STRATEGIC PARTNERSHIP COMMITTEEFINAL REPORTAUGUST 2013

CAYUGA COUNTY CHAMBER OF COMMERCE CAYUGA ECONOMIC DEVELOPMENT AGENCY

STRATEGIC PARTNERSHIP COMMITTEE REPORT

This report was prepared by a joint committee of the Cayuga County Chamber of Commerce and the Cayuga Economic Development Agency. This committee was appointed by the Board of Directors of each organization in May 2013. Members of the joint committee included:

* Kelley Gridley ¹ * Liz Smith ² Chris Alger ² Mike Chamberlain ¹ Sue Edinger ^{1, 2} Tom Lewis ¹ J.D. Pabis ² David Tehan ² Steve Zabriskie ¹

* Committee Co-chairs; (1) CEDA representative; (2) Chamber representative.

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CAYUGA COUNTY CHAMBER OF COMMERCE CAYUGA ECONOMIC DEVELOPMENT AGENCY

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EXECUTIVE SUMMARY

Auburn and Cayuga County have a long and rich history of business and industry involvement in the formation, growth and betterment of our local community. The task of balancing the needs of existing local businesses while acting as a catalyst for business/economic growth is more complex and challenging than ever. This is especially true as businesses, public agencies and nonprofits all cope with the pressures to rationalize their operations and do more with fewer resources.

Our community has embraced the concept of having one entity to focus on business and economic development. The Cayuga County Chamber of Commerce and the Cayuga Economic Development Agency (CEDA) have been at the forefront of this vision for a "one stop" economic development organization, and our two organizations are pleased that progress is being made toward accomplishing this goal.

With this in mind, in the spring of 2013 the Chamber and CEDA boards appointed a joint Strategic Partnership Committee to explore the potential for a long-term strategic relationship between their two entities. This ad hoc committee was comprised of members from each board's executive committee. The committee conducted an in-depth analysis of the two organizations' missions, structures, programs, activities, staffing and finances. Members of the committee agreed that the complementary nature of the organizations' missions created an opportunity for the two organizations to share resources, which would enable both organizations to dedicate a greater portion of their resources to delivering programs and services to their members/stakeholders.

After considering a number of alternatives, the Strategic Partnership decided that the formation of a joint venture between the two organizations was the best foundation for a strategic partnership. The purpose of the joint venture is to consolidate and streamline staffing and operations, while preserving the mission, structure and integrity of the two legal entities. This approach enables the two organizations to make the changes needed to improve their overall effectiveness and efficiency while maintaining the control and autonomy required to ensure that service to their members and stakeholders will not only be maintained, but enhanced.

The recommendations contained in this report should be adopted by the both boards during the fall of 2013 to allow adequate time for implementation by January 2014.

Once fully implemented this approach should create opportunities to redirect resources currently devoted to management and governance toward enhanced

programs and services.

We believe this effort will serve as a model for other organizations within our community – both nonprofit and governmental – and provide the template for future strategic partnerships and collaborations.

INTRODUCTION

The report that follows details the work of the Strategic Partnership Committee. It includes background on the two organizations and the circumstances that led to this strategic dialogue. In addition to the detailed recommendations, the report also contains a summary of the current situation and the Committee's assessment of various options.

The Committee is also preparing separate implementation and communication plans. The implementation plan is preliminary in nature, but is intended to help maintain momentum and serve as a guide for both boards as they monitor progress on implementation. Likewise, the communication plan is intended to guide the two organizations as they reach out to the multiple constituencies that have a vested interest in the proposed changes. These include not only members and stakeholders, but those partners, elected officials, civic leaders and other groups/individuals that may be affected by or are critical to the success of these changes.

Background

The Cayuga County Chamber of Commerce has been a leading force for the growth and betterment of our local community for more than 100 years. In addition to providing direct support to its members, it has served as the primary voice for the local business community. Although relatively new, the Cayuga Economic Development Agency (CEDA) carries on a tradition of private/public economic development partnerships that date back to the early 1950s when the Industrial Development Foundation of Auburn & Cayuga County was formed. The IDF was one of the very first local industrial development agencies of its kind in the United States. CEDA's primary mission is to improve the economic well-being of our community.

