extension – Stan Clauson, President & Kris Valdez, Eagle County**

Stan summarized the grant extension amount and process then asked the Board for a motion to approve.

*Motion by Paul to authorize the President to sign the grant extension on behalf of the Chapter.*

*Second by Scott*

*Discussion: Anna asked if the Chapter needed the administrative funds identified and how they were used. Shelia said yes and explained what those funds were for. Stan noted having that in a grant is customary.*

*Vote: unanimous*

**3. Secretary/Treasurer's Report – Leah Dawson, Secretary/Treasurer**

**a. June 2016 Minutes**

Leah introduced the June 2016 minutes. She asked for any comments. Hearing none she asked for a motion.

*Motion by Michelle to approve the June 2016 minutes.*

*Second by Susan*

*Discussion: None*

*Vote: Unanimous*

**b. May 2016 Financial Report**

Leah reminded the Board of the concerns raised with the Profit Loss Previous Year Comparison report in June. She then discussed the revised report and asked for comments. Hearing none, she asked for a motion to approve.

*Motion by Paul to approve the May 2016 Financial report as presented.*

*Second by Michelle*

*Discussion: none*

*Vote: Unanimous*

**c. June 2016 Financial Report**

Leah stated that the Chapter's assets as of June 30th totaled \$137,744.67 which is up \$3,928.18 from 2015. She said the ending checking account balance was \$49,446.62 and savings account balance was \$88,298.05. She then stated that June had a net loss of \$5,015.52 with \$4,070.38 in income and \$9,085.90 in expenses. The largest income was in sponsorship for the conference (\$3,483.20) and the largest expenses besides staff salary and legislative liaison were the Board retreat, AICP Provider fees and the Mountain Planner's Rendezvous event. She summarized the key differences between 2015 and 2016, including the student scholarship, events and future conference line items. She asked for comments and hearing none, she asked for a motion to approve.

***Motion by Michelle to approve the June 2016 Finical report as presented.***  
***Second by Scott***  
***Discussion: none***  
***Vote: Unanimous***

**d. July 2016 Financial Report**

Leah stated that the Chapter's assets as of July 31<sup>st</sup> were \$165,469.01 with \$98,529.72 in checking and \$88,302.55 in savings. July had a net income of \$46,438.14 with the majority from conference registration. July expenses totaled \$8,849.55 and included the purchase of D&O insurance for three years. Leah then noted that the differences between 2016 and 2015 were the same in July as in June. Paul asked if we got a shift from when we got the money last year and Shelia said yes. Susan asked if we had received the money from the Symposium yet and Shelia said no.

***Motion by Paul to approve the June 2016 Finical report as presented.***  
***Second by Susan***  
***Discussion: none***  
***Vote: Unanimous***

**4. Chapter Administrator Report – Shelia Booth, Chapter Administrator**

**a. 2016 Meeting Dates**

Shelia stated that the change in the conference dates has triggered a need to revise the 2016 Board meeting dates again. She reviewed the recommended changes with the Board. The Board agreed to the following new dates and locations: September 30<sup>th</sup> Denver area (preferably at AIA); October 25<sup>th</sup> Annual Board meeting at the State Conference; November 4<sup>th</sup> canceled; December 2 Aurora.

Paul noted that the October meeting doesn't allow much Board action and inquired if there should be another meeting during the conference. Stan noted its fairly traditional not to have a separate one and Shelia responded that its difficult for her to run another meeting while the conference is taking place. Susan stated that if something comes up that is important, email votes can be used. Carey asked what is typically done during the annual meeting and Stan summarized. Paul brought up the nominating committee's report and inquired if it should be presented to the membership at the conference. Stan responded it doesn't have to be but it could. Shelia said she would be inviting the newly appointed/elected Board members to the Annual meeting.

**b. 2016 Conference**

Shelia discussed the activities to date to relocate the conference. She then informed the Board that she had received three emails from members expressing concern and frustration with nonrefundable lodging reservations. She asked the Board to consider covering these expenses for members or offering them free lodging during the new conference dates. Eric said he agreed but each request should be looked at on a case-by-case basis. The Chapter should also send a letter to the Antlers seeking reimbursement for the expense. Susan asked if they could switch dates and Shelia responded that the reservations would not allow that or the members weren't able to make the new conference dates.

