**Humanities Montana Board Meeting**

**May 19-21, 2022**

**Bozeman, MT**

*On Thursday, May 19, Humanities Montana board members and staff attended a tour of American Indian Hall on the MSU campus. The tour was led by Dr. Walter Fleming, a previous Montana Committee for the Humanities board member and chair. Staff and board gathered for dinner at the Residence Inn at 6:00 p.m.*

**Friday, May 20, 2022**

**Present:** Caroline Bitz, Glory Blue Earth, Carol Bradley, April Charlo, Jennifer Corning, David Dietrich, Jamie Doggett, Jeanette Fregulia, Debbie Garland (Zoom), Carla Homstad (Zoom), Lathie Poole, Laura Mitchell Ross, Eric Sanders, Francine Spang-Willis, Esther Beth Sullivan **Absent:** Jessica Flint, Lynda Grande, Ramey Growing Thunder, Susan Hughes, Ashby Kinch **Staff:** Kim Anderson, Julie Ramone, Sara Stout, Randi Tanglen, Jodi Todd

**Welcome, land acknowledgement, and introductions**

Vice Chair David Dietrich called the meeting to order at 9 a.m. and chaired the meeting. Chair Carla Homstad attended via Zoom due to Covid-19 exposure. David offered the land acknowledgement. David asked all board members and staff to introduce themselves.

**Board spotlight**

David Dietrich presented “board spotlights” of Caroline Bitz and Ramey Growing Thunder.

**Action Item: Review and approval of minutes**

**Action item: Jamie Doggett moved to pass the minutes of the February 3–4, 2022, and the March 23, 2022, board meetings. Jeanette Fregulia seconded. The motion passed unanimously.**

**Opportunity for public comment**

There was no public comment.

**Executive director report**

Randi Tanglen provided an update on new staff. Julie Ramone started as the new Humanities Montana office manager on May 9. Megan Hill Sundy will start as the new grants manager on June 6. The staff is finalizing the interview process for the programs manager. Randi reminded the board that Digital Spark Creative in Butte provides website updates and digital communications projects, such as the Poets Laureate page and the recent Annual Report. Upward Public Relations in Missoula has provided support with press releases and social media since January with positive and successful results.

The pandemic prevented planning for an in-person celebration for Humanities Montana’s 50th anniversary this year. However, the anniversary is being acknowledged through communications pieces in the newsletter, such as the “Golden Anniversary” letters, which have also been published in newspapers statewide. A retirement celebration for Kim Anderson in Missoula this summer will provide the opportunity to reconnect in-person with long-time HM friends and supporters. Sara Stout has used the 50th anniversary as an opportunity to begin conversations with donors about bequests and planned gifts. Staff will also work with Upward Public Relations for special promotion of Humanities Montana’s 50th anniversary in the fall and to pursue a 50th anniversary proclamation from the governor’s office.

In February, Humanities Montana received the close-out letter and report from our June 2021 NEH site visit. The letter and report were positive, stating that Humanities Montana “is thriving with innovative and impactful humanities programs and effective strategic partnerships.” Last month, Randi Tanglen had the opportunity to virtually join other state council directors to meet with the new NEH chair, Shelly Lowe. Chair Lowe expressed her appreciation for and support of the work of the state councils. She has already outlined an ambitious equity action plan.

**Grants committee report**

Jennifer Corning gave the grants committee report. The grants committee met on May 10, 2022, to review nine grant applications. Jennifer thanked the members of the grants committee and the board members who reviewed the proposals.

The grants committee recommends the board approve the following six proposals:

* Children’s Festival of the Book, Bozeman Public Library Foundation, Bozeman, $2,000
* Celebrating the Legacy of Red Cloud: Cross-Cultural Friendships, Montana State

University Billings, Billings, $5,000

* Elk River Arts & Lectures FY 2023 Lecture Series, Elk River Arts & Lectures, Livingston, $7,500
* Crow Summer Institute 2022, Crow Language Consortium, Hardin, $10,000
* Creating a Community Dance in Red Lodge, Red Lodge Area Community Foundation, Red Lodge, $1,800
* Lightning Creek Oral History Project, Crosscut Mountain Sports Center, Bozeman, $2,000

Carla Homstad asked if the Holocaust memorial grant project would be encouraged to resubmit at another time. Kim Anderson noted that the project was in the early stages and did not thoroughly address engagement with Montana audiences. Jeanette Fregulia said that genocide has occurred in our own state history, and a future proposal might find a way to talk about and include the history of genocide within Montana.

