AGENDA ITEM or FINAL CONTRACT REVIEW SUBMITTAL FORM

Agenda Item: Quarterly Tourism Association Update and Proposed

Action Requested:

Parties to the Agreement:

Term Begins: **Term Ends:** **Grant Contract #:**

Summary:

Please see the attached submitted by the TA

Fiscal Impact:

Submitted by: Josh Ost **Submitter's Email Address:** jost@gunnisoncounty.org

Finance Review: ○ Required ◉ Not Required

Comments:

Reviewed by: Discharge Date:

County Attorney Review: ◉ Required ○ Not Required

Comments:
ok db 4/25/18

Reveiwed by: Discharge Date: 5/3/2018 Certificate of Insurance Required

Yes ○ No ◉

County Manager Review:

Comments:

Reveiwed by: GUNCOUNTY1\mbirnie Discharge Date: 5/4/2018

○ Consent Agenda ○ Regular Agenda ○ Worksession Time Allotted: 45

Agenda Date: 5/8/2018

Revised April 2015

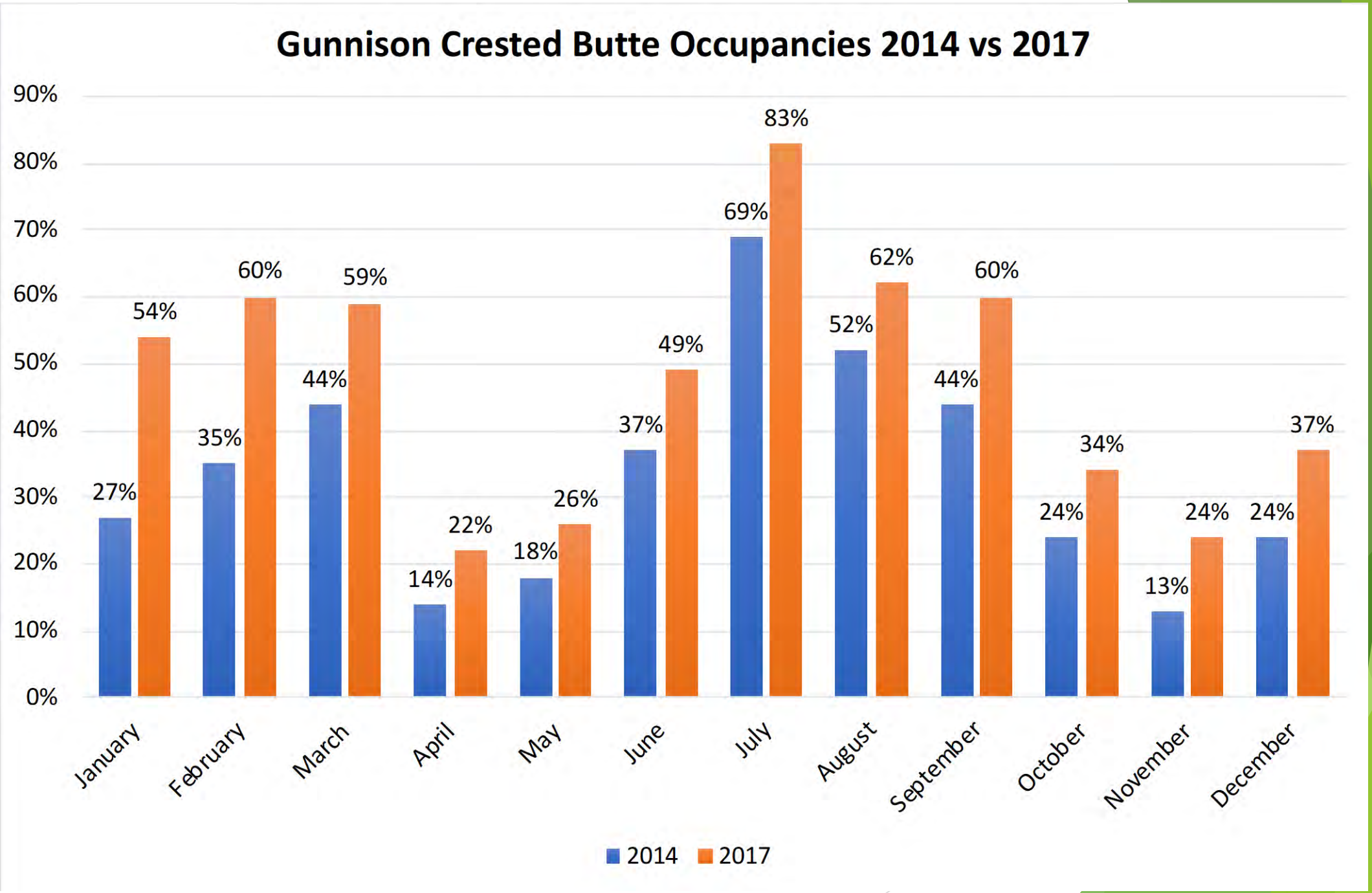
Gunnison-Crested Butte Tourism Association

Board of County Commissioners May 8, 2018 meeting

Goals of growing lodging revenues & filling airline seats

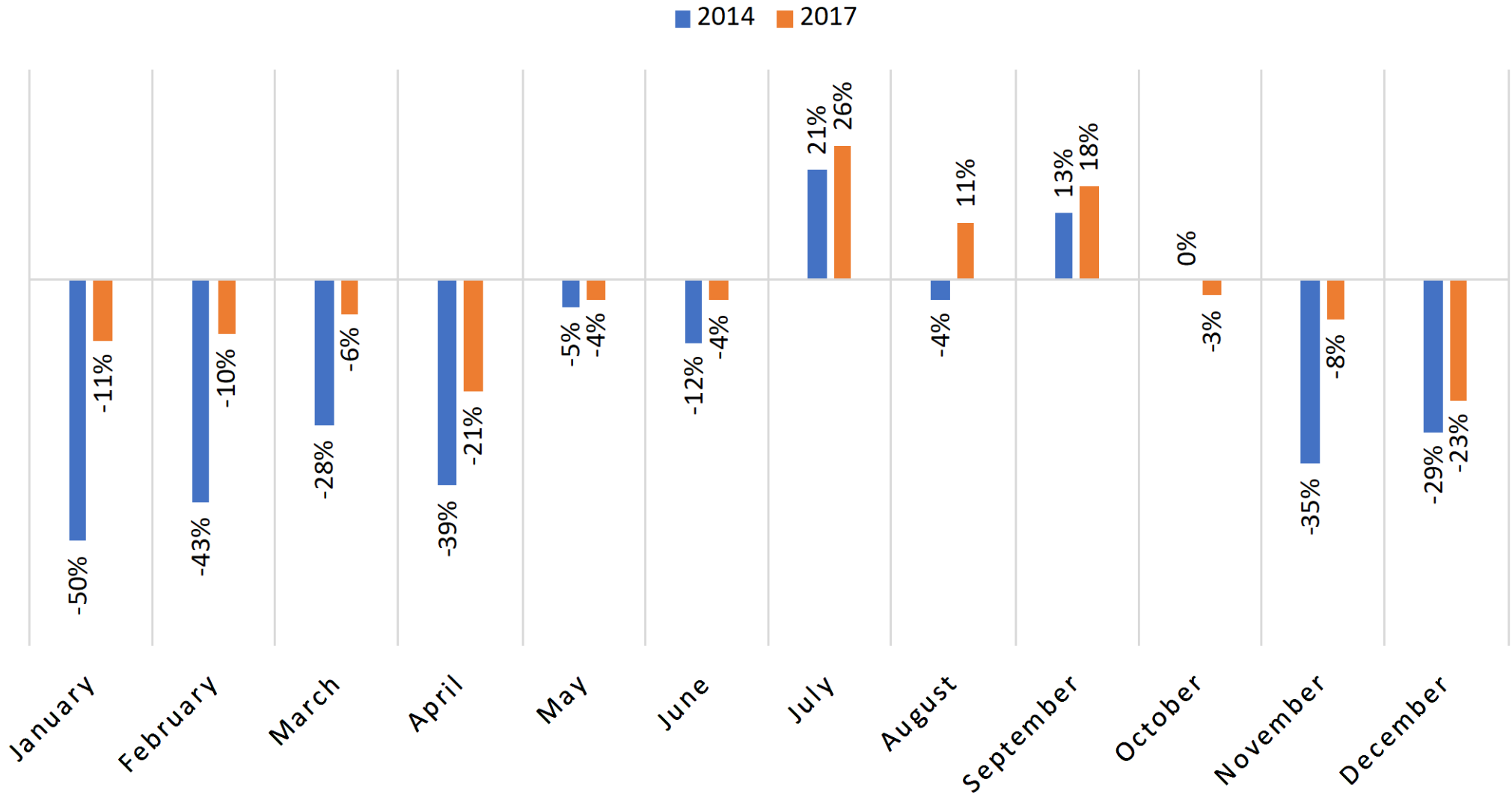
From diffuse to pointed: Trails, trails, trails

