



Board Meeting Minutes

June 20 & 21, 2022 - Jiminy Peak Mountain Resort

Attendance:

In Person: Peter Howard (Board Chair), Katie Brinton (Vice Chair, WPTF Chair, at large member), Shannon Rucker (Secretary & Zone 3 member), Dave Isaacs (outgoing at large member), Brandon Pearce (at large member), Walter Jaeger (zone 4 member), Ted Fleischer (outgoing zone 11 member), Katherine MacLauchlan (outgoing zone 1 member), Ross Boivert (former Chair), and Kathy Brennan (Eastern Division CEO)

Virtually: Elizabeth Limerick (Treasurer & At Large Member), Ty Johnson (Zone 4 member)

Absent: Dave Capron (Zone 1 outgoing member), Dave Beckwith (Zone 2 member, EGC Chair)

Guests: Don Haringa (Director of Education & Programs), Nick Herrin (National CEO Day 1), Dana Forbes (Rocky Mtn CEO Day 1), Tom Spiess (National CFO Day 1), and Eric Jordan (National Rep)

1. **Welcome** (Chair: Peter Howard). Opening Remarks. Welcome to new Board members. Preview of schedule and intended focus. Thank you to hosts at Jiminy Peak.
2. **Adoption of Consent Agenda** (Chair: Peter Howard) (Policies 4.3, 4.4)
 - a. Minutes from Feb 15 virtual meeting & Committee/Staff reports (Area Reps, Alpine Ed/Cert, Nordic, Adaptive, Snowboard, Ed & Programs, Member Services)
 - b. Motion, Seconded, and Accepted by Vote
3. **ENDs Monitoring Reports** presented by ends pairs (Policies 1.0 – 1.2, 3.2 - 3.4, 4.0, 4.1, 4.2, 4.5)
 - a. 1.0 – Ted Fleischer & Katherine MacLauchlan
 - b. 1.1 & 1.2 – Dave Isaacs
 - c. 1.3 & 1.4 – Walter Jaeger
 - i. End 1.4 – Discussion surrounding the end’s wording. Generative discussion around interpretations of the words: perception and reward. Pair to continue discussion with CEO and Board for possible future action/amendment.
 - d. 1.5 & 2.1 – Brandon Pearce & Ty Johnson
 - e. 2.2 & 2.3 – Shannon Rucker & Beth Limerick
 - i. End 2.1, 2.2, and 2.3 – Discussion surrounding the word resort and overall wording of the ends. Pairs to continue discussion with CEO and Board for possible future action/amendment/consolidation.
 - f. All pair reviews found the CEO’s interpretation of the ends reasonable.

- g. All pair reviews agreed with the CEO's statement of compliance on each end.
4. **CEO Update** (Kathy Brennan) (Policies 2.0 - 2.4, 2.6 – 2.8, 3.2 – 3.4, 4.5)
- a. Member Highlights
 - i. Member numbers trending up, retention expected to drop (aging membership)
 - ii. Increased diversity of new members – age, gender, and ethnicity
 - iii. AMS system will be helpful for data analytics
 - b. Event Highlights
 - i. Higher Overall Participation from previous year (5,326 up from 3,817)
 - ii. Focus on more strategic event planning for coming season (reduce cancellations)
 - iii. Renewed focus on eLearning for coming season – creation of Education Committee
 - c. Certification Highlights
 - d. Financial Highlights
 - i. CEO proposal for budget item over \$20,000
 - ii. Motion, Seconded, and Accepted by Vote
 - iii. Discussion and agreement to amend the delivery of audited financials to post-fall Board meeting
 - e. Scholarship Highlights
 - i. Moving to Operational Committee
 - f. Field Staff Highlights
 - i. Uniforms
 - ii. Adoption of division wide process for staff hiring and promotion (regardless of discipline)
 - iii. Continuing work of reducing barriers for cross discipline work
5. **National Update** (Nick Herrin, Eric Jordan, Dana Forbes) (Policies 2.8, 4.4.5, 4.5)
6. **Generative Discussions** (Policies: 1.0 – 1.2, 4.0 - 4.5)
- a. Policy Governance
 - i. How to we create and keep a “We” mindset?
 - b. Industry Consolidation and potential impacts to PSIA-AASI
 - i. Can we study history for lessons learned?
 - ii. How can we add value while staying true to our core competencies?
 - c. Unaffiliated Members
 - i. How do we make all members feel welcome with equal access?
 - ii. How do we manage risk?
 - iii. What can we control, what can we influence, what must we accept?
7. **Recognition of Departing Board Members** (Pete Howard & Kathy Brennan)
- a. Katherine MacLauchlan
 - b. Ted Fleischer
 - c. Dave Isaacs

- d. Dave Capron (absent)
8. **EGC Report Review** (Pete Howard) (Policies 4.5, 4.6, 4.6.1)
- a. Addition of verbiage for policy manual update
 - b. Executive Committee verbiage to be removed from conflict-of-interest policy
 - c. Review of the manual policy manual and bylaws to update for consistency
 - d. Volunteer leadership, development, nomination, and election, succession duties fall to EGC per policy manual – BOD Chair to review with EGC Chair to determine feasibility
 - e. EGC vacancy to be filled
9. **Board Education – Exceptional Boards** (Pete Howard & Kathy Brennan) (Policies 4.1, 4.2, 4.4, 4.5, 4.7)
- a. What should Boards do?
 - b. What responsibilities do members have?
 - c. What does effective partnership look like? Dysfunctional?
 - d. What roles do transparency and evaluation have?

10. Executive Session

11. **Work Plan Task Force** (Katie Brinton) (Policies 4.1 - 4.3, 4.6)
- a. Residual and New Actionable Items:
 - i. Member Linkage Committee to be created and staffed
 - ii. Deliberate on Nom-Com duties/EGC (Chair and EGC Chair)
 - iii. DEI discussion/education
 - iv. New Ends Pairing
 - b. Additional meeting forthcoming for updates needed from meeting
12. **Board Member Reflection** (All remaining members) (Policies 4.1)
13. **Board Performance Review** (Brandon Pearce) (Policies 4.1, 4.3)
14. **Conclusion** (Pete Howard) (Policies 4.4)
- a. Next meeting: Virtual 7/21/22 – evening zoom style format
 - b. October Board possible meeting dates identified: 10/23/22 – 10/24/22