Shelia the discussed the Antler's offer to take the Board to dinner and their offer for a \$49 reduced room rate for all the members. Susan asked if accepting this offer would hurt the Board's ability to negotiate expense recovery with the hotel. Eric countered that he would rather have them offer a reduced rate conference there in the future. Leah stated she didn't like the way it might appear if the Board accepted the dinner.

The consensus of the Board was not to accepting anything until the hotel resolved all the loss and expenses of the Chapter and the members. The Chapter should focus on taking care of the organization first, seeking recovery for actual damages.

**c. 2018 Conference**

Shelia said she completed her site visit of the Keystone conference center and was pleased with the size, location, layout, etc. She noted it is one of the largest the Chapter will have booked. Paul asked why we use a conference broker and Shelia explained the benefits. Susan also reminded the Board of how Conference Direct was able to get the Chapter out of \$10,000 to the Renaissance Hotel after we didn't meet our room block obligation. Shelia explained. Susan discussed the Renaissance.

**5. Old Business**

**a. Mountain Planners Rendezvous Report – Russ Forrest and Anna Gagne, Area Representatives**

Anna said the event was well attended and had good speakers. Shelia summarized the profit loss report for the event. She stated that the event had a net loss of \$456.14. She suggested a higher registration rate next year so the event could break even. Russ said they would continue to tailor the topics to the west slope. Russ asked about CMs and Shelia responded that they were posted on the CM Dashboard for members to log. Stan thanked them and said they missed out on the strategic plan workshop.

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

Michelle reminded the Board of the summary email she had sent in July. She said she only received one or two responses and will be getting a draft out before the October conference. She would like to seek member feedback and asked for ideas on the best way to get the members to comment. Someone suggested doing a fast session in one of the empty session spots. Her goal is to have the plan adopted by January.

**c. Reconsideration of Conflict of Interest – Sarah Davis, PDO**

Sarah summarized the conflict of interest issue, when it started and how it was forwarded to APA. She noted it originated in May when a board member had put in an application to be a subcontractor to Eagle County's Plan4Health grant. The Board voted and found it a conflict based on the AICP code of ethics, but the matter was forwarded to the Ethics Officer and the Ethics Committee for comment and review. Sarah reviewed the letter and two questions that were presented to them and then read their response.

First, "Does an APA Chapter board have the authority to cite and interpret the AICP Code of Ethics and Professional Conduct in voting on an ethics matter involving the board?" The Ethics Committee responded that only the Ethics Officer has the authority to provide informal advice on the Ethics Code. And, only the Ethics Committee has the authority to provide a formal opinion regarding an ethics matter.

Second, "Should APA chapter board members be precluded – due to potential conflicts of interest – from responding to public solicitations for professional services when the board has had some approval or other involvement with the issuer of an RFOP?" On this issue, the Committee offered changes to the Chapter Bylaws specifying that a) no officer can derive personal profit or gain, directly or indirectly, from participation on the Board; b) prior to action on an item, an officer must disclose potential conflict of interest; c) officers who may have a conflict of interest shall not participate or be permitted to hear the Board's discussion of the matter; and d) officers who may have a potential conflict of interest on a matter that will be voted on shall not be counted in determining the presence of a quorum for purposes of the vote.

Sarah summarized the letter to say, that private sector planners should recuse themselves from anything that the board acts on that they might want to bid on. The Board questioned how to approach this when soliciting new officers and how to ensure there is a balance of public/private sector planners on the Board. Sarah said she had a follow up conversation with Jim Peters, Ethics Officer, since she had questions. The Ethics Committee has issued the letter and are awaiting the Chapter's response and questions. After they review our letter, they will have a more formal decision for dissemination to members and Chapters.

Eric said the first answer is was expected and the suggested revisions to bylaws are fine and workable. He did note that this could be difficult for a Board officer who works for a very large firm. The language could require an officer to recuse himself from any action where he/she thinks anyone in their firm might put in a bid. The other issue would be the signing of grant agreements by the President and clarification that this is a duty of the office. Eric also reminded the board that each state has its own set of conflict of interest laws and those need to be considered as well. Susan said by putting language in the bylaws the requirements are clear for those taking the board position. Sarah said we don't currently have anything in the bylaws to addresses this issue and she would be willing to bring the changes forward at a later date.

Stan summarized that this discussion was part of a vote to for reconsideration of conflict of interest and the item is still tabled. He said Sarah will be working with Eric to draft a response letter and suggest changes to their recommendations. He suggested the item stay tabled and be acted on at that time. Sarah said she would provide a copy of the response via email to the Board.

