

MINUTES

ABSF Board of Directors Meeting

Monday December 14, 2020

3:00 PM

Online via Teams Meetings

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

Absent: Yuri Gusev

Staff Present: Ben Popp

Approval of Agenda: Pautsch move, Eckerline second. **Approved**

Approval of Minutes from November 16, 2020 Board Meeting: Duffy move, Scheer second. **Approved**

Executive Director's Comments: Ben Popp

- Telemark Update (with Joe Vadeboncoeur and Allison Slavick)

Mount Telemark Outdoor Sports Complex: A Platform for Recreation
Creating outdoor experiences that inspire and enable a healthy, active lifestyle.

Why should we pursue this?

- Many events from many different organizations already utilize this area.
- The area affords an abundance of outdoor activities.
- Snowmaking is already happening!

Where are we in the process of this project?

- Step 1 – purchase the Telemark Property and remove the existing building.
- Step 2 - future plans for the area (not currently our main focus).

Focusing on Step 1:

Cost is \$1.4 M for the land and \$700K for demolition, totaling \$2.1M.

Looking at fundraising opportunities and business partnerships in order to achieve this goal.

Allison Slavick discussed fundraising campaign:

- Idle Site Grant: \$250K granted with potential of (up to) another \$250K in January.
- ABSF Board of Directors Challenge: to be determined.
- Business Partnership Campaign
- Xcel Energy: potential of a major gift up to \$500K

- Telemark Conservancy Campaign:

Last week Ben Popp, Allison Slavick, Joe Vadeboncoeur, Mike Mandli and Sue Scheer met with representatives from Landmark Conservancy. The group toured the property and addressed questions regarding easements, partnerships, and forest management planning. There is no “one-size fits-all”: conservancies can have several different components.

This would be a symbiotic partnership as collaborating with ABSF on the Telemark property would help Landmark spread their message. The President of their board is a long time Birkie skier/supporter/and a forerunner for the Endowment.

- Telemark Survey

- 32,000 emails were sent out, in addition to various other distribution platforms.
- We have received 1,793 responses thus far, of which 90% have participated in an ABSF event; 28% have volunteered for an ABSF event; 73% live greater than 100 miles from Cable.
- Desirable recreational activities for the area: 54% groomed cross-country ski trails; 44% hiking; 30% running (among others).
- How likely to use the area (scale 1-5 with 5 very likely): 63% 5; 25% 4; 12% 3 or less.
- Selling shares was more favorable vs. selling acres.
- Over 600 respondents requested information regarding ways to support the Conservancy. Approximately 20 businesses asked to be contacted about potential business opportunities (including coffee shop, community pool, camping/cabins, tap room, live music venue, boutique hotel, housing development).

Phases of Development of Property

- Phase 1: Acquire property and remove lodge.
- Phase 2: Develop Trails
- Phase 3: Focus on future activities and business partnerships.

Income options for Step 1 (acquire property and remove lodge, requiring \$2.1M):

- \$1.4M Legacy gift*
- \$250K Idle Site Grant
- \$1.25M Conservancy
- \$500K General Fundraising
- \$250K Business Partnerships
- \$900K Sale of 200 acres

Totaling \$4.55M (*\$3.15M after paying off debt)

Yearly Operating Cost Estimates:

\$18K Taxes
\$56K Interest
\$10K General Maintenance

Totaling \$84K

Income currently generated from use of area:

\$25K Chequamanon Mountain Bike Event
\$5K WI State Cross Country Meet
\$10K General Miscellaneous Income

Totaling \$40K (offsetting the operating cost).

Note that these amounts are based on if we did nothing except purchase the property and groom trails.

Time Line for going forward:

Closing for purchase of Telemark Property is set for March 12, 2021, but Ben would like to move this forward (due to road bans that go into effect in March that would be problematic for removal of debris from demolition).

Next step is action/approval from BOD to:

Approve closing on Telemark Property for January 2021.
Approve concepts/steps required to fund the project.

Discussion:

Scheer inquired if sale of some property could happen at the same time as the closing. Consensus is no, but could occur shortly thereafter.
Dee inquired about the benefit of doing a feasibility study prior to making a decision. Discussed the due diligence that has already been done.

