

Proxies? No

Quorum? Yes

CURRENT BUSINESS:

II. Welcome Guests

No guests

III. Acceptance of Agenda? Agenda accepted

A. Amendments? None

IV. President's Message

Much work is being done on behalf of the membership. There are big decisions to be made about the direction of this division. The Board as a governing body and our meeting structure mirrors that we are taking the next step to governing body based. Board meetings are largely based on work being done ahead of time so these meetings can be votes and efficient conversations. By our structure we have a designate and let order of operations dictate how decisions are made. Committees, structure and reports are in place and that is the framework. As we learn this process...part of the board work we have is to self-assess.

Key Point: Lots of decisions and work getting done. We have Board Committees and structures in place and much legwork and discussions happening before board meetings to aid efficiency.

V. ASEA Update (Walt)

First virtual meeting was Friday. Walt drove over to Red Lodge to be in person with Ed as he passed the gavel to Liza. Nick drove up and joined in for face to face. Three new board members were present, Rich McLaughlin from IM, Central new person and another member there.

A. Diversity Task Force

Focus on how we can reach out and grab new members and keep those members, consider also aging out membership and changing of the guard. Being all inclusive to address many people was the main thrust of first day. From there they continued to discuss message with BLM. National does not feel they have the education needed to get message out regarding BLM. They have formed a board to educate themselves. Colleen and Cortney have expressed an interest in this task force.

B. National BOD Meeting Packet

Submitted to NI BOD Spring Meeting packet. Committee reports were housed in consent agenda and were great and all accepted. At par, if not ahead of last year's. Dues without late fees are extended into the fall. NI and National had to change product delivery...online presence is going great. This gave us an opportunity to connect with CSIA (Canada) and present information on meetings conducted and how we are offering education credits due to Covid online.

Liza as national Chair will be the first female in that role in PSIA-AASI's 60 years. Ed will be on again for two years as past Chairman.

Walt stepped down from Treasurer to Secretary, Neil Boussier is Vice Chair (that leads to chairmanship) after Liza's term. John May from NW is Treasurer. All were voted in unanimously. Walt will stay on the Investment committee and chair some of the other ones.

Nick accepted his compensation package for an additional year and presented his Ends review. Report was accepted.

National is an organization that consists of all divisions, so we are trying to move away from "them" and "us" and create a unity for a single voice.

Standardization of the presentation of Alpine, Adaptive and Children's accepted. Collaboration with each division.

We have a great partner with Nick and operations leaders and other division partners are certainly willing to help with policy governance and to get to same Ends to get in unity.

Key Point: National Board has new officers and three new members. Diversity is a key priority the division and educating themselves on how to best address and be inclusive.

Action: Colleen and Cortney to contact Nick Herrin with Diversity task force interest.

VI. Proposals

A. BOD Governing Policies Manual

Conversations and groundwork in writing happened to help us move towards the idea of getting us that one step further beyond Board training with Sherry in 2019.

Ends, means, management delegation, and executive constraints are the four categories for governing policies.

We have a 17 page document to we can define to become more effective with our governing policies manual. That essentially means we need to pull the document apart and have a playbook to understand how we do what we do.

The manual is a draft of an effective playbook taken from the National and through discussions with Walt.

1. Specific Comments or Questions

We should note this is a living document we will change as needed. We have a committee that will delve into this further. It is a good jumping in for other board members to understand and learning about our governing policies.

We combined 1.3 and 1.6 and will need to reorder the Table of Contents.

We are taking into account National's input and we have groundwork for Means and Ends. Key takeaways look at why we exist for benefit of membership, what purpose and at what cost. There is good detail and it lays out the groundwork for the board to follow through and what we need to look at and consider for our strategic plans. Committees structures will back up this document as well.

There were no concerns raised to keep us from voting. Motion to accept policy as written by Deann and seconded by Cortney. All in favor....no opposed. No abstentions.

We have a new governing policies manual as a playbook!

