**Humanities Montana**

Board of Directors Meeting

February 9-11, Great Falls, Montana

Hilton Garden Inn

*The Humanities Montana board of directors met in Great Falls, for their Winter 2023 board meeting. On Thursday the Executive Director Search committee met from 3:00-5:00 pm. In attendance on Zoom and in person were Esther Beth Sullivan (committee chair), David Dietrich, Jamie Doggett, Jeanette Fregulia, and Lynda Grande. On Thursday evening, February 9, the board gathered for dinner at Borrie’s Supper Club in Black Eagle.*

**February 10, 2023**

**Present:** David Dietrich (chair), Jamie Doggett (vice chair), Glory Blue Earth, Carol Bradley, Jeremy Carl, David Allan Cates, Ray Ekness (Zoom), Jeanette Fregulia (Zoom), Lynda Grande, Mary Hernandez, Carla Homstad, Lathie Poole, Arian Randall (Zoom), Beth Sullivan (Zoom), and Clark Whitehorn

**Absent:** Jennifer Corning, Ramey Growing Thunder, Francine Spang-Willis

**Staff:** Kim Anderson, John Knight (Zoom), Megan Sundy (Zoom), Jodi Todd (Zoom)

Board Chair David Dietrich called the meeting to order at 9:00 a.m. and asked new members to introduce themselves, followed by ongoing members. Carla Homstad offered the land acknowledgement.

**Action Item: Jamie Doggett made a motion to approve the September and November, 2022 board meeting minutes. Carla Homstad seconded. The motion carried.**

**Executive Director Search Committee Report**

Esther Beth Sullivan reported on a successful committee meeting the day before. The committee was able to identify 10 semi-final candidates from a pool of over 20. She emphasized that there were other candidates in the pool that could still be brought forward if the committee or board so desired. The committee’s goal is to schedule Zoom interviews through Associated Employers in the next two weeks, with the hope that out of these 10 interviews two or three finalists will be identified. She predicted there would be one or more full board meetings in March in conjunction with the search.

**Montana Nonprofit Association Board Training**

Liz Moore, executive director of the MNA lead the board in a training focused on board culture, chain of reporting, and committees and bylaws. The discussion included the current draft of the Board Code of Conduct. Liz Moore had suggested changes. The board agreed that the Trusteeship committee would review her suggested changes, create a new draft which the Executive committee would review and have a recommended version for full board approval at the June meeting.

*10:50-11:10 Break*

**Strategic Planning Process Committee Report**

David Dietrich introduced new board members to the strategic plan and Kim Anderson reviewed the year-long process that resulted in the plan and the 2023 Action Steps. There was discussion about IDEA language within the document and in general.

**Personnel Committee Report**

Carla gave a history of the creation of the ad hoc committee stemming from board interaction with staff members and the realization that the existing personnel policies were outdated. She noted that the ad hoc committee would bring new draft policies forward for approval on Saturday, with the stipulation of a word change (unpaid for paid) and the understanding that a few remaining typographical errors would be fixed. She noted that the decision about the board code of conduct had already been dealt with during board training.

*The meeting broke for lunch at 11:35*

*David Dietrich called the meeting back to order at 1:01*

**Executive Director Report**

Kim expanded a bit on Sara’s resignation and how staff planned to allocate those duties in the short term. She updated the NEH report by noting that they had heard that the 2023 allocation from NEH would be released in a week. She notified the board that she and Jamie Doggett would be attending Humanities on the Hill to advocate for the National Endowment for the Humanities. Finally she noted that there was a potential threat of a government shutdown in June, the Federation was monitoring the situation and advising counsels, and Kim was exploring game plans should it occur.

**Finance and Audit Committee Report**

Technology issues prevented staff member Jodi Todd from joining immediately. Carla walked the board through the fy22 yearend balance sheet, P&L, and budget to actuals. Jodi was finely able to connect with sound. She noted that the audit was in process and that the board could expect a report from the auditors at the spring meeting. Jodi, Carla, and Kim explained the concept and importance of cost-share to new members.

**Trusteeship Committee Report**

Lynda Grande noted that, with the resignation of the development director, the committee recommended postponing the Governor’s Humanities Awards until at least a new executive director was on board. David Dietrich mentioned his hope to produce an event in June in conjunction with the board meeting, featuring Richard Ford. He noted again that Trusteeship or another ad hoc committee should address the need to change the charter of Trusteeship and consider the need for a governance committee.

