**Humanities Montana**

Board of Directors Meeting

September 29-October 1, 2022

Lewistown, Montana

Yogo Inn

*The Humanities Montana board of directors met in Lewistown, the Hometown Humanities location, for its Fall 2022 board meeting. On Thursday evening, September 29, the board gathered for a public humanities presentation at the Lewistown Public Library featuring Dr. Bridget Kevane, a professor at Montana State University and a Montana Conversations speaker. Dr. Kevane’s presentation was on “Latino History in Montana.”*

**September 30, 2022**

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

**Absent:** April Charlo, Jennifer Corning, Ramey Growing Thunder, Susan Hughes, Ashby Kinch

**Staff:** John Knight, Sara Stout, Megan Sundy, Randi Tanglen, Jodi Todd

Board Chair Carla Homstad called the meeting to order at 9:00 a.m. and welcomed the board to Lewistown. Vice Chair David Dietrich offered the land acknowledgement. Carla presented a “Board Spotlight” of Lynda Grande.

**Action Item: Jamie Doggett made a motion to approve the May 19-21, 2022 board meeting minutes. Jeanette Fregulia seconded. The motion carried.**

**Action Item: Jamie made a motion to approve the July 14, 2022 minutes of the special meeting of the board. Eric Sanders seconded Jamie’s motion, and the motion carried.**

**Executive Director Report**

Randi Tanglen explained that Lewistown was selected as the Hometown Humanities location back in 2019. In early 2020, weather prevented Humanities Montana staff from visiting Lewistown to kick off the year of humanities programming in Lewistown. Then the pandemic hit, and HM stayed in touch with Lewistown virtually, and visited during the summer of 2021. When we had to again cease in-person programming in August 2021, we worked with partners in Lewistown to bring several virtual programs to the community. Once in-person programs were again up and running, HM staff again visited Lewistown in person. Hometown Humanities has been active, and 31 programs have been booked since March 2022. Last week we hosted a Think and Drink on banned books at a local church. Hometown Humanities programming in Lewistown will continue through May 2023.

Since the board last met, Humanities Montana has onboarded two new staff members. Megan Sundy is the new grants manager, and John Knight is the new programs manager. Megan and John introduced themselves to the board.

Virtual meetings have brought up the issue of open meeting laws, especially for committee meetings. The Humanities Montana bylaws are clear that we must follow Montana open meeting laws. Moving forward, we will post virtual committee meetings on our online calendar with an opportunity for members of the public to request the Zoom link and agenda. It is not clear what this means for grant review and other sensitive matters that may be discussed in committee meetings.

Randi reported that the Federation of State Humanities Councils will host the National Humanities Conference in Los Angeles, November 10-13, 2022. This is a professional development opportunity for the staff, and Randi, Megan, and John will attend. Board members are welcome to attend, and the NEH will provide travel stipends for new board members to attend the conference.

UpwardPR and Valerie Manne continue to provide communications support. Humanities Montana recently hired a University of Montana student intern, Taylor Willmarth, to assist with social media posts. Taylor is from Great Falls and was on a Why It Matters panel when he was a high school student.

**Grants Committee Report**

Lynda Grande asked Megan Sundy, the new grants manager, for a grants update. Megan reported on grantee outreach efforts including a cohort meeting for new grantees, an informational Zoom webinar for potential applications for the December 20 grant deadline, grant writing workshop collaboration with the Montana History Foundation, and updates to the website. She has also updated some of our processes and is developing a pre-application questionnaire to guide potential applicants to the appropriate grant program. Megan would like to work with the grants committee to professionalize our grant application evaluation process. Megan reported that the average grant size to date for FY22 is $4,832. David praised the objectivity and methodology Megan is bringing to our grant evaluation process. Debbie Garland asked if the board can see the breakdown of awards given to youth, rural, and Native American serving organizations. Megan responded that we are updating our priority demographic reporting in the moment and that a report of this information for FY22 (which ends October 31, 2022) will be provided at the winter board meeting.

Lynda thanked the board members who reviewed the 23 grant applications received for the August 20 grant application cycle. She explained that when the grants committee met, a quorum was not present and that Francine had to recuse herself from voting due to involvement with the Crazy Mountains Oral History Project and the “Ruminations on the Prairie” proposal. However, the small group that met had a thorough discussion of the applications, but their recommendation is not coming to the board as a motion from the committee.