Key Point: Governing Policies manual is a living document and groundwork for Means and Ends. Motion to accept the document is approved.

Action: Renumber table of contents. Put into final PDF form and one record at Base Camp per Deann's discretion, send to Jesse for website filing.

VII. Committee Reports and Board Discussion

A. Governance and Leadership Development (Colleen)

Not much to report as of yet. Committee has not met yet.

1. Composition: Colleen (chair), Deann, Cortney and Tom as staff liaison.
2. Board Education: We are tasked with education and keeping track of the education of the board.
3. Orientation/Training: We want to keep in the front of our minds updating for orientation of new board members is important. What ever we can look to do to get a new board member packet will be good.
4. Policy Review
5. BOD Code of Conduct and Letters of Commitment—annual signatures (Deann and Colleen) A letter will be signed annually by board members agreeing to their commitment and duties as a board member. Colleen will tweak letter Deann created and send out to all Board members agreeing to their job as Board members before the June 22 meeting.

Key Point: Early stages of committee. Have not met yet. Efforts are critical to help new board members get oriented. Board members must commit to learning their job on the board and being active participants.

Action: Tweak letter of intent/commitment and get board to sign by June 22, 2020.

B. Awards and Recognition (Deann)

One of the ways we can build member satisfaction is getting them recognition for a job well done and involving them in the process of striving for and recognizing excellence. Having member schools actively involved in showing appreciation and being in that mind set is a win-win.

1. Composition: Deann (Chair), Cortney, Colleen, Tom (Staff Liaison)
2. National
 - a) Top of the Course Award: Krista Clayton! NI is excited to represent at with a national award recipient!
 - b) NI will be making a concerted push for award representation at all levels! The committee will be working on a policy and method of getting more member school involvement in making sure NI represents at both divisional and national levels.
3. Northern Intermountain Hall of Fame: Lex Kunau Legends Award
 - a) Eligibility Amendment—"Any member or former member of PSIA-AASI-NI." This award was amended to help us create a pool of eligible candidates to be considered each year. To date, we have two candidates.
4. Walt Coiner Distinguished Service Award
 - a) New award- "This award recognizes those who have made important contributions to the success of PSIA-AASI-NI.
 - b) Eligibility—"Members and non-members, including PSIA-AASI-NI staff, vendors and industry partners."

Walt Coiner Distinguished Service award mirrors the national distinguished service award and it is great we can put Walt's name on it to recognize members for extraordinary membership in our division.

5. Instructor of the Season—Tom indicates we have one candidate and will post the nomination in Base Camp for our review.
6. Rookie of the Season—We have one candidate.

The committee goes through a vetting process, determines the most deserving candidates and brings to board to vote.

There are documents in the Awards Committee folder for how candidates are vetted.

Key Point: Awards are critical to build a positive and involved atmosphere for NI's members. We want to be sure NI represents at both divisional and national level.

Action: Committee review award descriptions, selection criteria and update system for confirming candidates' eligibility for June 22 conference call.

C. Membership Linkage (Christian)

The committee exists to help us understand those we are to represent...members school employees, instructors. The idea behind a committee is we draw a specific representation from school and leadership levels and that they can always reach out to us with a direct link. Christian is getting names from possible interested people. Hopefully by month end the first official composition of structure will exist.

1. Composition:
 - a) Directors: Christian (Chair), Jim (Pomerelle)
 - b) Staff: Tom
 - c) Member School: Jessica Kluth (Magic), Jake Bolin (Tamarack)
 - d) Members: Nate DeMarcus (Bogus), (Brundage), Travis Arnault (BASE)

Walt: After 15-20 years of structuring the national membership linkage committee around the membership chairman, the committee decided that it is the responsibility of the entire board to be a part of the committee. The national committee was struck down in favor of it being the responsibility for all on the board. Do we need this committee?

