



EAGLECREST BOARD OF DIRECTORS AGENDA

July 11, 2024 at 5:30 PM

Fish Creek Lodge Great Room/Zoom Webinar

Eaglecrest Ski Area Fish Creek Lodge - Great Room

3000 Fish Creek Rd or Join via Zoom

<https://juneau.zoom.us/j/88259484580?pwd=Z0dyTUdKdHh4ZEY0STU0N1M0VnovZz09>

Meeting ID: 882 5948 4580 Passcode: 372236

- A. ROLL CALL
- B. APPROVAL OF AGENDA
- C. APPROVAL OF MINUTES
 - 1. June 6, 2024 Eaglecrest Board Regular Meeting Minutes - Draft
- D. PUBLIC PARTICIPATION
- E. MANAGERS REPORT
 - 1. Budget Update
 - 2. Department Update
- F. UNFINISHED BUSINESS
 - 1. Board Approval for Pittman's Operations
- G. NEW BUSINESS
 - 1. General Manager Recruitment Process Update - HR Memo
 - 2. Eaglecrest Board By-Laws
- H. COMMITTEE & LIAISON REPORTS
- I. PUBLIC PARTICIPATION
- J. BOARD OF DIRECTORS' COMMENTS AND QUESTIONS
- K. NEXT MEETING DATE

Eaglecrest Board Regular Meeting - August 1, 2024 at 5:30pm, Eaglecrest Lodge/Zoom
- L. SUPPLEMENTAL MATERIAL - PDF OF BOARD PACKET
 - 1. July 11, 2024 Eaglecrest Board Packet Information
- M. ADJOURNMENT

EAGLECREST BOARD OF DIRECTORS

June Meeting Minutes

Thursday June 6th, 2024, 5:30pm

Message from the board President

I want to thank everyone who's attending this board meeting, both virtually and in person. I do apologize that we are not able to have a bigger venue for this event. We had members of the public ask for that. I talked to the city clerk's office, and we were unable to arrange for the Assembly chambers due to a variety of issues.

This will not be your only opportunity. Provide public comment. We have a variety of committee meetings and other board meetings. Each month that if folks still want to come, talk to us, you can, and you can always send us emails at the board email address. I read each and every one of them. And I really appreciate everybody's perspective. So this is not your only chance. But the meeting was properly noticed for this library room, and the zoom link. And so we're going to move forward. I also really want to apologize for not being there in person for this extremely important meeting. Returning to Juno? Just a few minutes on a family tip trip that have been months in the making. So I apologize. They'll have to jump off not long after I'm done here. That being said, the amount of people that are present, or who have submitted comments to the Board, or have weighed in on social media in the last 2 weeks, is really indicative of just how important Eaglecrest is to this community.

Eaglecrest has meant so much to so many of us for so many years, and I truly appreciate, and I mean that the concern that the recent changes of cost. As we move into the public comment portion of this meeting, there are a few things I want to say beforehand.

The decision to make changes. General manager position is solely the responsibility of this board. We did not receive pressure from the city manager or the Assembly, or any outside interest in this process. But we did notify the city manager as required by CBJ. Code, and we utilize the CBJ. Hr. And legal teams to ensure. We manage the process correctly.

The Board purposely asked for Mr. Scanlon's resignation, so that he could set his own narrative upon his departure. While the lack of details provided to the public is concerning to many. it is simply not appropriate to disclose items discussed during the review process. I doubt there anyone that there's anyone in this meeting they would want the details of their own reviews made public. However, I really want to say that we followed an established process that is likely similar to the processes you have been involved with in your endpoint.

There was an evaluation of poor competencies and progress towards stating goals. evaluation of adherence to policies and procedures. And a look at overall performance over a number of years. At the end of this process. It was clear that the Board and Mr. Scanlan held

very different perceptions about performance and metrics, and the decision was made by the Board to part ways that's on us. As President of the Board. I fully acknowledge that I wear this decision heavier than most as we go forward.

As you see, in tonight's agenda. We are immediately starting to search for new general manager. This is not the 1st time we've had to do this at Eaglecrest, and it will not be the last while we have the utmost respect and confidence for interim General manager is not our intent that she remain in that role, unless, of course, she wants to apply, and she's very welcome to do so as we begin the recruitment process. I want to emphasize that while faces may change. Our operational position at Eaglecrest will not during this transition period. Eaglecrest as an is a community asset and that will not change. Eaglecrest will continue preparing for normal winter operations. While still pushing forward with the gondola project for successful completion. The board has been 100% supportive of expanding our summer operations as a means to subsidize replacements for our aging winter infrastructure. and it is mission critical that we continue on this path.