Kim Anderson pointed the board to the Regrants report in their board notebook as well as the final grant report from the Yellowstone Gateway Museum.

Carol Bradley commented on the grants committee’s conversations about awarding larger amounts to fewer organizations or smaller awards to more organizations. David Dietrich added that strategic planning will address the organizational balance between grants and programs.

The board will vote on the grants committee funding recommendation tomorrow.

**Finance and audit committee report**

Eric Sanders provided a report on Humanities Montana’s FY21 audited financial statements and IRS Form 990. He reminded the board of their fiduciary responsibility to Humanities Montana. Eric explained that the board, rather than staff, selects and hires the CPA firm that conducts Humanities Montana’s financial audit in order to ensure an independent opinion. A financial audit does not look at every financial transition; rather, based on the industry, client, and risk level, the audit designs an appropriate level of testing, including transaction testing. The audit process also compares the prior year’s performance to the current year. The auditors provide reasonable assurance that financial statements are materially accurate and fairly presented. A Single Audit, part of HM’s federal funding requirements, takes a deeper dive with a stronger focus on federal compliance.

Humanities Montana’s FY21 audit came back with a clean opinion with no management letter comments. The audited financials reflect an accrual-based net loss of $79,000 because in FY21, we utilized funds released from restrictions. The top three expenditure categories in FY21 were regranting (not surprising because of SHARP); employee costs; and program honoraria and travel.

The IRS Form 990 is HM’s annual “IRS tax return” which, for non-profits, is an informational return publicly available for inspection. Since it is the taxpayers who ultimately give HM the privilege to not pay federal taxes, HM should be transparent in its activities and demonstrate that expenditures are going toward fulfillment of the mission. Eric Sanders briefly reviewed each section of the IRS Form 990.

The finance and audit committee recommended that the board approve the FY21 audited financial statements and the IRS Form 990. The vote would take place on May 21.

Eric Sanders turned the board’s attention to the March 2022 year-to-date financial reports included in the board notebook. He explained that the budget-to-actual spreadsheet is probably the most useful resource for the board, as it represents a modified cash basis “snapshot” of the organization’s financial position. In terms of year-to-date trends, Humanities Montana finally received notice of our FY 22 NEH general operating support award of approximately $759,000. That is about $42,000 over what had been budgeted. We also had more NEH carryover from the prior year than budgeted (actual $222,000 vs. $135,000 budgeted), hence the “negative” variance of $87,000. We expect to have a carryover from this year into next; budgeting with a carryover is a prudent financial practice. In other revenue categories, we will not receive the budgeted $30,000 NSF Stanford Group grant because we did not foresee having any eligible project expenses.

We are trending under budget in total personnel expenses due to transition of some staff. This is partially balanced out by increased spending in professional fees/consultants, which is to be expected. About half of projected consultant expenses are covered by SHARP funds.

On the Profit & Loss report, honoraria are a large expense line item. This includes Montana Conversations, Speakers in the Schools, Hometown Humanities, Informed Citizen, Academy of American poets, etc. Given the nature of our work as a people-centric organization (working with scholars and humanities experts), honoraria are our raw materials that go into our final product.

Looking forward, Randi Tanglen and Jodi Todd will prepare a budget forecast this summer. We recently received our FY22 NEH general operating support award, so it would have been difficult to put together a reliable forecast until now. All-in-all, Humanities Montana’s financial trends look fine. Foreseeing a carryover into FY23 is comforting. Actually, Humanities Montana will have the enviable task of needing to make some strategic decisions about the deployment of NEH carryover funds.

Debbie Garland asked how long we have to spend the carryover funds. Randi Tanglen responded that we will have until December 31, 2024. Laura Mitchell Ross asked about inflation and the possibility of increased expenses. Eric Sanders responded that inflation could impact general administration, board expenses, and travel expenses in the next fiscal year, and the organization would need to budget accordingly.

**Yellowstone Gateway Museum presentation**

Karen Reinhart of the Yellowstone Gateway Museum provided an overview of their 2021 program “Montana’s Native People: Perspectives on the Clovis Child,” which received Humanities Montana grant support.

**Programs Committee Report**

Jeanette Fregulia asked Kim Anderson to provide an update on Gather Round. The text for this year’s toolkit is *Living Nations, Living Words*, a poetry anthology issued by the Library of Congress and edited by U.S. Poet LaureateJoy Harjo. The anthology features work by 47 Native Nations poets, including three Montana poets. Because of our additional funding from the A More Perfect Union grant from NEH, we will make available two virtual discussion programs, one led by anthology contributor (and past HM board member) M.L. Smoker and the other by Montana Book Award winner and Montana Conversation presenter Chris La Tray. In early July, we will partner with The Freeflow Institute to offer two outdoor humanities experiences led by Lailani Upham and Chris La Tray. Each outdoor workshop will be open to between 15-20 participants who will receive a toolkit.