Funding was recommended for the following to be approved by the full board:

• A Different, Deadly Beast: The 1918 Influenza in Montana, Dance River Productions,

$10,000

• Ryan Zahn Goes Pro (Working Title), Spyrock Film, $2,000

• The Crazy Mountains Oral History Project (CMOHP): A Layered History of Place, Park County

Environmental Council, $5,000

• Reframing Rural Season Three, $5,600

• Native Filmmaker Initiative Programs: NFI Film Club and Native Voices Programming,

$5,000

• Montana Kid Lit Festival (2023), $3,500

• Crow Level 2 Media Player Integration Project, Crow Language Consortium, $10,000

TOTAL RECOMMENDED AWARD: $41,100

Carla raised the issue of participation of board members submitting evaluations. Eric said it takes a lot of time to review applications, considering work with other committees. Jeanette addressed the turnaround time between the grant application deadline and the board meeting. Lynda said if we change the evaluation format it will become easier and more efficient for board members to review applications. Lathie and Francine mentioned that the grants committee can provide thorough review.

Carla also raised the issue of not funding The Write Question from Montana Public Radio after funding the program since at least 2008. Randi explained that staff will make sure the applicant is contacted by phone before they are notified by email of the decision and will keep the lines of communication open. Lynda explained that the grant guidelines state that repeat proposals should consider innovation and new audiences; she also noted that the grants committee needs to re-evaluate the three-year sustaining grant program. Beth suggested that the grants guidelines clarify that if you are a repeat applicant you may not be prioritized.

The full board will vote on the funding recommendations on Saturday, October 1, 2022.

**Humanities Montana Grantee Report: Lewistown Art Center**

Mary Callahan Baumstark, director of the Lewistown Art Center, reported on the outcomes of a recent opportunity grant received from Humanities Montana to fund the local arts and culture festival. “Hands On Montana” is a celebration of the arts and culture of central Montana. She also reported on the support provided by a Humanities Montana SHARP grant in 2021. She provided the board and staff with feedback on the Humanities Montana grant application and reporting process, and suggested ways that other organizations might get involved with Hometown Humanities in Lewistown.

**Program Committee Report**

Jeanette Fregulia asked John Knight, the new programs manager, to provide a program update. John announced that we are currently launching 14 Democracy Project sites in urban, rural, and Tribal Nations communities around the state. Jenny Bevill, a Humanities Montana presenter, is the Democracy Project coordinator.

John reported that much of his time has been spent re-engaging with our partnering organizations in Lewistown for Hometown Humanities. John was in Lewistown last week for the Think and Drink on banned books and met with several partnering organizations and Hometown Humanities stakeholders. Caroline Bitz said that although she knows we are in the process of evaluating programs and staff capacity that she is re-enthused about Hometown Humanities after today and that she hopes we can keep Hometown Humanities alive. She added that all board members can be ambassadors for Humanities Montana programs throughout the state.

*Thunderous* by Montana authors M.L. Smoker and Natalie Peeterse was selected as the Montana Center for the Book’s Great Reads from Great Places book selection at the National Book Festival in Washington, D.C. John also announced that we have recruited several new speakers for Montana Conversations and Speakers in the Schools addressing Native American and rural topics.

Debbie asked if the Engelhard Foundation has been contacted about continuing to fund the Democracy Project. Randi said that she, John, and Sara will meet with the Engelhard Foundation at the end of this month. Lathie asked about the content for the Democracy Project programs. John explained that the programs are youth- and community-driven.

**Finance and Audit Committee Report**

Eric Sanders reviewed the August 2022 year-to-date reports with the board. The Profit & Loss is directly from our accounting software and is done on the accrual basis of accounting and is what is audited annually. It represents the true accounting picture of our finances. Whereas the August 31, 2022 Budget-to-Actual modifies the Profit & Loss and represents our true economic picture and is a more useful management and governance tool than the Profit & Loss taken by itself. The Budget-to-Actual recategorizes revenues and expenses into more meaningful categories that align with our budget; lists our annual budget and current fiscal year projections so we can compare year-to-date actual performance; lists prior fiscal years’ actual expenses so we can identify trends; and lists both restricted funds and funds carried forward from prior years that are available to cover current expenses. This is the primary reason the bottom line net income/loss figures are different between the two documents. So while according to our Profit & Loss (accrual basis) we currently have a $15,600 net loss for the year, the Budget-to-Actual (cash basis) shows we have $20,000 in net income at this point in the fiscal year.