We appreciate the assembly support and purchasing the gondola, our partner Goldbelt for funding its installation, and the continued support recently voiced by the city manager's office. To complete this project.

The Board fully acknowledges that this period of transition will not be easy, as our challenges of deferred maintenance, recruitment and retention, climate change and inflationary pressures remain.

We also see this as a period of opportunity, where we can continue laying a foundation that ensures successful Eaglecrest operations for decades to come.

You will see an increase in Eaglecrest Board Committee meetings as we work with staff to address our challenges and opportunities and we very much welcome your ideas. And input in those meetings as part of public participation. As we go forward. Some of you know that my term on the board is up at the end of this month and I was not going to reapply due to family and professional obligations. However, now that we are in a period of transition. I have reapplied and if they want to reappoint me, they will. Eaglecrest is too important to our community, to my family for me to walk away at this time. However, while I believe Eaglecrest will always endure. It will not be because of any one individual, no one on the Eaglecrest Staff. or this Board is irreplaceable. But what is irreplaceable is the support of a community. I know that the Board's actions have caused that support to be questioned and questioned by many of you who are in the room, and on this call, who I have the deep and long lasting respect for your opinions. I know that all of us on the board look forward to working with you to regain that support as we move forward as we move into public comments. I just want to remind folks that this is a lot like assembly public comment. It's absolutely your right to pose specific questions. But this is not A. QA. Session with the Board. If a board member wants to ask a question of anyone who's providing public comment, they can. but they will likely not respond to questions until the Board member comments the questions at the end of the meeting. Please be respectful of everyone's time in your comments as I imagine Mr. Dale is going to set a time limit. Given the number of people that are here. We want to hear as many people as we can this evening, hopefully, all of you, and if not, there will be more opportunities. Once again I do apologize for not being there.

I'm going to listen in as long as I can. As I head north, and I'm very much going to watch the recording of this to make sure I hear everybody's testimony.

Public Comment

Mike Stanley

Thank you, Mr. Dale, and board my name is Mike Stanley. I live on North Douglas. I was on the board for 3 terms, from 2011 to 2019. during that time we had 3 different managers, and we had to go through the GM. Recruitment process twice. 1st of those resulted in Matt Lillard being hired. Matt was in my estimate was that he was a very capable professional manager, but at some point there was dissension between him and city staff. We worked with them to try to smooth things over. Our HR Committee with the staff brought that into process. We even hired a local management consultant to work with Matt to try but we made it clear all the way through that we were going to back the manager we were not going to give the employees a veto power over the managers. and things were moving in a positive direction. Then Matt left to take a dream job back in New Hampshire, so we had to go through the process again. We had about 40 applicants that came up. They were. let's just say, uninspiring. With one exception, Dave Scanlan. Dave presented a breadth of skills, a knowledge of the ski industry, a degree of enthusiasm, a way of presenting himself and the history of being promoted at every position he had been in. That made us feel like he was definitely the one. So we hired him. Our confidence was born. Dave has accomplished a heck of a lot during both when I was on the board and subsequently. So I'm not going to go through the list. I think if you take a look at Katie Bausler I know in particular that she submitted a letter to you listing what Dave did over his time. I know, in particular, to submit a letter to you that list a lot of things that that they did over time, things, a lot of things that would not have been done in my mind. Mr. Satre made it clear or made his decision. And now you've got to find a new one. Well, good luck! Because, you know, you're not going to find someone. I don't think who has the same technical and mechanical skills as Dave, you're not going to find someone who's got the vision, the energy, that works 70 hours. I'll just close it right there like I say, I wish you the best. but not real happy with the way this has turned out. but it'll be what it is.

Chuck Orsborn

Yeah, Hi, my name is Chuck Orsborn. A lot of guys know me. I've been skiing at Eaglecrest for well over 40 years. and well, we got a problem. So we're hoping that you guys can answer some questions. We're not trying to be derogatory. We want to be accusatory. It is what it is. We're not going to get the best ski area manager we ever had back. He's not going to do it. Okay, so we got to go forward and we don't see a big plan. I just want to remind people this is the government as well, so we could go pretty quick and get rid of it wasn't very slow in mind. so we just got some answers. We got some questions we'd like to get some answers for. And finally, the one last thing I'd like to say, you guys are all invited too. We're going to have Dave's appreciation party. June 14th 7 to 9. Of course all the board members are invited, and there'll be 500 people there and you should come too..

