Humanities
MONTANA

AGENDA
Board of Directors Meeting
Fort Benton, Montana
Sept 27-28, 2024

OUR MISSION: Humanities Montana serves multicultural communities through stories and conversation. We offer experiences that nurture imagination and ideas by speaking to Montanans' diverse history, literature, and philosophy.

- **STRATEGIC PRIORITY ONE [SP1]: RE-ENERGIZE GRANTMAKING**
- **STRATEGIC PRIORITY TWO [SP2]: REALIGN PROGRAMS**
- **STRATEGIC PRIORITY THREE [SP3]: REFINE OUTREACH AND DEVELOPMENT**
- **STRATEGIC PRIORITY FOUR [SP4]: ENRICH ORGANIZATIONAL AND BOARD CULTURE**

Board of Directors: Glory Blue Earth, Carol Bradley, Jeremy Carl, David Cates, Jennifer Corning, Ray Ekness, Jeanette Fregulia, Lynda Grande, Mary Hernandez, Carla Homstad, Lathie Poole, Arian Randall, Karen Reiff, Esther Beth Sullivan, Clark Whitehorn, Tim Wilson
Excused: David Dietrich
Staff: Jill Baker, Executive Director, Jon Clarenbach, Fiscal Operations Director, Megan Hill Sundy, Grants and Evaluation Director

FRIDAY, Sept 27, 2024
Hotel: Grand Union Hotel

12:00 PM	Lunch
12:45 PM	Board Culture Workshop with Mark Willmarth [SP4] *Purpose:* *To be intentional about the principles that guide the board's decision-making process, and to better understand the strengths that individual directors bring to the board.* *Outcome:* *A reference document to be included in the Board Handbook which lists the principles.*
5:00 PM	Break- Check into hotel
6 PM	HM Program with Speaker Austin Haney at Grand Union Hotel
6:30 PM	Dinner Reservation at Grand Union Hotel **[SP4]**

SATURDAY, Sept 28, 2024
(Breakfast served at 8:30)
HM BUSINESS MEETING

9:00 Welcome and Call to Order: Beth Sullivan **[SP4]**
- Invitation for Public Comment – Beth Sullivan
- Indigenous Peoples and Land Acknowledgement- David Cates
- Reading of the Mission Statement- Ray Ekness
- Approval of Agenda— Beth Sullivan

9:15 Board Chair Opening Remarks: Beth Sullivan
- Briefing and Q&A

9:25 Consent Agenda: **[SP1/2/3/4]**
- Board Minutes, June 15, 2024
- Finance Committee Minutes, Aug 28, 2024
- Governance Meeting Minutes- July 10, Aug 7, 28, 2024
- Grants Committee Minutes- Sept 5, 2024
- Executive Director Report
- 3rd Qtr FY 24 Finance Report
- Grants Report
- Programs Report

Action item: Approve Consent Agenda

9:30 Board Member Spotlights with Carla Holmstad & Carol Bradley **[SP4]**
9:40 Recognition of Board Service: Carla Holmstad- Beth Sullivan **[SP4]**
9:45 Finance and Audit Committee — Lynda Grande **[SP1/2/3/4]**
- **Action Items:**
  - Review and Approve July 31, 2024 Financial Reports
  - Review and Approve Donated Stock Acceptance Policy
    - Resolution to open an investment account
  - Review and Approve FY25 Budget

10:15 Strategic Opportunity- Jill Baker **[SP1/2/3/4]**
10:30 Governance Committee — Mary Hernandez **[SP4]**
- **Action Items:**
  - Approval of By-laws Revisions
  - Nominations for FY25
    - Second Term- Beth Sullivan, Jen Corning
    - Slate of Officers
      - Beth Sullivan, Chair
      - Jeanette Fregulia, Vice Chair
      - Lynda Grande, Finance Chair/Treasurer
    - Committee Chairs and Committees
  - Complete Board Travel Reimbursements

11:00 Break

11:15 Grants Committee — Carla Homstad **[SP1]**

August Grants Cycle Presentation—Megan Hill Sundy

- **Action Item: Approve Film and Video & Community Project Grants**
- December Grant Cycle Review Sign Up

11:45 Executive Director Q & A – Jill Baker **[SP1/2/3/4]**
12:00 Closing Comments – Beth Sullivan
12:30 Adjournment (Lunch on your own)

2025 Board Meeting Schedule

- Winter Meeting: February 21-22, 2025 (weekend after President's Day) Bozeman
- Spring Meeting: May 30-31, 2025 (weekend after Memorial Day) Bonanza Creek Ranch, Martinsdale, MT
- Fall Meeting: September 26-27, 2025 (last weekend in September) Missoula

Please report your volunteer hours: Board Cost Share

Humanities MONTANA

MINUTES
Board of Directors Meeting
Butte, MT
June 14-15, 2024

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Board of Directors: Glory Blue Earth, Carol Bradley, Jeremy Carl, David Cates, David Dietrich, Jeanette Fregulia, Lynda Grande, Carla Homstad, Lathie Poole, Arian Randall, Esther Beth Sullivan, Clark Whitehorn, Tim Wilson

Excused: Jennifer Corning, Ray Ekness, Mary Hernandez, Karen Reiff

Staff: Jill Baker, Executive Director, Megan Hill Sundy, Grants and Evaluation Director

FRIDAY, JUNE 14, 2024

[SP4] Several board members gathered in Butte on the afternoon of Friday, June 14th to tour the World Museum of Mining and for a group dinner at La Casa Toscana Italian Restaurant.

SATURDAY, JUNE 15, 2024

Location: Copper King Hotel and Convention Center, Butte, Montana

[SP4] Welcome: Board Chair David Dietrich welcomed everyone and called the meeting to order at 9:12 am due to technical A/V challenges. A quorum was present. David asked for public comment. There was no response. He then asked Carol Bradley to provide the Indigenous Peoples and Land Acknowledgement. Beth Sullivan read the mission statement.

David Dietrich provided his opening remarks and expressed his gratitude to everyone for their preparation and participation leading up to the board meeting.

David asked for approval of the agenda and consent agenda as presented. Jeanette Fregulia made the motion. David Cates seconded. Motion carried unanimously.

[SP4] Board Spotlight: Carla Homstad interviewed board member Clark Whitehorn who shared his passion for the humanities through Montana literature and history.

[SP4] Mission Moment: Jeanette Fregulia reported on an inspiring program by Montana's Poet Laurette, Chris LaTray, at Carroll College this spring.

[SP1/2/3/4] Finance and Audit Committee:
Chair Lynda Grande provided an overview of the FY23 Audit report and 990, noting that it was a clean audit with no findings. The board had no concerns. On behalf of the Finance and Audit Committee, Lynda moved that the board approve the audit and 990 as presented. David Cates seconded the motion. Motion carried unanimously.

Lynda reviewed the April 30, 2024, Financial Reports, including the Balance Sheet, Profit and Loss Statement, and Budget to Actual reports. There were no concerns. On behalf of the Finance and Audit committee, Lynda moved that the board approved the April 30, 2024 Financials as presented. Clark Whitehorn seconded the motion. Motion carried unanimously.

With a significant amount of unspent funds from FY23, the Finance and Audit Committee recommended increasing the remaining regrants budget for FY24 by $25,000. With unspent funds accumulating, this recommendation was made to ensure that future NEH allocations wouldn't be reduced. This recommendation was also in line with the Board directive from February to prioritize unspent funds for grants and speakers' programs. Lynda presented the motion on behalf of the Finance and Audit Committee. Carla Homstad seconded the motion. The motion carried unanimously.

[SP4] Governance Committee:
David Dietrich filled in for Mary Hernandez who missed the meeting due to illness. He updated the board on the timeline to review the by-laws and nomination process for FY25. In February, each committee was asked to review their charter along with the strategic plan to provide their recommended by-laws changes. Committees were asked to send any recommended changes to Mary by June 30th for consideration at the July 10th Governance Committee meeting.

The Governance Committee is working on a calendaring project, with hopes of presenting that in September, to provide an overview of standard board meetings and processes.

Board members were also asked to confirm their board membership for 2025. The Governance Committee will be reaching out in July/August to directors for this confirmation. There are two members who will be termed off the board next year, David Dietrich and Carla Homstad. Additionally, Jennifer Corning and Beth Sullivan will end their first term and be eligible for a second term. The bylaws currently state that the board will consist of 15-20 directors including up to 25% governor's appointees. There was discussion that 15 directors might be an appropriate number going forward.

[SP3] Community Engagement Committee
Committee Chair Jeanette Fregulia stated the rationale for proposing the dissolution of the Committee Engagement Committee. She reported that she met with Jill in April to discuss this committee's new charter and further define its purpose yet struggled with clarifying the governance role of the committee separate from operations. Through this discussion, Jeanette came to the conclusion that perhaps we were trying too hard to create a committee and that with a development director now hired as well as an executive director, it is time for the board to reconsider its governance role.

The Community Engagement Committee concluded that board oversight of programs and development is provided through the approval of the strategic plan, and the executive director supervises staff to ensure that the strategic goals are met. Additionally, it is the role of each board member to support fundraising and outreach for HM. Ad-hoc operational committees that include board involvement may be recruited throughout the year to help with planning events.

Concerns were raised about how to provide support to program and development staff without the Community Engagement Committee. Concerns were also raised regarding how the Board would stay informed, educated on, and connected to programs, which are fundamental to the organization. Jeanette and Jill assured the board that staff were well supported and would be available to provide reports as requested. Beth Sullivan asked that dashboard reports be added to grants, program, and development reports for each board meeting. Jill reported that she is working with staff to create such dashboards that will provide summary information in addition to the staff reports.

On behalf of the Community Engagement Committee, Jeanette moved that the committee be dissolved. David Cates seconded the motion. Motion passed with Clark Whitehorn voting in dissent.

With the dissolution of the Community Engagement Committee, the following committee assignments were presented through FY24:

- Jen Corning and Jeanette Fregulia - Governance
- Carol Bradley - Finance and Audit
- Arian Randall and Lathie Poole - Grants

Hearing no objections, Clark Whitehorn moved to accept the committee assignments as presented. Carla Homstad seconded the motion. Motion carried unanimously.

[SP3] & [SP4] Board Committee Discussions:
The committees met separately to discuss potential action items that they could accomplish in FY24 in support of HM's Strategic Plan with an emphasis on SP3 and SP4, and in consideration of the dissolution of the Community Engagement Committee. Megan Sundy, Grants and Evaluation Director, joined the Grants Committee discussion. Fruitful conversations were started and will continue in future committee meetings.

[SP1] Grants Committee:
Committee Chair Carla Homstad asked Megan Sundy to provide a brief overview of the community project grant applications. After some discussion, and on behalf of the Grants Committee, Carla moved to approve the following applications:

PARTIAL FUNDING:

- *Secrets of the Vault*, Holter Museum of Art, $6,352
- *The Montana Antiques Appraisal Fair*, The Foundation for Montana History, $7,020
- *UM Summer Journalism Camp*, University of Montana, $8,000

FULL FUNDING:

- *Cree Language Revitalization Initiative*, Mahchiwminahnahtik Chippewa Cree Language Revitalization (MCCLR), $10,000
- *Butterflies & Railroad Ties: Update & Printing*, North Missoula Community Development Corporation, $6,000
- *The 1918 Influenza: Film and Conversation*, University of Montana, $7,800
- *Raising Indigenous Voices in Academia and Society Conference 2024*, University of Montana, $5,417
- *Water in the Bitterroot: What We Talk about When We Talk about Water*, Bitterroot Water Partnership, $3,534

Tim Wilson seconded the motion. The motion carried unanimously.

Jill provided an update to help the board prepare for the upcoming grant cycle in August. First, she passed around a sign-up sheet asking board members to commit to reviewing grants during the August grant cycle between August 16 and Sept 2, 2024. It is ideal to have at least 8-10 board members reviewing each of the proposals. Additionally, she informed the board that HM will be piloting the use of 1-2 external reviewers with expertise as film-makers to assist with reviewing the film and video grant proposals. They will be asked to rank and comment on the film and video proposals but will not be eligible to vote. Jill and Megan answered questions from the board about this process and agreed to gather feedback in order to evaluate it and make adjustments and improvements as necessary.

[SP1/2/3/4] Executive Director Q & A: Jill updated the board on the recent hiring of Jon Clarenbach as fiscal operations director. Jon has an MBA and has served on nonprofit boards. He is familiar with standard accounting practices, but he will need training with CFR200 and compliance with federal funds. Jodi Todd and Eric Sanders have both agreed to orient and train him. His first day will be Friday, June 28th.

