



Calistoga Chamber
of Commerce

BOARD Meeting AGENDA
April 18, 2017
Calistoga Spa Hot Springs Resort
12:00pm – 1:30pm

Mission statement: *The Calistoga Chamber of Commerce is an association of business people advocating Calistoga as a premier Napa Valley destination in advancement of a strong local economy.*

Call meeting to order:

Consent Items:

- Action Summary March 21, 2017
- Financials March 2017

Action Items:

- Advise BOD Chair on destination marketing agreement renewal discussions with City
- Review BOD election nominees presented by nominating committee
- Establish Community Awards nomination review committee
 - (3 BOD members; 2 Chamber members at large)
- Receive nominees for scholarship awards from scholarship committee
- Review Balance-of-Year PR & Marketing plan

Executive Director's Report:

- Porch Fest proposed program
- Combined mixer with St. Helena Chamber of Commerce (June 1st)

Closed Session:

- BOD review of Executive Director evaluations to achieve consensus for presentation to Executive Director at May BOD meeting

Announcements:

- Chamber Mixer @ Calistoga Motor Lodge & Spa ~ May 11th @ 5:30pm-7:00pm



Board Meeting Action Summary

March 21, 2017 @ 12:00 PM ~ Calistoga Spa Hot Springs

BOD Attendees: Sharon Carone, Aphrodite Caserta, Pam Ingalls, Daniel Kaiser, Nick Kite, Mike Lennon, Carlene Moore*, Stephen Patel, Shane Pavitt, Laura Swanton*

Absent: Nancy Putney-Abernathy, Clive Richardson

Staff: Chris Canning

Guest(s): Leonard LaBranche

Meeting Called to Order: 12:06 PM by S. Patel

Consent Items:

- Action Summary February 21, 2017
 - Motioned: Carone Seconded: Ingalls Passed: 8-0-0
- Financials February 2017
 - Motioned: Swanton Seconded: Pavitt Passed: 10-0-0

Action Items:

- Established 2017 BOD election nominating committee (Caserta, Ingalls, Lennon, Patel, Swanton).
 - Patel will follow-up with committee for next steps.
 - Motioned: Moore Seconded: Carone Passed: 10-0-0
- BOD agreed by consensus to move forward on our attorney's suggested changes to most recent modifications presented by the Palmer Group on "Harvest Table" joint use trade mark agreement.
- Authorized BOD Chair (Patel) to begin discussions with City Manager on renewal of Destination Marketing Agreement.
 - Staff will provide information at next BOD meeting for use in BOD's formulation of new agreement terms. Info to include contract rates and TOT levels over the past 5+ years.
 - Motioned: Pavitt Seconded: Moore Passed: 10-0-0
- Reviewed Executive Director evaluation process and timeline
 - BOD will receive email link in order to complete evaluation anonymously.
 - Evaluation completion deadline is April 7th.

Executive Director's Report:

- Presented letter for approval by BOD to be submitted for publication in the Calistoga Tribune addressing Calistoga Shuttle service issues. This has become a potential PR challenge for the Chamber.
- Staff presented three potential incremental programs/events for next fiscal year for the purpose of generating additional revenues (Food Truck Rodeo, Wellness Retreat, Hot Air Balloon Festival).
 - The events were generally supported with some input and concerns shared. Staff will flush out more details especially regarding monetization and budgeting of such events for discussion at next BOD meeting.

