

SCT Board of Directors Annual Meeting  
February 22, 2023, 4:00PM HYBRID – 400 Aviation Blvd. Ste. 500, Santa Rosa, CA  
3:00 Tour at STS – Optional

**Meeting Minutes**

Members: ***Joe Bartolomei, Jennifer Buffo, Thera Buttaro, Brad Calkins, Margaret Grahame, Keo Hornbostel, Kirstyne Lange, Kirk Lok, Crista Luedtke, Brian Marchi, Bert Rangel, Edward Roe, Caroline Shaw, Tim Zahner, Michael Trillo, Brandon Mrkvicka; Monica Hubert post consent***

Invitees: Ethan Brown, McCall Miller, Kristen Madsen, Bill Arnone, Claudia Vecchio, AJ Ruiz (recording secretary), all SCT staff,

Public: None

Absent: ***C. Shaw, C. Luedke, M. Trillo, T. Buttaro***

Agenda Item/Issues	Information	Follow Up Action	Person Responsible	Date Due
<b>Meeting Call to Order</b>	Meeting commenced at 4:06 pm.	N/A	N/A	N/A
<b>Roll Call</b>	<i>Roll call taken for procedures whether hybrid or in person.</i>	N/A	N/A	N/A
<b>Public Comment</b>	NA	N/A	N/A	N/A
<b>Statement of Abstentions</b>	None	N/A	N/A	N/A
<b>Approval of Consent Items.</b>	<b>Motion: K. Hornbostel S: B. Marchi to approve the consent items as presented.</b>  a) Approval of Agenda: February 22, 2023 b) Approval of BOD Minutes: January 18, 2023 c) Acceptance of Committee Minutes: Governance Committee January 9, 2023 FLC November 14, 2023 Community Engagement November 8, 2022 Marketing November 8, 2022 d) Acceptance of October, November, December Financials <b>Ayes –11 Nays – 0, Abstentions – 0</b> <i>(all asked for vote both in person and virtual; please note absent members</i>		N/A	N/A

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	<i>and J. Bartolomei arrived after consent vote and M. Hubert able to vote after the oath completed</i>			
<b>Oath of Office</b>	No legal report as counsel is out of town.  C. Vecchio performed Oath of Office for Monica Hubert. E. Roe and directors welcomed her, and Monica shared a bit more background on herself.			
<b>Board &amp; Committee Appointments – FOR POSSIBLE ACTION</b>	Presented by Governance committee the appointment of volunteer Randy Johnson, Getaway Adventures.  <b>Motion: T. Zahner S: K. Hornbostel to approve the appointments as listed and presented:</b>  <b>Ayes –13 Nays – 0, Abstentions – 0</b> ( <i>all asked for vote both in person and virtual; please note absent members</i> ) <i>again J. Bartolomei and M. Hubert now voted.</i>			
<b>Agency of Record Contract – FOR POSSIBLE ACTION</b>	T. O’Leary presented a proposal to renew a 2-year contract with recommendation by the Marketing committee with the current agency of contract, Fahlgren Mortine. There will be no change in the cost per year or the service provided. There was discussion around the discounting they do give on ad buys based on the relationship as well as the continued momentum, etc. There was some discussion			

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	<p>about the RFP process and if we had done one. Not done this time but we have felt this original RFP had vetted out many others and the success of the ROI and other measures have proved the success rate. Other members just wanted to make sure that we were considering local and we did but that sometimes someone outside of the circle looking in or at us allows a different perspective.</p> <p>Agreed to accept the motion as presented but also include the percentage of commission so the motion was in totality. \$24,750 + 7% commission on ad buys.</p> <p><b>Motion: T. Zahner S: T. Buttarro to approve the extension for 2 years of the agency of contract, Fahlgren Mortine as presented.</b></p> <p><b>Ayes –13 Nays – 0, Abstentions – 0</b> <i>(all asked for vote both in person and virtual; please note absent members) please note K. Lok had stepped off the call for a moment</i></p>			
<b>SCHA Additional Funding Request – FOR POSSIBLE ACTION</b>	<p>K. Hornbostel, L. Angststadt, K. Bass Seibel presented as a recommendation from the earlier Finance &amp; Legal Committee meeting to consider the approval of an additional \$12,500 request to the SCHA.</p> <p>Was explained that the way the funding happened in tune with the calendar timeline, it was approximately one quarter short of the fiscal year. It was noted that these funds are not being used for advocacy but specifically marketing and administrative items with the revamping of the association. The board did note that SCHA needed to be clear about their future budgets and look at all costs to make sure that if they are asking, they can ask up front so we can consider</p>			

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	<p>that in one item with budget at the beginning of year.</p> <p>There were also some abstentions suggested and noted for some BOD members also sit on the SCHA board. Noted in the vote below:</p> <p><b>Motion: K. Hornbostel S: B. Marchi to approve the additional funding request by SCHA as presented:</b></p> <p><b>Ayes –9 Nays – 0, Abstentions – 4</b> <i>(all asked for vote both in person and virtual; please note absent members) please note the abstentions K. Lok, B. Calkins, J. Buffo, J. Bartolomei.</i></p>			
<b>Destination Master Plan - DRAFT</b>	E. Roe/C. Vecchio did a very HIGH level overview of the first draft of the DMP as the meeting was short on time. She asked all board members to review and get back to her with feedback so revisions could be made and then the board would be spending a good deal of time on the goals and actions and steps at the next board meeting and retreat.	Review and feedback	Committee	ASAP and next meeting
<b>Strategic Planning/Timeframe Input/Board Retreat</b>	C. Vecchio presented that we would be discussing this topic heavily at the board retreat (also be discussing the layout of agendas and the new procedures related to Brown Act so we can come up with some different options and hopefully continue engagement. More detailed information to come to review prior to the retreat so can be really engaged with the content.	NA	NA	NA
<b>What's Keeping you Up at Night?</b>	None	NA	NA	NA

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Next Meeting	Next meeting Wednesday, March 23, 2023, now extended to a full day 9-5 at Hyatt Regency; all in-person as Brown Act revision goes into effect on March 1.	RSVP into BoardEffect	Board Members	3 days prior to meeting
Adjourn	Meeting adjourned at 5:43pm			