- Targeting millennials & millennials+
- Storytelling & Content
- Digital & social media
- Emphasis on Partnerships & Collaboration, including:


Gunnison Crested Butte Occupancies 2014 vs 2017
90%
80%
70%
60%
50%
40%
30%
20%
10%
0%
27%
54%
35%
60%
44%
59%
14%
22%
18%
26%
37%
49%
69%
83%
52%
62%
44%
60%
24%
34%
13%
24%
24%
37%
January
February
March
April
May
June
July
August
September
October
November
December
2014
2017

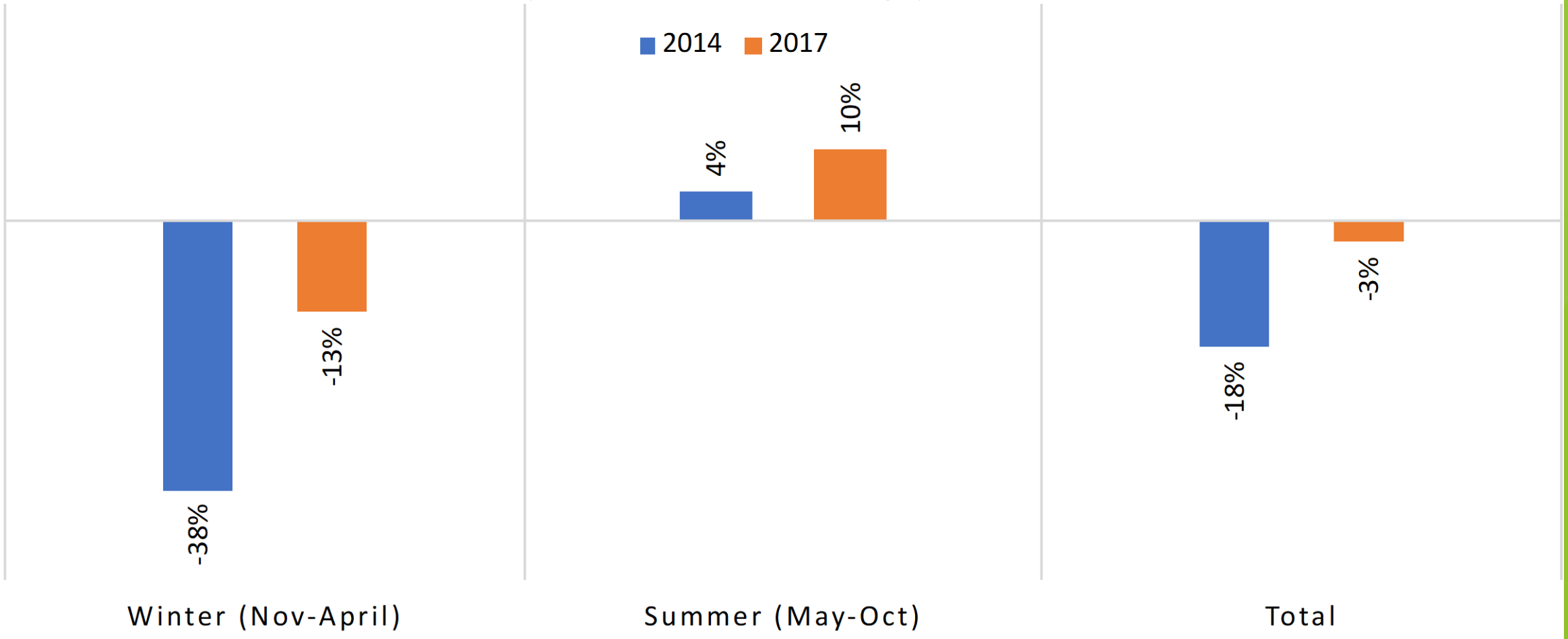
Change in relative Postition: Gunnison Crested Butte vs DMX Average

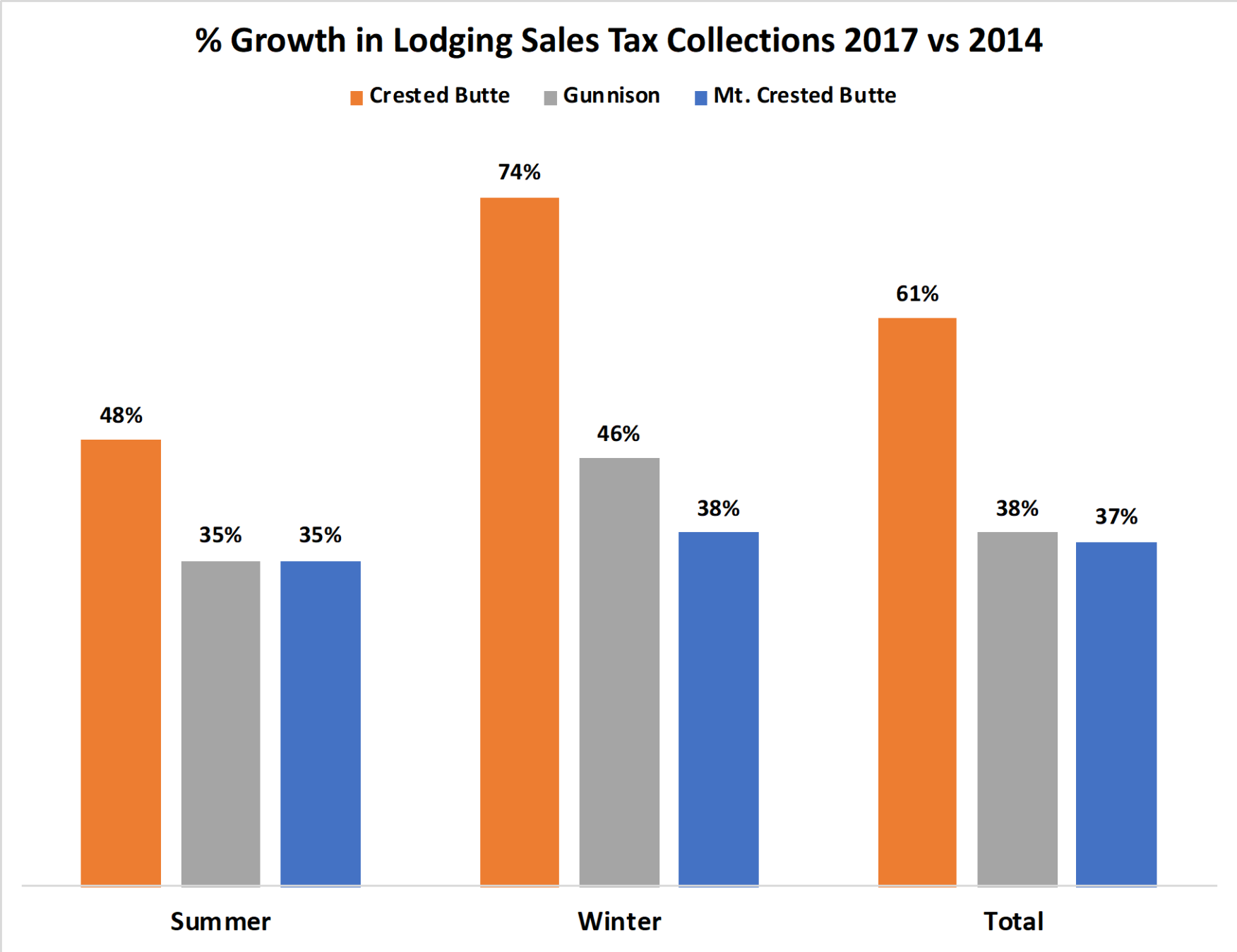
How to read: in January 2014, GCB occupancy was 50% below DMX average occupancy; in January 2017, GCB closed the gap to -11%.

