

Minutes

ABSF Board of Directors Meeting
Monday May 17, 2021
3:00 PM
Samuel C Johnson Family Outdoor Recreation Center

Board Members Present: Mike Mandli, Jeff Tumbleson, Kathie Pautsch, Mike Brown, Paul Eckerline, Tom Duffy, Charlie Dee, Sue Scheer, Karen Manske, Jan Guenther

Electronically present: Bill Brown, Yuri Gusev, Brett Rondeau

Absent: none

Staff Present: Ben Popp, Allison Slavick, Joe Vadeboncoeur, Susan Kendrick

Guests: Attorney Mark Hooley, Lindsay Ketchell (Landmark Representative), Frank Zufall (Sawyer County Record Reporter)

Approval of Agenda:

Motion: Move to amend the agenda to include a discussion regarding the recusal of Paul Eckerline in regard to Telemark Property, which is felt to be no longer necessary. Dee move. Pautsch second. **Approved** to amend agenda (7 yes votes, 6 no votes).

Discussion: Recusal of Paul Eckerline is no longer needed as he is not an interested party and has no financial gain regarding Telemark Property. Original recusal was due to a previous family conflict that has been resolved. Paul states he no longer needs to be recused, and the BOD is in agreement.

Approval of Minutes from April 20, 2021 Board Meeting:
Dee move, Duffy second. **Approved**

President's Comments: Mike Mandli

- Our next meeting will be Monday, June 21, 2021, 3:00 PM at the OO Samuel Johnson Outdoor Center.

Executive Director's Comments: Ben Popp

- Discussion regarding Telemark Property and two confidential offers received for the purchase of the western 217 acres will follow. Due to the confidential nature of this discussion, Mike Mandli recommends going into executive session with BOD members, Ben Popp, and Attorney Mark Hooley.

Motion: Move to go into executive session to discuss the Telemark Property and offers for the western 217 acres. Tumbleson move. Duffy second. **Approved**

No decision made today regarding the western 217 acres. BOD members are asked to send any questions to Ben Popp, who will be gathering more information as well as further investigation options.

Committee Reports

Finance: Mike Brown

- Review of operating financials as of the end of April:

April:

Income \$108K; Expense \$141K; Net Income deficit \$(33K)
Income favorable to budget by \$79K
Expense favorable to budget by \$12K

Year to date:

Income \$2,831K; Expense \$2,210K; Net Income Surplus \$621K
Income favorable to budget by \$607K driven from
Donations/Grants/Sponsorships and Event Ops; offset by Restricted
Donations.
Expense is essentially flat to budget (\$15K) driven from Event Ops &
Marketing; offset by Telemark & Trail/Payroll Expense.
Income unfavorable to last year by (\$512K) essentially due to Covid.
Expense favorable to last year by \$531K.

Bank Balance \$381K at the end of April (increasing daily as registrations come in).

Total Assets \$6.8M (all time high due to receipt of \$100K Idle Site Grant; this includes the first payment of \$233K to HAAS).

Total Liabilities \$3.0M (Telemark, EIDL loan, PPP v2, Prinoth financing)

Debt Ratio 44%

No material changes to CARES Act or Telemark financials from last month.

Trail Pass Revenue \$26,470 (first month of new calendar year for this).

Event Participants for 2022 Birkie events (4,294) are well ahead compared to this time last year.

Draft of annual budget is complete and will be sent out by email prior to June BOD meeting.

Cash flow forecast was reviewed and explained; projection for end of FY 20/21 is as low as we can be comfortable with.

Cadence of financial review and meetings:

Anderson Hager & Moe CPA's have standing quarterly meetings with key staff and Finance Committee, which is then reviewed by BOD.

Staff leadership team reviews financials weekly. Finance Committee meets monthly.

Telemark Futures Committee: Charlie Dee

- A weighted matrix was developed based on responses from survey that prioritizes activities and amenities for the Telemark Property. This was sent out in advance and reviewed.

First priorities include:

Ski trails (expansion; natural snow)

Sledding

Mountain bike trails (expansion)

Touring center

Equipment rental

Second priorities include:

Paved trail (roller ski)

Hostel

Biathlon range

Ski trails ((machine made snow)

Third priorities

Ski trails (back country)

Skating rink

Camping cabins/tent sites

Motion: Move that the 3 stages of priorities listed above (derived from the weighted matrix) be the proposed activities/amenities for the Telemark Property.

Dee move. Pautsch second. **Approved** unanimously.

- Values as related to Telemark include:
A Sense of Community
Embrace and Drive Change
Environmental Stewardship

Fiscal Sustainability
Healthy Lifestyles for All
Respect and Trust

Noted that Fiscal Sustainability is an important category. Committee recommends that a market and space analysis be completed before we embark on such activities as equipment rental and hostel.

Touring Center ranked very high and would be a centerpiece of the property. Noted that most Nordic Centers are funded by independent donors groups.

The committee shared concern that the 3 stages of Telemark Development are happening too quickly; need to consider if we have changed our priorities and timeline.

Telemark Fundraising Committee-Capital Campaign: Bill Brown

- The committee feels it is important to have one big campaign for all of the fundraising for the Telemark Property, not multiple campaigns. Thus it is necessary to have the direction for the property decided and approved. Also, need to know the future for the Western 217 acres of the property before launching campaign, as well as estimates for the various activities and amenities that are being prioritized and what we get for it. We need a strong name for the property.
Other comments:
 - Wish to start the campaign on June 10.
 - Website to be updated in real time for prospective donors.
 - A large vision and mission is important.
 - Other forms of funding are being discussed including naming rights for the various amenities as well as government grants.
 - Would like the board to approve the total campaign amount.

Motion: Move to proceed with the Capital Campaign, prioritizing the amenities/activities noted in the resolution from TFC, along with projected financials, with a targeted start date of June 10, 2021.

Eckerline move. Scheer second.

Discussion: Ben Popp can refine the financials before June 10.

Approved unanimously.

Documentation: Charlie Dee

- Consensus to have a professional attend a future board meeting with the purpose of educating BOD on conflicts of interest.

Competition-World Cup 2024: Ben Popp

Staff will be meeting with FIS on May 27.

Working on feasibility including budget, sharing duties with the Loppet Foundation, and sponsorship opportunities.

Will need to make a decision this fall.

Diversity Committee: Jeff Tumbleson

- No report.

New Business:

- Nominations for the upcoming ABSF BOD election are open and accepted until 5:00PM on June 23, 2021, with four BOD positions up for election. Voting will take place from July 1-28. Election results to be announced on the website on August 1.
- **Motion** to adjourn: Dee move. Pautsch second. **Adjournment** at 6:00 PM.

Addendum:

- The following motions were made on June 10, 2021:

Motion: Move that the ABSF Board, upon the recommendations of the staff, officially reject the June 6, Landmark Conservancy's Purchase Agreement (PA) for the western 217 areas of the Telemark Property. It is noted that Landmark's removal of the non-refundable deposit language, including amendments added to the original PA, would leave the ABSF financially vulnerable this fall/winter if the deal would not be closed.

Also move that the ABSF Board approves of the plan presented by Ben Popp to move forward with Landmark negotiations that will be mutually satisfying to both parties.

Mandli move. Mike Brown second. **Approved.**