Fred Hiltner:

Hello there, I'm on the, with the Juneau Nordic Ski Club, my position there includes liaison to between the club and Eaglecrest. And so we are some degrees of eyes and ears of the Nordic skiing, cross country skiing public and really appreciate the work that we can do with the Eaglecrest board. I know we have some new members. So I'm happy to have this opportunity. We meet with the board. Every month just about I'm here, we offer advice when it's needed sometimes when it's not needed or requested, of course to. But we really appreciate that relationship. Some of our work involves, over the years many years at Trail cleaning of cutting alder and willow on some of the runs their advisory capacity when needed. We meet with the Nordics with the Eaglecrest Board Nordic Advisory Committee at least once a year, we really appreciate that. Relationship. Because one little piece of news is that we're talking with management about a breakout, a capping of the NordicTrack. That was completed, added with shot rock there. Last year, we're working with D O T and was working with Dave (Scanlan), look forward to working with Erin on that volunteer project, which will be hopefully about 200 yards of gravel, that we're volunteering our support and our labor, and invite other people to join us if Erin approves that. So I'm sorry to try and pin that on. Thank you for that.

Dave Hannah:

I'll keep this short. As you know, I'm a pretty strong supporter. And I continued, intend to continue that and to continue my work, keeping your equipment running and getting some things built up there. We're all going to try to support the area. But I just have to I came here to tell you that I'm so disappointed in this board. This board apparently failed to engage Dave in his review, if I understand things correctly, and they failed to get his perspective and his advice on dealing with whatever procedural or personnel issues that were perceived to exist. I think the board owes Dave and the public an apology because the board knew about these issues. And they knew they knew all the issues Dave was facing. And yet they did not demand more support and cooperation from the city manager engineering human resources in the assembly. Dave was pushed back against every step of the way and everything he tried to do. Instead the board when I was on it, too. We constantly thanked him for his endless energy and doing the work of four people. But when that caused some things to fall by the wayside, he was dismissed. I think if the board was not willing to be a stronger voice with the city, and give him the support that he needed, then the board is just as culpable as Dave, for any shortcomings that exist. I think the board should be willing to admit it. Thank you.

Bob Janes:

That's a hard one to follow. But I'm Bob Jaynes. I am the chairman of the people promoting Fish Creek development. No, wait a minute I got mixed up. That's 50 years ago, that was my father he would - he would be so tickled to know I'm here supporting this incredible institution that we have. And I echo some of Dave's sentiments like not so much as I would say it but you guys got to get it together and make this work. This is a huge community asset and the fact that this happened in the first place astounds me. I don't know the details. I don't even want to know the

details but it astounds me and I, I hope you will move forward positivity and vision in taking Eaglecrest to the place where it needs to be and one of the questions in here. What this what the skiers lift us in the summertime 50 years ago, absolutely. experienced in Alaska and elsewhere shows that ski lifts are extremely popular not only sightseeing tours, but among area residents who enjoy taking lift up for the Alpine experience, etc. 50 years ago, here we are, I bet they could have found a bigger room 50 years ago.

Patrick Harmon:

I thought I thought that was just kind of the signup sheet. I came primarily to, to get information, I was hoping maybe the board president without telling us all of their views. And those things could give us an oversight of how this developed because I think a lot of people in the community just heard about this the last couple of weeks. And it's a pretty radical thing. Dave was very popular, you know, manager, everybody liked him. And so I think I'm just looking for facts. And it's good to hear what everyone has to say. I would say I got a lot of concerns, but I want to hear the issues that come up. But one to me is that I don't know, I've never read the contract that we have with Goldbelt to how they're going to work with us on this. But I'm really concerned that this kind of thing, it does not make Eaglecrest in our situation look good. If you're going to put out millions of dollars to a partner, you want a good organized partner, there's working together and everything looks good. So I've heard a lot of things haven't been done because of kind of miscommunication, we think between things and which could possibly jeopardize that contract. So I think that is really an important part of things. There's so many other subjects, I'll just let it go at that other than I love Eaglecrest too. And, and I want it to succeed. And I was on the board for three terms. And we went through three or four changes of management management, one where the staff actually basically Mutiny on the, on the manager, and we had a public meeting just like this, with 100 people there. And 95 Out of the 100 were against that manager. And so as a board member, even if you think that managers done the greatest thing in the world for you, if the perception from everybody in the community it isn't he has to take that responsibility and live up with that and, and and we ended up changing them out and we were able to find other people but we've always had this issue of a manager who was very strong in the office could keep the city happy, everybody happy. And then a manager that was up there in a mountain that really knew the mountain and very rarely ever going to get someone that has both of those traits and works at well. And we've been fairly lucky at that and I think Dave probably was a hell of a good balance of that. So I hope he what he did was awful horrible that you put him down the road better yeah

Chris Cummins.

