

**Yosemite/Mariposa County Tourism Bureau
Board of Directors Special Meeting Minutes
December 2, 2014
8:30 am**

Directors Present:

Kevin Shelton (Yosemite Resorts)
Brian Bullis (Fairgrounds)
Donna Nassar (B & B's)
Douglas Shaw (Yosemite Bug and Treasurer)
Barbara Robinson (Indian Peak Ranch and Secretary)

Directors Via Teleconference:

Dan Jensen (Delaware North and Chairman)
Jonathan Farrington (Delaware North and Vice Chairman)

Directors Not Present

Mary Ann Huff (North County / John Muir Geo Tourism)
Donna Davis (The Redwoods)
Sara Zahn (Hotel Jeffrey)

YMCTB Staff Members Present:

Terry Selk - Executive Director

Advisors Present:

Roger Biery

Visitors Participating by Teleconference:

Dan King (Cota Cole, LLP)

CALL TO ORDER FOR OPEN SESSION

- Meeting was called to order at 8:30 am by Dan Jensen.

SELF INTRODUCTION BY ALL IN ATTENDANCE

- All in attendance and via teleconference introduced themselves.

PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA BUT WITHIN THE SCOPE OF THIS BOARD – Members of the audience may address the Board on matters not on the regular agenda. Brown Act regulations restrict the Board from taking action on any subject presented that is not on the agenda.

- None

INFORMATION AND PRESENTATION MATTERS

- None

ACTION MATTERS, REGULAR AGENDA

- None

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CLOSED SESSION

The Board of Directors went into a closed session from approximately 8:40 am to approximately 9:25 am.

- Pursuant to Government Code section 54956.9(a), the Board of Directors met with Executive Director Terry Selk and Counsel for YMCTB related to existing litigation: Catalyst Marketing Company v. Augustineideas, et al., Mariposa County Superior Court, Case No. 10570

ITEMS TO REPORT FROM CLOSED SESSION

The Board of Directors took the following action:

- A motion by Kevin Shelton and seconded by Doug Shaw followed by a roll call vote resulting in a unanimous decision as follows:

YMCTB accepts the tender of the case from Terry Selk and that YMCTB defend and indemnify Mr. Selk in this litigation, subject to a reservation of rights for any action determined by a finder of fact to be outside the course and scope of his employment.

- A motion by Jonathan Farrington and seconded by Doug Shaw, followed by a roll call vote resulting in a unanimous decision as follows:

YMCTB intends that if other employees should be joined to this action or are otherwise named by Catalyst in similar litigation, then YMCTB will support such named employees in a fashion similar to the action taken in response to Mr. Selk's tender of Catalyst's present suit.

- A motion by Jonathan Farrington and seconded by Barbara Robinson, followed by a roll call vote resulting in a unanimous decision as follows:

The board asked Roger Biery to serve as liaison in all matters representing the board and counsel and work with Terry Selk in a joint defense.

- A motion by Jonathan Farrington and seconded by Brian Bullis, followed by a roll call vote resulting in a unanimous decision as follows:

The Board asked Kevin Shelton to become the official spokesperson should this issue become a matter of public record.

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- **COMMENTS FROM BOARD AND STAFF:**
 - None
- **ADJOURNMENT:**
 - Meeting adjourned at 9:30 am by Dan Jensen.