## 6. New Business

### a. **Colorado Preservation Inc. Partnership Agreement – Shelia Booth, Chapter Administrator**

Shelia informed the Board that she had met with Colorado Preservation Inc. (CPI) in May and they discussed ways to collaborate and partner. The agreement reflects the outcome of that discussion. Shelia summarized the agreement which emphasizes partnership on the two organization's conferences, complimentary registrations and cross-promotion of events. She asked for comments and hearing none, asked for a motion.

***Motion by Michelle to approve the CPI Partnership Agreement.***

***Second by Sarah***

***Discussion: Sarah suggested they be considered to fill in empty session spots for the new conference dates.***

***Vote: Unanimous***

### b. **Candidate & Election Policy Committee Report – Paul Rosenberg, Public Official Representative**

Paul summarized the charge of the committee. He said the committee had two phone meetings with good attendance. At the first meeting they decided they needed to see what was going out around the country and Susan collected responses from the CPC. Of the five responses, most chapters align with what happens at the national level, providing only two candidates with additions made through the petition process. The Committee felt that was a good idea and added that the two candidates should be vetted by a committee. The committee didn't establish what the petition process would be but that it should be allowed. Paul then reiterated that candidates should be vetted and added that they should sign a commitment before running. He then said the committee felt the Nominating Committee would be chaired by the immediate past president.

Paul then noted that the committee also discussed the area representative boundaries. He said the Denver Metro representatives serve 700 planners and whereas other representatives may only serve 30. The committee was concerned that area representatives may quit because the member ratio is too much to handle. He then referred to previous comments made during the last boundary map change that Boulder planners feel they are part of the Denver area and not the North Central area. The committee suggested doing a survey of the North Central area to get feedback from them on moving Boulder into Denver Metro area. He then said the committee had discussed providing the Metro Area with four representatives instead of two.

Shelia suggested moving forward with candidate selection actions and then come back at a later date to discuss the map boundary and increase in metro area representative numbers. Carey said there was a need to support the members but asked if there were other ways to provide that support besides adding another board member. Michelle noted that the support portion of the committee's discussion was on the work plan and agreed the issues should be kept separate for now.

Sarah asked what the trend has been over the years on the number of candidates per position and Stan responded that it seems to be random and varies from year to year. He said that in some years there is interest at all and we have to recruit candidates; other years we have many who are interested. The Board asked why there was a limit to only two candidates per office and Libby responded that sometimes it's a challenge to get more. Paul clarified that it should be a maximum of two, not a minimum of two. Sarah said she was against maximums and that anyone who wants to run for office should be allowed. She asked who would be doing the candidate vetting and Paul responded that it would be the committee. Jessica said there has also been a lot a fluidity on the ballot so she was ok with a little more structure. Anthony stated that any vetting should be transparent and unbiased.

Stan noted that there are very few members who actually vote in the elections, typically around 200. With a small number of voters, it can be easy to stack the votes if you work for a larger firm. When you restrict a ballot to two candidates, you know you're going to get a majority vote. He then asked if the committee felt there was a true need to recruit two candidates for each position. He offered that if there is a strong, hard-working incumbent, do we need to recruit someone to run against them. It's difficult to recruit someone to run with the understanding you'll likely not win against this strong incumbent.

Susan summarized that she feels National's process work well and that our Chapter has followed National on many other processes and policies. Stan then followed stating that he was hearing three areas of recommendation for the election policy including a) vetting of candidates; b) number of candidates; and c) a petition process. The committee's second suggestion relates to adding more representation in the Denver Metro area. The 3<sup>rd</sup> suggestion is to revisit the area representative boundary map to address Boulder member's requests. Stan said what would be useful is for the committee to come back to the Board with proposed language for bylaws amendments. Paul said he and the committee would meet again to work on language and bring it back to the Board.

**c. Joint APA Colorado & Colorado Center for Sustainable Urbanism Joint Event – Stan Clauson, President**

Stan introduced Rocky Piro, Director Colorado Center for Sustainable Urbanism (CCSU), a new part of UC Denver. Rocky told the Board about CCSU's mission and discussed the programs in currently in place. He then moved discussion to the proposed joint event on September 29<sup>th</sup>. He handed out documents showing possible engagement opportunities, partnerships, projects, etc.

Stan said he had expressed two concerns about the joint event to Rocky in previous discussions. First, the event couldn't cost the Chapter anything. Second, it can't detract people from attending the conference in Colorado Springs. The group had agreed there would be a nominal charge to help cover costs. Shelia noted she would try to get two session panels to fill the two proposed afternoon slots.