So in short, I was I thought Dave did a wonderful job. I'd been here 17 years, and he was the strongest of the three managers while I was here. I was surprised that he was cut loose and I was hoping to hear more details, why? And the process how you're going to replace him. That's it.

Evan Morgan:

My name is Evan Morgan. And my wife and I own Pitman's Pub. I'm going to speak now about my personal concerns, but later we'll speak to you guys about Pitman's Pub's concerns. Might ramble for a minute here but hold on. So my family has a long line of skiing and skier and management history. My grandfather had a travel agency bringing people skiing in Austria, and later was the manager of Windham Mountain in upstate New York. He also is in the US Ski and Snowboard Hall of Fame. My father is the head coach and Nisa, which is in New York State skiing program, the ski race program. He competed both in ski racing and freestyle all three events. Aerials, moguls and even ballet skiing. He also competed for many years in a world pro mogul tour, he achieved the NJ C double A all American status doing so. My father has a degree in business management and spent his life managing all the Home Depot's in New York State. My brother's a snow sports manager at Arapahoe basin in Colorado, and is a USAA level 300 instructor. That being said, my family has a slight bit of knowledge on what it takes to run a ski mountain. Obviously, many people have voiced their opinions on white Dave was a great manager. And speaking with my family was clear that you had the best manager you could have ever found, and have even considered moving here specifically to work for Dave. You will not find a better manager. Dave was forward thinking hands on leadership and knowledge of the industry made for a perfect general manager for a mountain that was dying. Speaking with my brother, my other brother, who happens to have built a multimillion dollar company in Manhattan, and is on the Forbes top 100 growing businesses list made what I think is the most important point that I'd like to talk about. His point is that any board of directors and a large company that makes a decision such as this one makes it clear they're unfit for their positions. I'm hopeful that my daughter will grew up skiing here and be the fourth generation Morgan to be heavily influenced by skiing. I hope you guys don't screw this up anymore.

Katy Morgan

My name is Katy Morgan. Also half owner of Pitman's pub Eaglecrest. I'd like to start out by reading the CBJ code 67.05.020 it states, subject to state laws and borough bureau ordinances the Board of Directors of the Eaglecrest ski area shall be responsible for the operation of the ski area according to the best interests of the public. That goes on with more but based on this ordinance, I believe that the board has failed the skiing and riding community at Eaglecrest, forcing Dave Scanlan's resignation was not in the best interests of the public or the mountain. There is little to no management at Eaglecrest for the board to oversee now Dave's resignation feels like a death sentence. This week, someone said that I was inciting fear, but I am scared for the mountain. I love the community of Eaglecrest. I own a business that my husband and I started so that we could be around for our daughter and bring a much needed communal space. The bar back to Eaglecrest. I believe that my fears are legitimate. With Dave stepping away and Erin acting as general manager for the time being. I'm concerned that ski school needs will not be met and too much will be dumped on Erin's plate. I'd like to see the ski school to continue to thrive under her leadership so that my daughter can learn to ski at Eaglecrest. I'm sure that she is a capable woman. But I don't believe that any one person can juggle so much at the mountain. I worry that there is no one else out there that will step up for Eaglecrest the way that Dave did. I have witnessed Dave fill his role as general manager. Work with us on our contract with the city to open Pitman's Pub, working at ungodly hours making snow scrubbing toilets serving pizza

fixing snowcats taking out trash making the terrain park assisting ski patrol bumping chairs, trying to make your round operations and the gondola a reality, and generally going above and beyond for the mountain. The time energy and devotion and love that Dave poured into the mountain will not be beat. With the lack of staffing at the mountain. The time it takes to hire new GM to fill the empty positions and hiring a competent and qualified General Manager to take over during the midst of an gondola project seems like a hefty load for a board who doesn't seem to be looking out for its constituents. I think you should all be forced to resign. But for now, I hope you have a contingency plan that you're ready to roll out to save the season and the seasons to come. And I'd like to say that I do not support Mike Satre resubmission to the board if he's going to bear the brunt of the board's decision.