Over the past several years, groups within our community have been discussing the advantages of having one entity to focus on business and economic development. The Chamber and CEDA have been at the forefront of these discussions and are pleased with the progress that has been made toward achieving this vision for a "one stop" economic development organization.

The Partnership Opportunity

In late November of 2012 CEDA's Executive Director resigned. To maintain the economic development momentum, CEDA reached agreement with the Chamber of Commerce to provide staff to serve as its interim Executive Director. This allowed CEDA to backfill the position on very short notice, and provided its Board the time it needed to conduct a thoughtful recruitment effort and secure long-term funding.

In early 2013 it became clear that CEDA's efforts to secure long-term funding would take longer to conclude than it had hoped. Although both Cayuga County and its Industrial Development Agency reaffirmed their intent to enter into long-term arrangements to have CEDA staff their economic development activities, both groups opted to enter into one-year contracts and defer consideration of a longer-term contract until the fall of 2013.

Given the uncertainty regarding long-term funding arrangements, the CEDA Board determined it would be quite difficult to attract qualified candidates for its open staff position. To address this, CEDA reached an agreement with the Chamber to extend its interim staffing arrangement through the balance of 2013, but continued discussions about the process for transitioning once a new CEDA Executive Director was hired. One issue that arose was what would happen if CEDA did not have its long-term funding agreements in place soon enough to complete the recruiting process before 2014. This prompted both groups to consider various options , which in turn led to discussions about whether there were broader opportunities for a strategic relationship between the two organizations.

Strategic Partnership Committee

By the spring of 2013 the Executive Committees briefed their respective boards about these discussions. Both boards approved the appointment of an ad hoc Strategic Partnership Committee to explore the potential for a long-term strategic partnership between the two entities.

PRELIMINARY REVIEW & CONCLUSIONS

In June 2013 the Strategic Partnership Committee began an in-depth assessment of the various options, as well as the possible benefits and challenges of a strategic partnership. Alternatives, ranging from streamlining and rationalizing the existing organizations to consolidation/merger into a single entity, were discussed.

Goals & Guiding Principles

The Strategic Partnership Committee developed a set of goals and key questions/ principles to guide their analysis and decision-making.

- 1. Goal: Preserve the Autonomy of the Existing Entities Principle: *Will the existing organizational identities and missions still exist?*
- 2. Goal: Maintain & Improve Levels of Service to Members/Stakeholders. Principle: *Will it improve member services and stakeholder outcomes?*
- 3. Goal: Increase Effectiveness, While Improving Efficiency & Reducing Costs. Principle: *Will it increase each organization's efficiency and effectiveness?*
- 4. Goal: Improve Responsiveness to Members/Stakeholders. Principle: *Will it improve communication & feedback to members/stakeholders?*
- 5. Goal: Enhance & Diversify Funding Streams. Principle: *Will the recommendation provide a road map for sustainability?*
- 6. Goal: Support the "One Stop" Model & Allow for Expanded Partnerships. Principle: *Will the recommendation serve as a basis for growth of services and programs?*
- 7. Goal: Balance Cost, Organizational Disruption & Other Considerations Principle: Is it feasible? Will it be costly or difficult to implement?

Using these principles, the Committee reviewed key aspects of each organization, including their legal and governance structures, programs and activities, staffing and organization, as well as their current financial status. A summary of the Committee's review and conclusions follows.

Existing Legal Structures

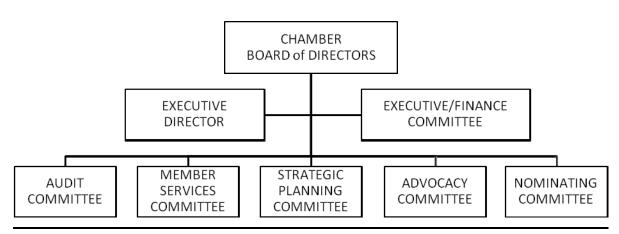
Both the Chamber and CEDA operate as independent not-for-profit organizations. The Chamber is incorporated as a 501(c)6 entity under the Internal Revenue Code and is a membership association. Its mission is "to advocate as the voice of the business community, provide value-added services to [its] members, and facilitate collaboration that supports economic development for the greater good of Cayuga County."