Stan summarized that the questions are, is this something the Chapter wants to do; and is there anyone who is willing to take on the work of organizing the event. Susan said she thinks it is a great opportunity and Libby concurred. Jessica said she didn't think it would pull attendees away from the conference. The Board's consensus was that the Chapter should participate on the event. Carey and Anthony volunteered to help organize and work with Rocky.

**d. Planners4Health Initiative – Stan Clauson, President**

Stan discussed the grant application from APA as presented in the email to CPA. He noted the Chapter has talked about having a healthy communities committee but it has not come to fruition. Applying for the grant might be a way to get the committee going with funding. He asked if the board would support an application and if there was anyone willing to take the lead to complete the grant application. Michelle noted the quickly approaching deadline and the fact that the application isn't short or easy.

Libby said the committee has not been active. Sarah said she might be able to complete the grant if someone else was willing to assist. Carey said she would help and Susan suggested bringing Erica back into the mix to help with the application. Stan summarized that Sarah and others would attempt to put together an application, and if they did the Board would support it. But due to the short timeframe, lack of an active committee and no identified targeting projects, the group may not be able to complete it.

***Motion by Michelle for Sarah to investigate and put together team and submit if possible.***

***Second by Paul***

***Discussion: None***

***Vote: Unanimous***

**e. MURP Sponsored Reception at State Conference – Carey McAndrews, Planning Faculty Representative**

Carey said that the MURPAA group would like to sponsor something at the conference this year, but understand that it may be too late. They acknowledge that many of Chapter members are alumni and they would like to have a presence at the conference. Shelia said she would look into opportunities.

Carey then reviewed the list of current MURPAA board members.

**7. Committee Updates:**

**a. APAS Student Committee – Roxanne Borzo Bertrand, Student Representative**

Roxanne said this is the first week of classes and there are 48 new MURP students. The APAS will have its first general meeting the following Tuesday. They are looking to host a parking day with student chapters of AIA and ASLA. They are looking to launch and restructure the job shadowing program. She asked if there were any thoughts on what did and didn't go well and asked those be directed to her. The goal is to do the shadow program once a semester.

**b. Awards Committee**

No report.

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

Anthony said they welcomed two new board members. He then said they held an urban scavenger hunt with Downtown Denver Partnership the previous month. They are currently working on a dialoged and partnership with DDP. Their next event is the Rocky Mountain National Park tour where the chief planner will do a guided presentation and tour. He concluded that the next month will have a tactical urbanism event.

d. **Legislative Committee – Eric Heil & Susan Wood, Committee Co-Chairs**

Susan noted that the committee is relatively quiet at this time. Sol wants to have a discussion with the Board about what expectations she suggested scheduling a time to meeting with him. The Board suggested December.

e. **Outreach & Communications Committee –Jessica Ibanez, and Hillary Seminick, Committee Co-Chairs**

Jessica said the committee did not meet in August but there was a newsletter put out. Sarah's CML article was published.

f. **PIC Review Committee, Eric Heil**

No report.

g. **Professional Development Committee – Sarah Davis, Committee Chair**

Sarah said because the conference has been moved, the AICP Exam Prep workshop may be moved outside the conference to the beginning of October. The workshop is geared towards how to prepare, not an actual study session. She said she would contact Ken Schroepfel to see if space is available at UC Denver. The conference workshop may be changed to a mini session or shorter study session.

Susan then discussed the APA proposal to have an AICP candidate. She reminded the Board that APA is soliciting input and encouraged the Board to fill out the survey. She noted they are light on student responses to the survey

h. **Sustainability Committee – Libby Tart Schoenfelder, Board Liaison**

Anthony reported for Libby. He said the committee had an event attended by about 20 people on Innovative Affordable Housing. The event had three presenters onsite at an affordable housing.

i. **Youth in Planning - TBD**

Michelle said she is still seeking someone to chair the committee. She said there is a lot of interest in the work and the committee, but no one has expressed an interest in leading the charge. A conference call has been scheduled for mid-September to discuss scope and goals.

**8. Board Member Updates:**

Julio said that on Aug 10-12 there was a Western Planner Conference with about 150 attendees.

**9. Other Business**

**Meeting ended at 4:29 p.m.**

***Motion by Michelle to adjourn.***

***Second by Carey***

***Discussion: None***

***Vote: Unanimous***

**APPROVED 9-30-2016**