

**Colorado Nonprofit Development Center
Executive Committee Meeting
November 16, 2018**

Present: Dave Ryan (via Phone), Andrew Ritz, Mark Sullivan, Melissa C. Johnsen, Melinda Higgs

The meeting convened at approximately 12:00pm at CNDC offices

CNDC compensation policy review process

Melinda reviewed the Compensation policy with the Committee. Discussion of who should participate in the Compensation committee - staff, board members - and how to manage confidential discussions regarding CEO salary when CEO is participating in the committee discussion. Through general discussion and scenarios presented, questions were resolved to the satisfaction of the Executive Committee.

CNDC/LLC Update and Strategy for Board Approval

Melinda presented a status regarding the establishment of an LLC to accommodate a program and ownership of property involved in supporting the program's work. Legal work is proceeding with the attorneys – CNDC and the Funder - and was near completion. Conflicts were addressed due to CNDC attorney representing the Funder in another matter. Andrew brought up his position at Colorado Health Foundation and would that be considered a conflict. It was agreed it would not be considered a conflict.

NOTE: Unfortunately, shortly after the meeting, the Funder opted to explore other options where they owned the property versus CNDC. Work is on hold during this exploration by the Funder

CNDC 20-year Celebration

Committee discussed the upcoming CNDC 20-year anniversary. All agreed a celebration is warranted, and the anniversary date would be based on the first accepted program by CNDC. The Committee also agreed to a small task force of board and staff members to plan the event and that the event should be off site and a large celebration encompassing our founders and officials in the community.

Insurance

Melinda shared with the Committee that CNDC's Insurance broker is continuing a rigorous search for an insurance option for CNDC. Melinda will keep the Committee and the board apprised of our Brokers efforts. Recognition this is critical to the organization.

Board Membership

Committee reviewed the current board membership list and respective term end dates for each board member (based on completing number of terms defined in By Laws). Agreed we need to do outreach regarding new board members, and to focus on

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diversity. Mark will take the lead and do outreach. Melissa had two possible candidates for consideration as well and will provide their contact information to Mark.

Meeting closed at approximately 1pm.