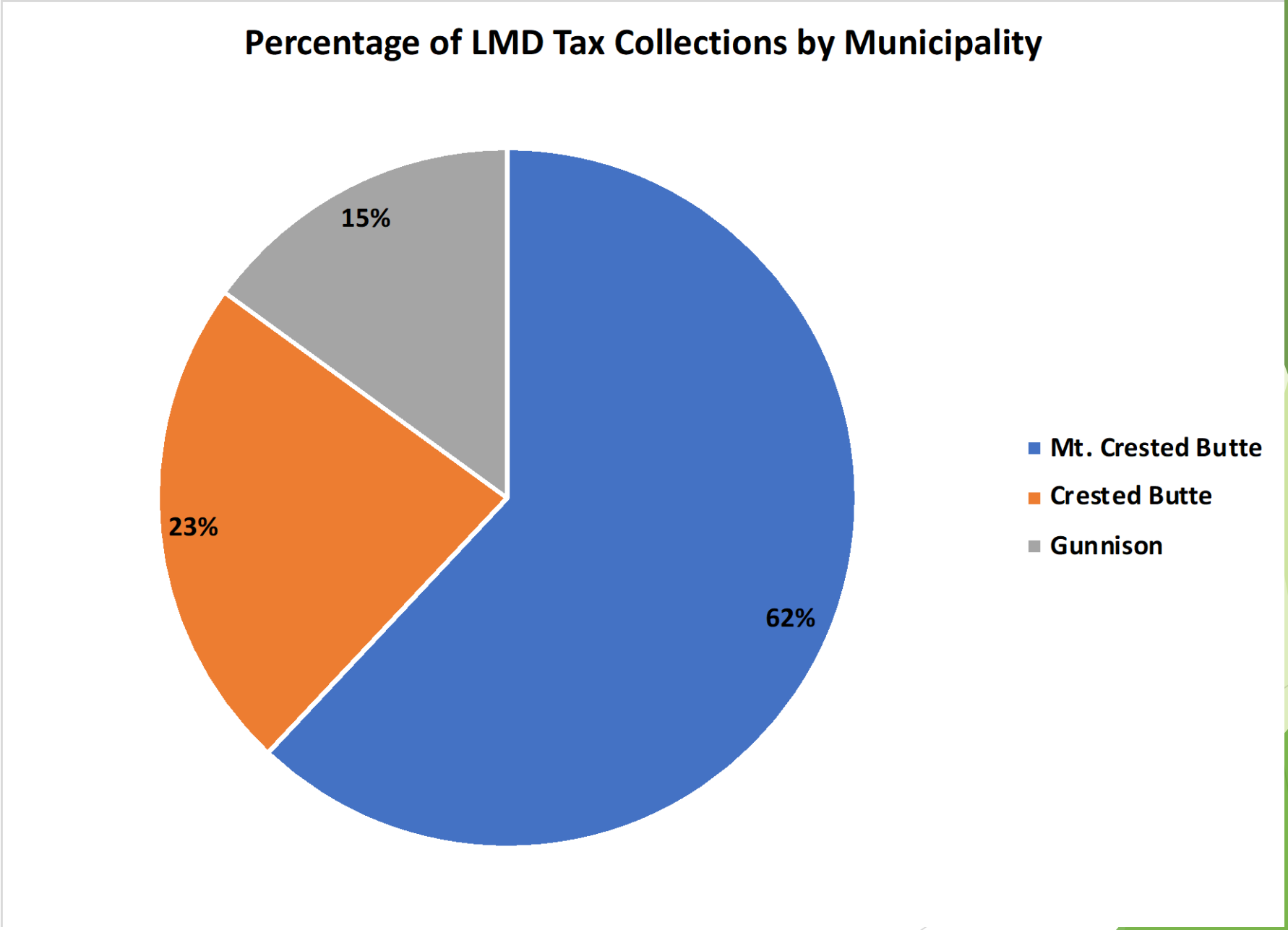


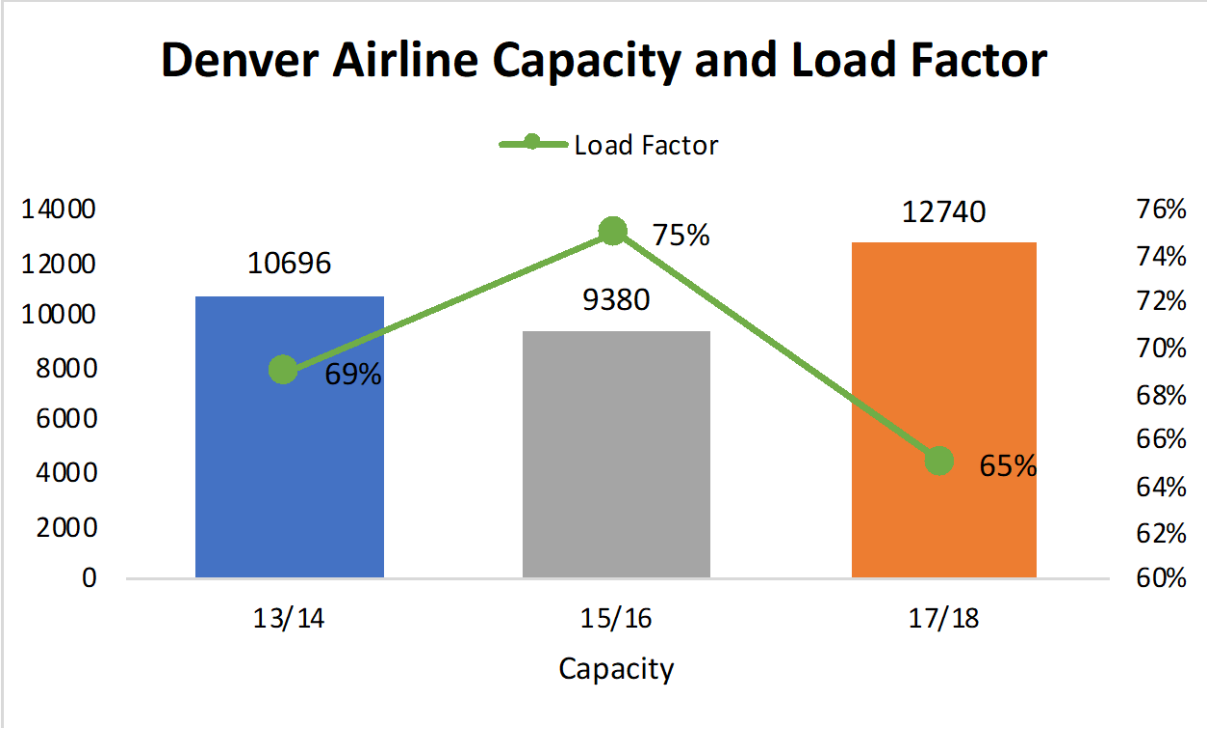
Change in relative Postition: Gunnison Crested Butte vs DMX Average

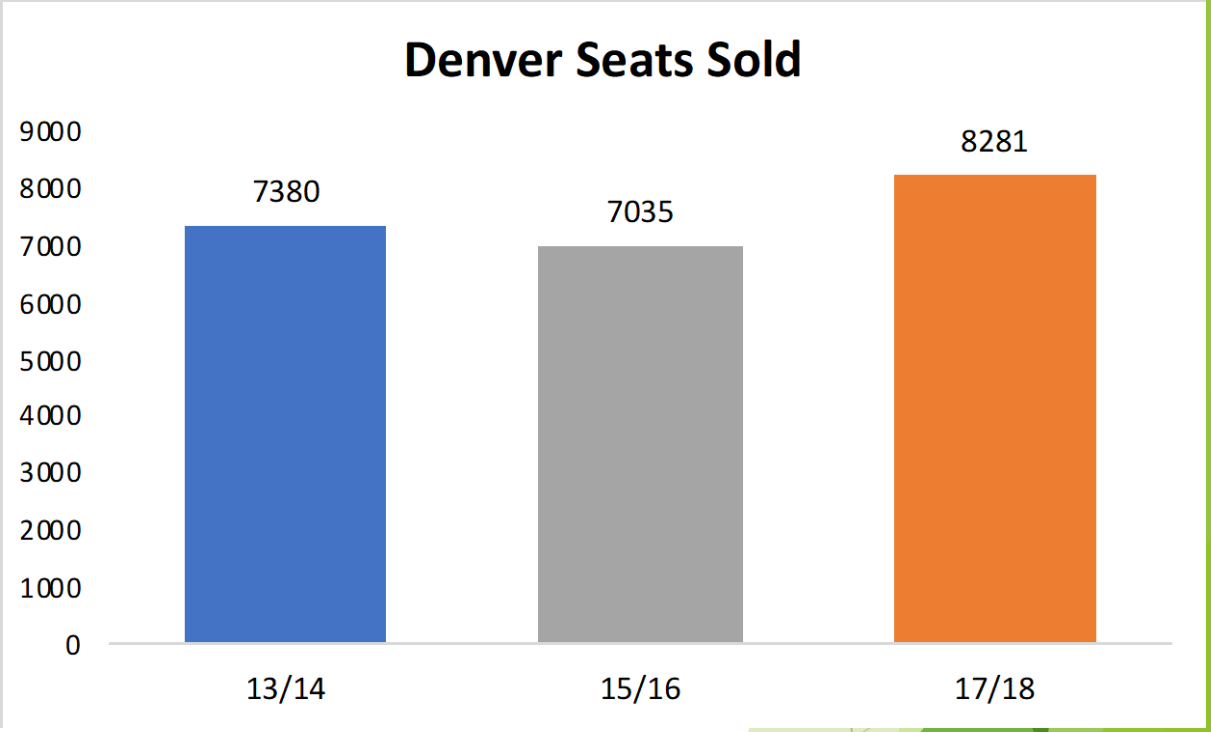
How to read: in Winter 2014, GCB occupancy was 38% below DMX average occupancy; in January 2017, GCB closed the gap to -13%.

