

MINUTES OF THE BOARD OF DIRECTORS OF OREGON INTERSCHOLASTIC SKI RACING ASSOCIATION NORDIC

The Board of Directors met on October 18, 2022.

The meeting was held via Zoom.

The meeting was called by the Board of Directors.

The notice for the meeting was given more than two days in advance by phone or in person or more than seven days in advance in writing and mailed by first class mail.

The directors present for the meeting were Gene Hyde, Eric Martin, CJ Rench.

The directors absent for the meeting were John Collins, Pete Reinhardt.

The other people present at the meeting were Stephanie Dolan, legal counsel; David Munson, OISRAN Executive Director; Virginia Martin, OISRAN Secretary; Sarah Swaney, OISRAN treasurer.

A Quorum was present because there are currently five directors on the Board and three of them were present at this meeting.

Note: Eric Martin left the meeting shortly prior to the time when the vote was taken. Eric Martin and CJ Rench had voted by email prior to the meeting, because both thought they might be leaving the meeting prior to the vote. Their email votes are attached to these minutes.

I BOARD TRAINING

1. Stephanie Dolan, attorney with the Center for Nonprofit Law, provided the board with a training on board governance topics.

II CORPORATE ACTIONS

1. Adoption of Board Policies: The following motion was made, seconded, and passed:

RESOLVED that the corporation shall adopt the four policies presented and discussed today. Those policies are: the Conflict of Interest Policy and Annual Disclosure, the Whistleblower Policy, the Records Retention Policy, and the Travel and Related Expense Policy.

Adjournment: There being no further business, the meeting was adjourned.

Signature of Secretary *virginia martin* Date: October 18, 2022
Virginia Martin

Sun, Oct 16, 5:20 PM (2 days ago)

OISRA Secretary <secretary@oisra.org>

to Eric, john, Gene, CJRdesign, Pete, Executive

Hello all,

Attached are four administrative policies for your review and vote:

- 1) the Conflict of Interest Policy and Annual Disclosure
- 2) the Whistleblower Policy
- 3) the Records Retention Policy
- 4) the Travel and Related Expense Policy

Is your vote to approve adopting these 4 Policies?

Please answer: "Yes - my vote is to approve adopting these 4 Policies"

OR

"No - my vote is not to approve adopting these 4 Policies"

Thank you,

--

Jinny Martin

secretary@oisra.org

541-389-2849 (home)

541-331-6743 (cell)

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4 Attachments • Scanned by Gmail



cjrdesign@gorge.net

11:50 AM (5 hours ago)

Yes! CJRDesignstudio.com cjrdesign@gorge.net 541.399.3830 <OISRAN-COI policy.pdf><OISRAN-Whistleblower policy.pdf><OISRAN-Travel policy.pdf><OISRAN-Records polic



Eric Martin

12:27 PM (5 hours ago)

to cjrdesign, me, john, Gene, Pete, Executive

Yes

Eric Martin

On Oct 18, 2022, at 11:50 AM, cjrdesign@gorge.net wrote:

Yes!

CJRDesignstudio.com
cjrdesign@gorge.net
541.399.3830

On Oct 16, 2022, at 5:20 PM, OISRA Secretary <secretary@oisra.org> wrote:

Hello all,

Attached are four administrative policies for your review and vote:

- 1) the Conflict of Interest Policy and Annual Disclosure
- 2) the Whistleblower Policy
- 3) the Records Retention Policy
- 4) the Travel and Related Expense Policy

Is your vote to approve adopting these 4 Policies?

Please answer: "Yes - my vote is to approve adopting these 4 Policies"

OR
"No - my vote is not to approve adopting these 4 Policies"

Thank you,

--

Jinny Martin

secretary@oisra.org

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<OISRAN-COI policy.pdf><OISRAN-Whistleblower policy.pdf><OISRAN-Travel policy.pdf><OISRAN-Records policy.pdf>