Jill and Dave Dietrich were both interviewed by Corby Skinner with Yellowstone Public Radio's Resounds program. Thanks to fellow board member, Jen Corning, for organizing that interview on behalf of Humanities Montana. The interview will air on June 24th.

She also gave an update on the status of the paused Governor's Humanities Awards. She recently reached out to other state humanities councils to learn more about how they are recognizing excellence and raising awareness of humanities related work in their states. She will continue to research and compile information before making any decisions about the future of this event and will report back at the next board meeting.

Additionally, based on a recommendation from Beth Sullivan, Jill and Liz are researching how to best set up a legacy fund for HM to recognize and honor past and current board members, staff, or speakers.

On behalf of the staff and board, Jill presented Dave Dietrich with a certificate of appreciation and a gift to recognize his six years of service to Humanities Montana as a board member, with the last two as board chair. Dave has a scheduling conflict and will not be available to attend the in-person September board meeting. Vice chairperson, Beth Sullivan, will serve as acting chair for the September meeting in his absence. Carla Homstad, who is also completing her second three-year term, will be recognized at the September board meeting.

Chair's Closing Comments: David Dietrich graciously thanked the board and staff at Humanities Montana for the recognition and reflected on his time serving as a board member. He shared his hope that the board will continue to create bridges and work together across differences to promote the humanities across the state.

He assured the board that he will complete his second term as director and Chair through the end of 2024, despite not being available to attend the September board meeting.

He reminded board members of upcoming meeting dates in 2024 and 2025:

- Fall Meeting: September 27-28, 2024 Grand Union in Fort Benton
- Winter Meeting: February 21-22, 2025 (weekend after President's Day)
- Spring Meeting: May 30-31, 2025 (weekend after Memorial Day)
- Fall Meeting: September 26-27, 2025 (last weekend in September)

David adjourned the meeting at 11:57 am. JB

Finance Audit Committee Minutes

Wednesday, Aug 28th at 12:00-1:30 pm via Zoom

Present: Carol Bradley, David Cates, Lynda Grande, Beth Sullivan

Staff: Jill Baker, Executive Director and Jon Clarenbach, Fiscal Operations Director

Absent: David Dietrich

Chairperson Lynda Grande called the meeting to order at 12:00 pm. A quorum was present.

<u>July 31st 2024 Financial Statements</u>

Lynda asked Jon to present the July 31st 2024 Financial Statements. Jon provided an overview of the Budget to Actual, Balance Sheet, and Profit and Loss statements and answered questions from committee members. Humanities Montana continues to be in a strong financial position. Lynda called the question. Beth made the motion to approve the July 31st 2024 Financial Statements as presented. David Cates seconded the motion. Motion passed unanimously.

<u>Adoption of Donated Stock Policy and Investment Account</u>

Jill presented the draft Donated Stock Policy to the committee and answered questions. Liz Harrison, Development Director, requested that the board adopt this policy so that HM is able to accept gifts of stock during the upcoming annual campaign. Jill and Jon reassured the committee that if a donor wanted to make a legacy gift of stock, they may give to HM's endowment account with the Montana Community Foundation

David Cates made the motion to recommend the adoption the Donated Stock Policy and a resolution for staff to open an investment account on behalf of HM to the full board at the fall business meeting. Beth seconded the motion. The motion carried unanimously.

<u>FY25 Budget Proposal</u>

Jill and Jon presented the proposed FY25 Budget. This budget is largely based on FY24 actual expenses with a modest 1.6% increase in expenses over the prior fiscal year. The proposed budget will spend down the significant NEH carry over funds by the end of the fiscal year, and includes additional fundraising expenses and revenue with the primary goal of raising additional funds primarily through private foundation grant support.

This conservative budget provides a projected margin of $64,337 at the end of the fiscal year. Jill recommends that Humanities Montana make a strategic investment in an Indigenous

Communities Needs Assessment to be conducted by Francine Spang-Willis. This 18-month long project will span two fiscal years. The goals of this project are to:

- Clarify the eight Indigenous communities' needs so Humanities Montana can best serve Montana's diverse Indigenous peoples.
- Clarify the eight Indigenous communities needs around language and cultural preservation.
- Clarify the communities need for a Humanities Montana position to manage Indigenous grants and programs.

Jill and Jon answered questions from the committee regarding the purpose, timeline and cost of the proposal. The committee made suggestions and recommended that due to the size of the request, full board approval is needed. They asked that Jill present additional information about the proposal at the September 28th board meeting.

Carol made the motion to approve the FY25 budget without funding for the Indigenous Communities Needs Assessment. David Cates seconded the motion. Motion carried unanimously.

Lynda Grande adjourned the meeting at 1:46 pm. JB

Governance Committee Minutes

Wednesday, July 10, 2024 at Noon via Zoom

Attendees: Chairperson Mary Hernandez, Jen Corning, David Dietrich, Jeanette Fregulia, Clark Whitehorn
Excused: Jeremy Carl

Committee Chair Mary Hernandez called the meeting to order at 12:00 pm. A quorum was present. Mary welcomed Jeanette to the committee.

<u>By-laws Updates</u>

The committee recognized that the dissolution of the Community Engagement Committee at the June 15th board meeting requires an update to the by-laws. Mary will also reach out to the other committee chairs to determine if they have any additional changes based on their updated charters for the board to consider for the September 28th board meeting. This will wrap up the official three-year review of the by-laws. The next review will be due in 2027.

<u>Nomination for 2025 Board Officer Candidates and new members</u>

Nominations will be presented at the September board meeting. While all leadership positions are open to nominations, Beth Sullivan has agreed to the nomination of Board Chair in 2025 which leaves the Vice Chair position open. There was much discussion about who would be interested and ready to serve as Vice Chair. There was also a conversation about continuity emphasizing the importance of having some overlap between the Vice Chair, Chair and immediate past chair. David Dietrich recommended that the committee consider a Vice Chair nomination of a board member who may be in the last year of their term and willing to extend their service an additional year to serve as chair. This will allow some additional time to re-build the board and is allowable per HM By-laws. As a result, Jeanette Fregulia expressed interest in serving as Vice Chair and Chair and willing to serve an additional year on the board.

The committee then began a discussion of committee chair positions. Lynda Grande has one more year of service on the board and is currently serving as chair of the Finance Audit Committee. Mary Hernandez will be in the third year of her first term and is serving as the chair of the Governance Committee. Carla Homstad is currently in the last year of her second term and serving as the chair of the Grants committee. If Lynda and Mary continue to serve as committee chairs in 2025, this will leave the chair of the grants committee open for nomination.

The committee decided to survey individual board members to determine their interest in serving in a leadership role in 2025, or in the following year or two.

The members of the committee agreed to each contact 2-3 board members by August 6, 2024 to ask the following questions:

1. How are things going? (Strengths, challenges and other feedback)
2. In 2025, what committee would you like to serve on? Are you interested in a leadership role?

3. If you are not interested in serving in a leadership role in 2025, would you be interested in a leadership role in 2026 or 2027?
4. Do you have any recommendations for future board members?

Jill agreed to assign each committee member with 2-3 board members to call. Mary agreed to call the other committee chairs as she wants to follow up with them about any additional by-law changes. Jill will email the call list to committee members by the end of the day.

<u>Next Meeting</u>

The committee agreed to meet again on Wednesday, August 7th at Noon to further discuss the nominations process for 2025, including leadership and recruitment of new members if necessary to meet the minimum of 15 directors as required by the by-laws.

Mary adjourned the meeting at 1:00 pm. JB

Governance Committee Minutes

Wednesday, August 7, 2024 at Noon via Zoom

Attendees: Chairperson Mary Hernandez, Jen Corning, David Dietrich, Jeanette Fregulia, Clark Whitehorn
Absent: Jeremy Carl

Committee Chair Mary Hernandez called the meeting to order at 12:00 pm. A quorum was present.

By-laws Updates

Mary reported back to the committee that in addition to the dissolution of the Community Engagement Committee, the Finance/Audit Committee updated their responsibilities. Jill presented a draft revision with track changes for the committee's review.

There was discussion about the ideal number of directors serving on the board. The current trend is toward smaller board size which has been shown to increase engagement. Based on the current activities in the strategic plan, it was agreed upon to reduce the number of directors from 15-20 to 11-15 with up to 25% of directors appointed by the Governor. HM currently has 17 directors with 2 directors ending their second term at the end of 2024.

The committee was also asked to consider automatically extending the term of the board chair an additional year to serve as the immediate past chair to ensure continuity in leadership of the board. David Dietrich offered to update the language.

Once approved by the board at the Fall board meeting, this will wrap up the official three-year review of the by-laws. The next review will be due in 2027.

Nominating Committee Calls

Committee Members reported back on their conversations with board members over the past month. A spreadsheet is attached outlining their reported interests. Additionally, committee members shared the names of individuals who may be good additions to HM's board of directors.

Nomination for 2025 Board Officer Candidates

After some discussion, the following slate of officers has agreed to move forward with leadership nominations.

Chair: Beth Sullivan

Vice Chair: Jeanette Fregulia

Finance/Audit Chair: Lynda Grande

Governance Chair: Mary Hernandez

Grants Chair: Open

> Jen Corning offered to reach out to Ray Ekness to ask him to serve as chair of the Grants Committee.

Mary adjourned the meeting at 1:00 pm. JB

Next Meeting: Wednesday, August 28th at Noon.

Governance Committee Minutes

Wednesday, August 28, 2024 at 10:30 am via Zoom

Attendees: Chairperson Mary Hernandez, Jeremy Carl, Jen Corning, David Dietrich, Jeanette Fregulia, Clark Whitehorn

Committee Chair Mary Hernandez called the meeting to order at 10:30 am. A quorum was present.

Nominating Committee Calls

There are a few directors who have not yet been reached in response to their committee choices. Mary offered to follow up with them.

Nomination for 2025 Board Officer Candidates

The Committee agreed to put forth the following slate of officers at the Fall board meeting:

Chair: Beth Sullivan

Vice Chair: Jeanette Fregulia

Finance Chair/Treasurer: Lynda Grande

Clark made the motion to recommend the slate of officers at the September 28th, 2024 board meeting. Jeanette seconded the motion. The motion passed unanimously.

Committee Assignments:

Both Mary and Lynda agreed to chair their respective committees another year. However, the Grants Committee Chair remains open. Jen offered to confirm with Ray about his decision and will report back to Mary and Jill.

Finance/Audit Chair: Lynda Grande

Governance Chair: Mary Hernandez

Grants Chair: Open

Other committee assignments were made based on feedback during the nominating committee calls. It appears that the committees are fairly even in size. Jill, Mary and Beth will make any adjustments needed based on the final phone calls and present the final roster to the Governance Committee before the board notebook goes out on September 13th.

By-laws Updates

Dave Dietrich presented the final round of edits to the committee. Revisions include:

- The dissolution of the Community Engagement Committee
- Updated responsibilities for the Finance/Audit Committee
- A reduction in the number of directors from 15-20 to 11-15 with 25% of directors appointed by the Governor
- Automatically extending the term of the board chair for an additional year to serve as a non-voting director to ensure continuity.

There was a robust discussion about the pros and cons of reducing the number of directors. However, it was agreed that the size may be changed again by the board, and the reduction is responsive to HM's current strategic plan. Mary called the question. David Dietrich made the motion to accept all of the revisions to the by-laws and recommend them to the full board at the September 28, 2024 board meeting. Jeanette seconded. The motion carried unanimously.

Once approved by the board at the Fall board meeting, this will wrap up the official three-year review of the by-laws. The next review will be due in 2027.

Mary adjourned the meeting at 11:30 pm. JB

Humanities Montana Grants Committee Meeting
September 5, 2024
Zoom, 9:00 AM

In Attendance
Board: Carla Homstad (chair), Glory Blue Earth, Lathie Poole, Tim Wilson, Ray Ekness, Karen Reiff
Staff: Jill Baker (executive director), and Megan Hill Sundy (grants and evaluation director)

A quorum was present.

Committee Chair Carla Homstad called the meeting to order at 9:00 a.m., welcomed the committee, and thanked everyone for reviewing proposals.

Grants and Evaluation Director Megan Hill Sundy provided the committee with year-to-date updates regarding grant application volume, award amounts, observed trends, and projections for the remainder of FY24. For complete details, see the September 2024 Grantmaking Report included in the board packet.