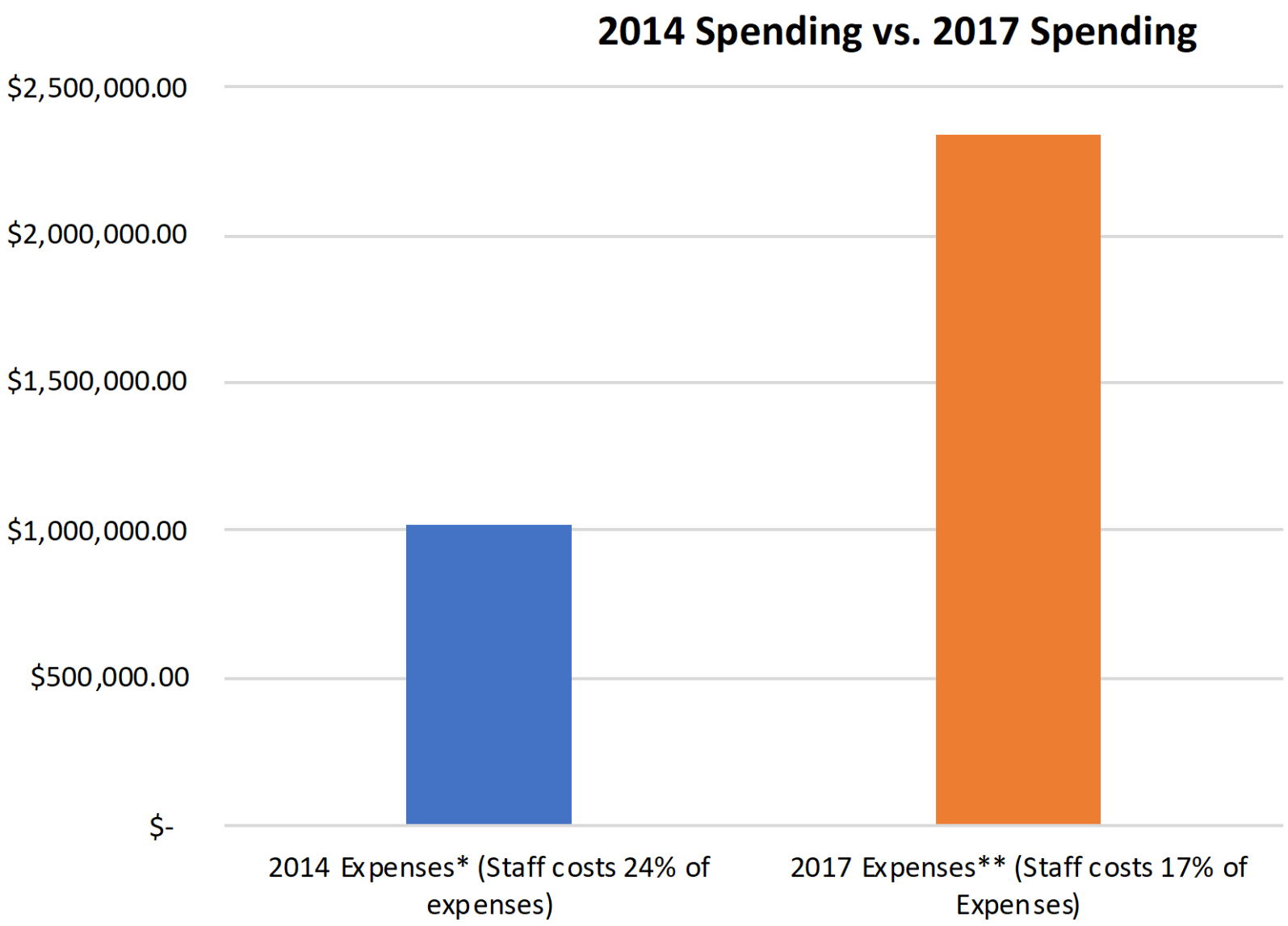



% Growth in Lodging Sales Tax Collections 2017 vs 2014
Crested Butte
Gunnison
Mt. Crested Butte
48%
35%
35%
74%
46%
38%
61%
38%
37%
Summer
Winter
Total


Percentage of LMD Tax Collections by Municipality
15%
23%
62%
Mt. Crested Butte
Crested Butte
Gunnison


Denver Airline Capacity and Load Factor
Load Factor
14000
12000
10000
8000
6000
4000
2000
0
76%
74%
72%
70%
68%
66%
64%
62%
60%
10696
9380
12740
69%
75%
65%
13/14
15/16
17/18
Capacity

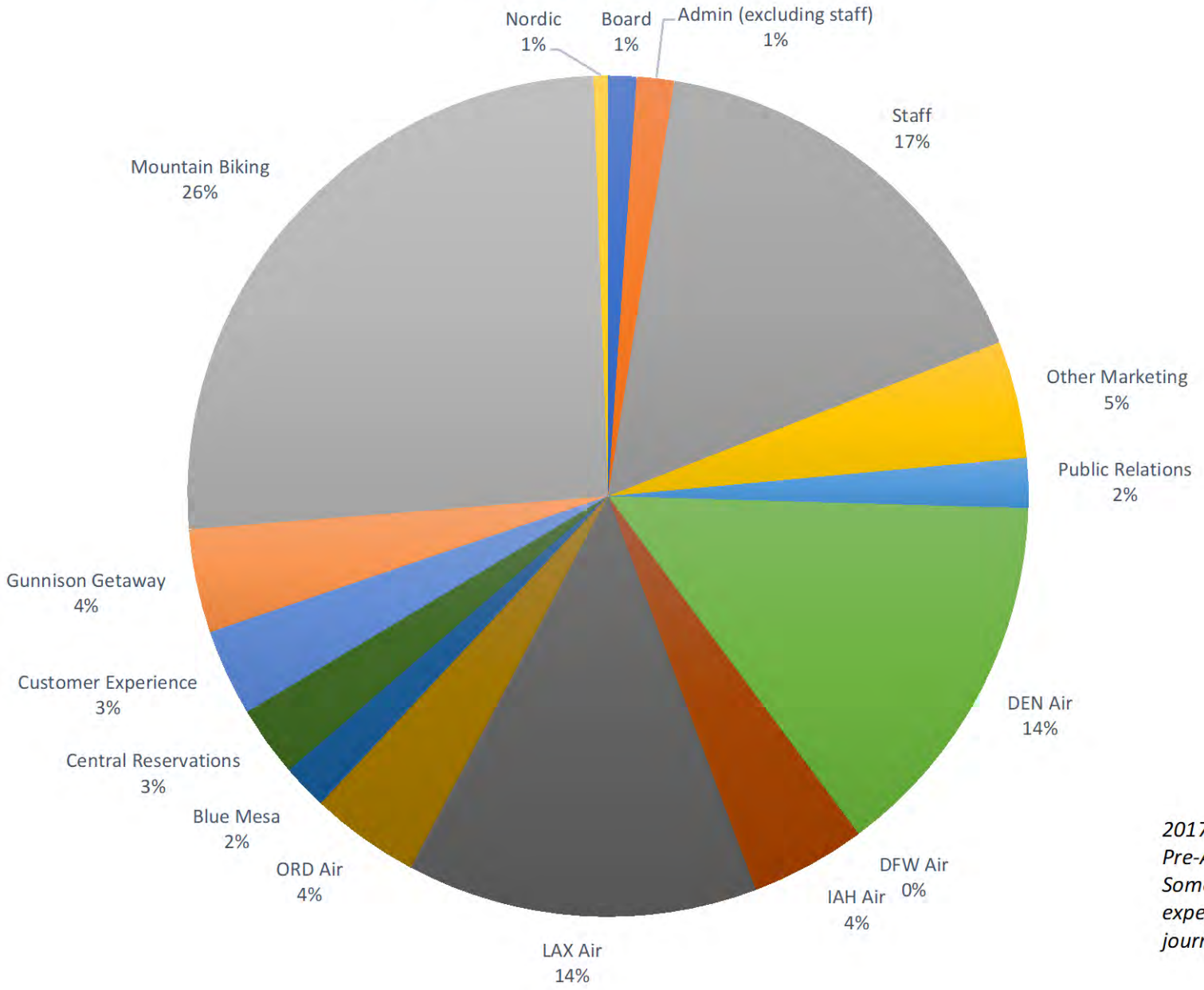

Denver Seats Sold
9000
8000
7000
6000
5000
4000
3000
2000
1000
0
7380
7035
8281
13/14
15/16
17/18