CEDA is incorporated under section 501(c)3 of the Internal Revenue Code, and exists for exclusively charitable (versus member benefit) purposes. CEDA's mission is to "foster a sustainable quality of life in Cayuga County through job retention, expansion, and attraction."

Each organization has several affiliated organizations and activities. The Chamber has its Chamber Foundation – a separate 501(c)3 entity, staffs the Finger Lakes Grants Information Center, and operates the Ignite and Leadership Cayuga programs. The Chamber's Executive Director also serves as a local representative to the Central NY Regional Economic Development Council. While CEDA operates its own micro loan program, it also manages the County's Small Business Loan Program and provides economic development services for the County of Cayuga and the Cayuga County Industrial Development Agency.

Governance Structures

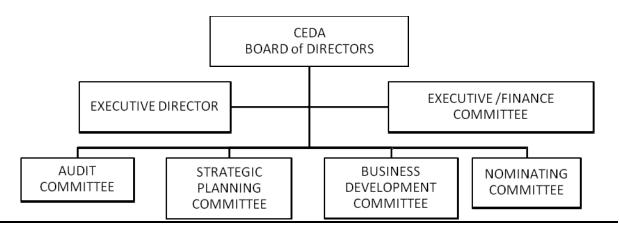
The Chamber is a dues-based, member organization open to businesses, nonprofits and other organizations that are based or operating in Cayuga County. The Chamber's board members are elected by its membership and serve for three-year terms. The Chamber's governance structure is presented below. A list of the members of the Chamber Board of Directors is included as an appendix to this report.



CHAMBER GOVERNANCE STRUCTURE

CEDA's membership is defined in its by-laws and is composed of fifteen (15) representatives who also serve as the board of directors. Six of these are ex officio representatives, including 5 representatives from the public sector and the Executive Director of the Chamber of Commerce. The balance of the membership seats are filled by at-large business and community representatives. At-large representatives are appointed by the CEDA board and serve for three-year terms. A listing of the CEDA board members is included as an appendix to this report. CEDA's governance structure is presented below.

CEDA GOVERNANCE STRUCTURE



Staffing & Organization

The Chamber and CEDA operate as separate, relatively small not-for-profit organizations. CEDA currently has three staff, is planning to add a staff position in 2014. The Chamber has six staff. The table below outlines the staffing alignment for each organization.

CURRENT CHAMBER/CEDA ORGANIZATION & STAFFING

FUNCTIONS	CHAMBER STAFF	CEDA STAFF
Executive	- Executive Director	- Executive Director
Program	- Educ. & Resource Coordinator	- Economic Developer (future)
	- Finance Coordinator	- Econ. Develop. Specialist
	- Shop Exchange Navigators (2)	
Administrative	- Administrative Assistant	- Administrative Assistant

Current Programs & Activities

The Strategic Partnership Committee mapped the various programs and activities of the two organizations (see chart on page 11). This was used to help clarify core lines of business, identify areas of overlap/ alignment, and determine potential areas of opportunity. Potential synergies were identified in program areas related to business/economic development, advocacy and event coordination.

Financial Status

Both organizations operate as not-for-profit entities and file nonprofit tax returns with the IRS and New York State. These filings are public information and IRS returns from the last few years are available through the Guidestar web site. A review of CEDA's financial statements shows that its overall budgets have risen during its first few years of operation. This is largely due to its nature as a start-up and specific project related expenses (such as the development of its strategic plan). In 2012 the organization's total expenditures were \$198,598. Its budget for 2013 totals \$232, 400 and the long-range forecast is for the budget to increase to nearly \$400,000 by 2014. The majority of CEDA's funding comes from fee for services contracts which underwrite various aspects of its program of work. The largest share of these fees for service is a contract with Cayuga County to provide economic development services. CEDA's major expenditures in 2012 included staffing costs (60%), marketing expenses (13%), rent & office expense (10%), consulting & professional fees (9%), and travel costs (5%). While CEDA is in the process of securing multi-year funding agreements to sustain its operation, its long term strategy is to develop recurring funding sources that will provide a stable base of support. It had cash-on-hand of \$122, 228 at year-end 2012, down from \$136,264 at the beginning of 2012.

