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Guests:

None

Agenda

**I. Call to Order/Attendance – Guests**

A. 6:05 pm

**II. Acceptance of Agenda**

- A. Changes?
- B. Jim Stevens: First
- C. Cortney Bayuk: Second
- D. No discussion or abstentions
- E. No opposition

**III. Acceptance of Consent Agenda**

- A. Using consent agenda from 10/24/2022 meeting
- B. President's Update (Colleen)
  - 1. Herb excited to take role, did have a counteroffer. To be discuss during Ben's/Finance portion
- C. **ED Update (Ben)**
  - 1. Working Budget template that has been out
  - 2. Goal of that budget is to lay out different projections based on member CEU days, different staff pay, other budgetary items from 'worst' to 'best' case scenario
  - 3. Went to SLC for operation's meeting. Met with Tom Speiss, interesting discussion on consolidation. Main summary, consolidation is an effort moving forward. In sense of more working together.
- D. **Financial Committee updated**
  - 1. Different projections on budget sheet
    - a) One of the projected budgets includes accepting Herb's offer and impact on our fiscal year
    - b) \$19,200 for the year. \$12,800 for the rest of this year with 8 months left in fiscal year
  - 2. Finance Committee meeting
    - a) Initial budget was \$25,000 for operational salaries total

- b) For projection purposes and outlook has also been bumped up to \$30,000
- c) 3 different budgets lined out:
  - (1) Low-end of CEU days with 320. This is where we've been the last 2 years or so
  - (2) The easily attainable: 450 CEU days
  - (3) The also attainable: 500 CEU days
  - (4) High end: 580 CEU days
  - (5) The 500 CEU days days is Budget B-500 outline
    - (a) This shows us breaking even with the ED salary
    - (b) Last few years we've been slightly in the negative.
- d) In looking at the budget and what can change, can expect slow growth of membership, place we need to grow is CEU days for members. This will also help us plan event volume and budgetary implications
  - (1) New Ed staff commitment requirements to help us get to the 500 CEU days as well.
  - (2) Spent time going through past clinic attendance, looking at how many CEUs various members have earned, might earn, need to earn to help with projections
- e) 2 things on the docket tonight:
  - (1) Approval of a budget moving forward
  - (2) Acceptance of Herb's offer
- f) Concern over budget item of symposium and income projection
  - (1) Because of last years success at symposium, our increased price in CEUs this year, and the comradery that the Region is starting to show, think that we will be able to make more money from symposium this year.
  - (2) Especially because we already have a date picked out and can start planning sooner
  - (3) Will be able to fundraise with the 501 (c3) and Herb's experience in fundraising as well
- g) The budget is meant to be target items, not a hard set. As we move forward with events and number in those events, can continue to adjust budget for whether we are above or behind schedule
- h) Need to continue working on Policy Governance as a Board and what the Ends Reporting looks like for the Executive Director so can better track budget items and targets.
- i) Walt: My thoughts are we move forward with Herb's salary, and the and also get membership linkage group and volunteer time to ask membership what they want. To move forward with Herb, I think we offer the salary. Budgets are going to be in flux. Going to continue to be in flux until we have more information.