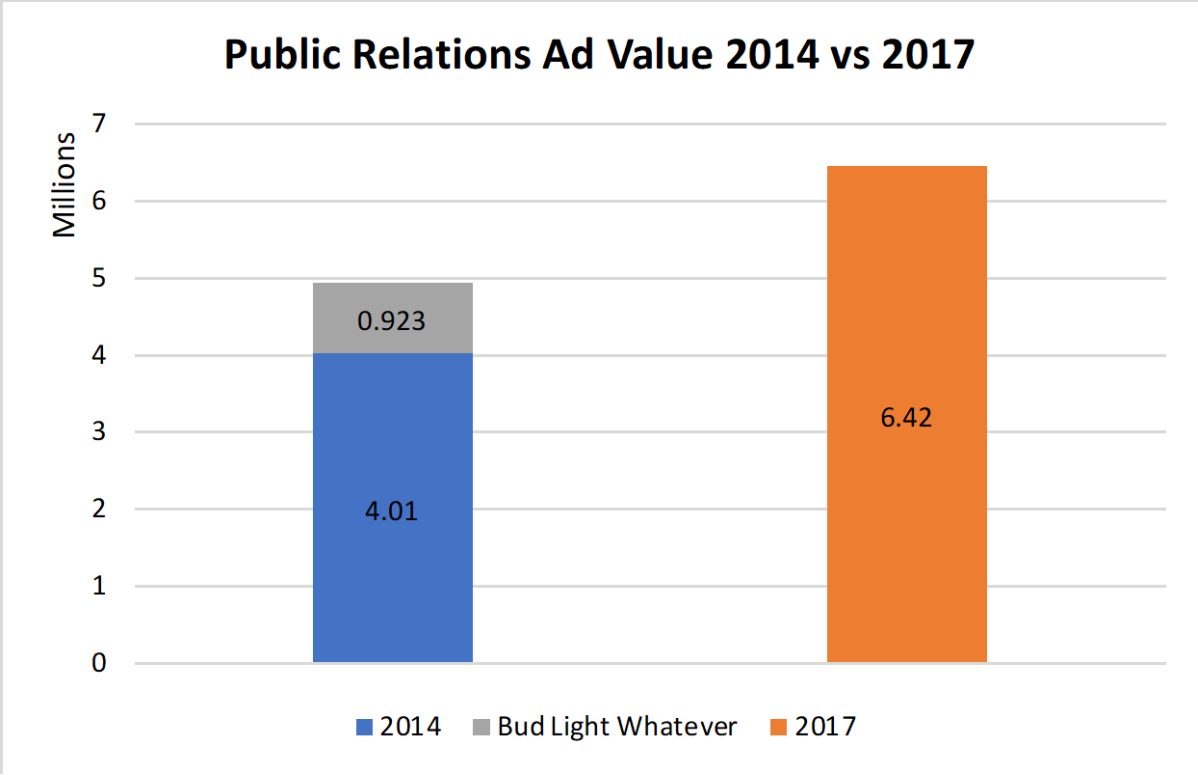
2014 Expenses calculated on accrual basis, Feb. 2014 partner newsletter numbers calculated on cash basis

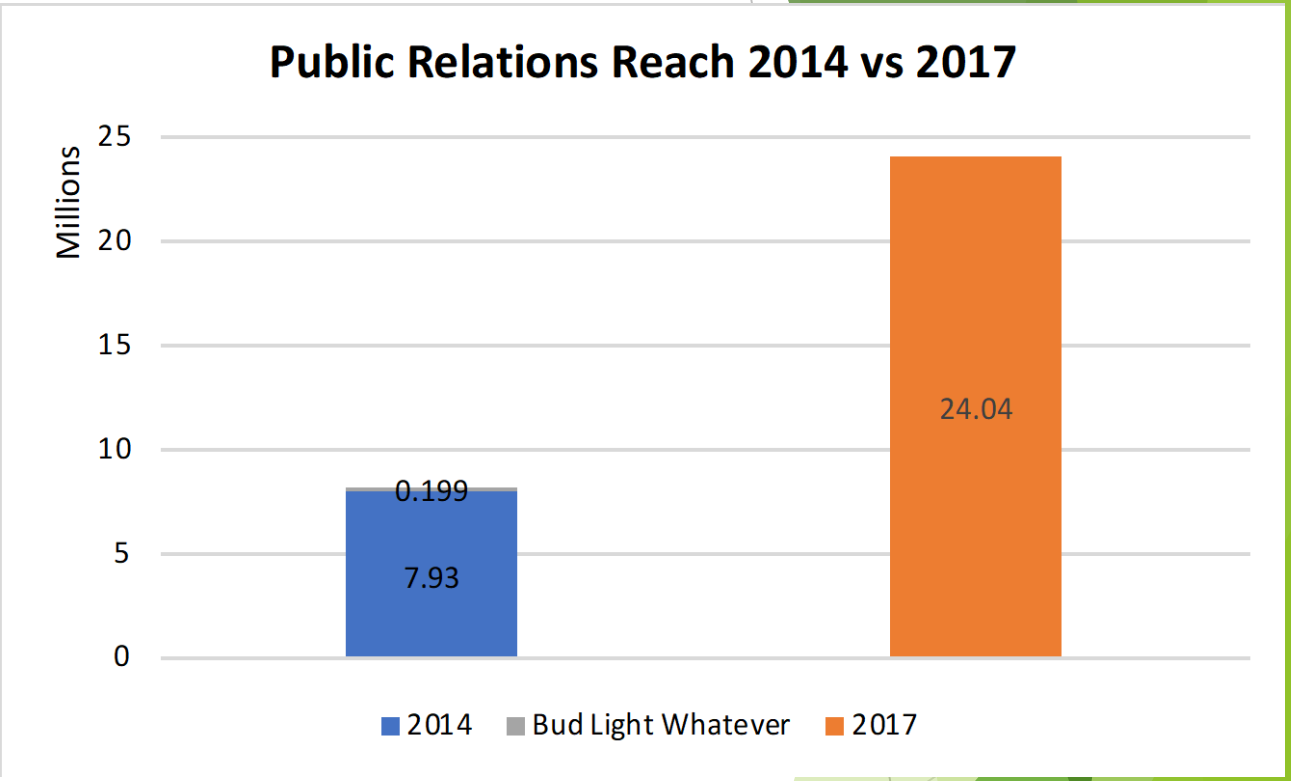
***** 2017 Expenses calculated on accrual***