August Application & Review Summary

- Total number of applications reviewed by board members = 12
- Average number of evaluations (scores and comments) completed by board members for each application = 12
- Sum of funds requested from all applications = $104,718
- *Estimated* remaining funds in HM's FY24 grantmaking budget available for distribution ≈ $73,000. *This total may change based on the status of check processing for pending and returned award funds.*

The committee considered the following **Film + Video grant applications:**

- *The Story of Us: The Women who Shaped Montana Episode 2 & 3*, The Extreme History Project
  $10,000 - *Weighted Score: 91.8%*

- *We are the Light From the Shadows*, MAPS Media Institute
  $10,000 - Weighted Score: 91.4%

- *Star & Stories: Northern Cheyenne, the Morning Star People*, Montana State University
  $9,585 - Weighted Score: 91.2%

- *Two-Eyed Seeing with Place Based Stories Docuseries*, Nitsiniikookit
  $8,000 - Weighted Score: 85.2%

- *Bitterroot at War: The Vietnam Era*, Ravalli County Museum
  $7,000 - Weighted Score: 85.0%

- *untitled Cooke City avalanche project*, Friends of Montana PBS
  $9,000 - Weighted Score: 79.0%

- *Troll Storm Statewide Tour*, Big Sky Film Institute
  $10,000 - Weighted Score: 77.2%

The committee considered the following **Community Project Grant applications:**

- *Northwest Montana Book Festival*, Northwest Montana Historical Society
  $4,174- *Weighted Score: 90.1%*

- *Living Stories of Jewish Montana*, Montana Jewish Project
  $10,000 - *Weighted Score: 89.1%*

- *History Day For All in Montana*, Montana State University
  $9,959- *Weighted Score: 88.8%*

- *Beyond Yellowstone: Montana outside the obvious*, Working Quiet
  $8,000 - *Weighted Score: 87.8%*

- *The Apsaalooke Crow on the Elk River*, Billings Community Foundation
  $10,000 - *Weighted Score: 87.7%*

Grants Committee Discussion

Carla suggested the committee discuss applications by category and overall weighted scores for Film + Video first and Community Project second.

Carla proposed the two lowest scoring applications (below 80%) be omitted from the discussion. Committee members agreed to move forward only discussing those applications with merit scores over 80%.

Before assessing each project, staff shared an overview of engaging an expert reviewer from the film industry to evaluate film and video grant applications. This was Humanities Montana's first attempt at involving an expert external reviewer to enhance the quality of feedback on timelines, budgets, and the overall quality of film projects. To pilot this new process, HM recruited Dan Molloy, Film Projects and Locations Coordinator for the Montana Department of Commerce/Montana Film Office, to serve as an expert reviewer. He underwent a thorough orientation process, receiving the same training and resources as board members and actively engaged in the review process by scoring applications and providing comments. His comments addressed quality, timelines, and appropriateness of budgets. Overall, the integration of an expert reviewer was viewed as a beneficial step in refining the grant evaluation process.

The discussion surrounding the five film and video applications revealed a thorough evaluation of each project's merits and shortcomings. The following is a summary of the key considerations for each project:

- **Cook City Avalanche Project**: This project was considered interesting, but the proposal failed to effectively convey sufficient humanities content and how the funding would be utilized. Committee members expressed concerns about the project's depth and relevance, leading to its disqualification from further consideration.

- **The Story of Us: The Women Who Shaped Montana (Episodes 2 and 3):** This project received positive feedback, especially for its historical significance. However, committee members raised concerns about how well the proposal outlined use of the requested funding and whether full funding is crucial to overall success. HM has supported both stage one and stage two phases of this project and has awarded $17,000 to date. Despite this, there was general excitement about project's overall impact.

- **We Are the Light from the Shadows**: This project focuses on the historical narrative of Indian boarding schools and its lasting effects. The project involves a reputable Montana media company, is led by a young aspiring Native filmmaker, and is responding to an evidence-based community need. Committee members acknowledged its importance and were inclined to support it financially, recognizing the significant story it aims to tell.

- **Star and Stories**: This project explores astronomy and aims to record language and stories of the Northern Cheyenne. Reviewers found it exciting, although there were questions about its readiness for production. The project was noted for its potential but was still considered in the early stages. HM awarded $5,500 to support stage one of this project in 2023.

- **Two-Eyed Seeing with Place Stories**: Overall the committee felt this project is in a preliminary stage and not ready for production. The reviewers felt that it had potential but needed more development before moving forward. Similar to the Cook City project, this application had issues with clarity and scope. Committee members were skeptical about the feasibility of effectively addressing the topic within the project's 8-episode proposed format, leading to its consideration for funding in the future after the project has been further developed.

- **Bitterroot at War: The Vietnam Era**: This project consists of interviews with Vietnam veterans from the Bitterroot region. While it received the lowest ratings among the five proposals, committee members acknowledged its cultural significance and the urgency of capturing these stories. The project is further along, being in the post-production phase, but committee members raised concerns about its reach and effectiveness.

The committee then discussed the strengths and weaknesses of each community project grant application. The following is a summary of the key discussion points for each project:

- **Northwest Montana Book Festival**: Reviewers felt that the proposal lacked details about the identified speakers but there was general support for the festival, particularly with its theme focused on F. Scott Fitzgerald's connection to Montana. The idea of bringing various presenters together was appreciated, but concerns about the narrow focus on the theme were raised.

- **Living Stories of Jewish Montana**: This project aims to document and archive oral histories of Jewish Montanans. Committee members expressed concerns about feasibility and the status of securing funds from other sources. However, the community training aspect for volunteers was recognized as a unique outreach method that could foster local engagement and cross-culture understanding.

- **Montana History Day**: Reviewers praised this project for its successful first year and its ability to involve students in historical projects. There were discussions about the tight timeline for funding and whether funds were needed upfront, but overall, the project was seen positively for its educational impact. Overall, the committee felt it is important for HM to support initiatives that engage students and foster learning in the humanities.

- **Beyond Yellowstone**: A few committee members were uncertain about the project's ability to deliver on its promises and whether it adequately addressed the needs of the community it aimed to serve. However, the podcast will be broadcast through Yellowstone Public Radio and with content focused on telling stories from the Hi-Line, the project has potential to reach a broad Eastern Montana audience.

- **The Elk River Pop-Up Book**: This project was viewed favorably due to its artistic approach, Kevin Red Star's contribution, and connection to local culture. However, concerns were raised about its commercial aspect, particularly regarding the funding for printing costs and the potential for profit, which could challenge the project's alignment with grant guidelines.

Overall, while there was enthusiasm for some projects and reservations about others, the discussion reflected a balanced approach, emphasizing support for impactful projects while addressing concerns about feasibility, clarity, and community relevance. The committee aimed to foster initiatives that would contribute to the cultural landscape and engage the community meaningfully.

Noting agreement of fundable projects and award amounts, Carla asked for a motion to approve project proposals and recommend full or partial funding as determined during the committee's discussion.

Ray Ekness moved to recommend the following award decisions to the full board:

FULL FUNDING

- *The Story of Us: The Women who Shaped Montana Episode 2 & 3*, The Extreme History Project*, $10,000*
- *We are the Light From the Shadows*, MAPS Media Institute, *$10,000*
- *Star & Stories: Northern Cheyenne, the Morning Star People*, Montana State University, *$9,585*
- *Northwest Montana Book Festival*, Northwest Montana Historical Society*, $4,174*
- *Living Stories of Jewish Montana*, Montana Jewish Project, *$10,000*
- *History Day For All in Montana*, Montana State University, *$9,959*
- *Bitterroot at War: The Vietnam Era*, Ravalli County Museum, *$7,000*

PARTIAL FUNDING

- *Beyond Yellowstone: Montana outside the obvious*, Working Quiet, *$4,000*
- *The Apsaalooke Crow on the Elk River*, Billings Community Foundation, *$8,000*

DECLINE FUNDING

- *Two-Eyed Seeing with Place Based Stories Docuseries*, Nitsiniikookit, $8,000
- *untitled Cooke City avalanche project*, Friends of Montana PBS, $9,000

- *Troll Storm Statewide Tour*, Big Sky Film Institute, $10,000

Staff will contact all applicants, provide feedback upon request, and work to revise and finalize project budgets with project directors. Staff will also invite Nitsiniikookit to reapply in 2025 after the project is further developed.

Tim Wilson seconded the motion. The motion carried unanimously.

TOTAL RECOMMENDED AWARD: $72,718.00

Carla opened the conversation for general discussion. Committee members reflected on the review cycle, expressing satisfaction with the level of participation and the quality of applications. There is excitement about the growing awareness of the organization within diverse communities, indicating an increase in interest and applications. Committee members also discussed engaging external reviewers in the future.

Carla shared her intention to draft a statement or charter of expectations for the grants committee before the end of her term, emphasizing the importance of preparedness and participation in future award discussions.

Carla, Megan, and Jill thanked everyone for their time and shared the application review timeline for the December submissions.

The meeting adjourned at 10:27 AM.

MJHS & JB

Executive Director Report

September 2024

I am excited to bring you all to my hometown of Fort Benton for our next board meeting! I think you will enjoy the Grand Union hotel and the river walk along Main Street. I grew up hearing the Story of Shep the faithful dog. My summer job during high school was at the Montana Agricultural Center and Museum where we also held our junior prom. I hope that you will spend some extra time in Fort Benton on Saturday visiting the local museums and the beautiful Carnegie library.

Over the summer, I have been working closely with our new Fiscal Operations Director, Jon Clarenbach, to get him oriented to Humanities Montana and make him feel welcome with our team. We held a staff retreat on Wednesday, July 24th to bring the team together and envision our needs and goals for the next fiscal year, and begin the process of building our 2025 budget to present to the finance committee in August. Little did we know that hurricane force winds would sweep through Missoula that night. Fortunately, no one was injured on our team although we did lose power at the HM offices for a few days afterwards. What a memorable retreat!

The spring appeal letter went out in July and the annual report was completed at the end of August. Thanks again to all who gave during the campaign! We also began the process of migrating to a different donor database over the summer. Jeanette Fregulia has graciously offered to host a house party/listening circle at her home in Helena. Mary Hernandez has also offered to host an event in Billings. A list of prospective foundations that support humanities work has been compiled. There is still quite a bit of foundational work that needs to be done to re-establish Humanities Montana's fundraising program, but I am optimistic about the opportunities. Unfortunately, Liz Harrison decided this foundational work was not a good fit for her at this stage in her career. She accepted a job with another nonprofit in Helena and her last day is September 17th. The fundraising show will still go on, as they say. We learned quite a bit about the skills and experience that the organization currently needs and are hopeful that we will find the right fit this next round. Until then, I will be working closely with staff and colleagues to prepare our annual appeal letter to go out in late November. To quote Ben Franklin, “Change is the only constant in life. One’s ability to adapt to those changes will determine your success in life.” We will keep things moving forward.

Humanities Montana submitted an application for the Schwartz Prize for the Democracy Project in August. The winner will be announced at the National Humanities Conference in November in Providence, Rhode Island. Additionally, John and Jenny will be presenting alongside our partner librarians about the Democracy Project as a breakout session at the conference. We are excited about the potential of the program to expand to other state humanities councils and for the additional recognition as we diversify funding to support this successful program through grants and major donors.

We have much to be excited about at Humanities Montana. Our team is continuing to gel and grow together. I continue to be optimistic about our future!

Onward,

Jill

3rd Qtr FY 24 Finance Report

YTD Budget to Actual

- $861,982 Total Revenue
    - Revenue is 60.6% of Budgeted
    - $702,279 NEH Revenue (81% of Total YTD)
- $875,892 Total Expenses
    - $413,210 Salary and Benefits Expense (47.2% of expenses)
    - $89,217 Gen and Admin Expenses (172K budgeted)

July 31st Balance Sheet

- $132,982 Cash on Hand-*Checking and Savings account total*
- $699,950 Grants Receivable-*Funds owed from private foundations and NEH*
- $43,099 Accounts Payable-*Amount owed to vendors, speakers, subawards*

Metrics

- Financial
    - Months COH (Cash on Hand/Ave. Monthly Operating Expenses) =**1.4 months**

Other Notes

- NEH
    - Switched to online payment submissions. We are receiving payments 7-10 days sooner.
- Paying liabilities based on due date not date received.
- Both resulting in improved cash flow.
- Currently developing organizational dashboard for February board meeting.

Grantmaking Report September 2024

Grantmaking Insights

In August Humanities Montana received five Community Project and seven Film + Video grant proposals. The total amount of funds requested for this final grant cycle of FY2024 is $104,718. The cumulative amount of funds requested across all grant cycles this year is $247,665. If all recommended awards from the August cycle are approved ($72,718), we will spend down the remaining funds from our original regrant budget and the additional $25,000 approved by the board in June.

