



EASTERN REGION

Board Meeting Minutes

June 23-24, 2024 –Waterville Valley, NH - Silver Fox Inn

Creating Lifelong Adventures Through Education

Attendance:

In Attendance: Peter Howard (Board Chair), Katie Brinton (Vice Chair, EGC Chair, at large member), Shannon Rucker (Secretary & at-large member), Elizabeth Limerick (Outgoing Treasurer, at-large member), Stephen Gover (WPTF Chair, at-large member), Brandon Pearce (Outgoing Member Awards Chair, at-large member), Terry Xie (Zone 2 member), Emily Spiker (incoming at-large member), Aleks Smith (incoming Zone 3 member), Kathy Brennan (Eastern Region CEO), and Keri Reid (Director of Education & Programs)

Day 2 only attendance: Landon Figg (Zone 4 member), Tera Adams (Zone 1 member) virtually, and Eric Jordan (National Board Representative). Guests for Generative Discussion: Tim Smith (Waterville Valley GM), Chris Gilmore (Waterville Valley Snowsports Director), Nate Waterhouse (Attitash & Wildcat Snowsports Director), Steve Debenedictis (Bretton Woods Snowsports Director), Erik Barnes (Ragged Mountain GM), Rob Bevier (Loon Snowsports Director), Charlie Roy (Cannon Snowsports Director), Taber Whitcomb (Cannon Snowsports Administrator), and Peter Weber (Gunstock Snowsports Director)

1. **New Board Member Orientation** (Chair Peter Howard and Vice Chair Katie Brinton) (Policies 4.1) with new Board members – Aleks Smith and Emily Spiker
2. **Welcome** (Chair: Peter Howard)
3. **Chair Comments** (Chair: Peter Howard) Welcome, preview of agenda, and reminder of voting policy
4. **Adoption of Consent Agenda** (Chair: Peter Howard) (Policies 4.3, 4.4)
 - a. Minutes from February 8 board meeting (virtual)
 - b. Committee/Staff reports (Area Reps, Alpine Cert, Nordic, Adaptive, Snowboard, Snowsports Management Seminar, Ed & Programs, Member Services)
 - c. *Motion, Seconded, Discussion, and Accepted (2 voters absent – quorum present)*
5. **CEO Report** (CEO Kathy Brennan) (Policies 2.0 – 2.8)
 - a. Season Wrap up: membership and event trends, strategic direction, Board impressions on National initiatives, collaboration for best practices, Cross Country outreach
 - b. Monitoring Financial Limitations Report
 - c. Monitoring Executive Limitations Report

- d. Monitoring Ends Report – presented by Kathy, board member pairs engaged for assigned ends, and whole board discussed as needed. Ends newly adopted so first report with these. Discussion of future monitoring.
- 6. Education & Programs / Spring Conference Report** (Director of Education & Programs Keri Reid) (Policies 4.1.3)
 - a. Education Leadership Committee update
 - b. Weekend event assessment: needs, value, considerations
 - c. Professional development pathways
- 7. Recognition of Departing Board Members** (Kathy Brennan) Brandon Pearce & Elizabeth Limerick