2017 TA Spending by Class



2017 Spending Pre-Audit, Some slight changes expected due to journal entries.

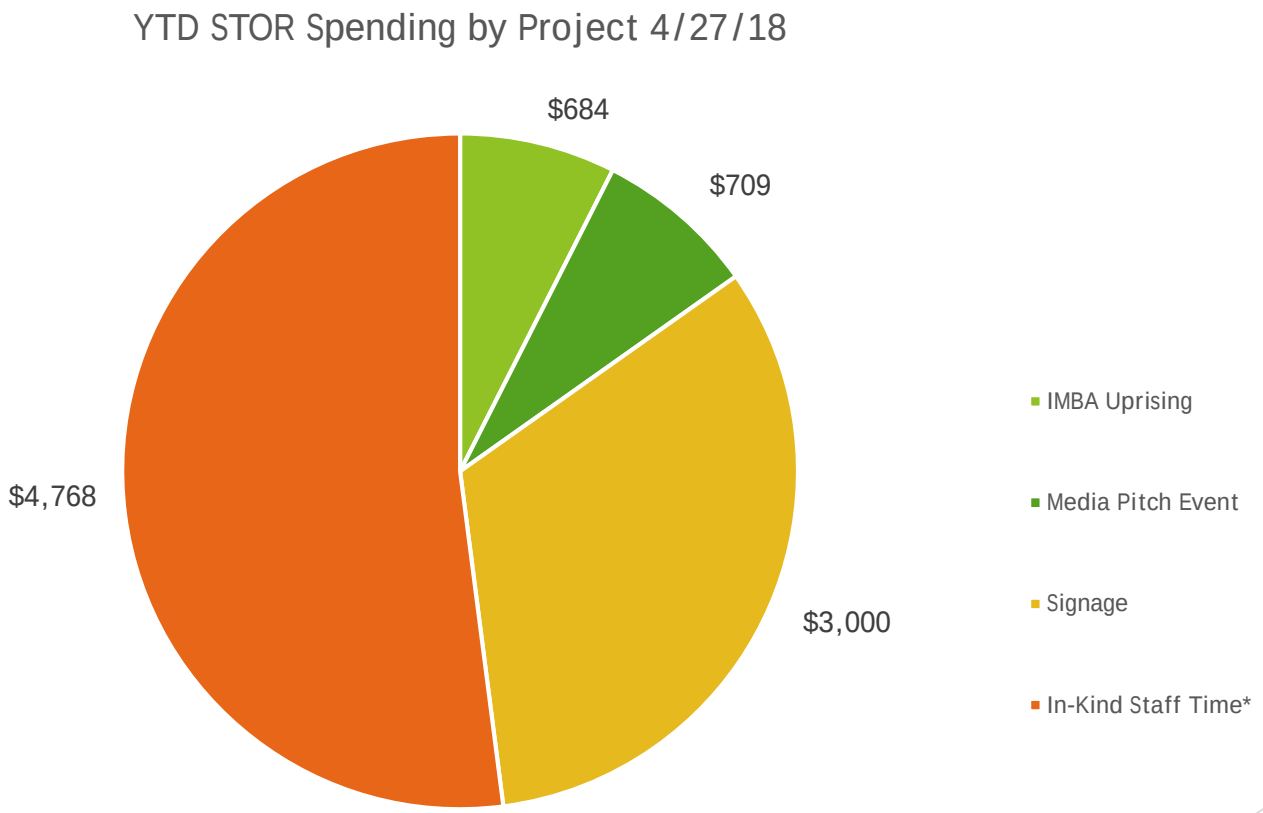

Public Relations Ad Value 2014 vs 2017
Millions
7
6
5
4
3
2
1
0
0.923
4.01
6.42
2014
Bud Light Whatever
2017


Public Relations Reach 2014 vs 2017
Millions
25
20
15
10
5
0
0.199
7.93
24.04
2014
Bud Light Whatever
2017

New for 2018

- Sustainable Tourism and Outdoor Recreation
- Grants
- Economic Development
- Western

Sustainable Tourism & Outdoor Recreation– YTD Investment of ~$9,160

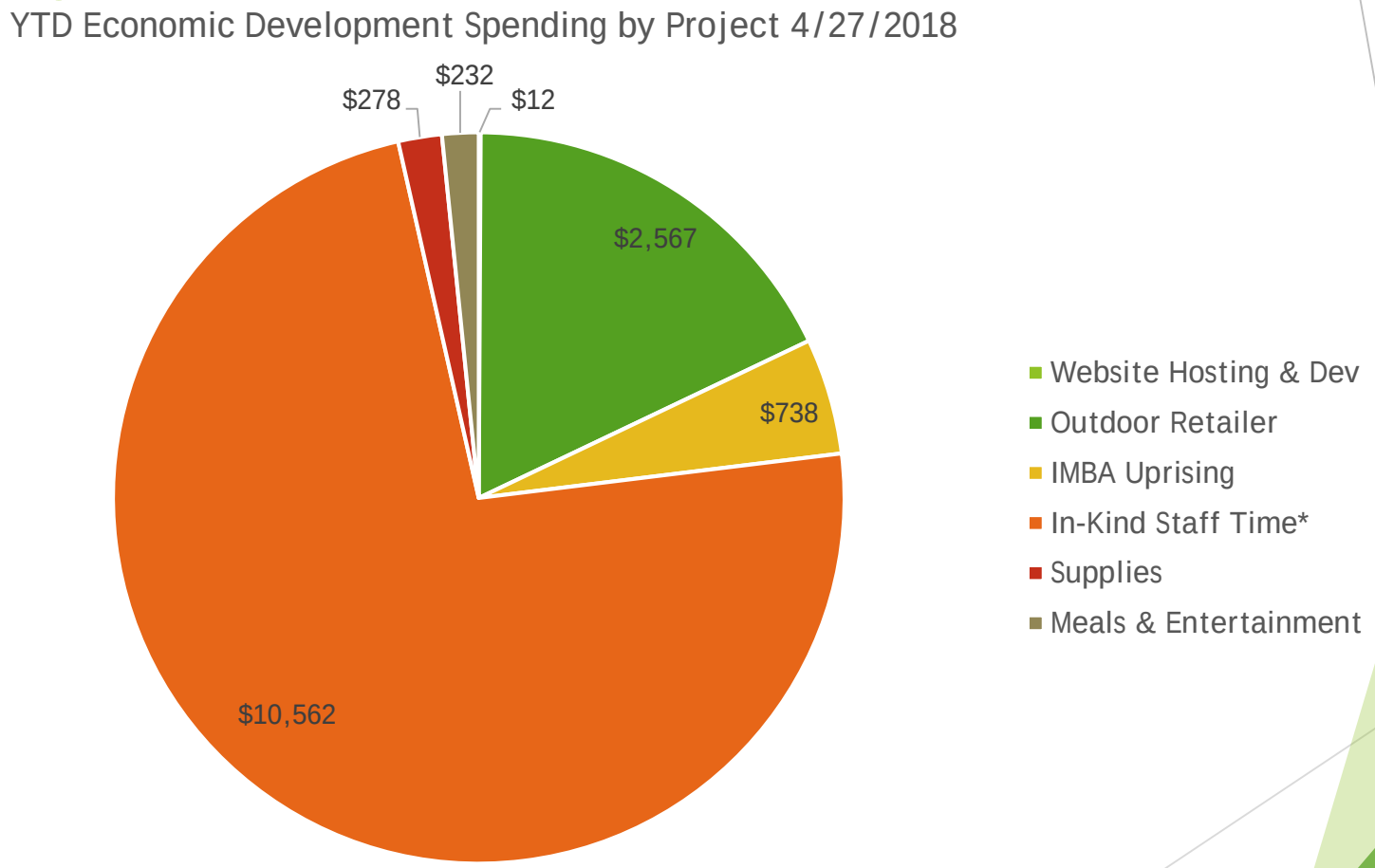


**Best estimate. All staff members tracking hours.*

Grant Awards

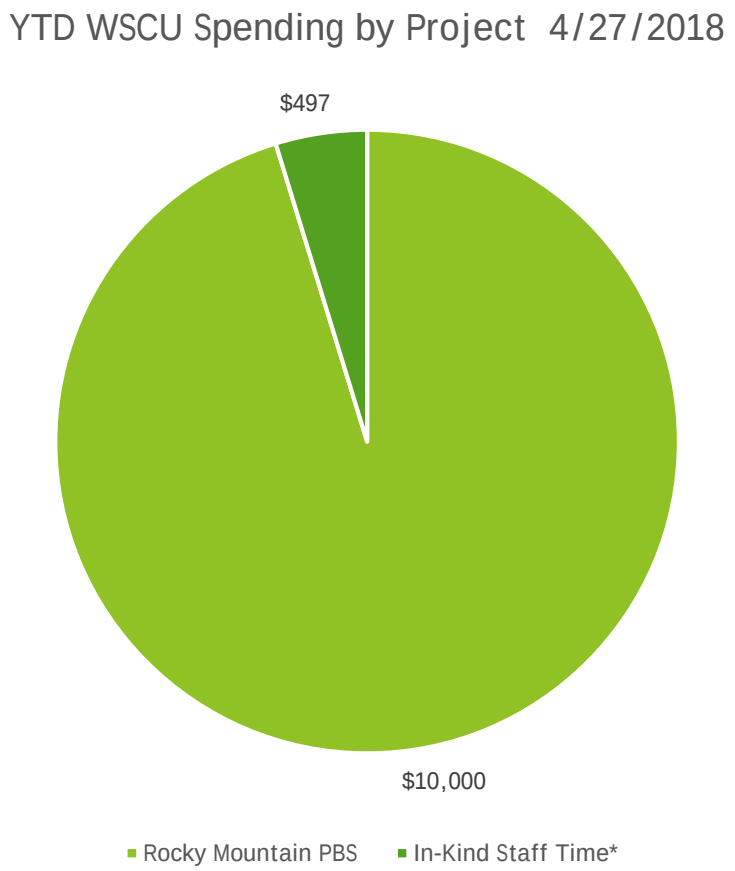
- CB Devo-$11,500.00
  - Junior Growler-$1500.00 (Gunnison, May 26)
  - Junior Bike Week-$8,500 (Crested Butte, June 22-24)
  - Scott Junior Enduro Cup-$1,500.00 (Gunnison, September 15)
- Summer Grand Traverse-$8,000.00 (Crested Butte, September 1-2)
- Bikepacking Summit-$6,700.00 (Gunnison, September 14-16)
- Gunnison Growler-$5,000.00 (Gunnison, May 26-27)
- Elk Run 5K-$5,000.00 (Crested Butte, September 29)
- Fat Tire 40-$3,000.00 (Crested Butte, June 23)
- West Elk Hockey Association-$2,500.00 (Gunnison, October 5-7)
- CB3P-$2,000.00 (Valley-Wide, April 29)