We are noticing new trends related to the increased request limit for Mini grants. With the increased demand for Mini grants and the increased award amount, we decided to close applications in July and ensure we had a sufficient regrant budget going into the August cycle. At this time Mini grant awards represent 22% of our overall FY24 regranting budget, an increase of 10% over last year. We have witnessed a decrease in the number of Community Project applications but an overall increase in the average request amount from $6,200 to $7,500 and award amount from $5,000 to $6,800 in this category. This trend is possibly the result of organizations shifting applications for lower request amounts from the former Regular grant category (requests of $1,000 or more) to the Mini grant category. This also suggests there is a higher demand for smaller, rapid-response grants than the larger and more involved Community Project grants.

Table 1

Fiscal Year 2024 Subaward/Re-grant Budget and YTD Funds Awarded*

FY24 Grantmaking Budget YTD		
Grant Category	Total # of Approved Projects	Total Amount Awarded
Mini-Grants	19	$36,530.00
Community Project Grants	10	$68,672.00
Film + Video Grants	n/a	$0.00
Total YTD Funds Awarded		**$105,202.00**
Returned/Unspent Funds		**$2,920.00**
FY24 Subaward Budget		**$175,000.00**
REMAINING SUBAWARD BUDGET		**$72,718.00**

** Table 1 does not include Community Project and Film + Video applications from August currently awaiting board approval.*

Table 2

Year Over Year (YoY) summary of applications received, amounts requested, projects funded, award amounts, and annual funding rates by strategic planning year.

General YoY Grantmaking Summary	FY23	FY24
# Applications received	68	48
# Projects funded	45	30
Total amount requested	$ 313,497.22	$ 247,665.00
Total award amount	$ 163,944.12	$ 107,002.00
Annual funding rate *(funds awarded/funds requested)*	52%	43%

** Table 2 includes funds requested from the August Community Project and Film + Video applications currently awaiting board approval, but does not include pending award amounts. Also, we suspended research fellowships in 2024 which accounted for $20,000 of the total requested funds in 2023.*

To learn more about recently funded projects and view our grant distribution map, please visit our Grants Awarded webpage.

Grantmaking Updates

We continue to improve the quality of our targeted outreach. Between May and August, Megan consulted with 30 interested applicants via Zoom, phone, or in person meetings. Since the start of the fiscal year, she has met with over 110 interested applicants, 39 of whom have submitted applications. She continues to host informational webinars prior to each application deadline and virtual awardee cohort sessions after each granting cycle. As of August 31, the recorded grant informational webinars have been viewed 98 times on YouTube.

There was a notable increase in the number of board reviewers for August applications, with between 10 and 13 reviewers participating. This is this highest number of reviewers for any grant cycle in the past two years. This level of board engagement has instilled greater confidence in the review process, including use of the scoring rubric, revised evaluation forms, and the new grantmaking toolkit. We have an opportunity to review and revise the scoring rubric between now and October 31, 2024. Please share your thoughts and suggestions to help us improve our rubric and reviewer forms by completing this short online survey: https://forms.office.com/r/Z5PPJc7mYG.

The next grant application deadline is December 1st and board members will be able to review, score, and comment on applications between December 21, 2024 and January 10, 2025. An annual grant-making orientation for board and new grants committee members will be schedule for some time in early January 2025.

Strategic Action Updates

The following summarizes work completed between 6/1/2024 and 8/31/2024 as it relates to [SP1] Re-Energizing Grantmaking.

ACTION STEP: Expand Big Sky Reads program to attract new applicants from rural communities.

We have awarded 16 Big Sky Reads stipends so far this year and are on track to spend down the full $10,000 budgeted for the program. Of the 16 stipends awarded, seven went to first-time Big Sky Reads applicants and three supported community book clubs hosted through museums and community organizations. Big Sky Reads continues to appeal to rural libraries, museums, and other cultural community-based organizations.

Beginning in 2025, the Big Sky Reads program will be transitioned back to programs after a two-year hiatus in grants. As a central feature of Montana Center for the Book, Jenny and John will be able to promote the program alongside their outreach to rural libraries, schools, and community organizations. We will continue to administer funds in compliance with NEH subaward terms and conditions, however general operations such as outreach, award process, and project monitoring will be led by program staff beginning in November 2024.

ACTION STEP: Re-design Research Fellowships to attract new fellows from rural and diverse communities and increase benefits of humanities research for HM.

We have officially re-opened our fellowship program. Public Humanities Fellowship funds will support continuous work on a humanities project for a period of six consecutive months. Fellowship funds may support recipients' compensation, travel, and other costs related to the proposed scholarly research and delivery of a public program in Montana. Revisions to the previous research fellowship format include the following:

- Fellowships have a defined, six-month period of performance (April-September)
- Funds will be distributed in two installments of up to $3,600 at the beginning of the period of performance and up to $400 towards the end after fellows provide evidence of their planned community presentation.

- The guidelines include greater clarification around eligibility, allowable expenses, and application questions.
- Humanities Montana will recruit and engage humanities scholars to serve as external reviewers alongside board members during the application evaluation process.

The revised guidelines, application form, and additional resources are now available to view and download on the updated fellowship webpage (https://www.humanitiesmontana.org/public-humanities-fellowship/). We will work with new partners to promote our Public Humanities Fellowship program and recruit applications for the December 2024 deadline.

ACTION STEP: Continue fostering healthy relationships with potential, existing, and past grantees through various engagement opportunities such as consultations, cohort sessions, informational webinars, outreach presentations, grant writing workshops, listening sessions, new grantee resources, grantee recognition, and declined funding conversations.

We continue to receive positive feedback from applicants and grantees about our new engagement opportunities. Data from our online survey and consultations indicate that our website, guidelines, recorded webinars, online eligibility survey, and our on-demand 1:1, 30-minute consultations are the most helpful and frequently used resources. In 2025, we hope to refine and improve some of these resources and look for additional post-award engagement opportunities.

Report Date: 9/13/2024
Author: Megan Hill Sundy, Grants and Evaluation Director

Programs Report

September 2024 Board Meeting

Humanities MONTANA

Agenda

Speakers Bureau Updates

Programs Manager Updates

Montana Conversations

Speakers in the Schools

The Democracy Project

Montana Center for the Book

National Book Festival

Poet Laureate Program

Programs Data

Speaker's Bureau Updates

- New speakers contracts were signed on July 1, 2024.
- Speakers are now paid honoraria after their dates of service.
- New speaker applications will now be evaluated by staff quarterly, starting on October 1, 2024. This process helps scale new presentation applications with staff capacity, and better align programs to the mission of Humanities Montana.
- One new speaker has joined the speaker's bureau since July 1:
  - **Harry Rock Above** (Apsáalooke) is a member of the Big Lodge Clan and Child of the Whistling Water Clan. His program, "Crow Stories in Both Crow and English Languages" touches on Crow stories such as the Big Metal story, the Little People story, and the story of Chief Plenty Coups. In his program, Rock Above will presents in traditional native Crow regalia as he tells Crow stories in both Crow and English for audiences of all ages.

Programs Manager Updates

- The Programs Manager coordinates all aspects of The Democracy Project and Montana Center for the Book programs at Humanities Montana. The Programs Manager implements these programs from conception to completion, liaisons between program partners, staff, and participating organizations, libraries and schools.
  - ➢ Programs Manager Jenny Bevill is launching Year Four of the Democracy Project with ten participating libraries.
  - ➢ The Big Sky's Reads Grant will come back under the direction of the Programs starting on November 1, 2024. Bevill will coordinate the Big Sky Reads Grant and grow the participant footprint of the grant.
  - ➢ Bevill took the Montana Center for the Book to Washington DC as part of the National Book Festival.
  - ➢ Bevill has conducted outreach to the Montana State Library, the Montana Library Associate, and various library federations across the state, to promote the Montana Center for the Book.

Montana Conversations

- As of September 15, 2024, 184 Montana Conversation programs have been booked in this fiscal year.
- An estimated audience of 8307 Montanans have attended a Montana Conversations Program this fiscal year.
- 68% of Montana Conversations have occurred in Rural communities and 27% in Urban communities, and 5% virtually as statewide presentations.

What's being said:

"I truly enjoy the Montana Conversations program and I think it is an amazing resource to bring quality speakers to rural parts of Montana. Without this program I do not know how we would source such amazing speakers on so many different topics to bring to our communities."

–Geraldine Branch Library, Librarian

Speakers in the Schools

- As of May 1, 2024, 108 Speakers in the Schools programs have been booked this fiscal year, with 410 individual presentations occurring.
- An estimated audience of 12,476 students have participated in a Speakers in the Schools program this fiscal year.
- 64% of Speakers in the Schools presentations have occurred in Rural communities, 31% in Urban communities and 5% virtually as statewide presentations.

What's being said:

"This is a great program for small schools and particularly for our very rural school district and community. It can be incredibly costly and difficult to bring quality speakers to Baker, so we are very grateful that a program like this can help to make it possible. Thank you!"

–Baker Elementary School, Principle

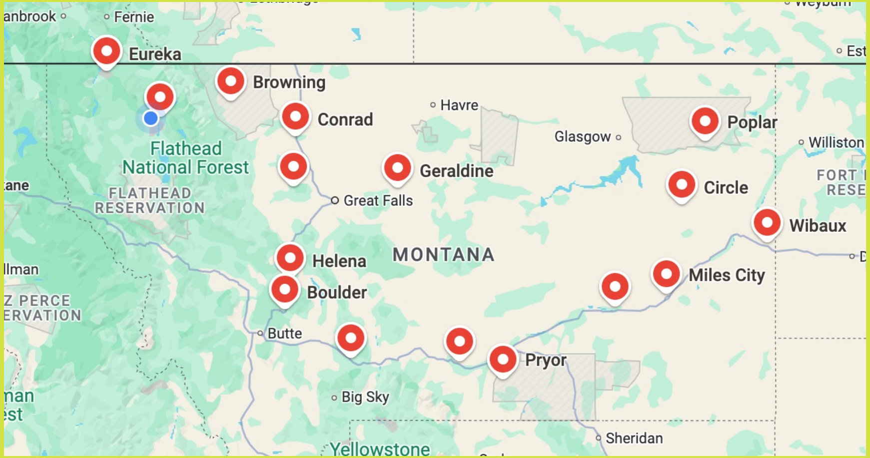
The Democracy Project

- Year 4 of the Democracy Project launched in September 2024 with 10 participating from sites across the state.

- In response to expressed need by the librarians, a soft launch program option to the Democracy Project was piloted in early 2024. This new option has a shorter timeframe (Jan-May) and a smaller stipend. The soft launch program option has proven to be helpful for sites needing more time and support to build a teen audiences in preparation for participation in the full program.

- Programs Staff will partake on an outreach trip in early October 2024 to meet with all participating program sites.

- A Democracy Project Film that will be utilized by staff and libraries will be complete in early October 2024.



The Democracy Project

Participating Sites

- Year Four (Sept. 2024 – May 2025) participating libraries include:

  Chief Plenty Coups High School Library in Pryor, Columbia Falls High School, Forsyth Public Library, Gallatin High School Library in Bozeman, Fairfield-Teton Library, Geraldine Branch Library, McCone County Public Library in Circle, Miles City Public Library, the James E. Shanley Library at Fort Peck Community College in Poplar, and Wibaux High School Library.

- Soft Launch participating libraries (Jan. – May 2025) include:

  Boulder Public Library, Conrad Public Library, Eureka County Library, Lewis and Clark Public Library in Helena, Medicine Springs Community College Library in Browning, and Stillwater County Library in Columbus.

The Democracy Project Film

- A Democracy Project short film will be unveiled in October 2024. Montana filmmakers based in Bozeman, Missoula, and Poplar contributed footage. The film spotlights the impact of the Democracy Project across our state, in bigger towns, and in rural and tribal communities. The film will be used to generate interest from libraries, to build excitement among teens to participate, to engage community partners, and in fundraising efforts.

- Several culminating projects are shown in the film, including a community greenspace and outdoor classroom in Bozeman and a Kindness Day to combat cyber-bullying in Columbia Falls. Democracy Project librarian Lori Smoker, from the Ft Peck Community College, narrates the mission and outcomes of the Democracy Project and teens from Helena, Bozeman, Poplar, and Columbia Falls speak about why they became involved and what they learned.