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- 8. Motion** to “Accept the CEO’s monitoring financial limitations report, monitoring executive limitations report, and monitoring ends report.” *Motion, Second, Discussion – motion carries*
- 9. Installation of new board members** (Chair Pete Howard) of Aleks Smith and Emily Spiker (Policies 4.4)
- 10. CEO Financial Review of Listening Tour** (CEO Kathy Brennan) – net positive \$2,900 financial impact plus intangibles (Policies 2.3-2.4)
- 11. EGC Report** (EGC Chair Katie Brinton) (Policy 4.6.1)
 - a. Recommendation of revisions to policy manual (previously approved, language changes, adoption of the board white paper as an appendix)
 - b. At Large elections (confirmed simple majority vote of membership per ByLaws, provide rationale to membership, review of ByLaws for language update)
 - c. Review of 50% education staff maximum – intent, clarifying language due to office revisions to definition of staff (ETS no longer exists) and ensure future boards have clear direction that 50% is calculated from 10 board members
 - d. *Motion to change Bylaw 5.3: “The maximum representation of Education Staff and Development Team members on the Board is 50% of the total seats.” and Bylaw 6.3: “The Past Board Chair ~~may~~ retains a seat on the Board of Directors without a vote for ~~one (1) term immediately~~ until such time as a new immediate past chair is eligible to serve.” Motion, Second, Discussion – motion carries*
 - e. *Motion to amend policy 4.4. (Officer Roles) to the effect of “Beyond that which is specifically regulated by the Bylaws (Article VI), all officer roles shall be elected at the fiscal year-end meeting as part of ‘new business,’ excepting the Chair, which is considered ‘old business’ and as such may be voted on prior to the fiscal year-end meeting.” Motion, Second, Discussion – motion carries*
 - f. *Motion to amend policy 2.1.6 “Provide (Solicit from) recommendations to the board for the purpose of establishing a list of sanctioned educational events required for members to maintain certification for the forthcoming twelve-month period.” To “Establish a list of educational events for members to achieve and maintain certification for the forthcoming 12-month period.” Motion, Second, Discussion – motion carries*

- g. *Motion to adopt June 2024 revisions to policy manual with appendix in full. Motion, Second, Discussion – motion carries*
 - h. Generative Discussion of ByLaw 5.2.A for clarification purposes and work plan strategy for year
- 12. WPTF Report** (WPTF Chair Stephen Gover) (Policy 4.3)
- a. Award Schedule
 - b. TOR for committees & committee assignments
 - c. Audit & Investment Chair needed
 - d. Organize Basecamp
- 13. National Board Update** (National Board Representative Eric Jordan) (Policies 4.4.5)
- a. Assessment and clarification of National responsibilities
 - b. Philanthropic efforts
 - c. Technology efforts
- 14. Generative Discussion & working lunch with some New Hampshire resort management**
(Chair Peter Howard & CEO Kathy Brennan, see guests for Day 2 noted above) (Policy 4.1.3)
- a. Resort benefits and value / Organization benefits and value
 - b. Non-teaching members
 - c. Safety best practices share
- 15. Member Communications Committee Report** (MCC Chair Shannon Rucker) (Policy 4.6)
- a. Wins & Opportunities
 - b. Potential Strategy for upcoming year. Discussion of talent development
 - c. Need for new TOR and committee membership
- 16. Member Award Committee Report** (Chair Brandon Pearce) (Policy 4.6)
- a. National Lifetime – candidate review & recommendation – supported by Board
 - b. Eastern Lifetime – candidate review & recommendation – supported by Board
 - c. Community – process, cost, frequency, cap, etc – additional work by committee required
- 17. ***Executive Session***** (quorum present)
- 18. Officer and Committee Discussion/Selection** (Chair Peter Howard) (Policy 4.0-4.1, 4.3-4.4)
- a. Outcomes for Officers:
 - i. New Board Treasurer & Chair of the Investment & Finance Committee – Shannon Rucker.
 - ii. New Board Secretary Stephen Gover.
 - b. Outcomes for Committees:
 - i. Member Award Committee (Chair: Emily Spiker + Terry Xie + Tera Adams)
 - ii. Eastern Governance Committee (EGC) (Chair: Katie Brinton + Aleks Smith + Shannon Rucker + Landon Figg)
 - iii. Work Plan Task Force (WPTF) (Chair: Stephen Gover + Aleks Smith + Emily Spiker)
 - iv. Membership Communication Committee (MCC) (Chair: Shannon Rucker + Tera Adams + Terry Xie + Landon Figg)
- 19. Board Performance Review** (Vice Chair Katie Brinton) (Policy 4.1.6)