

## 2023 CSAS Annual Board Meeting Minutes

Date: December 18<sup>th</sup>, 2023

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Members present: David Kanzer (President), Jeff Deems (Vice President), Heidi Steltzer, Art Mears (Advisory Member), and Jeff Derry (Executive Director), Tom Ryan (Voting Member)

Members absent: Marti Whitmore (Advisory), Lurna Kaatz, Keith Roush (Secretary/Treasurer), Frank Kugel (Voting Member)

### **1:25 PM MEETING CALLED TO ORDER BY RYAN, DETERMINED THAT QUORUM IS ESTABLISHED**

#### AGENDA AMENDMENTS

- Board business first
- Director report
- Last year budget
- FY23/24 proposed budget

### **1:52 PM RYAN MOVES TO APPROVE AGENDA, DEEMS 2ND APPROVED UNANIMOUS BY SHOW OF HANDS**

### **1:55 PM RYAN MOVES TO APPROVE 2022 MINUTES, DEEMS 2ND APPROVED UNANIMOUS BY SHOW OF HANDS**

### **1:56 PM RYAN MOVES TO APPROVE BOARD VOTING MEMBERS TO BE 5 PEOPLE, AS PER BYLAW EDITS VERSION 5. REMAINING BOARD MEMBERS TO BE ADVISORY. DEEMS 2<sup>ND</sup> APPROVED UNANIMOUS BY SHOW OF HANDS**

- Lurna Kaatz resignation accepted de facto discussed due to absenteeism according to new bylaw edits.

### **1:58 PM DEEMS MOVES TO CONFIRM LAURNA KAATZ RESIGNATION, MEARS 2<sup>ND</sup> APPROVED UNANIMOUS BY SHOW OF HANDS**

- Kanzer: Steltzer, Mears, would you be willing to be advisory board members?

- Steltzer: Yes
- Mears: Yes

#### FINANCE

- Derry summarizes last year and this years budget
- CSU Cosmic Ray Project awarded, next year the project begins, Derry summarizes
- MSI/CSAS snow topography project delayed until next winter
- Kanzer: Last year budget review
- Derry: Big chunk of money towards field help and station upgrades

#### **BOARD DECIDES TO RECONVENE AT 3:00 PM**

#### **3:00 PM MEETING RECONVENES**

- Kanzer summarizes meeting thus far
  - Kaatz has been voted off the Board due to non-attendance
  - Steltzer, Mears, and Whitmore are now advisory (non-voting) members only.
- Discussion resumes regarding FY22/23 report and FY23/24 budget.
  - Deems: Wants to be sure FY22/23 net loss due to FY remnant.
  - Board Discussed FY shortfall.
  - Derry: Zoe and CWCB did not happen in FY22/23.
  - Deems: What are station upgrades? Derry reviews sensors to be installed. Deems: Need maintenance plan for stations, need to revise with new equipment. Need calibration and replacement schedule.
  - Derry: We have Gannt type schedule for sensors. Deems: Maybe do additional fund raising for spare parts, etc.
  - Kanzer: Put maintenance schedule in ED report (**action item**).
  - Kanzer: Re: Derry compensation, clarify why budget is different than annual salary request? Derry: Because we are already into FY when the Board meets and approves salary increase, so the increase only applies to ~9 months of the FY. Kanzer: Asks Derry to justify salary raise. Derry details reasons why he justifies a raise. Kanzer: Board to go into closed, executive, session to discuss salary request.

#### **DEEMS MOVES TO ENTER EXECUTIVE SESSION TO DISCUSS PERSONNEL ISSUES/EXECUTIVE DIRECTOR REVIEW, RYAN 2ND APPROVED UNANIMOUS BY SHOW OF HANDS, RECORDING STOPPED**

#### **BOARD RETURNS TO PUBLIC SESSION. RECORDING BEGINS.**

- Discussion of salary request
  - Kanzer: Board concerned about size of salary increase request. Would prefer 5%. Due to high spending year with stations, budget, etc. Kanzer: Next meeting within 7 months or

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so, re-examine compensation at that time. Merit based performance? Kanzer: Cost of living is thought to have been caught up with. Kanzer: Update FY23/24 table if needed. Ryan: other orgs you can use to compare salary? Derry: Will look. Deems: Ditto, seek out comparable orgs, next 7 months if you have suggestions on how to base your compensation please let us know.

- Deems: Great job. We have financial stability. Ryan: Good job, not many levers to pull in terms of metrics, compensation, etc. got to get creative.
  - Kanzer: Feedback from partners important. Ask them for feedback as part of evaluation
- Kanzer: For the future, need to clarify spreadsheet, line P64, actual vs budget.
  - Derry: There was two months where I underpaid myself, so the following month I made up difference.
- Kanzer: We have 3<sup>rd</sup> party payroll service? Derry, yes.
  - Kanzer: Treasurer needs to be more involved with finances, for checks and balances.
  - Derry: I can send Board monthly payroll reports, quarterly (**action item**).
- Kanzer: Good idea. Reconcile discrepancy in payroll please

**1:50 PM DEEMS MOVES TO APPROVE FINANCIAL REPORT, FY 2023/24  
BUDGET PROPOSAL AND DERRY SALARY INCREASE 5%, RYAN 2ND  
APPROVED UNANIMOUS BY SHOW OF HANDS**

- Kanzer: Deems, Ryan, are you willing to continue serving on Board?
  - Deems: Yes
  - Rayn: Yes

**1:50 PM RYAN MOVES TO REELECT SLATE OF BOARD OFFICERS, DEEMS  
SECONDS. APPROVED UNANIMOUS BY SHOW OF HANDS 1:50PM**

FUTURE MEETINGS

- Quarterly check-ins, late June annual meeting. Two meetings prior, so late Jan/early Feb, and late March

**MOVE TO ADJOURN, MEETING ADJOURNED**