

MINUTES  
ABSF Board of Directors Meeting  
*September 18, 2017*  
3:00 PM ABSF Office

Board Members present: Paul Eckerline, Dennis Kruse, Charlie Dee, Jeff Tumbleson, Mike Mandli, Tom Duffy, Brett Rondeau, Sue Scheer, John Kotar, Kathie Pautsch  
Board Members Digitally Present: Jan Guenther, Joe Timmerman,  
Absent: Yuriy Gusev  
Staff Present: Ben Popp, Audun Mikkelson  
Attny. Mark Hooley, digitally present

Call to order, 3:05 PM

Approval of Agenda: Duffy moved, Mandli second. **Approved**

Approval of Minutes from Aug. 5, 2017 Board Meeting: Mandli moved , Timmerman second. **Approved**

Approval of Minutes from Aug. 5, 2017 Annual Meeting: Mandli moved, Kotar second. **Approved**

President's Comments: Paul Eckerline

- Disclosure: Rented his MSP condo to an ABSF employee for Super Bowl.
- Welcome new ABSF Director, Kathie Pautsch.

Executive Directors Comments: Ben Popp

- Birkie bridge and Super Bowl, very expensive to move, set-up and transport back: \$250,000. The local planning committee is trying to raise money for this. Public would not be allowed on, but would be covered with snow and groomed and would be backdrop for telecasts other than play by play. Would be great branding for us, so we're insisting our name be visible.
- Telemark: Has talked to HK, Cliff Lewis and The Trust for Public Land. Need special legislation for Telemark that would make HK eligible for TIF funding. TIF would be for infrastructure outside building for 12-year period. Going to be fast-tracked through legislature.
- HK has requested a Memorandum of Understanding between ABSF and HK concerning snowmaking, trail maintenance and and our access to hotel.
- Trust for Public Land is another option. It wants to buy and preserve land. They did Forest Lodge. Would buy the whole package, tear down lodge, then donate the majority of land to the county, and could donate land to us around the lodge.
- Fundraising: couple grants applied for.

- Trail Run: trending ahead of last year. Will come down to weather. Just under 1000 have registered.
- Update on Lumberjack World Championships  
This discussion included Attorney Mark Hooley.  
Tom Duffy and Sue Scheer related historical background: both LWC and Birkie were started by Tony Wise and pulled out of bankruptcy by a group of Hayward business people. That group asked Fred Scheer to buy part of History Land for Lumberjack Village. Fred did that and is now the owner.

Sue Scheer then explained the current relationship between LWC, Lumberjack Village and Fred Scheer's Lumberjack Shows (FSLs):

1. LWC owns bleachers, but not all of them. Some owned by FSLs. They share maintenance costs and share property for shows. LWC uses once a year, and FSLs closes for three days for that event. Joint ownership of climbing poles. Don't know where exactly property line is.
2. LWC uses all of bleachers as well as land owned by Scheer.
3. FSLC uses less land than LWC uses.
4. All of this has been on a handshake basis. LWC and FSLs are in process of writing up easement, and all will be worked out.
5. Each entity has an insurance policy that indemnifies the other.

Sue Scheer recused herself from discussion and decision on any relationship between the ABSF and LWC per the ABSF Bylaws.

Question: How would ABSF benefit from taking over the LWC?

Executive Director's answer:

1. Control of venue that we can utilize for Thursday events, the start and finish of both Barnebirke and Junior Birkie could be moved off the lake and start at LWC property.
  2. LWC employs 2.2 FTEs. This gives us the opportunity to utilize the labor of those people for other ABSF events.
  3. Access to sponsors.
  4. Indirect benefits.
  5. LWC has assets and a positive balance sheet.
- In response to question, ED said revenue from LWC would not be used for Skier Development grants.
  - In response to question, ED agreed that the financial viability of LWC needs to be reviewed.
  - In response to question, Attorney Mark Hooley said there would not be overlapping boards, but rather that a certain number of seats on the LWC board would be reserved for ABSF board members.