HM staff prepared current budget projections, as of September 15, 2022. As of March 1, we re-started in-person programs again, the board started meeting again in-person in May, and we were fully staffed again as of June 1. As a result, we are starting to see expenses increase but remain under budget in most categories. In terms of Revenues, the NEH general operating support grant came in at $41,000 more than we budgeted last fall, and the NEH carry over from the previous fiscal year was $87,000 more than budgeted. Our restricted funds represent money in/money out, so it is hard to compare against budgeted numbers. In Other Revenue, we are about $66,000 below budget. For expenses, our Personnel expenses are projected at $75,000 below budget; for General and Administration/Fundraising/Outreach, we are $73,000 below budget; Grants are on budget with $130,000; Programming is $44,000 below budget. The total expenses for FY22 are projected to be $192,000 below budget. Eric explained that Professional Services expenses this year are primarily one-time expenses linked to reserved funds (SHARP, AMPU, etc.) and the temp agency while we were short staffed (which resulted in some savings in Salary/Payroll). More detail can be found in the 9/19/22 Finance and Audit committee meeting minutes.

Eric then provided a summary of the proposed FY23 operating budget. This proposed budget allows HM to return to our full programming and full staffing post-pandemic and reflects evolving priorities coming out of the strategic planning process (fewer programs/trying not to be everything to everybody all the time). Also, many special initiatives/special projects/one-off programs funded with restricted grants are ending or starting to wind down, e.g., Democracy Project, AMPU, SHARP grants, Informed Citizen.

Eric stated this is a responsible, prudent, and forward-looking budget in that it sets aside some NEH funds for FY24. For Revenues, NEH funding for the state operating grant remains level, although a slight increase is possible. This budget is based on a large NEH “carry over” from FY22. Half, about $108,000, is to be used in 2023 and the other half is to be carried forward and used in 2024. The full carry over must be spent by 10/31/24.

Eric emphasized that we need to be aware that we cannot count on this carry

over into perpetuity. Without increased revenue and fundraising, we will end up where we were at the close of FY19--in the red. This is something to keep an eye on in the coming year and especially as we look toward FY25. 89% of our revenue in FY23 will depend on NEH funding.

In terms of FY23 Expenses, total personnel expenses are $487,000 (about 50% of total expenses); a substantial portion of this $487,000 is directed toward program management/administration. This is a typical percentage for humanities councils of our size and scope. Our programmatic outputs/outcomes are intangible and often have low direct program costs but require intensive staff development, staff implementation, and staff management/program administration. General and Administration/Fundraising/Outreach will increase $32,000 from FY22 projections and Grants will see a $20,000 increase from FY22. Jeanette asked about decreases to Programming. Eric explained that core program funding will remain level (MT Conversations, Speakers in the Schools, Center for the Book), but that there is a decrease of $142,000 due to natural end/winding down of programs (Democracy Project, AMPU, SHARP grants, Informed Citizen). Total expenses for this fiscal year are $12,500 more than FY22 projections, or a 1.3% increase. In terms of the bottom line, with this budget, $113,000 is carried forward into FY24.

Lynda asked about our Federation of State Humanities Councils dues and what they go toward. Jamie, Eric, and staff explained that a small portion—roughly 15% historically—goes toward lobbying for NEH funding whereas the lion's share goes towards state council capacity support such as the annual National Humanities Conference, the seeking of funding for national projects such as that from the Mellon Foundation for the Democracy and the Informed Citizen and Why It Matters: Civic and Electoral Participation special initiatives, and for national information exchange and sharing of best practices. The portion that goes toward lobbying is paid for from the General Fund, not from the NEH state operating grant.

Eric concluded his report. Approval of the proposed FY23 operating budget comes to the board from the Finance and Audit committee as a seconded motion and will be voted on tomorrow, October 1, 2022.

**Presentation from Lewistown Public Library**

The board took a break for lunch and heard a presentation from Lewistown Public Library librarians Alissa Wolenetz and Brittney Uecker. The Library has hosted several Montana Conversations Presentations and a Think and Drink on Banned Books. Alissa and Brittney answered board member questions regarding library policies for addressing concerns about controversial books.

**Trusteeship Committee Report**

Laura Mitchell Ross reported that five board members have requested renewal of their board terms for a second three-year term: Carol Bradley, Jamie Doggett, Jeanette Fregulia, Lynda Grande, and Eric Sanders. A recommendation for their board renewals comes as a motion from the Trusteeship committee for the board to vote on tomorrow, October 1, 2022.