Next BOD Meeting: April 18, 2017 @ Calistoga Spa Hot Springs

Meeting adjourned at – 1:25 PM

Action Items submitted by Chris Canning

Notes taken by Chris Canning

*: Indicates late arrival or early departure impacting vote count variances

**Calistoga Chamber of Commerce
Executive Summary
March 2017**

Summary of Cash Flow:

Cash as of 03/01/17:	237,705.53
Net Income or (Loss) from P&L:	(6,464.27)
Accounts Receivable change (increase) or decrease:	6,193.88
Undeposited Funds (increase) or decrease:	0.00
Accounts Payable increase or (decrease):	(12,584.01)
Payroll Liabilities Adjustment	0.00
Deferred Revenue increase or (decrease):	0.00
Accrued Payroll increase or (decrease):	0.00
Accrued Expense increase or (decrease):	0.00
Office Equipment Asset (increase) or decrease:	0.00
Petty Cash (increase) or decrease:	0.00
Prepaid Expenses (increase) or decrease	981.56
Amortization and depreciation (non cash expense):	67.00
Cash as of 03/31/17:	225,899.69

P&L vs. Budget:

Current Month	<u>Actual</u>	<u>Budget</u>	<u>Variance</u>
Total Income	33,825.33	46,293.73	(12,468.40) ¹
COGS & Expenses	<u>40,289.60</u>	<u>57,947.00</u>	<u>(17,657.40) ²</u>
Net Income	(6,464.27)	(11,653.27)	5,189.00
YTD			
Total Income	537,373.68	621,940.57	(84,566.89) ³
COGS & Expenses	<u>553,290.46</u>	<u>564,063.00</u>	<u>(10,772.54) ⁴</u>
Net Income	(15,916.78)	57,877.57	(73,794.35)
Projected Next Month			
Total Income		39,743.23	
COGS & Expenses		<u>52,507.00</u>	
Net Income		(12,763.77)	

Winter in the Wineries

YTD	Total Income	63,650.00	67,500.00	(3,850.00)
	Total COGS & Expenses	<u>24,481.23</u>	<u>24,150.00</u>	331.23
	Net Income	39,168.77	43,350.00	(4,181.23)

YTD Total Revenues, Total Expenses, Net Income:

	<u>YTD Revenue</u>	<u>YTD Expenses</u>	<u>YTD Net Income</u>
City Contracted	286,589.55	270,483.30	16,106.25
Chamber Operations	109,039.73	183,516.32	(74,476.59) ⁵
Chamber Fundraisers	<u>141,744.40</u>	<u>99,290.84</u>	<u>42,453.56</u>
Totals	537,373.68	553,290.46	(15,916.78)

Receivables:

Uncollected Membership Dues increase or (decre)	2,119.00
Non-membership A/R > 90 days	0.00
Non-membership A/R increase or (decrease):	(5,485.00)

Payables:

	<u>Previous Month</u>	<u>Current Month</u>	<u>Difference</u>
A/P balance	14,692.79	2,108.78	(12,584.01)
A/P over 30 days	0.00	0.00	0.00

Destination Marketing Agreement Analysis

Fiscal Yr.	Contract Fee:	TOT	Fee as % of TOT	Fee as Fixed % of TOT		
				5.75%	6.00%	6.50%
2017-18*		\$ 6,237,002		\$ 358,628	\$ 374,220	\$ 405,405
2016-17	\$ 343,118	\$ 5,940,002	0.057764	\$ 341,550	\$ 356,400	\$ 386,100
2015-16	\$ 333,125	\$ 5,622,939	0.059244			
2014-15	\$ 324,999	\$ 5,037,134	0.064521			
2013-14	\$ 300,000	\$ 4,456,456	0.067318			
2012-13	\$ 302,000	\$ 3,950,623	0.076444			
2011-12	\$ 302,000	\$ 3,764,680	0.080219			
2010-11	\$ 302,000	\$ 3,431,506	0.088008			
2009-10	\$ 302,000	\$ 3,062,370	0.098616			
		Avg. % 2009-2016	0.076339			

*: projected TOT based upon 5% increase over 2016-17



ARTICLE 6
BOARD OF DIRECTORS

6.1 COMPOSITION OF THE BOARD OF DIRECTORS. The Board of Directors shall be composed of no less than nine (9) and no more than thirteen (13) members, as determined by the Board, including the (past Chairperson). No active business member may hold more than one seat on the board.