Kim Anderson showed the board the speaker packets that will be sent to Montana Conversations presenters. The kit features a Humanities Montana table banner, mug, and cards with humanities talking points.

Jeanette Fregulia reported that the first year of the Democracy Project is wrapping up at the public libraries in Missoula, Billings, and Whitehall. The project will continue for another year, with interest already expressed by several libraries around the state. Hometown Humanities is again up and running in Lewistown. The Informed Citizen initiative will conclude this summer with a journalism camp for high school students hosted by the University of Montana School of Journalism.

Beth Sullivan asked about strategic planning conversations regarding reducing the number of programs. David Dietrich asked which programs are the most important to Humanities Montana mission. Randi Tanglen responded that Montana Conversation and Speakers in the School provide the most “reach” throughout the state and are central to all other Humanities Montana programs. Debbie Garland asked if Gather Round will continue. Randi explained that Gather Round was originally designed as a finite program with an established end date. This is the last year, and the program will end on a high note.

**Trustee committee report**

Laura Mitchell Ross reported that several board terms are up for renewal at the end of 2022: Carol Bradley, Lynda Grande, Ashby Kinch, Jamie Doggett, Eric Sanders, and Jeanette Fregulia. Their letters of interest are due in July, and term renewal will be voted on at the September board meeting. The second terms of Laura Mitchell Ross, Caroline Bitz, April Charlo, and Debbie Garland end December 31, 2022. With Ray Ekness joining the board in January 2023, there may be three empty board seats to fill. The Trusteeship committee will initiate the recruitment process over the summer. To assist with the recruitment process, the committee asks board members to complete the board matrix and to return it to Sara Stout.

**Development report**

Sara Stout reported that a high inflation rate, including 9.8% inflation in Montana, makes the current development environment uncertain. Sara has been having conversations with donors about how their gifts can alleviate their overall tax burden. The Humanities Montana Annual Report was just released on Thursday morning. Other development outreach includes a retirement celebration for Kim Anderson in June and a recent webinar on estate planning from the MSU extension office; we received over 80 registrations and several requests for the recording. Sara and Randi Tanglen have been conducting in-person donor visits.

Sara Stout announced that Humanities Montana received a major donation from Kim Anderson and her husband, Neil McMahon. Kim has left her gift unrestricted with these words:

"Having meaningful work, work that engages you, and challenges you, work that you believe makes the world a better place, is a rare gift. So it’s only natural that I would want to pay back the organization that has given me so much — even if my gift is only a fraction of the riches I have received. It’s especially important to me that this gift be unrestricted. By doing that I mean to demonstrate my total support and confidence in the Humanities Montana team and the new team members that will be joining soon. I hope others will join me in supporting the organization in its entirety so it can be creative and nimble in responding to the needs of our state."

Former board member Carmen McSpadden has made a gift in honor of Kim Anderson. Her gift will go toward opportunity grants.

**The Extreme History Project presentation**

Crystal Alegria of the Extreme History Project gave a public humanities presentation on Bozeman history.

**Executive session**

Executive session convened at 3:00 p.m. Executive session concluded at 4:15 p.m.

*At 6:00 p.m., board and staff met at Rib and Chop House for a dinner to honor Kim Anderson’s 23 years of service to Humanities Montana. Previous Bozeman-based board members and chairs attended the dinner, including Aaron Pruitt, Linda Karell, and Carmen McSpadden. Board members presented Kim with “icons” that represented Kim’s service to the organization and the state. Carmen announced a gift she made in honor of Kim and invited current board members to match her donation to opportunity grants.*

**Saturday, May 21, 2022**

**Present:** Caroline Bitz, Glory Blue Earth, Carol Bradley, April Charlo, Jennifer Corning, David Dietrich, Jamie Doggett, Jeanette Fregulia, Debbie Garland (Zoom), Lynda Grande, Carla Homstad (Zoom), Lathie Poole, Laura Mitchell Ross, Eric Sanders, Francine Spang-Willis, Esther Beth Sullivan

**Absent:** Jessica Flint, Ramey Growing Thunder, Susan Hughes, Ashby Kinch

**Staff:** Kim Anderson, Julie Ramone, Sara Stout, Randi Tanglen, Jodi Todd

**Welcome and land acknowledgement**

David Dietrich called the second day of board meetings to order at 9:00 a.m. Francine Spang-Willis offered a land acknowledgement.