April Charlo, Caroline Bitz, Debbie Garland, and Laura Mitchell Ross will complete their second three-year board terms. Ashby Kinch will not renew for a second board term. The board approved Ray Ekness’s application in 2021. This means there are four open board seats. Over the summer, Humanities Montana solicited widely for new board members to fill the four open board seats. Twelve applications were received, and the Trusteeship committee had a thorough discussion of the applications. Consideration was given to geography, gender, and an interest in trying to have racial diversity on the board.

The committee voted to recommend David Allan Cates (Missoula); Mary Hernandez (Billings); Arian Randall (Clancy); and Clark Whitehorn (Helena) to join the Humanities Montana board on January 1, 2023. This comes as a seconded motion from the Trusteeship committee for the full board to vote on tomorrow, October 1, 2022.

Laura and Debbie expressed concern regarding the process for contacting board applicants and nominees. Laura expressed confusion about the process for selecting chair and vice chair nominees. Carol Bradley read the motion from the September 6, 2022 Trusteeship committee meeting minutes and clarified that the motion for 2023 chair and vice chair was voted on and approved by the Trusteeship committee. This motion will be voted on by the full board tomorrow, October 1, 2022.

Laura asked Sara Stout to provide the Development report. Sara reported Humanities Montana is experiencing a year-to-date decline in revenue and donors. This is a reflection on the economy. Building relationships with foundations is a key part of the development plan as a way to diversify revenue and underwrite existing programs. HM needs to remain consistent with foundations by inquiring about application criteria and submitting applications.

Sara reported that we have expanded our online giving portal in response to board input. This includes easy-to-use recurring donations, one-time gifts, planned gifts, and bequest information. We are also working on our year-end appeal. The appeal theme is the 50-year anniversary of Humanities Montana. This has opened pathways to connect with emeritus board members, grantees, supporters, and staff from the past 50 years, many of whom have not been contacted in decades. This work has been very meaningful as well as serving to re-ignite and deepen relationships with potential supporters who were once very invested in the organization.

**Ad Hoc Racial Equity Audit Review Committee Report**

Jeanette Fregulia thanked the members of the ad hoc racial equity audit review committee for their hard work. Along with herself, the committee members were Carol Bradley, April Charlo, Jennifer Corning, Lynda Grande, Carla Homstad, Lathie Poole, and Beth Sullivan. Jeanette reported that the meetings with the facilitators from EmpowerMT were very productive. With the facilitators, the committee reviewed all sections and recommendations from the racial equity audit report prepared by Widerstand Consulting. The recommendations identified by the committee will be framed as “IDEA” (Inclusion, Diversity, Equity, and Access) goals. Committee members wrote an IDEA statement for the board’s review and approval.

Committee members aligned the recommendations from the sessions with EmpowerMT with the four priorities identified during the strategic planning process: Re-energize Grants; Re-align Programs; Refine Development and Outreach; Enrich Board and Organizational Culture. These recommendations will be built into the strategic plan to ensure accountability throughout the organization for IDEA goals. The board reviewed the recommendations and Jeanette asked for questions. Lynda Grande asked if clarifying language could be added to the Re-energize Grants priorities and grant guidelines:

*Priority for grants may be given to requests from entities considered marginalized due to community size, economics, ethnic or cultural diversity.*

*Grants will be considered on the quality of the application submitted, its relevance to the humanities and the potential outreach and value to all Montana citizens.*

The IDEA statement and IDEA goals for the strategic plan, including the new language proposed by Lynda, will be voted on by the full board tomorrow, October 1, 2022.

**2023 Committee Assignments**

David and Carla reported that new committee assignments and chairs will begin January 1, 2023. The assignments were based on the committee preference forms submitted over the summer as well as keeping a balance of experienced and new board members on each committee. Each board member received either their first or second choice of committee. Committee assignments and committee chairs will be voted on tomorrow, October 1, 2022.

The board took a break to wait for the arrival of Liz Moore from the Montana Nonprofit Association. Laura Mitchell Ross and staff members, other than the executive director, left the meeting.

**Board Governance Training Workshop**

Liz Moore, executive director of the Montana Nonprofit Association, provided a governance training workshop. She introduced governance components such as a board code of conduct, rules of order, and other governance tools.

At 6:30 p.m. the board recessed until the next day.

