

NRM Board of Directors spring meeting

Wednesday, May 4, 2022

Location: Bozeman YMCA
3673 Love Ln.
Bozeman, MT 59718

Attendance: Stu Hoyt (Chair), Herb Davis (CEO), Chris Kruckeberg, Josh Vale, Josh LaForest, Shelby Rogala (NRM National Board representative), Bob Morcom (Vice Chair), Katie White (Treasurer), Ben Brosseau (Secretary), Jill Chumbley (NRM Education Director), Eliza Kuntz (National Board Chair), Tara Wegner (via Zoom)

Guest in attendance: Mike Ewing

Meeting start: 9:05 am

Agenda overview

Welcome new board members Josh LaForest and Tara Wegner! Thank you to our out-going board members, Josh Vale and Jim Mikulich!

Discussion of board governance, membership focus and review policy documents

Katie- Intro and team building exercise: speed friendship learning/partner trivia!

Mike Ewing- Thank you to Herb, Stu and NRM for recognition and presentation of his 50 year membership pin!

Board self-appraisal review: All fill out assessment form. Discussion of identifying & cultivating members; election vs. appointing board members. Bylaws of NRM require an election of board members. Discussion of how other organizations build and appoint members. Discussion of diversity and cooperation between CEO and board of directors.

Discussion of history of NRM board of directors. ***Action Item***- add to work plan for Governance and Leadership committee: provide brief BOD history for new board member training and orientation. Discussion of mentorship between existing BOD members and new BOD members.

Discussion of committees, productivity and work performed. Discussion of expectations of committee members: board members vs. members at large. There's a need to set aside time for proper preparation and to perform committee work. Discussion of an annual committee meeting in the fall, replacing a scheduled board meeting with a committee meeting and/or block out 2 hours at annual spring and fall meetings for committee work.

Action Item- Each board member reach out to and visit with 3 members across the region this year to cultivate growth in leadership. Please contact Herb if needing contacts at other areas.

Shelby- board best practices: How to Be a High Performing Board. Duties and legal responsibilities of board members. Duty of Care: Acting in good faith of mission and organization's intent. Duty of Loyalty: No self-dealing/avoid conflicts of interest. Act in best interest of the organization individually and as a group; nationally and regionally. Duty of Obedience: Be aware and follow state and organizational guidelines and laws. "Speak with one voice".

See-case study of Central Asia Institute as a reference for poor governance practices.

3 modes of governance: Fiduciary: Fiscal. Strategic: Forward planning & big picture. Generative: Creating meaning & establish understanding of organization. All break up into work groups and discuss: 3 modes of governance, one thing we do with opportunities and questions on improvement, how do we accomplish?

Bob- Presentation of 12 Principles of Governance that Power Exceptional Boards. Please post this sheet to Basecamp.

Jill- presentation of Ann Shorling's master's thesis project: Gender Equity in Snowsports. Goals, obstacles to said goals and focus groups. Results from her survey and writing thesis will be presented in the fall. Discussion of Ann being a guest speaker at fall meeting. Discussion of this project being presented at ski school director's meeting at Fall Fest.

-Lunch- Discussion of awards committee; nominating candidates and deadlines for nominations.

Update from National CEO, Nick Herrin- A new accountant has been hired at the national office. Presentation of member focus topics at National Leadership Council in Boise, ID. Member survey results are being finalized and will be sent out in mid-May.

Update from National Board Chair, Eliza Kuntz- Echoing information from Nick. NRM's success is vital to national organization's success.

Fall meeting that is currently scheduled for September 28, 2022 is now changed to October 21, 2022.

Spring meeting scheduled for May 2023 is proposed as a 2-day board retreat. May 11 & 12, 2023. Location: TBD, possibly in Red Lodge.

Stu- Succession planning: Chris K. and Josh L. will be up for re-election as their terms end in May 2023. Stu will vacate the chair position in May 2023 and BOD will need a replacement. Stu shared a BOD chair job description outlining roles and responsibilities expected in that role. It was unanimously voted for Shelby R. to serve a 2nd term as the NRM National Board representative. It is a 3-year term; BOD will need to prepare for her eventual replacement. It was unanimously voted for Ben B. to continue as Secretary. It was unanimously voted for Bob M. to continue as Vice Chair. Chair and Treasurer positions will be up for re-election in May 2023. Re-election schedule for board members as follows: Chris K./Josh L. - 2023, Stu H./Katie W.- 2024, Ben B./Bob M./Tara W.-2025. Discussion of chair position in 2023, possibly vice chair will replace?

Review and accept board chair work plan for 2023. Discussion and make-up of committees. Tara W. has volunteered to join the Executive Compensation committee (replacing Jim Mikulich). Chris K. has volunteered to chair the Awards and Recognition committee (replacing Jim Mikulich). Chris K. is currently a member of the national awards and recognition committee. Discussion of Snowsports School Directors chair position. Discussion of board meeting & committee meeting schedules in coordination with monitoring reports and education events schedules. Monitoring schedule/policy manual updates/bylaws updates/committee meeting schedule should be set for September and February timelines. Re-schedule board calls to align with monitoring schedules.

Consent items: No financial items to consent at this time. No other consent items.

Meeting end: 2:30 pm.