

American Birkebeiner Ski Foundation
Board of Directors Meeting
October 15, 2012

Members present: Jane Bidwell, Scott Chapin, John Garrett, Jan Guenther, Yuriy Gusev, John Kotar, John Leighton, Amy Rowley, Sue Scheer, Joe Timmerman, Mary Wingfield by phone. Not present: Don Becker. Also present: Ned Zuelsdorff, Susan Kendrick, Shellie Milford

Meeting called to order by Sue Scheer at 4 p.m.

Agenda approval. John Leighton asked that past Board member registrations be added to agenda. Agenda approved as amended.

Minutes of September 17, 2012, were approved.

Committee Reports.

Finance. Joe Timmerman said that the committee had not met but will meet next month. He suggested that board members attend who are interested in learning how to read financial reports. Joe indicated that there will be a Finance Committee meeting with representative of Morgan Stanley on November 9th, 7:30 a.m. at the Library. Amy Rowley asked about attendance at committee meetings. Joe commented that anyone may attend any meeting.

Personnel. Jane Bidwell indicated that minutes of the October 3rd Personnel Committee meeting were sent to all Board members. Committee reviewed job descriptions which Ned had reviewed and updated. Also discussed was managing the implementation of a business plan which will be developed in book form, the need to have committee descriptions and job descriptions for inclusion in the business plan. Board also discussed: role of Ned and Susan in sponsorship procurement and support. Sue Scheer said that she would meet with Amy and Ned to review what parts of a business plan are already in place and what is needed. There will be an update presented to the Board at the November meeting. Questions were asked about what is discussed at Board meetings. Response is that sponsorship and financial updates are given each month. In addition, there are ongoing issues which are important to discuss at meetings. Question was asked about how the staff develops sponsorships and the system of maintaining and giving recognition to each sponsor.

Skier Development. Scott Chapin indicated that the Committee will meet soon to review grant applications.

Competition. No report.

Trails. John Garrett said that there was not a Trails Committee meeting in October. Ned indicated that an area at the 5K point on the classic trail was being re-graded.

40th Anniversary Committee. John Kotar indicated that the Bloomer High School band has been invited to participate in the festivities on race day, including playing on Main Street in the afternoon of the race and at the Awards Ceremony. Bloomer band has been asked in honor of the life of Dave Landgraf. Request was made that age class and other awards include 40th anniversary as part of the wording.

Telemark Easement Update and Director Report. Ned indicated that the negotiating committee met on October 4th and is waiting for feedback from Dennis Kruse. The ABSF received a counter proposal from Telemark and will meet with their representative, Oyvind Solvang, on November 1st.

The Birkebeiner and Kortelopet closed today! The Prince Haakon remains open. Ned spoke with the runner who collapsed during the Birkie Trail Run and he is recovering well.

Conflict of Interest Policy. Sue Scheer developed a draft of a Conflict of Interest policy for the Board to review. Information included the definition of what a conflict of interest is and how that should be disclosed. The information follows federal law. There are people who have financial interest where they directly or indirectly receive compensation which can result in conflicts of interest. The draft policy Sue presented says that the person involved would not have a vote if affected by decisions. Sue asked Board members to review the draft and email her with questions or comments.

Insurance Discussion. Scott Chapin discussed his concern with the current insurance policy that ABSF holds with Johnson Insurance. He indicated that he checked with an underwriter who confirmed that the intent of the policy was to not cover bodily injury for someone who is skiing/training on the Birkie trail. The underwriter said that if there was a "gross negligence" claim they would become involved. Lengthy discussion followed. John Leighton made a motion that Scott make a recommendation for general liability insurance coverage. John Kotar seconded the motion. After discussion, motion carried.

Further discussion took place regarding the concern about the ABSF and Board members assets being at risk; Scott's involvement as a Board member with the process of evaluation of policy and potentially changing companies; question of who should be the signer of an insurance policy.

Elite Women's Start. Ned discussed the idea of starting the men's and women's elite skate waves in a time frame that would result in the top men and women finishing close to the same time. This has been done at the Twin Cities Marathon. After discussion, the idea was not supported by the Board. The Board decided to leave the start times as determined earlier.

Creation of Sponsorship Committee. Yuriy Gusev revisited the idea of having a sponsorship committee. The purpose would be to develop policies of how sponsorships should be handled, developing a guideline of systems to support minor sponsors. Concerns were expressed about not having a major sponsor. Discussion will take place on the intention and relevance of the Committee which will be headed by Yuriy.

Other Business. John Leighton initiated discussion about recognition of past Board members. John made a motion stating outgoing Board members of 2012, and all outgoing Board members in subsequent years who have served at least one full term will receive complimentary entry for all Birkie events for life. Jan Guenther seconded the motion. After discussion, motion carried.

Sue Scheer indicated that she is looking at a way to recognize Board members when they are in the public.

Meeting adjourned at 5:50 p.m.

Submitted by Shellie Milford and Jane Bidwell