- j) Tom: Want to remind the board that on Friday at the finance committee meeting we held ourselves to \$25,000 max for operational leadership. Committed \$7,000 already which left \$17,000 to spend.
- (1) (Note/Reminder for readers: \$19,200 is the offer on the table)
  - (2) There's a \$1,000 buffer for the individual with the \$7,000 salary.
  - (3) Would like to counter Herb with \$1,000 less
- k) Ben: Herb is taking a big pay cut to come work for us. I recognize wanting to cut the salary to stay within our budget, but also think of the implications of nickel and diming him.
- (1) The Region needs to work on a long-term fiscal strategy
  - (2) We've been conservative over the years
  - (3) Our Regional counterparts have about 35% of annual operating in their reserves, we're running at 100%.
  - (4) In scheme of things risk profile wise, in short term, projection could skew in the negative slightly,
  - (5) But recognize that the current size of that reserve relative to annual operations, along with strong oversight and recognition of long-term plan is not negative.
- l) Fernando: With the commitment requirement for Education Staff this year, we will be able to hold them accountable for how many clinics and exams they're going to administer. We haven't had benefit of the calendar being out so early before.
- (1) Can build upon that calendar. Get info from members: What education do you want to see from events? Big opportunity to get CEUs up.
  - (2) Herb is in position where he can bring education activities from NRM Region that can overlap into ours
  - (3) Need to increase our offerings rather than trying to cut back on expenses. Real question is what is the benefit we're going to get out of Herb's position? Really good benefit that could be derived. Gets back to what are the BOD expectations for Herb?
  - (4) If we can increase offerings and with fundraising, these are going to counter the short term negative we'd be putting ourselves in by accepting Herb's \$19,200 salary. Is \$2,000 really worth arguing about?
- m) Jim Stevens: Want to get back to 2019-202 season and CEU numbers that were near or over 500 CEUs. We're on a strong track right now. Already have 78 people signed up for events. MOTION: Accept Herb's offer.
- (1) Note; 28 people are currently signed up and 78 are committed to their CEUs.
- n) Tom: There should be 2 different motions. A motion to accept budget, and a motion to move forward with Herb's salary.

- o) Ben: Unusual to have budget with this many columns, need to pick a specific column of the projected budget for approval.
- p) MOTION: Jim Stevens to approval Budget B-500
  - (1) (Note: This is the projection with 500 CEU Days)
- q) Second: Jessica Kluth
- r) Yes: Colleen Morishita, Fernando Veloz, Cortney Bayuk, Jim Stevens, Jessica Kluth
- s) No: Tom Koto
- t) Abstention: Walt Coiner, Krista Clayton
- u) MOTION: Jim Stevens to accept Herb's salary at \$19,200
  - (1) Second: Cortney Bayuk
  - (2) Tom: want board to recognize we're close to hitting our \$100,000 floor in the account.
  - (3) Fernando: Account currently has \$118,000. The market is going against us right now, and that's the biggest factor. We also used savings and investment earnings in the last year that came back to the division. The floor wasn't breached then. Moving into new ED, and as a BOD need to have the ED maintain floor, and BOD needs to look at what that floor is officially. Do we want to maintain it? Or look to change it? Let's keep the floor in mind, but through investment earnings and market we can maintain that floor and keep a closer eye on it. If we look at the budget, even with a \$4,000 lost, that leaves us over the \$100,000 floor.
  - (4) Tom: No further questions
  - (5) Yes: Fernando Veloz, Colleen Morishita, Cortney Bayuk, Jessica Kluth, Jim Stevens,
  - (6) Opposed: No one
  - (7) Abstain: Krista Clayton, Walt Coiner, Tom Koto

- E. Special Meeting Held 11/2 @ 6pm due to Herb declining Executive Director role.
  - 1. Outcome: Role to be offered to Kirstie from Intermountain Region.

Next Meeting – Monday Nov. 28, 2022

Adjourn 7:19 pm

#### Ongoing Tasks/To-Dos

- Ends and reporting of ED
- Communication. With board, members, chairs. If on our website, put up question hierarchy of if someone has question, who they can go to.
  - Question box that'll go to President or Operational Leader and then get filtered out to who it's prevalent to.
- Finance committee: talk about bottom line number for how low we are willing to go in investment account. How to utilize investment.

- \$100,000 has been discussed as floor
- Division: is there an evaluation for clinician or someone coming on. Reviews of clinicians after clinics and/or exam
- Newsletter article about what we do, policy governance, describe to membership what we're doing, what we do
- how members get access to documents we're referring to instead of just saying it's on basecamp. How do we make it easier for them?
  - Where these documents live
  - What they are, what they do
  - Here's this policy
- How to share voting from executive session so that people know what we're voting on, but also while keeping our privacy.
- Townhall Q&A sessions for members to ask questions.