

MINUTES

Regular Meeting of the ASEA-C Board of Directors

October 17, 2016

7:30PM Eastern

Conference Call

Presiding: Mike Moenning, President

Present: Forrest Gibson, Roger Kane, Brooks Lillehei, Sherry McCabe, Susan Boyle, Bart McClure, Julie Nitzsche, Sally DeLange, Peggy Erickson, Bill Brooks, Brad Miller, Geoff Shepherd, Richard Wren, Scott Hartley.

1. Meeting Called to Order at 7:36 pm ET
2. Roll call was taken.
3. Recording Secretary – Scott Hartley was appointed recording secretary
4. Parliamentarian – Roger Kane was appointed meeting parliamentarian
5. PSIA-C Old Business:
 - A. Motion on Membership Voting amendment to Bylaw Article 8, Section 5 (c)
Richard Wren presented the following motion approved by the Election Committee for a second vote.

(c) Membership Voting. Once nominations are closed, the ASEA-C office shall promptly prepare, with the supervision and assistance of the Election Committee, a ballot through which eligible members may vote. The ballot shall be made generally available on the Corporation's website and may also be disseminated through such other means of communication or transmission as the Election Committee or the Board may authorize. Members who are entitled to vote may also vote in person at the meeting at which the voting cycle is ended.

Certified Instructors and Lifetime Honorary Members, as those terms are defined and used in Article III of these Bylaws, are entitled to vote for candidates who have been duly nominated to run for the Corporation's Board of Directors. A member who is neither a currently Certified Instructor nor a Lifetime Honorary Member may not vote.

Each voting member may cast only one vote in the appropriate race pertaining to the snowsports discipline in which the member is certified. Members who are certified in more than one discipline may vote for one candidate with respect to each discipline in which the member holds the required certification. In contested elections, the candidate receiving the most votes wins.

With respect to elections for the Alpine and Snowboard members of the Board, a member may vote only in a race that pertains to the member's SECTION. A member SECTION shall be the SECTION where the member has her or his legal residence. However, ASEA-C Certified Members in good standing living outside the geographical boundaries of ASEA-C who are actively teaching within the geographical boundaries of ASEA-C may vote for a Section Representative in the Section in which they work.

Vote: Motion passes 14-1

B. Motion on One Vote per Member

Julie Nitzsche presented the following motion to ratify a change to Policy and Procedures 11.1 General Qualifications, Term, Election, Representation and Quorum.

11.1.2 Each voting member is allowed one vote for a Board of Directors position in each of the disciplines in which they are certified. If a member votes more than once in a discipline for the same Board of Director's position, the last recorded vote of that member will be the tallied vote.

Vote: Motion passes unanimously 15-0

C. Motion on Breaking Election Ties

Julie Nitzsche presented the following motion to ratify Policy and Procedures 11.1 General Qualifications, Term, Election, Representation and Quorum.

11.1.3 In the case of an election tie for a position on the Board of Directors the members represented by that position will be notified via email and website of the tie. These members will have ten days from the day of notification to vote for candidates who have tied. The voting methods are to follow the format set in the Bylaws (Article 8, Section 5 (c)). The new votes are to be tallied as soon as possible and a winner declared. If there is a tie again, the "Tie Process" will be done a second (2nd) time. In the case of a third (3rd) tie, the position will be decided by a majority of the seated Board of Directors.

Vote: Motion passes unanimously 15-0

D. Motion on Certification Pre-requisites and Requirements for all Disciplines

Sherry McCabe presented a motion to amend the Policy and Procedures Document by adding Appendixes 2-6 which individually outline, for the corporate record, the existing certification pre-requisites and requirements for all disciplines; Alpine, Adaptive, Cross-Country, Snowboard and Telemark. The requirements are outlined in the PDF document entitled: *2016 PSIA-AASI All Discipline requirements.pdf* (The PDF is distributed in the same communication with this motion).

Vote: Motion passes unanimously 15-0

6. PSIA-C New Business

- A. A motion was presented by Sherry McCabe to amend Policy and Procedures 12.2 by adding a 12.2.2 that would grant Education Administrators who have served in that position for three years or more the status of Lifetime Honorary Members.

Bart McClure made a motion to table and it was seconded. After discussion Bart McClure withdrew his motion and the seconder did the same. Bart McClure then made a motion and it was seconded to refer the idea to the Education and Finance Committees.

Vote: Motion passes unanimously 15-0

- B. A motion was presented by Sherry McCabe to amend Policy and Procedure 12.2 by adding a 12.2.3 that would grant Education Administrators that have earned Lifetime Honorary Member status under the proposed amendment 12.2.2 free 12 CEUs every two years.

Richard Wren made a motion and it was seconded to refer the idea to the Education and Finance Committees.

Vote: Motion passes unanimously 15-0

- C. A motion was presented to adopt a Board meeting schedule for the next three years.

Richard Wren made a motion and it was seconded to refer the proposed schedule to the Executive Committee.

Vote: Motion passes unanimously 15-0

7. Discussion Items

- A. A process for updating Bylaws and P& P documents once motions have been approved by the Board was discussed. Mike Moenning and Julie will lead a task group to develop such a process.
- B. The topic of the election timetable and process was discussed. Ricard Wren is developing a nomination form and election rules for publication in Central Lines.
- C. Roger Kane had no update from the Governance Committee.
- D. Forrest Gibson gave a Marketing Committee update. The anniversary zipper pulls have been ordered. A membership survey has been created and is ready for distribution to the membership. The Party central idea is moving along with three mega events during the season.
- E. Geoff Shepherd gave a Snowsport School Directors Committee update. The Section -13 event at Buck was cancelled because we only had one registrant. The Section 4-6 meeting at Boyne in early December is gathering interest.
- F. Geoff Shepherd gave a short CEF update.

8. Motion to adjourn

It was moved by Geoff Shepherd and seconded to adjourn the meeting.

Vote: Motion passed unanimously.

Meeting adjourned.