Christian: Thanks for the perspective. On this board we have attempted to have attitude that each is responsible to that and yet we need a bit more formal structure for our division. Like the idea of giving this committee a go. It is our responsibility to know how our members are interacting with the product we are providing. This is the direct method to help us understand frustrations members are having.

2. Survey—May 2020

Tom will discuss in his Interim Executive Director Report

Key Point: Committee composition should be in place by next call. Giving this committee at least a year to help us and members be better connected and in tune with member needs.

Action: Confirm committee composition.

D. Education Foundation Advisory (Angela)

This year committee didn't run as well as previous years. There were issues in 2019 with folks taking scholarship money but not participating in the event or folks not getting money in time for the event. There was no workable solution in place until mid-January. The ball got dropped and a conversation needs to happen with Tom and Walt as to what went wrong. There were lots of applications from Magic...not sure what happened with Magic instructors and covid was an issue.

The committee needs to regroup and figure out what scholarships need to be paid for, who wasn't able to use their money and use towards next season. The excess will help pay for underfunded and low attendance events from this season that were not cancelled.

1. Composition: Angela (Chair), Fernando, Walt, Colleen, Tom, Rich Caballero

Key Point: Committee needs to regroup, confirm Magic Mountain scholarship monies status and a policy put in place to prevent future misuse of scholarship funds by not attending event or not funds not freed to pay for event in time.

Action: Committee needs to resolve things.

E. Finance (Fernando)

Documents are in base camp under financial summary.

1. Composition: Fernando, Walt, Mason, Tom
2. Current Portfolio

Checking with DL Evans	\$ 17,753.03
Investments with Edward Jones	\$147,230.30
Education Endowment with Idaho Community Foundation	\$ 43,864.00

Financial Comparison from last three years: Checking has remained relatively constant; Investment's balance has been increasing (50% stock, 50% bonds) and education foundation going down due to scholarships.

We are unable to dictate how Idaho Community Foundation invests the money. Traditionally their policy is different than ours' as far as where they invest their funds. They are a bit more aggressive. Covid has been rough on the stock market and the impact has been greater on the stock side than bonds.

\$50,000 in that fund would produce enough interest to fund the scholarships at about \$2,500. We may consider transferring funds from Edward Jones to help that balance.

3. Current Budget

Under review. Our year end is June 30. We should have something by the next board meeting. We have financial history as a base to help establish the coming year.

4. Look for Fundraising Opportunity

Committee to consider what governing policies are and at what cost and consult with chief administrator. Our income is derived from different events plus dues. In conjunction with that, we may consider fund raising. Idaho Gives, if we put something out there for PSIA-AASI and look at Idaho Gives,

other income. Kegs for Cause with Payette Brewing? They will host a day and give proceeds to non-profit. Treasure Valley centric. Little things we can look at. We have to have other ways to come up with income.

Expense Side: we have ongoing expenses and new initiatives, the chief administrator position, at what cost going forward on the budget. We cannot function with a non-paid position. We have to consider other avenues, letter of credit. We do have ways we could pay it back and we do have relationships with banks .

The committee will go through financials and make recommendations to the board to consider.

We also need to look at our Strategic Plan and plans going forward. What we need to entertain a variety of initiatives, we need to know that for the budget and how to fund these.

Key Point: At what cost. Financials are fairly stable. Current budget needs to be completed using past history as a base. We need to look at options to bring in more \$...fund raising, letter of credit and ensuring we have sufficient funds in the education endowment to produce enough interest to fund scholarships.

Action: Complete budget. Look into Fundraising.

F. Executive Compensation (Fernando and Christian)

1. Composition: Fernando, Walt, Mason, Tom (Staff Liaison)

Key Point: See Executive Session for discussion.

2. Executive Director Job Description
 - a) Open Session—Job Description Acceptance
 - b) Closed Session “Executive Session”- Compensation Discussion

VIII. Adoption of Consent Agenda

Deann motions to accept consent agenda, Fernando seconds. Agenda accepted, no opposed, no abstentions.

