

GUNNISON COUNTRY CHAMBER OF COMMERCE

RESOLUTION BY THE BOARD OF DIRECTORS

The undersigned, The Gunnison Country Chamber of Commerce, a Colorado nonprofit corporation (the "Chamber"), hereby approves and adopts the following resolutions pursuant to the Colorado Revised Nonprofit Corporation Act:

VISITOR CENTER OPERATION AND FUNDING

RESOLVED, it was moved, seconded, and passed unanimously that pursuant to the Memorandum of Agreement with the City of Gunnison, as amended, (attached to this resolution) that the following policies and procedures shall govern the operation of the Visitor Center:

1. Establishment of Visitor Center Committee:
 - a. A new committee is created for the Visitor Center, and shall consist of one (1) Chamber appointee, one (1) City of Gunnison appointee and one (1) Tourism Association appointee. Members of the Visitor Center Committee shall be annually appointed by the Chamber, City of Gunnison, and Tourism Association.
 - b. The Chamber Board of Directors agrees to adhere to decisions made by the Visitor Center Committee related to decisions regarding the operation of the Visitor Center.
 - c. The Chamber Board of Directors further recognizes and acknowledges that non-adherence with Visitor Center Committee decisions with regard to the operation of the Visitor Center may discontinue funding support from the City of Gunnison at the sole discretion of the City Council of the City of Gunnison.

2. Separate Accounting
 - a. The Chamber agrees to provide separate accounting between the Visitor Center and the other Chamber operations and projects. Fund accounting – will be utilized in the tracking of revenues and expenditures attributed to the operation of the Visitor Center, either directly or via allocation mutually agreed upon between the Chamber Board of Directors and the Visitor Center Committee.
 - b. Carry-over funds will be reflected in the equity section of the balance sheet, earmarked applicably.
 - c. All transfers between the Visitor Center and the Chamber must be approved by both the Chamber Board of Directors and the Visitor Center Committee

3. Administrative Guidelines:
 - a. Capital Improvements & On-Going Maintenance
 - i. Planned capital improvements and on-going maintenance of the Chamber building will be split between the Visitor Center funds (57%) and Chamber funds (43%). Either entity may choose to cover the cost of improvements 100% in the case of emergency repairs or in the event the Chamber Board of Directors or Visitor Center Committee elects not to participate in capital improvements and on-going maintenance.

- b. Shared Employees
 - i. The Chamber agrees to allow the Executive Director (paid for by Chamber funds) to contribute time each week to the oversight, management, vision and direction of the Visitor Center. In return, the Visitor Center Committee also agrees to allow the Administrative Assistant (paid for by Visitor Center funds) to contribute to administrative duties related to the operations of the Chamber of Commerce. Time invested is allocated by each organizations annual budget.

- c. Shared Expenses
 - i. Building Expenses (overhead) and other shared expenses will be allocated 57% to the Visitor Center and 43% to the Chamber.

- d. Rules and Bylaws
 - i. The Visitor Center Committee shall be responsible for the creation and administration of rules governing the operation of the Visitor Center Committee.

ADOPTED this _____ day of _____, 2016 by a majority of the Directors at a duly called Board of Directors meeting of the Gunnison Chamber of Commerce.

Gunnison Country Chamber of Commerce,
a Colorado non-profit corporation

By: _____

Name:
President

ATTEST: _____

Name:
Secretary