Economic Development– YTD Investment of ~$14,390



**Best estimate. All staff members tracking hours.*

Western Partnership– YTD Investment ~$10,500



**Best estimate. All staff members tracking hours.*

Looking to the Future

- Focus on trails remains; Walton Foundation conclusions
- Urging price increases on lodgers in July & 1st two weeks of August
- Epic Pass presents major opportunity for winter growth
  - Also Teocalli Drainage expansion for 2020

AMENDED BYLAWS OF THE

GUNNISON-CRESTED BUTTE TOURISM ASSOCIATION

ARTICLE I

General

Section 1

NAME: This organization is incorporated under the laws of the State of Colorado and is known as the Gunnison-Crested Butte Tourism Association (hereinafter "Tourism Association").

Section 2

PURPOSE: The purpose of the Tourism Association is to implement an integrated marketing effort which promotes the Gunnison Valley as a year-round destination and enhances the visitor experience. Increasing total annual tourism/guest revenue is a primary goal of the Tourism Association, with an emphasis on overnight visitation.

Section 3

DEFINITIONS:

a. "Board", means The Board of Directors for the Gunnison Crested Butte Tourism Association.
b. "Local Marketing District", "LMD" means The Board of County Commissioners for Gunnison County, Colorado.
c. "Board Member" or "Member" means an individual appointed to the Board.
d. "Valley" means the Gunnison Valley of Gunnison County, Colorado.
e. "WSCU" means Western State Colorado University.
f. "TA" means the Gunnison-Crested Butte Tourism Association.
g. "Colorado Revised Nonprofit Act" are §§ 7-121 through 7-137 in the Colorado Revised Statutes, as periodically amended.
h. "CBMR" means Crested Butte Mountain Resort.
i. "Selection Committee" means the committee consisting of the LMD Board, the one permanent member of the GCBTA board from WSCU and the one permanent member of the GCBTA board from CBMR, for a total of five members.

Section 4

BUSINESS OFFICE: The principal office of the corporation shall be as designated on the Articles of Incorporation, or any amendments thereto.

Section 5

REGISTERED OFFICE: The Corporation shall have and continuously maintain in the State of Colorado a registered office address and registered agent whose office is identical with such registered office, as required by the Colorado Revised Nonprofit Corporation Act.

Section 6

LIMITATIONS: The Corporation shall observe all local, state, and federal laws which apply to a non-profit organization as defined in Section 501(c)(6) of the Internal Revenue Code.

Section 7

SUPERSEDING PRIOR BYLAWS: These Amended Bylaws of the Gunnison/Crested Butte Tourism Association supersede all prior bylaws of the Tourism Association. To the extent any provisions of these Amended Bylaws conflict with Articles of Incorporation for the Tourism Association, the Articles of Incorporation shall govern.

ARTICLE II

Board of Directors

Section 1

The Board of Directors shall consist of seven (7) Members appointed by the Selection Committee. The Selection Committee shall consist of the LMD Board, the one permanent member of the GCBTA board from WSCU and the one permanent member of the GCBTA board from CBMR, for a total of five members.

The Board of Director's composition shall consist of seven (7) members as follows: One (1) member shall be a marketing representative of Crested Butte Mountain Resort ("CBMR Representative"), one (1) members shall be a marketing representative of Western State Colorado University ("WSCU Representative"), and the five (5) remaining members will be appointed at-large subject to the qualification requirements outlined in Section 2 of Article II, below, and subject to interviews conducted by the Selection Committee. However, one (1) of the at large members shall either reside, or be a property owner, or operate a business North of Jack's Cabin Road, and one (1) at large member shall either reside, or be a property owner, or operate a business South of Jack's Cabin Road.

Section 2

QUALIFICATIONS FOR BOARD APPOINTMENT: Excepting the Marketing representatives of CBMR and WSCU, a person shall be considered for appointment to the Board if they have the following qualifications:

a. Resident or property owner of Gunnison County, and
b. Have significant marketing experience that can be applied to tourism marketing, or
c. Have current or past business experience providing services to visitors in Gunnison County as a senior decision maker, and
d. View the County as one interdependent and interconnected economic system,

In making at-large appointments to the Board, the Selection Committee shall endeavor to maintain a balance of the geographic distribution of residence/property ownership/business ownership of its appointees in an effort to minimize clustering of Board appointments to one geographic location in the Valley. In the event the marketing representative of CBMR or WSCU resign his or her position, is removed from the Board, or otherwise become unavailable or unable to serve with no alternate persons qualified for appointment through their respective employers, the Selection Committee may appoint Board Members at-large in lieu of the marketing representative, in accordance with the qualifications recited above.

Section 3

TERM: Except as provided for in Section 4 of this Article III, each Member of the Board shall serve a term of three (3) years. Any Member is eligible for re-appointment, except that no Member, excluding the Crested Butte Mountain Resort marketing representative and the Western Colorado State University marketing representative, shall serve more than six consecutive years. As it relates to the marketing representatives, every (3) three years they shall appear before the LMD and affirm their commitment to their ongoing appointment.

Section 4

APPLICATION: Except as provided for in Section 4 of Article III, qualified candidates, as per Article II, Section 2, shall submit a letter of interest and their resume to the Local Marketing District as per their annual advertisement of board appointments.

Section 5

APPOINTMENTS: Except as provided for in Section 4 of this Article III, the Selection Committee shall make annual appointments to the Board as follows:

a. Marketing representative of Crested Butte Mountain Resort.
b. Marketing representative of Western State Colorado University.
c. One (1) or two (2) at-large seats, depending on the rotation of expiring terms.

Section 6

FIRST BOARD: The first Board shall be appointed by the Selection Committee with staggered terms, as outlined below, and shall meet the qualification requirements of Article II Section 2. The appointments of Board Members shall be as follows:

a. The marketing representative of Crested Butte Mountain Resort.
b. The marketing representative of Western State Colorado University.
c. Two (2) at-large members, to serve a one-year appointment.
d. Two (2) at-large members, to serve a two-year appointment.
e. One (1) at-large member, to serve a three-year appointment.

Notwithstanding the provisions of Article II section 4, any at-large Board Member appointed to an initial term of less than 3 years may seek reappointment for two additional full terms.

Section 7

VACANCY: Any vacancy occurring on the Board shall be filled by appointment by the Local Marketing District pursuant to the criteria in Article II Section 2. The appointment for a vacancy shall be for the remaining term of that vacant position.

Section 8

RESIGNATION: Any Member may resign at any time by providing written notice to the President or Secretary of the Board and to the LMD.

Section 9

REMOVAL: Any Member may be removed from the Board by the Selection Committee for good cause. Without limitation, any Member not present at three (3) consecutive meetings, without good cause as determined by the Board, shall be subject to removal from the Board. The Board shall notify the LMD of the need for removal of the Member within 30 days of the third absence, without good cause. If said Member is an Officer of the Board, the Board shall select a new Member to operate as stated Officer of the Board of the removed Member.

Section 10

APPEAL OF REMOVAL: Any Member may appeal their removal from the Board by submitting a written request to the Selection Committee within 30 days of removal.

ARTICLE III
Duties of the Board

Section 1

Pursuant to the Colorado Revised Nonprofit Corporation Act, and any other applicable laws, and subject to any limitations of the Articles of Incorporation or these Amended Bylaws, the Corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board. The Members shall have the specific powers and duties set forth in this Article III.