A. Minutes of Prior Meetings

1. April 27, 2020 Call (June 13, 2020 Packet)

B. PSIA-AASI-NI Operating (Means) Policies Manual-Existing PSIA-AASI-NI Policies (not pulled into BOD Governing Policies Manual)

Key Point: Consent agenda accepted.

Action: Get April 27 minutes posted on NI website.

IX. Meeting Schedule

With all the legwork being done in committees and the streamlining and restructuring of the board and operations vs policy, we can pare our face to face meetings to twice yearly. Monthly calls will be the 4th Monday of the month at 6pm, likely Google Meet (record meeting)?

A. Fall/Winter & Spring/Summer

Utilize the Fall Meeting for Board Education and Ends determination.

B. Fall 2020 Meeting

1. Date: October 10th, 17th or 24th
2. Location: Boise or Google Meet

We will select date with a Doodle poll.

C. Spring 2021 Meeting

Utilize the Spring Meeting for Business/Year end review

1. Date: May/June—doodle poll to finalize date
2. Location: TBD

D. Monthly Calls

Calls will be the 4th Monday of the month at 6pm with Google Meet and call-in options.

Key Point: Face to face meetings twice yearly..spring and fall. Call ins 4th Monday at 6pm.

Action: Get Doodle poll posted and date selected for meetings.

X. BREAK-5 min

XI. Executive Monitoring-Performance Review process

Tom is using the membership survey as a tool to address each of the Ends for this report. He reviewed the survey and matched responses he felt most pertinent. The full report is posted in Base Camp.

A. Executive Director Report

Critical areas of the survey show an improvement over last year, putting us on or above the national average. The exceptions are we are slightly below the national average for face to face educational offering satisfaction: national=3.8 and NI=3.5 and for the divisional publication: national=3.8, NI=3.7.

Some areas of note: regional resort trainers events improved through a more **consistent** message and standards to our members.

There has been collaboration with all divisional operational leaders on a regular (monthly) basis that is now weekly due to Covid. Topics being worked on are AMS, dues renewal, member benefits, etc.

There has been collaboration with staff from NRM and RM. We were unable to complete the examiner exchange due to Covid but that is intended next season. The exchange will help the divisions with national standards and consistency.

NI members have expressed this division is more like a family...tight-knit and personable. We are working to increase member participation and the committees and task force developed and approved by the board will be instrumental to this goal.

We will strive to create better mentoring opportunities for our members. The people skills, emotional intelligence coming from ELC and Penn State is helping us improve how we deliver information.

Martina has done an excellent job with our divisional newsletter through consistency and timeliness and providing members relevant information.

Last season our examiners and clinicians did a great job being flexible, consistent and professional. There were some challenging scenarios last season with prep clinics and exams and they rose to the occasion.

Cortney: one thing as a takeaway from the Excel spreadsheet is that LGBTQ express a feeling of disheartening, not being welcomed into the community and underrepresented. With LGBTQ and people of color in the community, how can we reach out to them and give them a voice?

Tom: National has been talking about diversity. Nick is putting together a task force to address diversity. By next week the task force will be in place and will be addressing issues proactively and not reactively.

The national task force will trickle to divisional. Perhaps we can try to identify those folks and have them write a newsletter article to document their experiences. This task force is the same Diversity Committee Walt mentioned during the ASEA report.

Christian: If it makes sense to our division, we may look at a diversity committee, perhaps this can be addressed through the Linkage committee. This will give folks a chance to participate/engage. Let's make sure we're doing our part to be responsible to our members and not being reactionary. Let's decide what is our mission, what is our vision and let that be our "North Star" to guide us.

