

**American Birkebeiner Ski Foundation
Board of Directors Meeting
October 18, 2010**

Members present: Bill Bauer, Scott Chapin, John Kotar, Dennis Kruse, John Leighton, Dave Nelson, Sue Scheer, Joe Timmerman. Participating by phone: Don Becker, Mary Wingfield. Also present: Ned Zuelsdorff, Shellie Milford, Steve Narveson

The meeting was called to order by John Leighton, Chairman, at 12 noon.

John Leighton indicated that he wants the minutes, documents leading up to the board meetings, committee meeting minutes, financial statements, meeting agendas, corporate charter and by-laws available to the public on the Birkie web site. It was suggested that a password protected chat room be created so Board members can have communication exchanges.

Don Becker asked that Item #7 and the discussion of the letter of request for funding from Telemark Partners be considered first on the agenda. Request was approved.

Telemark Partners Loan Request. Lengthy discussion took place regarding the request from Telemark Partners for a loan of \$150,000. At their meeting on October 15, the Finance Committee recommended the Board decline the request. Discussion took place regarding the importance of trail access on Telemark Property and how best to get the rights to the land. Ned indicated that the trail involved about 320 acres of the property. Don Becker made a motion to offer the \$150,000 and get permanent easement to the needed property at the process. After discussion the motion was amended to include requiring investigation into whether or not there has actually been a purchase agreement signed, the names of parties involved and their personal financial information. Dennis Kruse seconded the motion. Motion passed. Sue Scheer opposed the motion. John Leighton will notify Telemark Partners that the Board will not act unless they have the necessary information.

Discussion took place regarding documentation and easements for rights to use portions of the Birkie Trail. Don Becker made a motion and John Kotar seconded the motion to fund up to \$10,000 for title work. This would be to clarify rights to the Birkie Trail including Telemark property and other private landowners. After discussion the motion passed.

Committee Appointments. John Leighton went through the list of committee chairs and members. *Competition:* Chair, Dennis Kruse, members Jan Guenther, Bjorn Hansen, Yuriy Gusev, Bryan Fish and Scott Chapin. *Worldloppet/Birchleggings:* Co-Chairs, Paul Pedersen and Don Maher, members Tom Duffy, John Saunders and John Kotar. *Finance:* Chair Joe Timmerman, members Tom Duffy, Bill Bauer, Dennis Kruse, Paul Pedersen and Steve Narveson. *Skier Development:* Chair Scott Chapin, members Dennis Kruse, John Kotar, Terry Penman, Dan Rusch. It was suggested that Terry Tansey be contacted for membership. *Trails and Facilities.* Chair Dave Nelson, Don Maher member. *Policy:* Co-Chairs Bill Bauer and Don Becker, member Mary Wingfield. Regarding the Policy Committee, John indicated that the subject matter is arbitrary, the Committee should look at identifying policy issues, formulate them and bring ideas to the Board. After policy identification and clarification, take all and put into policies and procedures manual.

Regarding Committee members, the Secretary must certify that committee members are members of the Foundation.

Birkie Enterprises. Sue Scheer is Chair of the Committee. Sue indicated that there are officers of BE in place. They are Dennis Kruse, President; Ned Zuelsdorff, Vice President; Steve Narveson, Secretary; Jan Jenkins, Treasurer. New officers can be appointed on September 30th of 2011. Members of the Committee are: Sue Scheer, Shellie Milford, Dick Menzel and Ronda Tworek. The Committee has met and is determining new product and direction for Birkie Enterprises.

Birkie Enterprises Activity. Discussion took place regarding creating a race video for the 2011 events. Ned indicated that ABSF received a commission from CXC sales two years ago but not this past year. He feels there is potential gross revenue of \$28,000. CXC is going to do a livestream video on Main Street this coming year. The Board indicated that they would support ABSF doing a DVD in 2011.

Board Questions for Executive Director. Ned reported that there was \$2000 more income than originally reported for the Birkie Trail Run. Not including staff costs, there was a net gain of \$4500. Dennis Kruse asked about the use of the new storage area at the Cat House for the Hayward Ski Team cross-country meet. Ned indicated that there is too much equipment and potentially hazardous material there for the young people to be using the facility. In addition, there are confidential files and other items in the building. He suggested that the group use the warming building.

Over Budget Items. Joe Timmerman made a motion that the executive director be allowed to make purchases up to \$5,000 without Board approval to cover expenditures for non budgeted items or expenditures exceeding a budgeted line item amount. John Kotar seconded the motion. After discussion Joe amended the motion to include the provision that not more than \$10,000 per year be allowed. After further discussion, the \$10,000 per year portion was dropped from the motion. The original motion passed. Dennis Kruse abstained.

Letter of Agreement from Steve Narveson. Joe Timmerman made a motion to adopt the letter of agreement with Steve Narveson. Dave Nelson seconded the motion. Joe amended the motion to remove the condition of bonding which was part of a motion from the September meeting. Motion passed. Don Becker abstained.

Prize Money for 2012. After discussion regarding setting a prize money amount for 2012, it was decided that discussion and consideration of the amount would take place at the April, 2011 Board meeting. This would allow the Board to have a more complete financial picture following the 2011 events.

Board Meeting Schedule. Meeting schedule is as follows: November 15, Trails/Facilities; December 13, Worldloppet/Birchleggings; January 24, Control/Compliance; April 18, Competition; June 20, Young Skier Grants and Budget; September 19, Organization of the 2011 Board. All meetings to be held at 12 noon and bring your own lunch. Motion carried.

Meeting adjourned at 1:50 p.m.

Submitted by Shellie Milford and Ned Zuelsdorff