6.2 QUALIFICATION FOR BOARD MEMBERSHIP. Voting members of the Board shall be Chamber members in good standing.

6.3 TERM. Elected Directors shall serve three-year terms, such terms shall commence on July 1st following their election, and end on June 30th thereafter. Directors are eligible to serve two (2) consecutive terms unless the Director serves on the Executive Committee, in which case the Director will serve until Executive Committee duties are completed. One third of Board members shall be up for election each year. The term of persons appointed to fill a vacancy in the voting membership of the Board shall run to the date of expiration of the directorship they were appointed to fill.

ARTICLE 7
VOTING

7.1 NOMINATING COMMITTEE. At the regular March Board meeting each year the Chairperson shall present for approval a Nominating Committee, which shall consist of three to five members. The Chairperson shall be an advisory, non-voting member of the Nominating Committee. The membership shall be noticed of the available board positions. At the regular April meeting of the Board, the Nominating Committee shall present to the Board, for approval or modification by majority vote, a slate of qualified nominees for voting membership on the Board.

(over)



Calistoga Chamber
of Commerce

7.2 ELECTION OF DIRECTORS. Election of the Directors shall be by a vote from the membership. Nominees shall be placed on ballots that will be mailed to the last address of record for each member, ballots to be returned no later than five (5) days prior to the May Board meeting. The Chairperson shall appoint at least one (1) voting board member who is not running for his or her next term, and two (2) members not on the board of directors to validate the count of the ballots. All ballots timely returned shall be counted and the candidates receiving the greatest number of votes, up to the number of candidates needed to fill the open directorships, shall be announced, and shall be deemed elected. In case of a tie vote, the incumbent Board shall determine the issue.

7.4 SEATING OF NEW DIRECTORS. All newly elected Directors shall be seated at the following meeting of the Board and shall be participating members of the Board thereafter, with voting rights beginning on the next succeeding July 1st.

Marketing / Advertising: July 2016 through June 2017

Budget	Actual YTD	Curr. Bal.	Committed	Proj. Bal.
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61610 Advertising Guides	\$ -	\$ 798	\$ (798)	\$ -	\$ (798)
61620 Calistoga Brochure	\$ -	\$ 2,653	\$ (2,653)	\$ -	\$ (2,653)
PS PRINT - Shuttle Rack Cards		\$ 318			
PS PRINT - Four fold map order 7/29/16		\$ 916			
PS PRINT - Retail Rack Cards		\$ 356			
Oat Hill Mine Trail Brochures via Chino Yip - half the cost		\$ 190			
PS PRINT - Four fold map order 1/2/17		\$ 874			

61625 Creative Services	\$ 24,528	\$ 20,750	\$ 3,778	\$ 650,000	\$ 3,128
Website re-design - Brandhournd		\$ 8,500			
CANVA - Annual Fee plus various designs		\$ 132			
Website Maintenance - Andrew of Split		\$ 250			
Movavi Video Editor		\$ 40			
Brandhournd - website development outside of contract - 2 hours		\$ 150			
Karen Ashton - Napa Valley Film Festival "in-kind" ad - artwork design		\$ 150			
In-flight Media Associates - Virgin America video run		\$ 4,000			
In-flight Media Associates		\$ 4,000			
Elise Moores - 8 hours/week @ \$16/hour		\$ 1,088			
Karen Ashton - NV Guidebook print ad layout		\$ 375			
Karen Ashton - Welcome Center Map edit/redesign		\$ 900			
Karen Ashton - Calistoga VG Cover artwork		\$ 375			
Brandhournd - Retail map revisions for Visitor Guide		\$ 400			
Brandhournd - Custom page development for AIA		\$ 390			
Brandhournd - SEO paragraphs created and code for website listings				\$ 500.00	
Karen Ashton - Alaska Airlines ad				\$ 150.00	
Karen Ashton - CONCERTS IN THE PARK Poster					