*Following the meeting and workshop, the board had a dinner that honored departing board members April Charlo, Caroline Bitz, Debbie Garland, Ashby Kinch, and Laura Mitchell Ross. The board also thanked Carla Homstad for her service as board chair.*

**October 1, 2022**

**Present:** Carla Homstad (chair), David Dietrich (vice chair), Caroline Bitz, Glory Blue Earth, Carol Bradley, Jamie Doggett, Jeanette Fregulia, Debbie Garland (Zoom), Lynda Grande, Lathie Poole, Eric Sanders, Francine Spang-Willis, Beth Sullivan (Zoom)

**Absent:** April Charlo, Jennifer Corning, Ramey Growing Thunder, Susan Hughes, Ashby Kinch, Laura Mitchell Ross

**Staff:** Randi Tanglen

Chair Carla Homstad called the meeting to order at 9:03 a.m. The board governance training workshop with Liz Moore continued.

**Action Item: Carol Bradley made a motion to charge the Executive committee with drafting a code of conduct for board review before the February 9-11, 2023 board meeting. Jeanette Fregulia seconded Carol’s motion.**

Carla asked for discussion. David Dietrich recommended that the code of conduct draft be circulated to the full board 30 days in advance of the meeting.

**Carol amended her motion: The Executive committee is charged with drafting a code of conduct to circulate to the board for feedback 30 days in advance of the February 9-11, 2023 board meeting.**

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

**Action item: Funding recommendations for grant applications submitted 8/20/2022.**

**Jamie Doggett made a motion to fund the following applications:**

**A Different, Deadly Beast: The 1918 Influenza in Montana, Dance River Productions, $10,000**

**• Ryan Zahn Goes Pro (Working Title), Spyrock Film, $2,000**

**• The Crazy Mountains Oral History Project (CMOHP): A Layered History of Place, Park County Environmental Council, $5,000**

**• Reframing Rural Season Three, $5,600**

**• Native Filmmaker Initiative Programs: NFI Film Club and Native Voices Programming, $5,000**

**• Montana Kid Lit Festival (2023), $3,500**

**• Crow Level 2 Media Player Integration Project, Crow Language Consortium, $10,000**

**TOTAL RECOMMENDED AWARD: $41,100**

**David Dietrich seconded the motion. The motion carried.**

**Action Item: Motion to approve proposed FY23 operating budget. (Motion from Finance and Audit committee)**

**The motion passed unanimously.**

**Action Item: Recommendations from ad hoc racial equity audit review committee.**

**David Dietrich made a motion to approve the IDEA statement and IDEA strategic planning goals with the added language:**

**“Priority for grants may be given to requests from entities considered marginalized due to community size, economics, ethnic or cultural diversity. Grants will be considered on the quality of the application submitted, its relevance to the humanities and the potential outreach and value to all Montana citizens.”**

**Eric Sanders seconded. The motion passed unanimously.**

**Action item: Board term renewals for a second three-year term: Carol Bradley; Jamie Doggett; Jeanette Fregulia; Lynda Grande; Eric Sanders. (Motion from Trusteeship committee)**

Carol, Jamie, Jeanette, Lynda, and Eric left the room and did not vote.

**The motion passed unanimously.**

Carol, Jamie, Jeanette, Lynda, and Eric returned to the meeting.

**Action item: Motion to approve new board members to begin terms January 1, 2023: David Allan Cates, Mary Hernandez, Arian Randall, and Clark Whitehorn. (Motion from Trusteeship committee)**

**The motion passed unanimously.**

**Action item: Motion to approve David Dietrich as chair and Jamie Doggett as vice chair for 2023. (Motion from Trusteeship committee)**

David and Jamie left the room and did not vote. Board members voted by paper ballot and Debbie Garland and Beth Sullivan voted via Zoom poll (poll removed from screen).

**The motion carried.**

**Action item: 2023 board committees and chairs.**

**Jamie Doggett made a motion to approve the 2023 board committee assignments and chairs. Eric Sanders seconded. The motion passed unanimously.**

Eric Sanders left the meeting.

**Ad Hoc Strategic Planning Process Committee Report**

David reported that a completed strategic plan will be submitted to the full board for review at the winter board meeting in Great Falls. This adjusted timeframe allows the board to focus on other related ad hoc committee work with the racial equity audit review committee and the personnel policies review committee.

**Ad Hoc Personnel Policies Review Committee Report**

Carla Homstad reported that this committee met and asked Randi to work with an HR professional from Associated Employers to review and revise personnel policies. Associated Employers provides HR services such as policy review and objective exit interviews. The ad hoc committee will review the revisions before they are brought to the full board for review and approval.

Carla reminded the board that the next board meeting will be held in Great Falls, February 9-11, 2023. Subsequent meeting dates will be determined by a poll submitted to the board.

The meeting adjourned at 12:15 p.m.