

MINUTES  
ABSF Board of Directors Meeting  
September 23, 2019  
3:00 PM ABSF Office

Board Members present: Paul Eckerline, Dennis Kruse, Mike Brown, Tom Duffy, Mike Mandli, Brett Rondeau, Sue Scheer, Yuriy Gusev, Jeff Tumbleson, John Kotar, Jan Guenther

Digitally present: Kathie Pautsch, Charlie Dee

Absent:

Staff Present: Ben Popp

Call to order: 3:00 PM

Approval of Agenda: Duffy move, Mandli second. **Approved.**

Approval of Minutes from June 24, 2019 Board Meeting: Scheer move, Gusev second. **Approved**

Election of Board Officers: Scheer Chairs.

President: Duffy nominated Eckerline. Kotar Second. **Acclimation**

Vice President: Dee nominated Kruse. Guenther Second. **Acclimation**

Treasurer: Mandli nominated Brown. Guenther Second. **Acclimation**

Secretary: Eckerline nominated Pautsch. Dee Second. **Acclimation**

President's Comments: Paul Eckerline

**Motion**

Duffy Moved, Scheer second

The ABSF authorizes Paul Eckerline, President to sign documents executing the sale of Birkie-owned property (3.1acres) on Hwy 77/Hatchery Rd.

**Approved**

Discussion of Telemark Properties.

Executive Director's Report: Ben Popp

- *Outdoor Recreation* magazine mentioned ABSF in first paragraph of article on recreation and economic development. This is directly attributable to Nancy Knudsen 's good work.
- Sawyer County has imposed an event tax on us of 2.5% per person.
- Lumberjack World Championships: went well, profitable, around \$10,000. Athletes praised it, especially the new dock and other infrastructure improvements. Lumberjack Run is growing very fast.

- Birkie Trail Run coming up next weekend. 960 registered so far. Expect 100 more at least in final week, which will put it in same neighborhood as previous years' numbers.
- Hwy 77 Bridge: Trees have been cleared. Excavation will start in next two weeks. Completion date still uncertain. No guarantee it will be ready for 2020 race.
- WI HS Ski meetings. Gusev and Popp attended meeting. Also movement for college clubs and teams to develop state-wide organization and greater participation. This year will have a college championship race on ABSF trail.
- CXC Annual meeting last weekend was good use of Johnson Nordic Center at OO.

## Committee Reports

### Finance: Brown

- Brown handed out revised financial report. Has updated to a one-page report. Summarized changes in format with monthly results as well as YTD totals. Have added several categories that are particular to non-profits.
- Showing surpluses for both August and YTD.
- We have very little debt, just our mortgage.

### Trail Committee: Mandli

- Work at start is completed. Also working at Kortie start.
- Met with Ben about inventory of ABSF-owned property. We have 10 different locations/parcels that Mike is looking at.

### Documentation: Dee

- Summarized the 2019 ABSF Board of Directors election including the software glitch that failed to count some people's ballots. Staff discovered the problem, contacted all affected voters and allowed them to cast votes that were counted. Election deadline was extended for 48 hours only for those who were affected.

**Bylaw Motion:** Dee move, Eckerline second.

## ARTICLE III Directors

### Section 15. Committees

(a) Standing or Temporary Advisory Committees Without Board Authority. The Board of Directors or the President may authorize, and appoint or remove members of standing and/or temporary committees, comprised of Directors or members or both, to consider appropriate matters, make reports to the President and/or Board of Directors, and fulfill such other advisory functions as may be designated. The designation of such standing and/or temporary committees, and the members thereof, shall be recorded in the minutes of the Board of Directors. The committees shall be required to keep regular minutes of their transactions and shall report the same to the Board at their regular meetings or upon request.

~~(b) Executive or Other Committees with Limited Board Authority. The Board of Directors may, by appropriate resolution, designate one or more committees, each of which shall consist of three (3) or more Directors elected by the Board of Directors, which to the extent provided in said resolutions or in these Bylaws, shall have and may exercise, when the Board of Directors is not in session, the powers of the Board of Directors in the management of the affairs of the Corporation, except action with respect to election of officers, filling of vacancies in the Board of Directors, or the formation of or filling of vacancies in committees with limited board authority pursuant to this subsection. The Board of Directors may elect one or more Directors as alternate members of any such committee, who may take the place of any absent committee member or members at any meeting of such committee. The designation of such committee or committees and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director of any responsibility imposed upon the Board of Directors or any individual Director by law or to this subsection.~~

**Approved**

**Bylaw Motion:** Dee move, Scheer second.

ARTICLE IV OFFICERS (7) (B) Secretary's Responsibilities [NEW]

(b) Administer the annual election of Board of Directors. If the Secretary is a candidate for re-election, either the President of the Board or his or her designee on the board shall administer the election, provided that the administrator must not be a candidate for re-election.

**Approved.**

**Procedures Manual Motion:** Dee move, Scheer second.

~~Elections~~ Election of Board of Directors

A. The ~~Secretary Documentation Committee~~ shall have authority to make such decisions as are necessary to facilitate a fair and open election of Directors according to the ABSF Bylaws, this Procedures Manual and laws of the State of Wisconsin

B. ~~Per ARTICLE IV (7) (b) of Bylaws, if Secretary is a candidate for re-election, the administration of the election will transfer to another board member.~~

C. ~~The Secretary will meet with staff each May to plan logistics of election: notification to members about available positions, how members can become candidates, timeline for tasks, ballot distribution and notifications to members to encourage voting.~~

D. ~~Once ballots are distributed, the Secretary will work with staff to ensure ballot distribution and vote counting are going smoothly. Two members of the staff shall have the capability to monitor the electronic system of recording votes to ensure that it is functioning properly.~~

E. There shall be no noting, recording or communication of the number of votes for individual candidates during the course of the election or the total number of people voting at any one time. ***(This paragraph already exists. The motion moves it to a different place.)***

#### ABSF BOARD ELECTION VOTE TOTAL REPORT AND STORAGE

##### ~~C. Monitoring Votes~~

~~1. The Secretary of the Board or his/her designee on the staff will monitor the electronic system of recording votes to ensure that it is functioning properly.~~

~~2. There shall be no noting, recording or communication of the number of votes for individual candidates during the course of the election or the total number of people voting at any one time.~~

**Approved.**

Competition: Kruse

No Report

Skier Development: Guenther

No Report

Popp mentioned that two US ski team members will be racing in '20 Birkie.

#### New Business

Mandli suggested that we should consider hosting a roller ski race, festival or weekend.

Adjournment: Duffy move. **Acclimation.**