- In response to question, Hooley said the deadline for the Management agreement with LWC is October 18, 2017, and that signing would start the 12 month due diligence period, which cannot be extended unilaterally by the ABSF but only by mutual agreement with the LWCF.
- Suggestion made and accepted by Chair that we set up a separate meeting to address additional questions on these matters.

#### Development Update: Ben Popp

- Endowment:
  - We now have 5 forerunners for endowment as well as 10 legacy members.
  - Last year we put 10,000 into endowment. Want to put 5000 of our this year to fund operating costs for Endowment
  - Pautch moved, Scheer second Motion to give \$5000 to Endowment for the American Birkebeiner for operating expenses. **Approved**
- Phase II.
  1. Over \$900,000 raised from 2200 donors. Large gifts are still coming in.
  2. Bridge over OO has become part of plan because it's very inexpensive (\$58,000) and would eliminate a very dangerous spot that county officials have pointed out to us.
  3. Birktoberfest 3.0: planning events in Milwaukee, Minneapolis and Madison for this Fall.
  4. Audun Mikkelson discussed Board participation in IC3 Campaign to finish off Phase II Fundraising.

#### Committee Reports

Finance, Joe Timmerman  
No Report.

Documentation, Charlie Dee

- Discussion of term limits for ABSF Board Members as well as concept of an appointed CFO rather than a Board Treasurer.
- Proposed Procedure for Evaluating the Executive Director. Kruse moved, Scheer second. Approved. (See **Attachment I** for text).

Skier Development, Jan Guenther

Getting ready to evaluate grant requests. Friday was last day for applications.

Competition, Dennis Kruse

- Encouraged board members to attend other Worldloppet races. Dee reported briefly on Kangaroo Hoppet and Merino Muster and echoed Kruse's encouragement.
- Former racer Garret Kuzzy has founded a travel company to focus on international ski events.

Trail/Snowmaking: Mike Mandli

- Mike has set up two subcommittees to look into details on these aspects of snowmaking: 1. Funding and 2. Course Layout /Infrastructure
- Current estimates are that initial infrastructure would cost \$386,000, then additional \$224,000 per K.
- Praised Al Serrano for his trail expertise.
- Looking initially at two possible pipelines that would serve 5K.

Adjournment. Duffy moved, Dee second. **Acclimation.**

#### APPENDIX I

##### ABSF Board of Directors Annual Review of Executive Director

A. The ABSF Board President shall send to the ABSF Board of Directors:

1. Goals previously established for current year.
2. Evaluation instrument for Board Members to fill out
3. Proposed process for Annual Review

B. At the same time, the Board President shall send to the Executive Director:

1. Goals previously established for current year
2. Self-evaluation instrument

C. Directors shall fill out evaluations and return to Board President. The Board President shall compile all evaluations, remove source-names, and send to all Directors at least five days prior to the meeting at which the evaluation takes place so Directors have opportunity to read and digest.

D. Board President also shall send Executive Director's self-evaluation to all Board Members at least five days prior to the meeting.

E. At meeting, Directors discuss and decide, reaching consensus if possible, voting if no consensus, on the following:

1. Content of Evaluation of ED.

2. Goals for ED for following year.
3. Salary and benefit package to be offered to ED for the following year.
4. Which Directors will meet with ED to discuss the above.

F. Any change in goals requested by the ED must be brought to the full Board for discussion, approval or rejection via meeting or electronic communication.

G. Any change in salary or benefits that exceeds the range previously established by the Board must be brought back to the full Board for approval, either via meeting or electronic communication.

H. If the process outlined above is not completed by the expiration of the ED's most recent contract, the Board President shall inform the ED in writing that

1. The terms of the previous contract will be honored until the new contract is signed by both parties, and
2. The ED will be compensated initially at the same rate as the previous year.

In this event, once the new contract has been accepted and signed by both parties, any differences in compensation between the previous and the current contracts will be adjusted in the next paycheck so that the ED is fully compensated per the terms of the new contract.