**Executive session**

The board convened into executive session from 9:05 a.m. to 10:15 a.m.

The board acted in executive session to form an ad hoc personnel policy review committee that will review current policies as well as the possibility of creating a personnel committee. The ad hoc committee will report to the board in September with their changes and recommendations. The committee will be comprised of the board chair, executive director, and several board volunteers.

April Charlo left the meeting.

**Strategic planning process committee (ad hoc)**

Jennifer Corning reported on the progress of strategic planning. Since the last board meeting, the board had five virtual strategic planning sessions with Ned Cooney of Echo Ventures consulting. Based on those sessions, Ned has compiled a list of suggested actions. Randi Tanglen has drafted a strategic framework with four major platforms and desired outcomes: Re-energize grantmaking; Realign Programs; Refine Outreach and Development; Enrich Organizational and Board Culture. Randi and Ned will write the strategic plan over the summer with input from board committees. The new three-year strategic plan and first-year operational plan will be reviewed and voted on by the board at the September meeting.

**Racial equity audit review committee (ad hoc)**

Jeanette Fregulia provided a report on behalf of the racial equity audit review committee. The committee met on May 11 with the facilitation team from EmpowerMT. EmpowerMT has provided a “road map” for reviewing the audit and providing recommendations for the full board. This work will be completed by the September board meeting.

**Action Item: Grants recommendation**

**Jamie Doggett made a motion to approve the grants committee recommendation to fund the following:**

* Children’s Festival of the Book, Bozeman Public Library Foundation, Bozeman, $2,000
* Celebrating the Legacy of Red Cloud: Cross-Cultural Friendships, Montana State
* University Billings, Billings, $5,000
* Elk River Arts & Lectures FY 2023 Lecture Series, Elk River Arts & Lectures, Livingston, $7,500
* Crow Summer Institute 2022, Crow Language Consortium, Hardin, $10,000
* Creating a Community Dance in Red Lodge, Red Lodge Area Community Foundation, Red Lodge, $1,800
* Lightning Creek Oral History Project, Crosscut Mountain Sports Center, Bozeman, $2,000

**Jeanette Fregulia seconded the motion. The motion passed unanimously.**

**Action Item: 2021 Financial audit and IRS Form 990**

**Eric Sanders made a motion to approve the FY21 Audited Financial and IRS Form 990 prepared by JCCS. Debbie Garland seconded. The motion passed unanimously.**

**Action Item: Resolution for Kim Anderson**

**Lynda Grande made a motion to adopt a board resolution recognizing Kim Anderson’s service to Humanities Montana. Caroline Bitz seconded.**

**Board Resolution Recognizing the Service of Kim Anderson**

Whereas the mission of Humanities Montana is to serve communities through stories and conversation;

Whereas Kim Anderson has filled many roles at Humanities Montana, including Montana Festival of the Book Director, Program Officer, Interim Executive Director, and Director of Programs and Grants;

Whereas Kim Anderson enriched the literary and cultural life of the state by directing the Montana Festival of the Book for 15 years;

Whereas with Kim Anderson’s leadership, Humanities Montana was able to quickly and efficiently distribute $970,275 in relief grants to support the state’s humanities infrastructure during the Covid-19 pandemic;

Whereas Kim Anderson’s humanities knowledge and expertise have guided Humanities Montana programs and grantmaking for over two decades; now, therefore, be it

*Resolved* that the Humanities Montana Board of Directors recognizes Kim Anderson for 23 years of outstanding service and commitment to Humanities Montana and its public humanities mission.

**The motion passed unanimously.**

**Board discussion**

The board will meet next in the current Hometown Humanities site, Lewistown, September 29–October 1, 2022. Board members recommended investing in technology such as Owl Labs to facilitate more effective hybrid meetings. Governance training will be part of the September meeting agenda.

Staff will send out a Doodle poll regarding possible dates for a January meeting in Great Falls and a May meeting on the Fort Peck Reservation.

David Dietrich announced board member gifts in honor of Kim Anderson in response to an opportunity grant “challenge” from previous board member Carmen McSpadden:

* Eric Sanders
* David and Jan Dietrich
* Caroline and Don Bitz
* Lathie Poole
* Laura Mitchell Ross

**Adjourn**

David Dietrich called for a motion to adjourn. Esther Beth Sullivan made the motion, and it was seconded by Jeanette Fregulia. The meeting adjourned at 11:00 am.