Events:

1. Tom: met with member school directors 5/18.
2. Will meet with discipline chairs 6/22
3. Create a tentative schedule on AMS for School Directors to review (July)
4. Configure events in AMS by end of August/first of September.
5. Reviewing all member histories to be sure education credits and exam passes are recorded.
 - a. There was a noted bug last season entering events in AMS that may be affecting member CEU histories.
6. Summer Symposium at Tamarack.
 - a. Wolfe, Jake, Tom, Weylin and Jon Reveal are planning.
 - b. July 24-26.
 - i. July 24 registration, social, member meeting
 - ii. July 25 mountain biking with Logan Fredrickson (PIMBA Certified), paddleboarding, indoor event
 - c. Family event, hiking, biking, golf, zip line
 - d. Housing at Tamarack and surrounding area

The event will be would be a great opportunity for meet and greet or banquet.

Key Point: Overall member satisfaction for this division is up. Much better consistency a key factor. AMS may have created CEU errors and Tom is looking into. Tamarack is offering a Summer Symposium. We want to honor awards winners at either a banquet or meet and greet.

Action: Tom looking into CEU errors. Finalize and get word out on Tamarack Summer Symposium

XII. BOD Monitoring – Performance Review process (Self-Assessment)

We have a governing structure and play book. We can use the fall to set the course and spring to assess. The more we learn about the consent agendas, policy governance, order of business and come prepared to the meetings, the better and more efficient we will become as a board. The committees and structure allow us to not waste time on operations and focus on governance. The committees also give members a chance to use their expertise and get work done ahead of time, aiding productivity.

Getting the meeting agenda posted a week out on Base Camp gave board members a sufficient amount of time to prepare and be actively engaged.

Key Point: Board members to take the time to learn about our policies and prepare using the agenda for the meeting. Our new structure works!

XIII. Executive Session 4:30pm

A. With Interim Executive Director

1. Awards and Recognition: Recognition of the award instructors is critical and should be at the Summer Symposium.

Key Point: Award winners to be recognized this year, despite Covid monkey wrench.

Action: Deann to prepare a game plan for the July 22 meeting detailing vetting and eligibility process for nominees. Tom will get Instructor of Year nomination posted on Base Camp.

2. Executive Director Job Description: The description falls in line with board governing policies and has been in development for quite a while. It's time to get the job posted and get interested folks in the pipeline.

Questions? Shall we post compensation? DOE? Does anyone feel the need to post it specifically? Posting compensation: doe, yes. Based on experience indicates it is paid.

a) Proposal—Accept Job Description: Cortney makes motions to approve, Colleen seconds. Discussion? All vote for accepting job description, none opposed, no absentions.

Tom thank you we will be welcoming your engagement in the application process. Thank you for your time.

Tom signed off at 4:48

Key Point: Executive Job Description proposal accepted. Will be posted with DOE.

Action: Get job posted asap!

OTHER BUSINESS

RESOLVED ITEMS

VOTING:

Executive Director job description approved

BOD Governing Policy Manual approved

Consent Agenda approved, meeting minutes approved for 4/27/2020

Next Meeting Board Conference Call June 22, 2020, 6pm

XIV. Adjourn 5:26pm

NEEDS TO BE DONE/ONGOING PROJECTS:

Budget

Identify social media school contacts/member outreach

Secretary of State filing by 30th of April. Not using the board time for that. Resolved tomorrow morning.

Tom to check with discipline chairs for availability for Pomerelle 2021 Symposium. He will get date to Jim asap.

Refining system for vetting new Board members

Plan/committee to pursue possible corporate sponsorship

Board signatures on Letter of Intent/Commitment

Awards Committee create a policy and method of getting more member school involvement in making sure NI represents at both divisional and national levels.

Awards Committee complete a vetting process and method of confirming eligibility of award nominees

Linkage Committee: confirm composition

Education Foundation Advisory Committee needs to regroup, confirm Magic Mountain scholarship monies status and a policy put in place to prevent future misuse of scholarship funds by not attending event or not funds not freed to pay for event in time.

Confirm fall meeting date and location

Tom to confirm CEU errors

Get Tamarack Summer Symposium posted and word out

Post Executive Director job