Annual expenditures for the Chamber have remained relatively stable for the past several years at just under \$300,000. Its budget for 2013 totals \$315,518, while its long-range forecast is for its budget to increase to \$400,000 in 2014. Dues income accounted for 50% of the Chamber's revenues in 2012, with the balance coming from its program and service income (26%), grants & fundraising proceeds (10%), rent/miscellaneous income (8%), and funding from the Chamber's Foundation (\$15,000). The major expenditures in 2012 included staffing costs (61%), program expenditures (18%), rent & office expenses (16%), professional fees (4%), and miscellaneous expenditures (1%). Although the Chamber had a net operating surplus of \$400 in 2012, it had operating deficits for each of the prior three years. As a result, Chamber cash reserves decreased by nearly two-thirds during this period and net assets declined by 78%. Although the Chamber had less than \$60,000 cash-on-hand at the beginning of 2013, its liabilities were relatively small (\$66,031), with most of these liabilities (90%) in the form of pre-paid member dues (uncarned income).

The Chamber Foundation had income of \$43, 267 for 2012, with \$45,517 in expenditures. Its cash reserves totaled \$34,911 at year-end 2012.

Preliminary Conclusions

Base on its review of the current situation, the Strategic Partnership Committee determined that there was value in considering some form of strategic partnership between the Chamber and CEDA. First, the two organization's missions complement one another. Second, a strategic partnership would allow the two organizations to share resources and as a result dedicate a greater portion of their resources to delivering programs and services to their members/stakeholders. Third, a strategic partnership would enable each organization to more effectively support the mission of the other organization.

ASSESSMENT & RECOMMENDATIONS

The Strategic Partnership Committee considered a variety of options which can be summarized into four alternatives:

- A. <u>Status quo</u> Do nothing. Keep the current legal, organization & staffing. This included various alternatives for making adjustments within each organization.
- B. <u>Rationalize</u> Streamline the current entities to eliminate overlaps. The primary opportunities appeared to be in clarifying economic development roles and responsibilities and perhaps some ways to share administrative costs.
- C. <u>Consolidate/merge</u> Fold one entity into the other, whether the Chamber into CEDA or visa versa. These alternatives also included forming a new entity into which both organizations would be merged.
- D. Joint Venture Retain the existing legal structures, but identify opportunities to share executive, administrative and possibly program staff. These included creating a new entity to function as a shared operational entity.

Each alternative was evaluated based on the goals and principles outlined previously.

Recommendation

After careful consideration, the Strategic Partnership Committee is recommending that the Chamber and CEDA begin the process of developing a joint venture between the two organizations. The goal of the joint venture will be to collaborate and streamline staffing and operations, while preserving the mission, structure and integrity of the two legal entities. This approach will enable our two organizations to make the changes needed to improve their overall effectiveness and efficiency while maintaining the control and autonomy required to ensure that service to their members and stakeholders will not only be maintained, but enhanced.

The approach suggested is the option with the greatest potential, yet the least risk. The key challenge will be to align the governance and organizational structures so that a single executive can direct the operations of both organizations while reducing the overhead required to support those activities. Again, once fully implemented, this approach should create opportunities to reallocate resources currently devoted to management and governance toward increased investments in programmatic services. It should be noted that reducing the number of board meetings as well as the amount of staff time devoted to preparing for these governance activities will be critical to realizing these savings.

Specific recommendations for implementing this general recommendation follow. These recommendations provide for:

- the creation/modification of legal structures;
- development / modification of governance structures;
- consolidation of the organizational structure and staffing;
- programmatic alignment; and,
- creation of the necessary financial structures/agreements.