President's Comments: Mike Mandli

- Capital Campaign Committee

This new committee is designed to brainstorm and to develop strategies for funding the Telemark Outdoor Recreation center and related projects. Members will work closely with Allison Slavick, Ben Popp, staff, and community members to put into motion the fundraising ideas born in this committee. Membership does not require you to ask people for money, but it does require your expertise and creativity to further the Birkie mission and to build a "Sustainable Telemark".

Motion: The ABSF shall create a Capital Campaign Committee as described above. Dee move. Pautsch second. Passed unanimously.

The following board members volunteered to serve on this committee, working closely with Allison Slavick: Bill Brown, Karen Manske, Jan Guenther, and Kathie Pautsch. Committee chair to be approved at next meeting.

Initial goals (per Allison Slavick):

- Brainstorm potential non-board members to join the committee, select, and ask to join.
- Select a chair, or co-chairs.
- Create a name for the campaign.
- Determine goal and format for board challenge.
- Work out details for the campaign for the Conservancy.
- Structure and approve the Conservancy Campaign using insight from the survey.
- Review key messages for the appeal.
- Determine/approve the budget for the appeal.
- Review and segregate list of potential donors.

- Executive Director's Goals

1. Ben will get closure on the Telemark property. The decision to purchase or not to purchase will be made, and the deconstruction of the lodge and future development will begin pending the purchase.
2. Ben will work with staff to develop a new organizational plan that creates and implements individual cost centers and defines responsibilities for staff running those cost centers.
3. Ben will head a work group with staff that builds the ABSF's community outreach with a focus on diversity and club development.

Motion: The ABSF Board of Directors approves the above goals for Executive Director, Ben Popp, for 2021. Scheer move. Dee second. **Passed** unanimously.

These goals shall be reviewed in May or June. Ben was complimented by the entire board on the excellent job he is doing as Executive Director.

Currently Ben is in the 3rd year of his 5-year contract. Ben elected to defer his raise this year, due to the hardships that the pandemic caused. Although he was encouraged by board members to take his raise, he wishes to continue to defer (as other staff members have had to take pay cuts due to decreased hours during the pandemic). Acknowledged to Ben that this is a boost to the team building of the organization.

The Finance Committee will meet to determine if the salary schedule can be rolled forward for another year.

- Community Concern Regarding a Covid Birkie

This will be addressed tonight at the virtual Q&A Meeting. Luke Beirl, CEO of Hayward Memorial Hospital, as well as other local health representatives, will address health concerns and risks.

The ABSF staff have been working closely with Public Health and health experts in the community to determine safety protocols. At this time, the cases of Covid in this area have been primarily due to community spread.

Although events have not shown to be a large factor for spread of Covid in this area, health experts are concerned about the hospital burden from injuries, and other emergencies that occur with ski races.

- Health officials equate local positivity rates of Covid to the level of hospital burden.
- Spreading Birkie events over a 5-day period will decrease influx of hospital burden.
- Health officials recommend eliminating age group awards this year, to decrease the pressure for skiers, feeling this will make the events safer for all.
- It is acknowledged that a completely virtual race will still bring in 5,000 or more skiers to the area. This would be much less organized and pose greater risk to the community.
- Vaccination of health care workers will help!
- The ABSF staff are working to enhance the virtual experience in hopes enticing skiers to ski their events locally.
- At this time, local health officials feel that it is safe to proceed with the Birkie events with the modifications that are in place. It is acknowledged that this could change, however. Our primary goal is to put on a safe event.

Committee Reports

Telemark Fundraising Committee-Capital Campaign

- As discussed above, this newly established committee will meet with Allison Slavick prior to our next meeting, and report on initial goals outlined above.

Finance: Mike Brown

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

November:

Income \$195K; Expense \$175K; Net Income \$19K.

Revenue is unfavorable to Budget by \$51K. This is driven by Expense Ops Income \$(73K), other income \$(10K), and offset Restricted Donation/Grant Income \$26K.

Expense is essentially flat to Budget with only non-material variances.

Year to date:

Income \$1.840M; Expense \$887K; Net Income Surplus \$953K.
Revenue is favorable to Budget by \$238K. Favorability is driven
by Event Ops Income \$97K and Donations/Grants/Sponsorships
\$131K.

Expense is slightly unfavorable to budget by \$(81K), driven by
Event Ops Expense (\$31K), and Payroll Expense \$(33K).

Bank Balance \$848K - includes money received from the Cares Act (\$372K).

Trail Pass Revenue for November is \$34K, up 24% from last year. YTD is
\$65.6K, up 19% compared to last year, thanks to snowmaking efforts.