Montana Center for the Book

- The Montana Center for the Book participated at the National Book Festival on August 25, as part of the Great Reads from Great Places with the Roadmap to Reading program with the Library of Congress.
- 29 Montana Writes / Montana Reads programs were booked through Montana Conversations and Speakers in the Schools
- 15 Big Sky Reads Grants, in the amount of $500.00 a piece, have been awarded to libraries across Montana, this Fiscal Year to support book clubs.

What's being said:

"Humanities MT [Montana Reads/Montana Writes] programs provide superb collaboration to bring diverse topics/presentations to our park and our community. We enjoy working together and will continue to do so."

–Pictograph State Park, Ranger

National Book Festival

- Humanities Montana program staff traveled to the National Book Festival to participate in the Great Reads from Great Places program, as part of the Roadmap to Reading at the Washington DC Convention Center on August 24.
- This year, the Great Reads selections were: "The Lost Journals of Sacajawea" by Debra Magpie Earling (Bitterroot Salish), and "Bob Marshall: Defender of the Wilderness" by Marshall. Both authors visited the festival and signed books with excited attendees during the Roadmap to Reading.
- Humanities Montana staff along with our Great Reads authors, had a wonderful time sharing about literature, literacy, and all things Montana related with festival guests! National Endowment for the Humanities Chair Shelly Lowe (Navajo) stopped by the table to visit.
- Over 5,000 attendees visited the National book Festival!

Poet Laureate

- 19 Poet Laureate Programs by Chris La Tray have been booked this Fiscal Year through Montana Conversations and Speakers in the Schools.

- La Tray's new book, Becoming Little Shell: A Landless Indian's Journey Home, was released by Milkweed Press in August of 2024. Chris continues to promote poetry and Little Shell stories through his Montana Poets Laureate program.

What's being said:

Chris was incredibly interactive, jovial with the students, thought provoking when needed. We hiked 3/4 of a mile into the forest and Chris adapted his "Poetry is life, and poetry is everywhere" focused presentation to place and experience. The students were engaged and inspired.

-Red Lodge Schools, Teacher

Final Thoughts

Montana Conversations programs continue to be utilized at a higher rate in Rural Montana.

Libraries and schools, along with community museums and service groups continue to drive Humanities Montana programs across Montana.

Programs such as the Montana Center for the Book are being brought back online at a higher capacity with the Programs Manager position, and being promoted statewide.

Through programs such as the Democracy Project, the Programs Team is able to provide continued outreach and resources to rural Montana.

Thank you!

John Knight
Programs Director
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Humanities
MONTANA

Humanities MONTANA

	2023 Actual	2024 Budget	FY24 Actual 7/31/2024	Budget Remaining 7/31/2024	Percentage of Budget Spent 7/31/2024
Revenue					
NEH State Operating Grant	$ 603,037.00	$903,746.00	$ 348,202	$ 555,544	39%
Carry over from FY 23 to FY 24	207,183	293,620	293,620	-	100%
NEH SHARP	2,122			-	
National History Day Grant Carry Over		2,192	19,710	(17,518)	899%
United We Stand Grant Carry Over		39,000	40,747	(1,747)	
Total NEH Revenue	$ 812,342	$ 1,238,558	$ 702,279	$ 536,279	
Other Grant Support					
Engelhard Foundation Carry Over 2022	$ 56,165.00	$ 30,000	$ 29,113	$ 887	
Engelhard Foundation 23-25 Grant	160,000	80,000	77,456	2,544	
Montana Cultural Trust	5,000	5,000	5,000	-	
Informed Citizen Carry Over	3,765			-	
Academy of American Poets Carry Over	31		5,500	(5,500)	
Other Grant Revenue	2,000	0	600	(600)	
Total Other Grant Support	$ 226,961	$ 115,000	$ 117,669	(2,669)	
Other Revenue					
Board meeting expense donation	$ 1,378	$5,000	$ 3,327	$ 1,673	67%
Montana Conversations Copay	5,775	4,000	7,575	(3,575)	189%
Montana Conversations Expense Donations	1,841	1,000	869	131	87%
Unrestricted Donations	20,188	36,000	17,554	18,446	49%
Restricted Donations	1,521	16,000		16,000	0%
Interest & Misc. Earnings	7,922	6,000	12,709	(6,709)	212%
Total Other Revenue	$ 38,625	$ 68,000	$ 42,034	$ 25,966	
Total Revenue	**$ 1,077,928**	**$ 1,421,558**	**$ 861,982**	**$ 559,576**	
Expenses					
Salary, Benefits and Payroll Taxes	$ 417,694	$ 590,092	$ 413,210	$ 176,882	70%
General and Administration	116,749	172,244	89,217	83,027	52%
Board Expense	25,253	30,000	17,338	12,662	58%
Outreach	832	4,000	1,195	2,805	30%
Fundraising	11,290	12,800	14,525	(1,725)	113%
50th anniversary	3,000	-	-	-	
Lobbying/Humanities on the Hill	2,699	6,000	2,695	3,305	45%
Governor's Humanities Awards	-	16,000	-	16,000	0%
Regrants	163,654	175,000	102,136	72,864	58%
Regrants travel/outreach		5,000	1,168		
Regrants professional development		500	-		
Montana Conversations	60,281	60,000	52,112	7,888	87%
Montana Conversations travel/program outreach		5,000	1,446		
Montana Conversations professional development		1,000	529		
Speakers in the Schools	59,339	65,000	54,825	10,175	84%
United We Stand		23,000	31,348	(8,348)	136%
National History Day		-	18,591	(18,591)	
Hometown Humanities	2,354	-	-		
Journalism/Informed Citizen	3,765	-	-		
American Academy of Poets	31	-	5,500		
Civic Engagement Programming		10,000	-		
Center for the Book (LAL, NatBkFest)	48		1,156		
Gather Round	10		-	-	
Big Sky Reads	5,500	10,000	6,500	3,500	65%
National Book Festival	3,314	3,000	2,035	965	68%
SHARP	(1,003)		-		
Democracy Project	$ 27,907	$ 68,500	$ 60,366	$ 8,134	88%
Total Expenses	$ 902,717	$ 1,257,136	$ 875,892	$ 369,543	
Net	**$ 175,211**	**$ 164,422**	**$ (13,910)**	**$ 190,033**	

Engelhard Foundation carryover revenue listed above was recorded in FY 19 and FY 23 financial statements

Academy of American Poets carry over revenue listed above was recorded in FY 22 financial statements

Humanities Montana
Balance Sheet
As of July 31, 2024

	Jul 31, 24
ASSETS	
Current Assets	
Checking/Savings	
1020 · Checking-FIB	58,358.02
1021 · FIB Savings	76,623.53
Total Checking/Savings	134,981.55
Other Current Assets	
1310 · Grants Receivable	699,950.04
1650 · Endowment Funds-MCF	91,923.11
Total Other Current Assets	791,873.15
Total Current Assets	926,854.70
Fixed Assets	
1620 · Accumulated Amortization	-12,634.00
1625 · Website	36,477.00
1600 · Furniture and Equipment	7,863.88
1610 · Accumulated Depreciation	-5,168.88
Total Fixed Assets	26,538.00
TOTAL ASSETS	**953,392.70**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2100 · Accounts Payable	41,538.25
Total Accounts Payable	41,538.25
Credit Cards	
2375 · MC - Jennifer Bevill - 2410	542.67
2370 · MC - Jillian Baker - 3687	3,254.57
2365 · MC - John Knight - 5910	3,426.30
2360 · MC - Megan Hill - 4122	120.00
Total Credit Cards	7,343.54
Other Current Liabilities	
2120 · Payroll Liabilities	5,494.21
2142 · Health Insurance Payable	-6,289.37
2155 · Vacation/Sick Payable	11,524.80
2400 · Deferred Revenue	566,403.68
Total Other Current Liabilities	577,133.32

Humanities Montana
Balance Sheet
As of July 31, 2024

	Jul 31, 24
Total Current Liabilities	626,015.11
Total Liabilities	626,015.11
Equity	
3010 · Unrestricted Net Assets	386,533.27
3020 · Perm. Restricted Net Assets	48,940.00
3040 · Temp. Restricted Net Assets	17,882.74
Net Income	-125,978.42
Total Equity	327,377.59
TOTAL LIABILITIES & EQUITY	**953,392.70**

Humanities Montana
Profit & Loss
November 2023 through July 2024

				Nov '23 - Jul 24
Ordinary Income/Expense				
Income				
4603 · Unrealized Gain/Loss				11,017.60
4015 · Co-Pay Income				7,575.00
4600 · Interest and Dividends-Non Fed				1,347.29
4602 · Realized Gain/Loss				209.90
4700 · Misc Income				
4740 · Royalties			134.21	
Total 4700 · Misc Income				134.21
4701 · Federal Grant Income				702,279.24
4703 · Misc Grant Funding				5,600.00
4730 · Donations-Unrestricted				
4733 · Expense Donation-other			540.00	
4732 · Exp Reim Donation-Board MBR			3,326.98	
4731 · Expense Reimb Donations-Speaker			869.45	
4730 · Donations-Unrestricted - Other			17,014.39	
Total 4730 · Donations-Unrestricted				21,750.82
Total Income				749,914.06
Gross Profit				749,914.06
Expense				
50000 · Salary and Benefits				
5010 · Payroll Expenses			318,634.11	
5020 · Payroll Taxes			27,556.14	
5021 · Work Comp Premiums			2,652.12	
5022 · Health Insurance Premiums			35,358.13	
5025 · Retirement Plan Expense			27,500.05	
50000 · Salary and Benefits - Other			1,509.25	
Total 50000 · Salary and Benefits				413,209.80
60000 · General and Administrative Exp				
5208 · Facility/Room Rental			285.00	
5055 · Employee Insurance Admin Fees			52.50	
5027 · Parking			6.00	
5033 · Travel-Other				
5031 · Travel-Staff		28,565.67		
5032 · Travel-Board		9,064.34		
5033 · Travel-Other - Other		49,908.22		
Total 5033 · Travel-Other			87,538.23	
5034 · Meals/Food			4,928.75	
5225 · Website Expense			11,715.00	

Humanities Montana
Profit & Loss
November 2023 through July 2024

		Nov '23 - Jul 24
5112 · Copies/Printing Expense		6,328.01
5910 · Special Events-Non Federal		225.00
5217 · Endowment Expense		822.78
5190 · Federation Dues		16,158.00
5218 · Advertising		500.00
5090 · Books and Materials		1,040.97
5180 · Dues and Subscriptions		4,587.50
5170 · Insurance		1,849.77
5151 · Professional Development		1,345.70
5152 · Professional Meetings Staff		750.00
5150 · Professional Services		
5220 · Audit Expense	19,125.00	
5150 · Professional Services - Other	21,835.93	
Total 5150 · Professional Services		40,960.93
5144 · Database Expense		5,830.20
5143 · Network Expense		5,242.00
5026 · Campus Parking Decal		3,690.00
5096 · Bank and Credit Card Fees		803.99
5080 · Postage		702.57
5060 · Supplies		12,960.01
5050 · Rent and Administration		924.37
Total 60000 · General and Administrative Exp		209,247.28
5155 · Award Expense		35,500.00
5160 · Honoraria Expense		
5161 · Stipend	14,500.00	
5160 · Honoraria Expense - Other	83,850.00	
Total 5160 · Honoraria Expense		98,350.00
5209 · Professional Meetings Board		75.00
6010 · Regrants Awarded		119,510.40
Total Expense		875,892.48
Net Ordinary Income		-125,978.42
Net Income		**-125,978.42**

HUMANITIES MONTANA

POLICY STATEMENT

ACCEPTANCE OF DONATED STOCK / MARKETABLE SECURITIES

An investment account will be maintained with a minimum balance of cash or stock as required to facilitate the donation of stock to Humanities Montana and liquidation of the stock. The maintenance of this account to accommodate these transactions is the responsibility of the executive director in conjunction with the finance committee of this organization.

Whereas neither the members of the Humanities Montana board of directors nor its senior staff are professional investment portfolio managers, it is the policy of this organization to liquidate stock immediately upon receipt.

The possible transaction cost of this sale is considered small compared to the risk of loss that can be experienced with delay in the sale of the stock.

This policy should be communicated to the potential donor of the stock to ensure the donor will not be surprised or offended at the immediate liquidation of the gift.

Proceeds from the sale of the stock are considered unrestricted contributed income unless the donor has imposed a restriction as a condition of the gift in which case procedures for accounting for restricted contributions will be followed.

