

BOARD MEETING PSIA-AASI-NI MINUTES

I. Call to Order/Attendance

Date: 11/28/22
 Time: 6:00 pm
 Special or Regular Meeting: Regular Meeting, Google Meet

Board Members:

Present:	Colleen Morishita	President & Board Member
	Deann Miller	Vice President & Board Member
	Fernando Veloz	Treasurer & Board Member
	Cortney Bayuk	Secretary & Board Member
	Jessica Kluth	Board Member
	Jim Stevens	Board Member
	Walt Coiner	Board Member
	Tom Koto	Board Member
	Christian Luening	National Board Representative
	Krista Clayton	Board Member

YES	NO
X	
X	
X	
X	
X	
X	
X	
X	
X	
X	
X	

Administration: Administration has resigned.

Operational Committee Chairs

Present:	Jake Bolin	Snowboard Certification Freestyle Chair
	Matt Larson	Snowboard Education
	Lisa Ostermiller	Nordic Chair
	Mike Erlebach	Senior Chair
	Jani Sutherland	Children’s Former Chair
	Martina Vale	Children’s Chair
	Chuck Chiu	Adaptive
	Taylor Caballero	Alpine Education Alpine Certification Education Manager

Yes	No
X	
	X
	X
X	
	X
	X
	X
	X

Guests:

Bill Walker
Tom Moxham
Marcus Anderson
Eric Zimmerman

1. 6p – Call to Order

- a. 6:04 pm
- b. First to approve Agenda: Cortney Bayuk
- c. Second: Tom Koto
- d. All in favor
- e. No oppositions

2. Acceptance of Agenda

- a. Changes?
- b. No consent agenda for this meeting, just the 2 proposals.
- c. Meeting Minutes from 9/16 on need to be approved. Will be done over email this week

3. Acceptance of Consent Agenda

- a. President's Update
 - i. Call on Wednesday. Info at next meeting.
 - ii. If guests have Questions, please hold for Q&A at end of session. When asking if anyone has follow up or questions, that is directed at the Board.
- b. National Board Update (Christian)
 - i. Latest addition, going through CEO search. Will have info to share after next meeting.

4. Strategy

a. Fernando's Proposal

- i. We've been floating a proposal from Kirstie, the ED of IM.
- ii. The Board has met several times to weigh that proposal, and figure out what is best for the membership moving forward.
- iii. Idea came up of rather than moving towards Kirstie's proposal, keep everything internal/in-house.
- iv. Ben and Nick had done a lot of work to make everything transparent
- v. Proposal: consider an interim COA/ED. Taking that positing and managing it from an operations side. They would oversee the Operations Group.
 1. If think of this as hierarchy structure, ED is at the top, they're the liaison between National and the BOD. Role would handle oversight of events.
 2. Continue with PSIA AASI agreement with National, we're paying \$250/month
 3. Fernando has a Finance background, is committing to division to take on managing the Region's finances for the time being. Help Interim Director to step up on operations and finance. Other caveat, national has financial services where they can help us facilitate this, that would be \$150/month

Commented [CB1]: Fernando: I'm unclear what this money is going to, can you just clarify for me please?

- 4. Finance committee has oversight of finances, we're in a good financial position. Not in a bad spot.
- 5. Main goal is to keep things local.
- vi. Fernando: education staff does need training. Addressed in December when you all get together. Interim director needed to help handle resources
- vii. Colleen: the Board is trying to be fiscally responsible for the Region and make this work. Having those options and thinking outside the box to make things work is what we want to do. Finances have been a big part of our conversations, fiscal responsibility is the #1 part of this board.