The Strategic Partnership Committee urges that these recommendations be adopted in total and not piecemeal. These recommendations should be formally adopted by the boards of both organizations during the fall of 2013 to allow adequate time for implementation by January 2014.

Legal Structure

The Strategic Partnership Committee recommends the formation of a new joint venture to act as the vehicle for integrating the functions and activities of the Chamber and CEDA. The Chamber and CEDA will continue to exist as legal entities, with their boards and memberships intact.

The primary function of the joint venture is to hire /maintain all program staffing (personnel), clarify program and policy responsibilities, allocate shared costs, and reconcile finances. This board will also be tasked with coordinating inter-organizational policy and direction, as well as handling any inter-organizational issues that may arise. This new entity will be a New York not-for-profit corporation, and its initial members will include the Chamber and CEDA.

Governance

The Strategic Partnership Committee recommends that the board for the new entity be comprised of the members of the executive committees of the Chamber and CEDA Boards. The board of this new entity will elect its own officers, adopt by-laws, and file articles of incorporation. The existing boards will each continue to perform the policy and governance roles for their respective program areas. The Chamber board will oversee its member services programs, while CEDA's board will oversee the economic development activities.

Program Alignment

The Strategic Partnership Committee recommends that program support be clearly delineated into four primary functions – economic development, member services, advocacy and events/other programs – as outlined in the following matrix.

		CURF	RENT	PROPOSED			
PROGRAM / ACTIVITY		Chamber	CEDA	Chamber	CEDA	Joint Venture	
Economic Development	Business Visitation	Х	Х	membership	development		
	Project Assistance	Х	Х		Х		
	Marketing/Promoting County		Х		Х		
	Entrepreneurial Assistance	Х	Х		Х		
	Business Incentive Programs		Х		Х		
	Regional / State Collaboration	Х	Х		Х		
	Coordinate County-Wide Strategy		Х		Х		
	Business Surveys	Х		Х			
с	Legislative Forums	Х	Х	Х			
Advocacy	Policy Development	Х	Х			Х	
	Position Statements/Letters	Х	Х			Х	
	Community Education / Facilitation	Х	Х	X			
Member Services	Member Savings Programs	Х		Х			
	Educational Seminars	Х		Х			
	Networking Events	Х		X			
Me Sei	Newsletter	Х		Х			
,	Referrals	Х		Х			
Events	Annual Dinner/Luncheon	Х	Х	Х			
	Awards Luncheon(s)	Х		X			
	State of the City/County	Х			Х		
	Economic Forecast	Х	Х		Х		
Other	Grant Information Center	Х				Х	
	Leadership Cayuga	Х		Х			
	Chamber Foundation	Х		Х			
	IGNITE	Х		Х			
	Shop Exchange Navigator (ACA)	Х				Х	

PROPOSED PROGRAM & SERVICES ALIGNMENT

As noted previously, the Chamber board will remain responsible for programs that provide services directly to its members, while CEDA's board will be responsible for

the economic development activities. Issues regarding delineation of functions and/or activities will be resolved through the board of directors for the joint venture.

Organization & Staffing

The Strategic Partnership Committee recommends that the existing staff of the two organizations be integrated into a single staff with a single Executive Director responsible for managing the entire operation. The staff will be employees of the joint venture, but have clear lines of responsibility and accountability for their respective program areas (i.e. member services versus economic development). Issues regarding delineation of programs and/or staff functions will be brought to the board of directors for the joint venture for final resolution. Each board will develop program and staff performance feedback mechanisms and provide input to the board of the joint venture.

Financial Structures/Agreements

The Strategic Partnership Committee recommends that the Chamber and CEDA enter into Memoranda of Understanding delegating staff and programmatic responsibilities to the new entity. Program budgets for the program areas will be developed by the respective boards and submitted to the board of the joint venture for review and reconciliation. The joint venture budget will be developed and approved by the board of the new entity and ratified by each member's full board of directors. Each entity, including the new entity, will be required to perform annual audits and file tax returns with their respective appropriate agencies.