Adopted by vote of the
Humanities Montana Board of Directors:

Date ________________________

Signature: ______________________________________
Board Chair, Humanities Montana

Humanities Montana

FY25 Budget Justification Narrative

Jill Baker, Executive Director

Humanities Montana (HM) is in a healthy financial position as we approach FY25.

- The proposed budget estimates a revenue of $1,313,397 and expenses of $1,249,059 which leaves a positive margin of $64,338.
- It includes a conservative increase of 1.6% in expenses over the FY24 Budget which is less than the 3% inflation.
- Spends down the significant carry-over funds before October 31, 2025.
- A plan has been developed to increase private foundation support over the next year to begin to diversify our funding sources so that we are less reliant on government funding.
- The majority of the budgeted expenses are based on last year's actual costs.

Revenue:

The primary source of revenue for HM continues to be the federal grant from the National Endowment for the Humanities (NEH) which traditionally accounts for nearly 90% of HM's revenue. In FY25, we plan to increase income from private foundations from 8% to 15% so that NEH accounts for closer to 80% of HM's revenue.

Expenses:

Salary, Benefits and Payroll Taxes

Over the past year, I have focused on bringing the organization to full capacity for staffing including hiring a full time Development and Communications Director as well as a full time Fiscal Operations Director. Jenny Bevill's hours have also been increased to 32 hours per week, with 12 hours dedicated to Montana Center for the Book programming and 20 hours per week to the Democracy Project. Competitive salaries for these positions have been based on salary surveys from the Federation of State Humanities Councils. I have included a 3% cost of living increase for all positions.

General and Administration

These expenses are largely based on previous year's actual costs with an adjustment for inflation. I have included a breakdown of these expenses for your reference.

Montana Conversations and Speakers in the Schools

HM will have more information about the capacity of these popular speaker's bureau programs by the end of FY24. The FY25 budget is based on the estimated expenses for FY24.

Re-grants

This budget amount remains the same as previous years.

Humanities MONTANA

	FY 24 Budget	FY 24 Actual (June 30)	FY 25 Budget	JB Notes
Revenue				
NEH State Operating Grant	$903,746.00	$ 261,035.00	$ 903,746.00	*Estimated Award FY25*
Carry over from FY 23 to FY 24	$293,620.00	$ 293,620.00	$ -	
Carry over from FY 24 to FY 25			$ 154,651.00	*Carry over will be spent by end of FY25*
National History Day Grant Carry Over	$ 2,192.00	$ 19,710.00	$ -	
United We Stand Grant Carry Over	$ 39,000.00	$ 37,283.00	$ -	
Total NEH Revenue	**$ 1,238,558.00**	**$ 611,648.00**	**$ 1,058,397.00**	***81%***
Other Grant Support				
Engelhard Foundation Carry Over 2022	$ 30,000.00	$ 29,113.00	$ -	*Carry over is spent*
Engelhard Foundation 23-25 Grant	$ 80,000.00	$ 77,456.00	$ 50,000.00	*Estimated Remaining amount FY25*
Montana Cultural Trust	$ 5,000.00	$ 5,000.00	$ 10,000.00	
Academy of American Poets Carry Over		$ 4,900.00	$ -	*Carry over is spent*
Other Grant Revenue	$ -	$ 600.00	$ 130,500.00	
Total Other Grant Support	**$ 115,000.00**	**$ 117,069.00**	**$ 190,500.00**	***15%***
Other Revenue				
Board meeting expense donation	$ 5,000.00	$ 3,327.00	$ 5,000.00	
Montana Conversations Copay	$ 4,000.00	$ 6,675.00	$ 8,000.00	
Montana Conversations Expense Donations	$ 1,000.00	$ 866.00	$ 1,000.00	
Unrestricted Donations	$ 36,000.00	$ 16,262.00	$ 37,500.00	
Restricted Donations	$ 16,000.00		$ 7,500.00	*Humanities Awards event*
Interest & Misc. Earnings	$ 6,000.00	$ 11,426.00	$ 5,500.00	
Total Other Revenue	**$ 68,000.00**	**$ 38,556.00**	**$ 64,500.00**	***5%***
Total Revenue	**$ 1,421,558.00**	**$ 767,273.00**	**$ 1,313,397.00**	
Expenses				
Salary, Benefits and Payroll Taxes	$ 590,092.00	$ 358,799.00	$ 667,588.00	*3% increase, benefits cost*
General and Administration	$ 172,244.00	$ 85,436.00	$ 141,064.80	
Board Expense	$ 30,000.00	$ 15,869.00	$ 26,000.00	
Outreach	$ 4,000.00	$ 1,195.00	$ 2,000.00	
Fundraising	$ 12,800.00	$ 13,944.00	$ 37,286.00	
Lobbying/Humanities on the Hill	$ 6,000.00	$ 2,695.00	$ 6,000.00	
Special Events	$ 16,000.00		$ 5,000.00	*Humanities Awards event*
Regrants	$ 150,000.00	$ 52,996.00	$ 153,120.00	*150K in regrants plus grant writing workshops;*
Regrants travel/outreach	$ 5,000.00	$ 1,385.00	$ 5,000.00	
Regrants professional development	$ 500.00	$ -	$ 1,000.00	
Montana Conversations	$ 60,000.00	$ 42,196.00	$ 60,000.00	
Montana Conversations travel/program outreach	$ 5,000.00	$ 1,231.00	$ 1,000.00	
Montana Conversations professional development	$ 1,000.00	$ 529.00	$ 1,000.00	
Speakers in the Schools	$ 65,000.00	$ 54,816.00	$ 66,000.00	
United We Stand	$ 23,000.00	$ 27,893.00	$ -	*Special Project completed FY24*
National History Day		$ 18,591.00	$ -	*Special Project completed FY24*
American Academy of Poets		$ 4,900.00	$ -	*Project is completed FY24*
Center for the Book (LAL, NatBkFest)		$ 289.00	$ -	
Big Sky Reads	$ 10,000.00	$ 6,000.00	$ 6,000.00	*$500 Book Club grants*
National Book Festival	$ 3,000.00	$ 783.00	$ 3,000.00	*Travel and materials*
Democracy Project	$ 68,500.00	$ 53,862.00	$ 68,000.00	
Total Expenses	**$ 1,232,136.00**	**$ 743,409.00**	**$ 1,249,058.80**	
Net	**$ 189,422.00**	**$ 23,864.00**	**$ 64,338.20**	

Restated Bylaws
Of Humanities Montana

Approved June 8, 2012 by Humanities Montana's Board of Directors;
Amended by board vote June 6, 2015 (change to charge for Grants Committee); September 15, 2018 (change to board terms, board leadership succession, and board committees [creating Trusteeship Committee by combining Development and Nominations Committees]); and September 22, 2023 to update board committees changing Trusteeship to Governance Committee and Program to Community Engagement Committee.

I. Name, Nonprofit Status, and Office

1. ***Name***. The name of the organization is Humanities Montana.

2. ***Nonprofit and Tax-Exempt Status***. Humanities Montana maintains nonprofit status as a nonprofit, public-benefit corporation pursuant to the Montana Nonprofit Corporation Act. Humanities Montana has been determined by the Internal Revenue Service to be a tax-exempt charitable organization as described in Section 501(c)(3) of the Internal Revenue Code and its regulations, as they now exist or as they may be hereafter amended. No directors, officers, staff members, or representatives may take any action or engage in any activity on behalf of Humanities Montana that is not permitted for an organization exempt under Section 501(c)(3) of the IRS code.

3. ***Registered Office***. The registered office of Humanities Montana is located in the city of Missoula, Montana. Humanities Montana may establish other offices within the state.

II. Relation of Humanities Montana to the National Endowment for the Humanities

1. ***Affiliation with the National Endowment for the Humanities***. Humanities Montana is a grantee of the National Endowment for the Humanities and was formed at the invitation of that federal agency. It receives the majority of its funds from the National Endowment for the Humanities. Humanities Montana's policies and procedures are developed in compliance with guidelines set forth by the National Endowment for the Humanities and by congressional legislation creating the National Foundation on the Arts and the Humanities (public law 209—89th Congress) as amended in 1990. Humanities Montana alters or adapts its policies and procedures in accordance with amended requirements and legislation pertaining to the National Endowment for the Humanities. All funds received from the National Endowment for the Humanities by Humanities Montana must be used for programs designed to bring the humanities to the public.

2. ***Cost-Sharing***. Humanities Montana shall comply with cost-sharing requirements of the National Endowment for the Humanities.

3. ***Governor's Appointees to the Board***. The authorizing legislation of the National Endowment for the Humanities, as amended in 1990, permits the Governor of the State of Montana to appoint up to six directors of Humanities Montana, provided that these do not constitute more than 25% of the total number of directors.

4. ***Plans for Compliance with NEH legislation***. In accordance with directions from the National Endowment for the Humanities, Humanities Montana shall provide a plan showing compliance with the accountability requirements in the law annually.

5. ***Reports to the NEH***. Humanities Montana shall make reports to the National Endowment for the Humanities in such form, at such times, and containing such information as the National Endowment for the Humanities and its chairman may require.

III. Purpose

Humanities Montana's purpose is to encourage and promote, through grants or other arrangements with nonprofit groups, education in, and public understanding and appreciation of the humanities in Montana. This purpose is accomplished through developing programs and granting funds to nonprofit and governmental groups that propose projects compatible with the goals, policies, and guidelines of Humanities Montana. Humanities Montana recognizes that because its status is that of an NEH state-based program, federal legislation, procedures, or policies must take precedence in the event of conflict over Humanities Montana's policies and procedures.

IV. Board of Directors

1. ***General Rules***. Humanities Montana's board selection policy is designed to assure broad public representation with respect to its programs.

2. ***Numbers of Directors.*** The Board of Directors shall consist of between ~~15 and 20~~ 11 and 15 directors, as shall be designated from time to time by resolution of the board of directors.

3. ***Appointed Directors***. The governor of the state of Montana may currently appoint four directors; although in no event may the number of gubernatorial appointments exceed 25% of the board's total composition.

4. ***Elected Directors.*** The remaining directors are elected by a vote of the board.

5. ***Composition of Board***. The directors for Humanities Montana shall include humanities scholars, business, educational, cultural, and civic leaders, and other members of the general public. No more than three of the academic directors may be administrators with the rank of Dean or higher. Board composition shall be representative of all areas of the state. Directors must have a broad diversity of backgrounds, interests, and heritage. The board does not discriminate with regard to race, creed, religion, gender, sexual orientation, national origin, or disability. Consideration is given to the general kinds of fields that retiring directors represent, as well as to geographic distribution and to representation of minorities and of agricultural, business and labor interests, and geographic regions of the state. However, there are no "seats" or "slots" on the board for special constituencies.

6. ***Election and Term of Directors***. Board-elected directors are elected by the incumbent directors, including the governor's appointees, at the last regular calendar year meeting of the board. The term of a director is three years, beginning on the first day of January immediately following the director's election, and terminating three calendar years later on the 31st day of December. The term of directorship of governor's appointees commences upon appointment by the governor and continues through the end of the governor's term or until a replacement is appointed. If the governor serves for more than a four-year term, he or she may reappoint these directors.

   Terms are established so that an annual rotation is accomplished, with approximately 25% of the directors newly elected each year for a three-year term. A director may serve one additional 3-year term.
   Individuals elected to replace those who resign, die, are removed, or otherwise are unable to serve before their terms expire will serve partial terms. If a director is elected to serve a partial term, that director is eligible for election to further two three-year terms on the board. See Section V, 3 for procedure on applying to serve additional terms.

   A director may be allowed to serve an additional term in one of the two following situations:
   (i) Chair's Final Term. If the Chair's final term as a Director expires before his or her term as Chair expires, the Chair's term as a Director shall be extended until the expiration of the term as Chair.

(ii) Extraordinary Circumstances. If the Board determines extraordinary circumstances exist that require an individual's services for a term extending beyond the limits set forth in [Section X], then, by the affirmative vote of two-thirds (2/3) of the Board, at which is present a quorum of the Board, the Board may elect such individual for an additional term of one to three years as determined by the Board. The minutes of the meeting approving such action must set forth the specific circumstances requiring the action and the term to be served.

7. ***Nomination of Directors***. The board's nomination process is designed to assure opportunities for nomination to directorship from various groups within Montana, and from a variety of segments of the population of Montana, including individuals who by reason of their achievement, scholarship, or creativity in the humanities are especially qualified to serve. At least one week before the meeting of the board in which elections will take place, the Governance Committee shall provide a list of applicants, a letter of intent from each applicant, two letters of reference for each applicant, and the vitae of those selected by the Governance Committee pursuant to the procedure set forth in Section V, 2 of these Bylaws.