**Grants Committee Report**

Carla, reporting in place of Jennifer, noted that the committee’s recommendation would be up for a vote on Saturday. Megan provided context and background for her report in the board packet but was cut off a little early due to technological issues. The Grants committee recommendation is:

MOTION FROM GRANTS COMMITTEE:

1. Motion to approve the grants committee recommendations on regular grants and research fellowships.

**FULL FUNDING**

***Research Fellowships***

▪ A History of Latinos in Montana, $4,000

***Regular grants***

▪ Gary Moulton Lecture & Dinner at the Annual Meeting of the Lewis & Clark Trail

Heritage Foundation, $2,500

▪ Watershed People of Montana and Amazonia, $6,767

▪ Connecting Montana to the World, $5,000

▪ Loss & Legacy: Living Forward While Looking Back, $4,000

▪ Annual Youth Concert, Gershwin's Magic Key, $2,500

**PARTIAL FUNDING**

***Research Fellowships***

▪ ARCO, Herbert Bayer, and the Art of Extraction, $2,000

***Regular grants***

▪ First Voices. Three Fort Peck Stories: Assiniboine, Chippewa, and Sioux, $5,000

Native scholar expenses ONLY

▪ Abundant Montana 2023 Local Food Guide Grow & Tell Stories, $3,600

Personnel expenses ONLY

**Program Committee Report**

Jeanette began the report by thanking John for his work. John Knight ran through an update of program developments. David Dietrich asked if this could be turned into a public presentation, perhaps appropriate to give at the June event in Billings. Jeremy Carl had some questions about the Democracy Project given the reaction in Seely Lake. He suggested tracking the ideological leanings of participating youth to ensure we are reaching all students.

*The meeting adjourned at 4:00.*

Board members met for a drink at the Celtic Cowboy and then for dinner at Dante’s.

**Saturday, February 11, 2023**

Dave Dietrich called the meeting to order at 9:04 am. He asked if there were any public comments. There were none.

Dietrich jumped ahead in the agenda and **presented the seconded motion to approve the strategic framework and 2023 action agenda.** He asked if there was any discussion.

Jeremy Carl stated that while there was nothing in the four priorities that concerned him he did have concerns about the broad language used in the IDEA sections, noting that some of the language used has taken on political connotations. There was general board discussion about the definitions of specific terms found within these types of statements. Several board members spoke to the importance of Humanities Montana being a leader in modeling precise but welcoming language and actions in this area. **The motion was approved unanimously**.

Liz Moore from MNA then began a second hour of board training focusing on board frameworks, making space in agendas to focus on generative questions rather than strategic ones, and what sort of committee structure would best serve the organization. David Dietrich suggested adding a new action item naming the process by which that study would move forward.

*The board took a break at 10:40 and reconvened at 10:55.*

**Personal Committee**

Carla brought forward the ad hoc committee’s **recommendation that the board pass the revised personnel policies with the correction of the word identified on Friday (unpaid rather than paid) and minor typographical changes as a seconded motion**. Jamie Doggett called the question. **The motion passed unanimously**.

Carla then asked Kim to project the new action step recommended by the ad hoc personnel committee:

**Motion to assign revisions on the board code of conduct to Trusteeship Committee for next review, followed by Executive Committee review, after which Executive Committee will send recommended draft to full board 30 days prior to the next board meeting for approval.**

David Dietrich made a motion to create an ad hoc committee to review bylaws and committee structure and make a recommendation to the full board at the next board meeting. Lynda Grande seconded. The following board members volunteered to serve on the committee: Carla Homstad, Mary Hernandez, Jamie Doggett, Carol Bradley, David Dietrich. The motion passed unanimously.

David Dietrich made a motion to approve Carla Homstad as chair of the finance and audit committee. David Allan Cates seconded. The motion passed unanimously.

The following seconded motion was offered by the Grants Committee:

**Motion to approve the grants committee recommendations on regular grants and research fellowships.**

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***Regular grants***

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**Heritage Foundation, $2,500**

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**▪ Loss & Legacy: Living Forward While Looking Back, $4,000**

**▪ Annual Youth Concert, Gershwin's Magic Key, $2,500**

**PARTIAL FUNDING**

***Research Fellowships***

**▪ ARCO, Herbert Bayer, and the Art of Extraction, $2,000**

***Regular grants***

**▪ First Voices. Three Fort Peck Stories: Assiniboine, Chippewa, and Sioux, $5,000**

**Native scholar expenses ONLY**

**▪ Abundant Montana 2023 Local Food Guide Grow & Tell Stories, $3,600**

**Personnel expenses ONLY**

**DECLINE FUNDING**

***Research Fellowships***

**▪ Fifty-Six Counties, the radio show, $4,000**

**▪ The Horse Breaker, $4,000**

**▪ Book promoting critical public understanding of the Montana Constitution and Democracy**

**$8,000**

**67**

***Regular grants***

**▪ Brian Maguire: No One is Forgotten/ Missing and Murdered Indigenous People**

**publication, $10,000**

**▪ Inclusive Infusion, $6,000**

**▪ Illegal Abortion in Montana's Past & Possible Future, $5,460**

**▪ AH-VEEP - Harmony With Our Earth - Earth Day Exhibition and Celebration, $2,000**

**The motion passed unanimously.**

David reminded the board that the next board meeting would be held June 1-3, 2023 in Billings in hopes that a major event with Richard Ford could be planned to coincide. He asked that staff research downtown hotels. Discussion ensued regarding dates and place for Fall 2023 board meeting and the board agreed to tentatively set Wolfpoint/Fort Peck, September 21-23, 2023.

Going forward, Beth asked that the board consider setting meetings on an annual basis. David agreed that the Executive Committee would take this up.

The meeting adjourned at 11:30 am.