Event participation for Birkie week events is 7,903 to date.

Birkie registration for all Birkie week events will close on 12/29/20.

- The draft budget for January – June 2021 (emailed to BOD in advance of meeting) was reviewed. A copy of the budget will be provided as an addendum to the minutes.

Discussed that increase of trail expense from last year's actuals is due to depreciation. Also, the cash position at end of period will likely be higher (approximately \$800K vs \$640K).

Motion: ABSF BOD approves the budget for January – June, 2021.
Mike Brown move. Scheer second. **Passed** unanimously.

Documentation: Charlie Dee

- The Documentation Committee met with John Oman and Audun Mikkelsen to recap the BOD election. An election summary was sent out to board members. There were no questions from board members.
- The financial procedures that were voted on at last meeting have been updated to the Procedures Manual. Other recommended changes to the Procedures Manual are presented as motions below.
- **Motion:** Move that the approved Operating Budget for each fiscal year shall be appear as Appendix A in the Procedures Manual.
Dee move. Manske second. **Passed** unanimously.
- **Motion:** Move that the language below in green regarding BOD approval of new events be added to the Procedures Manual.

1. For any new event to be administered, scheduled and advertised by the ABSF it must first be approved by a majority of the Board of Directors and then added to the “Schedule of Exposures” that is prepared annually with our insurance renewal.
2. Since the ABSF insurance policy is renewed October 1 each year, the staff will submit a “Schedule of Exposures” to be approved by the board at its August board meeting, held either prior to the Annual Meeting or as a separate monthly meeting.

Dee move. Bill Brown second. **Passed** unanimously.

- Mailing List Bylaw Issue

This issue had come up previously in context of our board elections, but ramifications exceed this. The Wisconsin Statutes governing Non-Stock Corporations mandate the provision of addresses to all members in good standing, with the intent of protecting members of an organization from officers or employees who want to stay in power by hoarding such information for themselves (thus making it difficult for other members to challenge their leadership by appealing to the entire membership). While we do not face that kind of crisis, it is important to word governing documents for worst-case scenarios.

The statutes require two things regarding our membership:

- A. We make the list available for perusal at the annual meeting, a requirement that is no longer very relevant since we cast ballots for board members prior to the annual meeting.
- B. We must make the membership list with addresses available in our office to any member who requests it and allow any member to copy it. When discussed several years ago, it was decided that since we are a multi-state organization, we would simply provide an electronic version of the mailing list.

The Documentation Committee discussed various alternatives: keeping the language the same, restricting it to snail mail, or restricting it to email. Below is the current Bylaw (in italics), followed by the new recommended language (with changes in red).

II (3) (d): *The current list of all ABSF members with addresses shall be provided to any member in good standing who has agreed in writing not to use the list for any commercial purpose, not to use the list to solicit money or property for any purpose other than election to the ABSF Board of Directors, not to sell the list or to share the list with any other person, organization or business.*

In compliance with Chapter 181 of Wisconsin Statutes governing Non-Stock Corporations (181.0720, 181.1602, 181.1603), providing for organizational transparency, the current list of all ABSF members with email addresses, and/or postal addresses at the discretion of the requestor, shall be provided to any member in good standing who has agreed in writing not to use the list for any commercial purpose, not

to use the list to solicit money or ~~property, for any purpose other than election to the ABSF Board of Directors~~, not to sell the list or to share the list with any other person, organization or business.

Motion: Move to approve the new language regarding emails/addresses and incorporate these changes to the Procedures Manual.
Dee move. Pautsch second. **Passed** unanimously.

Development: Jan Guenther

- No report.

Diversity: Jeff Tumbleson

- A meeting was held last week with Ben Popp, Jeff Tumbleson, Kristy Maki, Bob Kovar, Ernie St. Germaine, and Joe Vadeboncouer. The name “One Community” was given to this initiative. Ideas were shared including the consensus is that this mission needs to start with direction from ABSF staff and personnel.
- The next step is to organize a committee that includes diversity, with more members outside of the ABSF BOD.

New Business

- Another Q&A regarding 2021 Birkie Week Updates is scheduled for tonight and will be recorded and available for viewing on the website for those not able to view the live session.
- Our next meeting is January 18, 2021, on-line with Teams Meetings at 3pm.

Adjournment at 4:50 pm by Acclimation.