Section 2

BUDGET AND STRATEGIC BUSINESS PLAN: The Board shall, by October 1st of each year, submit to the LMD a tentatively adopted Strategic Business Plan, and accompanying budget for the next calendar year. The Strategic Business Plan shall address at a minimum, the following:

- Proposed results and measurements for those results consistent with the purpose of the Tourism Association
- Proposed strategies and associated budgets to achieve the proposed results
- Strategy for creation, maintenance, and coordination of an effective digital presence for the County
- Strategies for marketing in-Valley experiences and fulfillment
- Propose performance based contracts with vendors and subcontractors that contract with the TA.
- Coordination with strategic partners including but not limited to Crested Butte Mountain Resort, Western State Colorado University, Chambers of Commerce, major businesses and employers, municipalities, public land agencies, and event promoters.

Section 3

REPORTING: The Board shall report, on a biannual basis, to the LMD the performance of their adopted Strategic Business Plan, and accompanying budget for the current year and of the previous six months.

Section 4

MEETINGS: The Board will meet eight times per year.

- There will be four quarterly regular meetings of the Board, alternating between Gunnison and Crested Butte. These meetings will be held in January, April, July, and October.
- There will be two budget meetings, held in March and September, focusing on summer and winter spending, respectively.
- There will be two strategy meetings in June. The first would be an afternoon session followed the following morning for a wrap-up.

~~REGULAR MEETINGS: The Board shall meet once a month and shall determine the specific dates for meetings by resolution of the Board. Meetings will alternate between the City of Gunnison and the Town of Crested Butte/Mt. Crested Butte. Any Regular scheduled meeting of the board may be~~

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~~rescheduled by the President or by the Secretary, with authority of the President, at least 24 hours prior to meeting time. Delivery of meeting materials to the Board shall occur no less than five (5) calendar days prior to the meeting. All regular meetings shall be open to the public and the minutes of regular meetings shall be available for the public to review. An executive session may be called by the affirmative vote of two thirds of a quorum of the board.~~

Section 5

SPECIAL MEETINGS: A special meeting of the Board shall require seventy-two (72) hours advance notice to each Member. Special meetings may be called by the President, Vice President, Secretary or any two (2) Members.

Section 6

QUORUM: At all meetings of the Board, a simple majority of board members shall constitute a quorum. In the event that quorum is not in attendance at any meeting, the meeting shall be adjourned until a quorum is present. Notice of adjournment to another time and place shall be given to all directors who were not present at the time of adjournment, prior to conducting the rescheduled meeting. If any vote results in a tie, the issue voted on shall not be approved. Members of the Board may participate in meetings through use of conference call or similar methods of communications, so long as all members participating in such meeting can hear one another. Participation in a meeting by telephone or video conference constitutes presence in person at such meeting. The President may vote on all matters before the Board.

Section 7

PROXY AND ASSIGNMENT: There shall be no voting of Members by proxy or assignment. All Members must be present in person as defined in Section 6 at the meeting to place a vote.

Section 8

FINANCIAL POLICY: The Board shall develop, approve and amend as necessary by majority vote of the Board at a regular meeting a financial policy that provides transparency and accountability for the financial affairs of the GCBTA. The Financial Policy shall be adopted within 60 days of the initial board appointments and then shall be reviewed annually by the Board thereafter.

Section 9

COMPENSATION: Members and officers shall receive stipends which are determined in the proposed annual business plan and budget.

ARTICLE IV

Officers

Section 1

OFFICERS: The officers of the corporation shall be a President, a Vice President, a Secretary and a Treasurer, and any such other officers as the Board shall deem proper.

Section 2

ELECTION: The Board, at its first meeting after each annual appointment of Members by the LMD, shall elect the officers. Each officer so chosen, shall hold office for one year or until his/her successor shall be chosen and shall qualify, unless he/she resigns, and/or is removed in accordance with these Bylaws.

Section 3

DUTIES OF THE OFFICERS: The duties of the officers shall be as follows:

a. President: The President shall be the principle executive officer of the Board and shall
   (i) be the principle officer of the Board and shall approve agendas and chair meetings of the GCBTA,
   (ii) sign all notes, contracts or other instruments which the Board has authorized to be executed, except where it is expressly delegated by the Board, these Bylaws, or by statute to some other officer or agent of the corporation,
   (iii) Perform all duties incidental to the office of President and such other duties as may be prescribed by the Board from time to time.

b. Vice President/Secretary: The Vice President/Secretary shall assist the President and the Board and shall perform such duties as may be assigned to him/her by the President or the Board. In the absence of the President, the Vice President/Secretary shall have all the powers and perform all the duties of the President. The Vice President/Secretary shall also:

   (i) Keep or cause to be kept the corporation's minutes of all meetings, proceedings and actions of the Board and that such minutes are publically available.
   (ii) See that all notices are duly given in accordance with the provisions of these Bylaws, the Articles of Incorporation, the Colorado Revised Nonprofit Corporation Act, and as required by any other applicable laws, and
   (iii) In general, perform all duties incidental to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board.

c. Treasurer. The Treasurer shall:

(i) Be the principal financial officer of the corporation,
(ii) Have the care and custody of all funds, securities, evidences of indebtedness and other personal property of the corporation and deposit the same in accordance with the instructions of the Board,
(iii) Ensure that the Financial Policy as per Article III, Section 8 is implemented and adhered to,
(iv) Be responsible for the preparation of an annual budget for presentation to the LMD and preparation of monthly financial reports
(v) Provide financial reports at regularly scheduled board meetings
(vi) Perform all other duties incident to the office of the Treasurer and, upon request of the Board, shall make such reports as may be required at any time.

Section 4

LIABILITY OF MEMBERS, OFFICERS, AND EMPLOYEES. To the fullest extent permitted by law, the Members, Officers and Employees shall not be liable for any of the Board's obligations or for any act or failure to act by the Board. In accordance with Colorado Revised Statues §§ 7-129-101 through 7-129-110, the corporation shall indemnify its members, officers, employees and other allowed persons to the fullest extent provided in its Article of Incorporation, bylaws, and by the Colorado Revised Nonprofit Corporation Act, and as such statute(s) may be subsequently amended or revised.

The Corporation shall have the obligation to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Board Members, employees and other agents, against any liability asserted against or incurred by any officer, Board Member, employee or agent in such capacity or arising out of the officers, Board Members, employees or agents status as such.

Article V

Employees

Section 1

EXECUTIVE DIRECTOR. If approved by the Board, an Executive Director may be employed. The Executive Director shall be the chief paid executive of the corporation. The Executive Director shall be responsible to the Board for the implementation of the policies and efforts to obtain measurable results. The Executive Director shall serve at the pleasure of the Board and shall have the following authority and responsibilities, unless otherwise limited or expanded by a majority vote of the Board:

a. Administration and supervision of all corporation staff employees, subcontractors and vendors;
b. Administration and supervision of all policies, programs and efforts of the corporation;

c. The responsibility to attend all meetings of the Board and LMD;
d. Assist the Treasurer in the preparation of the annual budget and monthly financial reports.
e. Develop and propose an annual business plan consistent with the proposed budget and Article III Section 2 for the Boards consideration and approval.

Section 2

EMPLOYEES. All employees will be hired by the Executive Director (if one is approved by the Board) or by the President of the Board, upon approval by the Board. All employees will be accountable and shall report to the Executive Director, if applicable, or the President of the Board.

Section 3

SUBCONTRACTORS AND VENDORS. All Subcontractors or Vendors shall be contracted by the Board pursuant to an annual contract signed by the Executive Director (if one is approved by the Board) or by the President of the Board. All such contracts shall be performance based. The Subcontractors and Vendors will be accountable to and shall report to the Executive Director (if one is approved by the Board) or by the President of the Board.

Article VI

Amendments, Maintenance, and Dissolution

Section 1

AMENDMENTS. Amendments in the form of new bylaws and amendments to current bylaws may be adopted by a two-thirds (2/3) vote of the Board, with notice of the amendments to be provided to the LMD. Notice of proposed amendments shall have been mailed or emailed to EACH Member not less than fourteen (14) days prior the meeting where said Amendment(s) were to be voted on. Similarly, Amendments may also be repealed by a two-thirds (2/3) vote from the Board and said repeals must be mailed or email to EACH member of the Board no less than 14 days before the day of the repeal vote.

Section 2

MAINTENANCE OF RECORDS. Every Member of the Board and LMD shall have all the rights of inspection of the corporation's books, records, bills, and any other document as are provided for under all applicable laws. The Board shall provide a semi-annual seasonal report to the LMD .

Section 3

DISSOLUTION. Upon the dissolution of the corporation, all records, assets, and property will be placed in the custody of the LMD.