

**The Fauquier Chamber of Commerce
Board of Directors Meeting
Wednesday, December 20, 2023 – 8:30AM
Path Resource Center – Warrenton, VA**

Directors Present: Ray Knott, Michelle Coe, Dawn Arruda, Lorna Magill (via Zoom), Amelia Stansell, Priscilla Hottle, Sarah Yakel, Caitlin Atkins, Carmen Rivera, Angie Thomas (via Zoom), and Benjamin Musser

Board Members Absent: Rebecca Segal

Staff Present: Alec Burnett

Ex Officio Members Present: Doug Parsons

Meeting called to order by Ray Knott, Chair of the Board of Directors @ 8:32AM

Consent Agenda: **Minutes from the November 15, 2023 - Board Meeting were presented to the Board of Directors.**

Financial Statement Review –Sarah Yakel presented a review of the financial statements that were included in the Board information package. This included a review of the Chamber’s performance through the YTD month ending 11/30/23 and a comparison to the budget.

A motion was entered by Benjamin Musser to approve both consent agenda items, and the motion was seconded by Caitlin Atkins. With no further discussion the motion was carried unanimously.

Finance Committee –Alec Burnett provided an update from the December Finance Committee meeting.

Economic Development & Legislative Affairs Committee – Angie Thomas and Alec Burnett provided an update on the most recent meeting and gave an overview of the EDLA Committees strategies and plans outlined during the meeting.

Member Engagement –Member Engagement Committee did not have a meeting in December.

Councils - Amelia provided an update on the Women’s Business Council and Benjamin Musser provided an update on the Young Professionals.

Events Committee Update – Ray Knott provided an update on the work of the Events Committee.

Ex-Officio Update – Doug Parsons provided an update on the work of the Fauquier Economic Development Office. He highlighted the new Façade Grants (\$60K pool) and ag grants (\$25K pool). He also shared information on the Peoples Choice wine event upcoming in February 2024.

New Member Applications – Alec Burnett presented Hope Heals Community Free Store, Amelia Vallone Interiors, LLC, Xpress Copy & Graphics, LLC, Cupcake Heaven of Marshall, Comfenergy and 3 Pros Basement Systems, and Hammer Remodeling as new member applications. A motion to approve the 6 new member applications was made by Amelia Stansell and seconded by Michelle Coe. With no further discussion the motion was carried unanimously.

Executive Update – Alec Burnett

- Alec noted that we had 2members deactivated during November. The net effect of which puts the Chamber at 389 active members.
- Alec provided an update on the Digital Directory. He noted that he had signed off on the final proof and should have the final version out within the next 2 weeks. Alec confirmed and validated the net income/royalty from the directory to the Chamber is \$3,799.
- Alec provided an overview of the upcoming events for January.

Old Business – 2024 Budget – Alec provided a summary of the proposed 2024 budget. It was noted that the Finance Committee had not had an opportunity to fully vet the proposed budget, so the budget was tabled until the January 2024 Board meeting to provide time for the Finance Committee time to review and vet the budget.

However, the Finance Committee made two recommendations to the Board associated with items that appear in the budget. The first being a 10% increase in Chamber dues across all membership levels and categories. After discussion a motion was made by Ameila Stansell and seconded by Sarah Yakel to institute a 10% increase in Chamber Dues to all membership categories effective January 1, 2024. The motion passed with a unanimous vote.

The second recommendation from the Finance Committee was for the Chamber to hire a membership salesperson on a commission only compensation structure. The recommendation was that the membership salesperson would be compensated an 18% commission on all new membership dues and new membership admin fees income. It was noted that the proposed new membership dues income and commission expense were included in the 2024 budget. After discussion a motion was made by Dawn Arruda and seconded by Amelia Stansell to institute a 10% increase in Chamber Dues to all membership categories effective January 1, 2024. The motion passed with a unanimous vote.

2024 Board Officer Slate – Chairman Elect Dawn Arruda presented the Board with the recommendations for the 2024 Board Officers. The proposed officer slate are as follows: Chairman – Dawn Arruda, Chair-Elect – Priscilla Hottle, Immediate Past Chair – Ray Knott, Treasurer – Rebecca Segal, Secretary – Carmen Rivera, Chairman of Economic Development/Legislative Affairs – Lorna Magill, Vice Chairman of Events – Ray Knott. It was noted that the Vice Chairman of Membership Engagement was still being vetted and would be tabled for election until the January 2024 Board Meeting. Benjamin Musser made a motion to approve the 2024 Board Officers as presented, with the exception of the Vice Chairman of Membership Engagement which remains open. This motion was seconded by Michelle Coe. The motion passed with a unanimous vote.

New Business – 2024 Strategic Framework – Ray Knott provided the Board with a written Strategic Framework for the year of 2024 that was developed as part of the Chamber’s strategic planning meeting on October 5, 2023. The strategic framework and plan outlined the Chamber’s 2024 strategic initiatives, operational priorities, and guidelines for prioritization and decision making. Additionally, the strategic framework outlined the goal metrics and expected results for each of the strategic initiatives and operational priorities. A motion was made by Dawn Arruda to adopt the 2024 Strategic Framework, and the motion was seconded by Caitlin Atkins. The motion passed with a unanimous vote.

Board Members to serve on Governance and Nominations Committee – A discussion regarding the 3 open positions on the Chamber’s Governance and Nominations Committee (“GNC”) was discussed. After a discussion, a motion was made by Amelia Stansell and seconded by Dawn Arruda that Benjamin Musser, Caitlin Atkins and Al Penska (Board Member effective 1/1/2024) to serve as the Board Members on the GNC for 2024.

The Board moved into Executive Session at 10:06 am for a discussion of the Board’s Annual Evaluation of the Chamber President.

The Board meeting was adjourned at 10:36 pm.

Ray Knott, Chair of the Board of Directors