

Humanities MONTANA

AGENDA

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