b. Kirstie's Proposal

- i. Consolidation of resources and staff. Why proposal happened. All of financial parts were less expensive when we put them together.
- ii. The budget we approved (500-B) is based off of members achieving 500 CEU days. This was a projection that Ben put together before he left. Numbers were partially based off of 2019 season where they were well over 500 CEU days. No reason why we can't do that again.
 - 1. The Board did pass this budget, our job is to look at the budget and whether it's attainable or sustainable.
- iii. Kirstie's proposal is the most fiscally responsible and serves members best, which is why we talked about it so much. But that's not what the members want. Open for discussion of Board.
- iv. Money was going to be run through IM for economies of scale, consolidation of resources, we would have remained separate entity. Bookkeeper would only have to do 1 set of books this way rather than 2. Easier effort, and less cost. Kirstie was willing to report on all finances quarterly and end of year break down of everything as well as how much NI brought in to the Board. IM makes between \$60-\$70K/year, the proposal she put out there, NI would receive 10% of that, so around \$7k back to do with what we wanted and what we thought was appropriate. All of the event fees, dues, minus what has already been paid out or charged would run through IM.
- v. There's a big fear from our members of losing NI's identity with this move. The big thing was, as a Board, we weren't looking at this as giving up on NI, this was an alternate plan to use IM. See where members are concerned. Need to ensure this isn't so.

5. Q & A – Guests

- a. With proposal, big concern of losing NI identity. We came to be for a reason. They wouldn't be solely focused on NI if worked with IM.
- b. Concern of handing finances over.
- c. This proposal is only on the table for the next 7/8 months, through the winter season and end of Fiscal year (June 30)
- d. Part of agreement would be to train someone in-house so they could take-over at the end of the fiscal year.

- e. Internal applicant would be best. If I had anything to say, it'd be that in the last few days you've seen membership involvement, if we continue rolling ball that we're heard, you're listening to membership, trying to accommodate.
 - f. Fernando: Jake I think with the proposal I submitted, alludes to your concerns, housed locally. This interim role, taking one of the candidates, taking this position, IM would have been looking to train in the interim down the road. Proposal is that we're taking individual in-house and building them up now. Hitting this up right now rather than waiting. Would like to make motion to host everything internally.
 - i. **Motion 1:** look at/consider proposal to look at interim executive director role in hiring that position, basically looking at Krista to fulfill.
 - 1. Second: Jessica Kluth
 - 2. Discussion
 - 3. Yes: Tom, Fernando, Jim, Walt, Colleen, Jess, Cortney, Deann
 - 4. No: None
 - 5. Abstain: Krista Clayton
 - ii. **Motion 2:** look at hosting the finances within the division internally. Those 2 aspects of NI. Work Fernando will manage Finances in conjunction with Executive Director and National.
 - 1. Second: Jim Stevens
 - 2. Discussion: Oversight not on finance committee or BOD
 - 3. Yes: Jim, Walt, Fernando, Tom, Cortney, Jess, Deann, Colleen
 - 4. No: None
 - 5. Abstain: Krista Clayton
 - g. Executive Session vote to ensure that the Board is on the same page of who offering position too. This is to not talk about people in front of other people.
 - i. Deann: Motion
 - ii. Second: Jim Stevens
 - iii. Yes: Everyone
 - iv. No: None.
 - v. Abstain: Krista Clayton
6. Executive Session Results:
- a. The Board held multiple meetings between 10.24.22 call and 11.28.22 call. These meetings focused on budget approval and Executive Director pay/candidates
 - b. The budget name that was approved is 500-B budget
 - c. The Board has chosen to hire Krista Clayton as the new Executive Director. With this movement, there will be a vacancy on the BOD.
7. Notes for the Members
- a. Krista Clayton has resigned her office on BOD due to the COI of being Executive Director
 - b. Historically when BOD seat opens up, the next individual asked is whoever was the runner up at the previous election
 - i. In this case, the position/offer would go to Nate DeMarcus. He is excited to serve.
 - ii. Motion: Tom Koto
 - 1. Second: Walt Coiner

2. Discussion: None
3. Yes: Jim, Walt, Deann, Tom, Jessica, Fernando, Cortney, Colleen
4. No: None
5. Abstain: None

8. Adjourn

- a. 7:40 pm
- b. Next Meeting: Jan 23th