An implementation plan further detailing these recommendations has been developed. The Strategic Partnership Committee is also preparing a communication plan to guide the Chamber and CEDA. The communication plan is designed to reach the multiple constituencies who have a stake in the proposed changes, as well as those organizational partners, elected officials, civic leaders and other groups/individuals that may be affected by these changes or are critical to the success of our organizations as they move forward.

IMPACTS & IMPLICATIONS

The Strategic Partnership Committee recognizes that changes as significant as these cannot be made without a certain level of investment, or without a certain degree of risk. The challenge facing our two boards will be to manage both costs and risks. Likewise, while we anticipate savings, some will be realized more quickly than others.

Investment requirements

On the investment side, although we anticipate modest start-up costs, we believe these can be funded in the first year through initial savings. These costs will likely include the legal, accounting and other fees associated with establishing the joint venture. There will also be ongoing additional costs associated with tax filings, audits and insurance for the new entity. To simplify matters, the organizations may want to include these costs in the overall fee-for-services calculation included as part of the joint venture working agreement and the memoranda of understanding.

Risks

There are risks that will need to be managed. Primary among these are maintaining the mission and integrity of the two organizations. Another will be balancing the interests of the Chamber members and CEDA stakeholders. There is also the risk that the goal of shifting a greater portion of resources from overhead and administration to programs and activities will not be realized. The boards involved can help mitigate these risks by remaining active in the oversight of their respective program areas and work collaboratively to resolve any barriers or issues that may arise.

Appendix: Board Member Lists

Cayuga County Chamber of Commerce Board of Directors

- * Elizabeth Smith (Chair), Unity House of Cayuga County, Inc.
- * Sue Edinger (Vice-Chair), Aurora Inn, Inc.
- * J.D. Pabis (Immediate Past- Chair), Auburn Enlarged City School District
- * Chris Alger (Treasurer/Secretary), Grossman St. Amour, CPAs

* David Tehan (Legal Counsel), Karpinski, Stapleton, Galbato, & Tehan, P.C. Charles Bouley Jr., Bouley Associates, Inc. Kelly Buck, Unity House of Cayuga County, Inc.

Patrick Carbonaro, Carbonaro Law Offices

Richard Elliott, Beardsley Design Associates

Kevin Ellis, Cayuga Marketing, LLC

Thomas Filiak, Auburn Memorial Hospital

Hilary Ford, IGNITE

Edward Galka, Johnston Paper Co.

Michael Gordon, Riordan Realty, U.S.A.

Meghan Harrison, Welch Allyn

Daniel Larson, Cayuga Community College

Michelle Barber, Five Star Bank

William Speck, Cayuga Onondaga BOCES Regional Education Center

Allison DiMatteo, Creme Della Creme

Cayuga Economic Development Agency Board of Directors

- * Kelley Gridley (Chair), Tompkins Trust Company
- * Sue Edinger (Vice-Chair), Aurora Inn, Inc.
- * Tom Lewis (Treasurer), Johnston Paper Co.
- * Michael Chamberlain (Secretary), Development Services Associates

* Steve Zabriskie

Hon. Michael Chapman, Chair - Cayuga County Legislature¹ John Currier, Currier Plastics James Dacey, Chair - Auburn Industrial Development Authority¹ Andrew Fish, Executive Director - Cayuga County Chamber of Commerce^{1, 2} Daniel Larson, Cayuga Community College Ray Lockwood, Chair - Cayuga County Industrial Development Agency¹ Kelly O'Hara, Oakwood Dairy LLC Hon. Michael D. Quill, Mayor - City of Auburn¹

William Speck, Cayuga Onondaga BOCES Regional Education Center¹

¹ denotes ex officio member, ² denotes member on temporary leave from the board

* indicates members of the Strategic Partnership Committee

ALTERNATIVES CONSIDERED

The Strategic Partnership Committee considered a variety of options. These were distilled down to four primary alternatives for presentation purposes:

- A. Status quo Do nothing. Maintain the current organization, programs & staffing.
- B. Rationalize Streamline each organization and eliminate program overlaps.
- C. Consolidate/merge Fold one entity into the other, or both into a new entity.
- D. Joint Venture Preserve mission, structure and integrity via a strategic partnership.