8. ***Vacancies***. A directorship is vacant when a director notifies the board chair (the "chair") or the executive director in writing that he or she has resigned, when a director dies, if a director is removed, or a director is unable to serve. A vacancy becomes effective upon receipt of this information by the chair or the executive director, unless a resignation notice specifies a later effective date. A vacancy in a governor's appointee's position is filled through appointment for the remaining term by the governor. The election of a replacement director takes place at a regular or special meeting of the board, the agenda for which includes the filling of a director vacancy.

9. ***Attendance***. Attendance at duly called meetings and participation in assigned tasks are essential duties of directors. A director's presence at board meetings is vital to the function of the board. However, if attendance is not possible, directors may be excused through proper advance notice communicated to the chair or the executive director.

   A director who is absent from two consecutive board meetings may be asked by the chair to resign after consultation with the board.

10. ***Director Voting***. All directors of Humanities Montana have the right to vote on all matters presented to the board. Proxy votes are not allowed to be cast at board meetings, or in committee meetings. However, directors who are unable to attend such meetings may convey their judgments pertaining to matters to be discussed at those meetings to the chair, staff, or other directors, and these judgments may be reported during the meetings.

11. ***Exempt Activities***. Notwithstanding any other provision of these bylaws, neither the board of directors nor any director, officer, employee, nor representative of Humanities Montana shall take any action or carry on any activity by or on behalf of Humanities Montana not permitted to be taken or carried on by an organization exempt under section 501(c)(3) of such code and regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under section 170(c)(2) of such code and regulations as they now exist or as they may hereafter be amended.

12. ***Removal of Directors***. A director may be removed, with or without cause, from the board if two-thirds of directors present at a duly constituted meeting vote for removal. Removal is effective only if it occurs at a regular or special meeting of the board, the agenda for which includes removal.

V. Nominations and Election Procedures

1. ***Governance Committee.*** The members of the Governance Committee shall be recommended by the chair and approved by the full board.

2. ***Vacancies, Applications, and Nominations***. The executive director shall announce board vacancies publicly and, in such manner, as provides notice statewide and ample time for applications. The nomination period will close four weeks prior to the meeting at which elections are held. An application or nomination is complete when it includes a statement from the applicant indicating his or her interest in becoming a director, two letters of recommendation (which may include the nominating letter), and the applicant's vita. The executive director shall forward to the Governance Committee and the board all application materials in such manner as to provide for full consideration of applicants.

3. ***Process for Seeking Reappointment.*** Directors seeking reappointment must submit a letter expressing their desire to continue serving and summarizing their contributions to Humanities Montana and so be placed on the slate of nominees for consideration by the full board.

4. ***Election Process***

A. A slate, taken from the entire pool of nominees, will be put forward by the Governance Committee. If the slate does not receive a majority of the board vote, the following procedure would be followed, with the board deciding in advance which of the procedures described under D below it will follow:
B. Discussion of the candidates will take place before the voting begins and not during the vote.
C. Voting for each opening will take place one at a time using paper ballots.
D. Voting for the first opening:
  a. If one candidate gets over 50%
    i. That person is elected and taken out of the pool. Voting for the remainder of the openings continues.
  b. If nobody gets over 50%
    i. Drop out the lower numbers to reduce the pool so as not to scatter the votes
  Or:
  a. Take the top three vote getters;
  b. Hold votes to fill first (or subsequent) opening from the reduced pool.
  c. Elected nominee is removed from pool. All other nominees are returned to pool and procedure V 4 continues for second and all subsequent openings.

VI. Board Chair and Vice Chair

1. ***Chair and Vice Chair.*** The directors shall elect from among themselves a chair and vice chair.

2. ***Election of Chair and Vice Chair.*** The Governance Committee presents no more than two candidates for each position on the board. The positions are then filled by means of a secret ballot. Unless the board decides by a majority vote to do otherwise, the chair and vice chair are elected annually by the board at the last regular calendar year meeting.

3. ***Terms.*** Each year a chair and vice chair shall be elected, with the understanding that the vice chair shall become chair when the chair vacates the office. The chair and vice chair shall each serve for one year, beginning on January 1, following the year of the election, and ending at the close of the calendar year for which the chair and vice chair were elected. A director may be elected to chair and vice chair for more than one term, though it is not usual for the chair to serve for more than two consecutive years. Outgoing chairs in the final year of their term have the option of serving an additional year as nonvoting directors.

4. ***Duties***. The chair shall have the authority to call meetings, provide recommendations for committees and members of committees, preside at meetings, and generally direct the activities of the board. The vice chair of the board shall perform such duties as the chair designates. In the absence of the chair, the vice chair shall preside at board meetings. In the absence of both the chair and the vice chair, the Grants Committee chair shall preside at meetings of the board.

5. ***Vacancies***. The position of chair or vice chair is vacant when a chair or vice chair notifies the chair or the executive director that s/he has resigned, when s/he dies, if s/he is removed, or if s/he is unable to serve. A vacancy becomes effective upon receipt of this information by the chair or the executive director, unless a resignation notice specifies a later effective date. A vacancy in the position of chair or vice chair is filled for the unexpired term at the next regular board meeting by a majority secret ballot vote of the board.

6. ***Removal of Chair and Vice Chair***. A chair or vice chair may be removed, with or without cause, from the position if two-thirds of directors present at a duly constituted meeting vote for removal. Removal is effective only if it occurs at a regular or special meeting of the board, the agenda for which specifies removal of a chair or vice chair.

VII. Meetings

1. ***Regular Meetings***. Regular meetings of the board shall be held at least three times each year, at a location, date, and time to be designated by the chair, in consultation with the board. Although its meetings normally occur in various locations in Montana, the board may meet outside the state of Montana. A meeting may also be held via teleconference, video conference, internet or other mediated, coterminous means, provided proper notice is given and the public is afforded the opportunity to attend consistent with Montana and Federal open meeting requirements.

2. ***Notice of Meetings***. Electronic or written notice of the time, location, and tentative agenda of each meeting, whether regular or special, shall be provided to each director not less than 10 days prior to the meeting. The notice shall also be made available to the public at least 10 days in advance of a regular meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope with postage paid, addressed to directors at the addresses shown by the records of the agency, or when deposited with the United Parcel Service, with handling charges thereon paid.

3. ***Special Meetings***. Special meetings of the board, or of committees, may be called at the request of the chair or 20% of the directors.

4. ***Meetings Open to the Public***. Except for considerations regarding personal issues, personnel or litigation, the board’s meetings are open to the public. Spectators or guests, however, may not speak to the subject at hand except by invitation of the chair. The minutes of such meetings are public records. Committee meetings by teleconference, video conference, internet or other mediated communications are open to members of the public who wish to listen to the proceedings.

5. ***Other Public Meetings***. In compliance with the 1985 Reauthorizing legislation of the National Endowment for the Humanities, the board will hold, after reasonable notice, public meetings in the state to allow scholars, interested organizations, and the public to present views and make recommendations regarding its state plan. The board will summarize and respond to those recommendations.

6. ***The Grants Committee.*** The Grants Committee shall meet as needed via mediated communications, except in months when this meeting can be conveniently combined with a board meeting.

7. ***Quorum***. A simple majority of the directors in office constitutes a quorum for the transaction of business at any meeting of the board. If less than a quorum of the directors is present, the meeting shall adjourn until a quorum is present.

8. ***Manner of Acting***. The act of a majority of the directors present at a meeting at which a quorum is present shall be considered the act of the board.

9. ***Reports to the State***. Humanities Montana shall have reporting procedures to inform the governor of the State of Montana, and other appropriate officers and agencies of its activities. Accordingly, Humanities Montana publishes newsletters, together with regular press releases, and reports to the people of Montana on the grant-making activities for each year.

10. ***Compensation of Directors***. Directors shall not receive salaries or fees for their services but shall receive travel and per diem expenses for their attendance at meetings of the board. Directors may receive, at the board's discretion, travel and per diem expenses for attendance at committee meetings or at public programs funded by Humanities Montana.

    Travel and per diem rates for directors, staff, and others are the same and are adopted annually with the budget. Humanities Montana may pay for the actual cost of travel, lodging, and meals for directors.

    Directors may not receive honoraria for serving as resource persons in Humanities Montana-funded programs, but may contribute their services as part of the cost-sharing.

VIII. Committees

1. ***Creation of Committees.*** The board may, by a majority vote of the full board, create committees that shall have the power to exercise the authority of the board with regard to matters delegated by resolution of the board. Committees shall include no less than two (2) directors. The members of any such committees shall serve at the pleasure of the board of directors. Committees shall exercise such powers as may be designated by the board of directors.
2. ***Restrictions on Committees.*** Each committee may exercise the specific authority which the board confers upon the committee either by these Bylaws or in the resolution creating the committee; provided, however, a committee may not (1) approve the dissolution, merger, or the sale, pledge, or transfer of all or substantially all of the organization's assets; (2) elect, appoint, or remove directors or fill vacancies on the board or on any of its committees; or (3) adopt, amend, or repeal the Articles of Incorporation or Bylaws.
3. ***Committee Meetings.*** The sections of these Bylaws which govern meetings, quorum, waiver of notice, voting requirements, and conduct of the board apply to committees and their members. Notice of any committee meeting shall be provided in writing to committee members at least five (5) days prior to the meeting. Public notice of all meetings shall also be provided at the same time. In addition, the committees shall keep regular minutes of their proceedings and report the same to the board. The committees are subject to all procedural rules governing the operation of the board itself.
4. ***Executive Committee***. There shall be an Executive Committee of the board of directors, which is composed of the chair, the vice chair, and the chairs of the standing committees. The Executive Committee has and may execute all the powers and authority of the board between regularly scheduled meetings of the board, except that the Executive Committee may not have the authority of the board in reference to altering Humanities Montana policies and procedures, or the power to elect, appoint, or remove any director. Special or emergency consultation, when required in the judgment of the chair, will occur between the executive director and the Executive Committee. Specific duties of the Executive Committee include:
   A. Handle emergent issues between regular board meetings;
   B. Support the Executive Director by providing counsel and feedback as needed;
   C. Evaluate the Executive Director on an annual basis and recommend an appropriate compensation package;
   D. Update the personnel policies handbook in conjunction with the Executive Director for full board approval.
5. ***Grants Committee***. There shall be a Grants Committee, which consists of directors and a chair recommended by the board chair and appointed by board resolution. The board chair may also nominate alternate Grants Committee members, appointed by board resolution, who may, at the discretion of the chair of the Grants Committee, act as Grants Committee members in the absence of a regular Grants Committee member.

The Grants Committee shall have the following powers and duties:

A. To meet, when possible, shortly after grant submission deadlines to review grant proposals that fall within its purview.
B. While the board chair, or designee, and executive director review and make final decisions on grant proposals of $2,000 or less, the Grants Committee makes recommendations for funding all grant proposals for more than $2,000, and the board will review and act on those recommendations at the next scheduled board meeting.
C. The term of appointment of a Grants Committee member is one year from the time of appointment.

6. ***Finance and Audit Committee***. There shall be a Finance and Audit Committee. The chair shall recommend directors to serve on the Finance and Audit Committee and recommend its chair. The board shall appoint the committee members and its chair by resolution. The Finance and Audit Committee shall review Humanities Montana budgets and financial materials, monitor Humanities Montana's banking, investment, and endowment accounts, and attend to other matters bearing on the financial health of Humanities Montana and its programs.

The Finance and Audit Committee shall have the following specific audit-related responsibilities:

A. Oversee the independent auditor engagement including selection, scope of work, assessment of work, provision of other services, termination, and compensation;
B. Appoint a committee member or members to be the liaison with the auditor;
C. Review audit reports and present the audit report to the board;
D. Review audit findings and recommendations, along with executive director/staff responses and status of follow-up, during the audit and as needed during the year;
E. Review with the independent auditor and executive director/staff the adequacy and effectiveness of internal controls and financial/compliance reporting practices;
F. Review internal controls, financial/compliance reporting, and other accounting/financial policies and procedures and recommend to the board their adoption and/or modification;
G. Review disagreements between the auditor and executive director/staff regarding internal controls, financial/compliance reporting, and other accounting/financial policies and procedures and provide recommendations to the board for their resolution;
H. Oversee the Board Conflict of Interest and Whistle Blower policies;
I. Communicate openly and directly with the board, the independent auditor, the executive director, and/or staff as necessary to discharge the responsibilities of the committee.

