

American Birkebeiner Ski Foundation
Board of Directors Meeting
November 12, 2012

Members present: Jane Bidwell, John Garrett, Jan Guenther, Yuriy Gusev, John Kotar, Dennis Kruse, John Leighton, Amy Rowley, Sue Scheer, Joe Timmerman. Members calling in: Don Becker, Mary Wingfield. Also present: Ned Zuelsdorff, Shellie Milford, Susan Kendrick, Steve Narveson, Joan Cervenka, Chris Mayberry. Not present: Scott Chapin

Meeting called to order at 4 p.m. by Sue Scheer.

Agenda was approved with some flexibility.

Minutes of the meeting of October 15, 2012, were amended to remove John Garrett from the list of attendees. Approved as amended.

Finance. Joe Timmerman talked about the reasons that the financial status looks so strong, mainly because registration payment has been made so far ahead of the event and a small percentage of expenses are paid at this time. There will still be race change fees coming in until January 31st. Representatives from Morgan Stanley Investment attended the recent Finance Committee meeting. They suggested that the Board consider developing an investment policy. Finance Committee will bring recommendations to the January Board meeting.

Discussion took place regarding Terry Penman's proposal to do the steps in developing a plan for office needs. The budget for 2012/13 allows for \$10,000 for design and \$40,000 for initial construction. Joe made a motion to retain Terry Penman to do the three initial phases of the proposal with a payment of \$2500 (at \$40 per hour) which would be deducted from overall payment. Motion seconded by John Kotar. Discussion took place. Joe amended his motion to approve the first stage which is working on space needs and schematic design. Further discussion took place regarding the concern about not securing other bids for this project; long term planning (current needs and plan for growth); what are the options (current space, other buildings); what will the overall expenses be for this project. Motion passed. John Leighton abstained, Mary Wingfield and Don Becker opposed the motion. Joe made a motion to support the MS documentary spearheaded by Ian Duncan with a \$10,000 donation. John Kotar seconded the motion. Motion passed.

Personnel Committee. Jane Bidwell stated that the Personnel Committee would be meeting in a few weeks.

Competition Committee. Dennis Kruse said that a meeting would be called to discuss the definition of the Competition Committee, discuss having a strong field of elite skiers.

Trail Committee. John Garrett indicated that at the recent meeting discussion included the 2013 race course, agreement with Telemark Resort, the Boedecker Rd trailhead and facilities. It was suggested that the Board create a separate headquarters/office committee as well as a committee to consider changes that need to be made at "OO."

Sponsorship Committee. Yuriy Gusev said that John Leighton, John Kotar, Amy Rowley and Dennis Kruse attended the first Committee meeting. They discussed the purpose of the Committee: providing staff with guidance for sponsorship relations; work with staff to get feedback that they want and send sponsors a survey to obtain their feedback; secure a major sponsor at the \$50,000 level. A template of ideas will be provided to the Board for recommendation.

40th Anniversary. John Kotar introduced Joan Cervenka, 40th Anniversary Celebration Coordinator. Joan gave an update on the Blast with the Past party which is scheduled for Thursday, February 21st 6:30 p.m. in the Celebration Tent. Invitees include past Birkie winners, past and present Board members, significant people to the running and success of the event from 1973 on. Discussion took place regarding the VIP dinner and "Blast" in terms of overlap and purpose of each.

At this time, discussion began regarding the Boedecker Rd property and potential trail head development. Dennis Kruse gave background information regarding an initial meeting with Sawyer County Board member Warren Johnson. Sawyer County expressed interest in offering additional access to the Birkie Trail. Chris Mayberry then went through the correct timeline of Sawyer County's interest in purchasing the Boedecker/Hwy

63 property, Fred Scheer's eventual purchase and offer to donate an area for a trail head. Chris indicated that he would work on fundraising for development of the trailhead and access to the Birkebeiner trail. Discussion took place regarding: American Birkebeiner's role in supporting development of trailhead and access trails, AB's support of trail maintenance; concern regarding challenging trail elevation; consistency with requests for other trail development; possibility of partnering with CAMBA; is this consistent with our mission. Dennis Kruse made a motion that ABSF in partnership with Sawyer County develop a trailhead on Hwy 63 and Boedecker Rd and build a trail to the existing Birkie trail for public use. Jan Guenther seconded the motion. Motion carried. Sue Scheer abstained. Ned discussed the steps the ABSF needs to take in order to start construction next Spring.

Executive Director Report. Ned indicated that there has been an effort to recognize Tony Wise including a feature in the Pre-Race issue of the Birch Scroll and dedicating the Fire Tower food station building to him.

Insurance Coverage. Scott Chapin was not in attendance so Sue Scheer explained the progression of events regarding the (lack of) liability insurance coverage. The concern is that there is an exclusion in the policy for skiers on the trail during non-event days, especially considering they would be training for the Birkie events. Joe, Jane, Scott and Sue have met with Johnson Insurance representative and they say that ABSF is covered. Several independent attorneys have indicated that there is definitely an exclusion to coverage in these circumstances. Board and staff could be held liable. Ned has talked to Johnson Insurance and he indicated that JI is looking into the matter further. John Leighton made a motion to instruct Ned to obtain a policy of insurance with proper coverage without wording for exclusion. Motion seconded by Dennis Kruse. Motion carried.

Conflict of Interest Policy. Don Becker and Sue Scheer will continue to work on this.

New Business. Yuriy Gusev requested that the Board meeting be held earlier in the day with noon or 2 p.m. as considerations. The Board decided to have a "retreat" to discuss topics such as: mission statement and vision to uphold it; how best to communicate and provide effective leadership, insurance and investment policies; skier development; Board meeting time. The "retreat" will be held during the afternoon of December 17th, prior to the holiday gathering. Question was raised about the Skier Development results notification to applicants. Ned indicated that letters were sent to all. Scott was not present to initiate discussion about the grant requests for \$2000 and greater. Sue Scheer will call a special meeting of the full Board to discuss these requests.

Policy and motion guidelines were discussed. Dennis Kruse reminded the Board that discussion items are supposed to be presented and discussed during a Board meeting, the further discussed and voted on at next meeting.

Sue Scheer indicated that the December 17th Holiday gathering will include a short business meeting if necessary. Immediate past Board members will be invited to the gathering.

Executive Director Goals. Discussion was initiated regarding the Directors Goals updates. Concern was expressed that significant issues should be addressed more than once per year such as: sponsorship, community relations and others. This topic will be part of the discussion at the Retreat in December.

Meeting adjourned at 6:15 p.m.

Submitted by Shellie Milford and Jane Bidwell