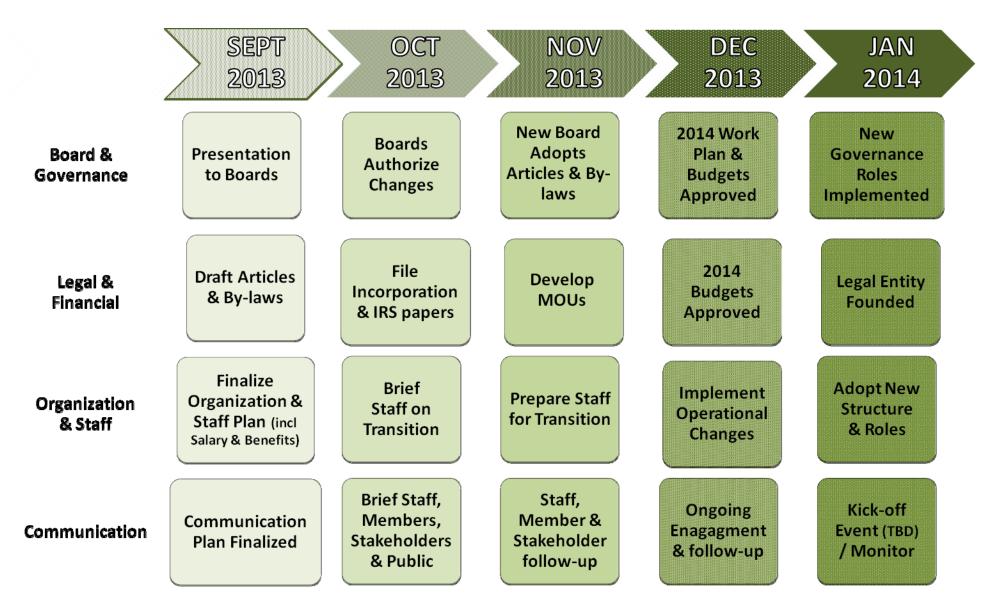
Each alternative was evaluated based on the guiding principles outlined in the background section of the Strategic Partnership Report. The results of this evaluation are presented below. (See the footnotes to the table for an explanation of how the alternatives were evaluated.)

	Assessment Criteria (Guiding Principles)							
Alternative:	Autonomy	Services	Speed/Cost	Responsive	Sustainable	Flexible	Feasible	
A. Status quo	+++	—	_	—		_/+	+++	
B. Rationalize	_/+	_/+	_	_	+	_/+		
C. Consolidate/Merge		+++	+++	+++	+++	_/+		
D. Joint Venture	+++	+++	+++	+++	+++	+++	_/+	
Legend (relative scale): +++ much better or easier, + somewhat better or easier much worse or harder, worse or harder, - somewhat worse or harder -/+ some aspects better or easier, other aspects worse or harder								

Footnotes to the Assessment of Alternatives:

- 1. Autonomy:
 - o It will be easier or harder to maintain the organizational missions and identities.
- 2. Level of Service:
 - *Opportunities to increase the quality of services and/or improve outcomes are better/worse.*
- 3. Speed/Cost of Service:
 - Opportunities to increase speed and/or reduce cost of services are better/worse.
- 4. Responsiveness:
 - 0 *Opportunities to reduce communication, feedback & implementation timeframes are better/worse.*
- 5. Sustainable:
 - Opportunities to diversify and create complementary revenue streams are better/worse.
- 6. Flexible:
 - Opportunities for future strategic partnerships are easier or harder.
- 7. Feasible:
 - Is it easier or harder to implement, and/or easier or harder get member/stakeholder buyin.

IMPLEMENTATION TIMELINE



COMMUNICATIONS PLAN OVERVIEW