61630 Internet Marketing	\$ 13,200	\$ 9,101	\$ 4,099	\$ 5,575,000	\$ (1,476)
Allison Day - Social Media - July 2017 through June 2018		\$ 3,250		\$ 1,050.00	
Facebook ads		\$ 65			
Mail Chimp - DTC newsletters		\$ 675		\$ 225.00	
HARVEST TABLE - SFGate.com Story Studio		\$ 2,500			
Twitter Ad Campaign - Wine Tasting Welcome Center / GS Cookies		\$ 250			
Website: Godaddy - Where the Legend Began		\$ 30			
CONCERTS IN THE PARK - Press Democrat - leader ad		\$ 399			
Story Studio - Expedia Collaboration (they reimbursed full amount)		\$ -			
Transfer from Internet Mktg budget to Media Photo/Video		\$ 1,931		\$ 1,800.00	
Sunset Magazine newsletter ads (Time Inc.)				\$ 2,500.00	
HARVEST TABLE - SFGate.com Story Studio - mid June to mid July					

61640 Media Photo / Video	\$ 3,431	\$ 3,806	\$ (375)	\$ -	\$ (375)
Added \$1931.25 budget from Internet Mktg					
Wineram Productions - Balance for VisitCalistoga video		\$ 2,981			
CALLISTOGA HARVEST TABLE - Brianna Photography		\$ 450			

Wineram purchase of images and licenses

\$ 375

61650 Mixer Expenses	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
61655 Outdoor Campaign	\$ -	\$ 1,552	\$ (1,552)	\$ -	\$ -	\$ -	\$ -	\$ (1,552)
Billboard		\$ 1,552						

61660 Print Media	\$ 15,750	\$ 15,445	\$ 305	\$ 650.00	\$ (345)			
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W/W - Press Democrat balance from holiday guide ads
W/W - San Francisco Chronicle - Oct. 23 ad in NV section
Alaska Airlines - March 2017
Alaska Airlines - May 2017 - Harvest Table but not out of event budget
Metro Gatefold via Bohemian - targeting Silicon Valley
Inside Napa Valley - TRACTOR PARADE - November 2016
CONCERTS IN THE PARK - Tribune Ad
SF Chronicle - Expedite story collaboration in Napa section February
CONCERTS IN THE PARK - Bohemian Advertising
CONCERTS IN THE PARK - Calistoga Tribune ads (10)
Bohemian - BEST OF issue Thank you ad in March
HARVEST TABLE - Misc.
Napa Valley Guidebook (\$4500 from INCOME applied to \$5,865)
Where Magazine - Where Wine Country special section

61670 PR Firm Fees	\$ 9,000	\$ 398	\$ 8,602	\$ 245.95	\$ 8,356			
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Press Release - EIN Newswire Service - Arts in April
Press release for Harvest Table and Concerts in the Park
Press release for Website Launch - redesign
Press release for Winter in the Wineries
Press release for Holiday Village / Tractor Parade
Wine Women
Comp Items for Angela Jackson, Visit Napa Valley visit
Press release - Harvest Table - June

61680 Trade Shows / FAM Trips	\$ 2,000	\$ 1,926	\$ 74	\$ -	\$ 74			
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Visit California Outlook Forum - Registration Fee
Visit California Outlook Forum - One-way flight to LAX - V.A.
Visit California Outlook Forum - Amtrak Train r/t LAX to SB
Visit California Outlook Forum - Lodging/Meals
Visit California Outlook Forum - Misc. transportation

61690 Visitor Signs	\$ 1,500	\$ 464	\$ 1,036	\$ -	\$ 1,036			
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FastSigns round for roof
Zazzle - stickers for location maps - You Are Here

TOTAL 61600	\$ 69,409	\$ 56,893	\$ 12,517	\$ 7,121	\$ 5,396			
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Budget	Actual YTD	Curr. Bal.	Committed	Proj. Bal.
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