7. ~~***Community Engagement Committee***. There shall be a Community Engagement Committee. The chair shall recommend directors to serve on the Community Engagement Committee and recommend its chair. The board shall appoint the committee members and its chair by resolution. Specific duties of the Community Engagement Committee include:~~
~~A. Provide oversight of Humanities Montana programming;~~
~~B. Serve in an advisory capacity for any new programming;~~
~~C. Provide support with special events, including the Governor's Humanities Awards;~~
~~D. Provide support with donor outreach and communications with stakeholders.~~

8 ***Governance Committee:*** There shall be a Governance Committee. The Governance Committee shall consist of directors and a chair nominated by the board chair and appointed by a resolution of the board. This committee shall recommend board chair and vice chair and election of new directors to the board. The specific duties of the Governance Committee include:
A. Develop a board matrix for recruiting and maintaining a board with diverse backgrounds and skillsets representative of Montana;
B. Nominate new board members for election to the board and assist the Executive Director in developing and coordinating new board member orientation;

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C. Recommend committee assignments in coordination with the board chair;
D. Nominate board members for election as officers;
E. Review and update the bylaws at least every 3 years or as needed to resolve newly developed issues;
F. Create or review board policies (e.g., Code of Conduct, Code of Ethics, Board Calendar) for full board approval on an annual basis.

9. ***Ad Hoc Committees***. The chair, with the consent of the Executive Committee, may appoint such *ad hoc* committees as are deemed necessary and for specific tasks. *Ad hoc* committees formed by the chair with the consent of the Executive Committee shall be advisory committees that shall not exercise any of the board authority. An *ad hoc* committee shall exist until the completion of its appointed duties.

10. ***Vacancies***. Vacancies in the committees and among their chairs shall be filled for the remainder of the term by resolution of the board following the nomination of individuals by the chair.
11. ***Committee Membership***. Only directors may serve as members of board committees. Members of the public may be invited to join committee meetings to provide advice as non-voting meeting participants.

12. ***Committee Meetings.*** Committee meetings are to be conducted by telephone conference call or other mediated means whenever possible. In-person committee meetings may be arranged, when necessary, but an in-person committee meeting in conjunction with a regular board meeting is preferable.

IX. Conflict of Interest

The board shall adopt and periodically review and monitor a conflict-of-interest policy to protect Humanities Montana's interest when it is contemplating any transaction or arrangement which may benefit any director, officer, employee, or member of a board committee with board-delegated powers.

X. Humanities Montana Records

1. ***Minutes of Meetings***. Appropriate minutes of all meetings required by Montana law to be open shall be kept and shall be available for inspection by directors and the public. Such minutes shall include but are not limited to date, time and place of meeting, individual directors in attendance, the substance of all major issues proposed, discussed, or decided, and, at the request of any director, a record by individual directors of any votes taken. The executive director shall be designated as the officer responsible for preparing minutes of directors' meetings and for authenticating records of the corporation.

2. ***Financial Records***. Humanities Montana keeps correct, accurate and complete records of all financial transactions. The financial records are open to board inspection at any time, and are audited periodically in compliance with the requirement of the National Endowment for the Humanities and other regulatory, taxing, and funding entities.

XI. Financial Matters

1. ***Contracts***. The board may authorize an officer, employee, or agent of Humanities Montana to enter into and terminate a contract or execute an instrument in the name of and on behalf of Humanities Montana. Such authorization may be general or confined to specific instances.

2. ***Checks, Drafts, and Indebtedness***. A check, draft, or order for the payment of money, notes, or other evidence of indebtedness issued in the name of Humanities Montana must be signed by such officer, employees, or agents of Humanities Montana and in such manner as the board shall direct. In the absence of other directions, such instruments are signed by the program officer and the executive director, the program officer and the chair, or the chair and the executive director.

Humanities Montana may employ an individual or contract with an organization contracted to provide financial and other related services.

3. ***Fiscal Year***. The fiscal year of Humanities Montana begins November 1 and ends October 31.

4. ***Loans***. No loans shall be contracted on behalf of Humanities Montana and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the board. Such authority may be general or confined to specific instances.

5. ***Investments***. Humanities Montana shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the board, or direction of a donor, without being restricted to the class of investments provided, however, that no action shall be taken by or on behalf of Humanities Montana if such action is a prohibited transaction or would result in the denial of the tax exemption under section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist, or as they may hereafter be amended.

XII. Indemnification of Directors

1. ***Indemnification***. Humanities Montana shall indemnify a director, former director, or officer (as defined in section XIII) if a determination has been made in accordance with the procedures set forth in the Montana nonprofit corporation act that that director met the standard of conduct set forth in subsection 2. below, and payment has been authorized in accordance with the procedures set forth in the Montana nonprofit corporation act based on a conclusion that the expenses are reasonable, Humanities Montana has the financial ability to make the payment, and the financial resources of Humanities Montana should be devoted to this use rather than some other use.

2. ***Standard of Conduct***. A director may be indemnified if:

   A. He or she conducted himself or herself in good faith;
   B. He or she reasonably believed:
      a. In the case of conduct in his or her official capacity with Humanities Montana, that his or her conduct was in its best interests;
      b. In all other cases, that his or her conduct was at least not opposed to its best interests; and
      c. In the case of any criminal proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful.

3. ***Non-Indemnification.*** Humanities Montana shall not indemnify a director or officer:

   A. In connection with a proceeding by or in the right of Humanities Montana in which the director was adjudged liable to Humanities Montana; or
   B. In connection with any other proceeding charging improper personal benefit to him or her, whether or not involving action in his or her official capacity, in which he or she was adjudged liable on the basis that personal benefit was improperly received by him or her.

4. ***Advance Expenses for Directors***. If, following the procedures set forth in the Montana Nonprofit Corporation Act, a determination is made and if an authorization of payment is made following the procedures and standards set forth in the Montana Nonprofit Corporation Act, then Humanities Montana shall pay for or reimburse the reasonable expenses incurred by a director who is a party to a proceeding in advance of final disposition of the proceeding if:

   A. The director furnished Humanities Montana a written affirmation of his or her good faith belief that he or she has met the standard of conduct described in section XII. 2 of these Bylaws;
   B. The director furnishes Humanities Montana a written undertaking, executed personally or

on his or her behalf, to repay the advance if it is ultimately determined that he or she did not meet the requisite standard of conduct (which undertaking must be an unlimited general obligation of the member but need not be secured and may be accepted without reference to financial ability to make repayment); and

C. A determination is made that the facts then known to those making the determination would not preclude indemnification under section XII. 2 of these Bylaws, or the provisions of the Montana nonprofit corporation act.

5. ***Indemnification of Agents and Employees Who Are Not Directors***. Humanities Montana may indemnify and advance expenses to any agent or employee of the corporation, who is not a director, to any extent consistent with public policy, as determined by the general or specific action of the board.

6. ***Mandatory Indemnification***. Notwithstanding any other provisions of these bylaws, Humanities Montana shall indemnify a director who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director was a party because he or she is or was a director against reasonable expenses incurred by the director in connection with the proceeding.

XIII. Officers and Staff

1. ***Executive Director***. The board shall employ an executive director who shall be charged with the administrative and executive management of the affairs of Humanities Montana subject to review by the board. In the event of a vacancy in the position of the executive director, the chair shall forthwith designate an acting executive director, and shall recommend directors to serve as members of a search committee, and those members will be elected by board resolution. The search committee's responsibility shall be to identify, investigate, and interview candidates for the position and make recommendations to the board for filling the vacancy.

1. ***Other Officers.*** The executive director shall employ exempt staff as needed, and these employees shall be designated as officers of Humanities Montana.

3. ***Staff***. Within budgetary constraints, the executive director may employ such staff as may be needed from time to time. Employment and dismissal of staff and other personnel matters, under the personnel policies and procedures of Humanities Montana, shall be the prerogative of the executive director.

XIV. Humanities Montana Policies and Procedures

1. ***Program Policies and Procedures***. Humanities Montana shall maintain written policies and procedures for its several programs.
2. ***Personnel Policies and Procedures***. Humanities Montana shall maintain written policies and procedures for personnel matters.
3. ***Financial Policies and Procedures****.* Humanities Montana shall maintain written policies and procedures for financial matters.
4. ***Amending Policies and Procedures***. Humanities Montana's policies and procedures may be altered, amended, or repealed, and new policies and procedures may be adopted, by majority vote at any duly constituted regular or special meeting of the board.
5. In the event of conflict among these policies and procedures, the more recently enacted policy or procedure shall prevail.

XV. Miscellaneous Provisions

1. ***Waiver of notice.*** Any notice which is required to be given to any director under the provisions of these bylaws or under the provisions of the Articles of Incorporation, or under the provisions of the Montana Nonprofit Corporation Act, may be waived by the director by a written waiver, signed by the director entitled to such notice and filed with the minutes of Humanities Montana's records.

2. ***No Corporate Seal***. No corporate seal shall be required for Humanities Montana documents or instruments.

3. ***Counterparts***. These Bylaws may be executed in any number of counterparts, each of which when executed and delivered shall be an original, but all such counterparts shall constitute one and the same instrument. As used herein, “counterparts” shall include full copies of these Bylaws signed and delivered by facsimile transmission, as well as photocopies of such facsimile transmissions.

XVI. Dissolution

Humanities Montana shall dissolve upon the adoption of a resolution by two-thirds of all directors ordering dissolution of Humanities Montana. Upon approval of such a resolution, all debts, claims and obligations of Humanities Montana shall be paid. Any remaining assets shall then be distributed as the board determines, though only to such institutions or organizations that will carry out the charitable purposes of the corporation and which have been granted exemption from federal income tax under the provision of section 501(c)(3) of the Internal Revenue Code.

XVII. Amending Bylaws

These Bylaws may be altered, amended, or repealed and new bylaws may be adopted by the board at any regular or special meeting of the board as provided in section VII. 8 of these Bylaws. Notice of such meeting must be given in accordance with section VII. 2, and the notice must also state the purpose or one of the purposes of the meeting is to consider a proposed amendment to the bylaws and contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment.

CERTIFICATE OF ADOPTION OF BYLAWS

The undersigned hereby certifies that the above Restated Bylaws of Humanities Montana were duly adopted by vote of the Board of Directors during the regular meeting on June 8, 2012 and now constitute the Bylaws of Humanities Montana.

June 8, 2012 Ken Egan
Date Executive Director

Esther "Beth" Sullivan
3146 Peregrine Lane
Billings, MT 59106

August 28, 2024

Mary Hernandez
Governance Committee Chairperson
Humanities Montana Board of Directors

Dear Mary,

Please accept this letter as my formal request to renew my appointment on the Humanities Montana Board of Directors for a second 3-year term.

It has been an honor to be a part of HM Board, advancing HM's mission and advocacy for the humanities in Montana. I am proud to have contributed expertise serving on the Program and Finance committees as well as participating in the following efforts:

- Strategic Planning – I served with other directors to develop and finalize the current strategic plan;
- IDEA – I served on the adhoc committee that evaluated the commissioned racial/equity audit and developed recommendations that were folded into the Strategic Planning process;
- Executive Director Search – I served as chairperson for the Executive Director Search Committee, that resulted in the hire of our current ED.

If there are any questions I can answer, or if you need more information, please contact me.

Best,

Esther Beth Sullivan

Jennifer Corning

2939 Gregory Dr. N.

Billings, MT. 59102

August 28, 2024

Humanities Montana Board of Directors

311 Brantly

Missoula, MT

To my fellow Board of Directors,

After completing my first three-year term on the Humanities Montana Board of Trustees, I am reasserting my commitment to our organization and ask to be voted in for a second and final term as a member of the HM board. During the past three years, Humanities Montana faced and tackled a flurry and range of issues. Lessons learned and strategies set, I think another term will bring the opportunity for growth at HM -- personally, as a board, and as an organization.

To highlight some of my board work during the first term, I include the following:

Chair and member the Grants committee

Member of the Strategic Planning Process committee

Member of the Racial Equity Audit Review committee

Member of the Governance committee

Thank you for reading this request. I have so enjoyed meeting and working with both our board members and staff. With our strong board and the Humanities Montana staff, I believe HM is ready and able to become even more productive as stewards for the National Endowment for the Humanities and our fellow Montanans.

Sincerely,

Jennifer Corning

	Grants	Finance	Governance
Chair	Jeanette	Lynda	Mary
	Arian	David Cates	Clark
	Lathie	Carol	Jen
	Glory	Tim	Jeremy
	Ray	Karen	Beth
	Beth	Beth	