Charlie Harrington:

Hello everyone, I'm Charlie Harrington. I worked at Eaglecrest for four years, three of which, under Dave, best boss ever had, I think we can all understand his accomplishments that he's made in seven years. And so I'm really sad to see him go. And I'm really disappointed in the board. So with three seats opening up, I think it's an opportunity to put people on the board that have Eaglecrest vision in mind, not necessarily an evaluation criteria. I am laughing at that. I don't know how anyone could look at these accomplishments and not be impressed. So also, we're having a party Friday next week, Deckhand Dave's, seven to nine, and I hope everyone can be there.

Barney (no last name given)

Hey, I'm not going to step up to the microphone, I just want to say that I built Eaglecrest ski area, back in the 70s, in skiing there my whole life on that my whole life. I'm 72. Now. So it's been about 50 years since I've been on the hill. I've watched every manager come and go. Dave has been the best manager. He's been in touch with the community. I don't understand what the Board did. I probably never will. I just want to say something you guys are not in touch. You're not in touch with the community. You're not doing your job correctly. And I think you can do some improvements in that. But you have to listen to us. Dave should never have been fired. He was the best manager we have. We waited years and years and years to get a really good manager that knows how the industry works. And then you you can him and you won't tell us why. You had two explanations I heard earlier. One. I can't remember the other one was merits. What the hell isn't merits, you have to give us an explanation? Or did you do something financially failing, you didn't make enough money. All I can say that. All I can say is everybody's going to love everybody. But you guys are not in touch with what we're doing. We've been doing this for a long time. And I don't know how long you've been in the community or what you do for a living. But most of the people that are up there we live in. I've been on that mountain for 130 days this year, right here between last year and this year, 130 days last season. I've seen every day at that ski area. Dave has been there every day, doing his very best to keep the community and you guys happy. And I have I can't understand how you can't give us some reason. You said for performance. Well give us the facts. What did he do wrong? You either that or all you should resign? You should not be running something that that you can factually give us why you let them go. It's private. You don't want to tell us? Well, you know, that's not cool. You know, this is our lives you are messing with. You're messing with our lives. Don't mess with

our lives. It's not cool. Just get it together, Dave should never have been fired. Give us a reason. Don't just leave us in the lurch. We're not stupid idiots. We're people of the community of Juneau, Alaska. We need an explanation. And if you can't give us one reinstate him right now.

Karl Bausler

Karl Bausler, Douglas Alaska long time Eaglecrest skier. Anyway, does CBJ have a performance improvement plan as an option and the personnel details of whatever the situation came up is a question I have. And I don't know if you can answer it. But if not, then it would be a good thing to include, when you have a high level manager is doing so many good things, that there's an issue that avoid some egregious misconduct, which should be an opportunity for a performance improvement plan.

Sean Eisele

Yeah. Hey, thanks. Thanks. I want to take that long, I just want to say that in my experience, the board is a thoughtful group that is really dedicated to you Eaglecrest. And I also think that as an employer, I understand that in HR matters, you often can't really tell the whole story. And so I think that a lot of people are responding to a story that, you know, they're not necessarily hearing the full side of and I just want to say I respect all the work that the board members are putting in. And I don't know the whole the whole story, but I'm sure there is a whole story and so, thank you for your work.

Kayla Harmon

My name is Kayla Harmon. And I just want to say that I was on the Eaglecrest board of directors from 2016 through 2018. I was on the board of directors when we hired Dave and went through the process are really arduous process of hiring a new general manager for the mountain. I think that this decision was really short sighted on the board, weird time of the year to try to get everything going. Very quick timeline that seems inappropriate, and didn't provide enough closure for the good of Eaglecrest. I also just want to acknowledge that this meeting is occurring in a room that has a capacity of 30 people. There's 50 people on Zoom. There's 50 people in the building that was short sighted on the city's part. And I think that public testimony is extremely important, especially for a city run ski area. I just want to support Dave, he was a clear winner when we were looking at those candidates when we went through the process of public feedback, and employee feedback. And I've been so impressed with Dave, from start to finish. And thank you for this opportunity. I request that the next board meeting you guys find a larger space to accommodate all people that want to take participate. Thank you.

Report from Assembly Liaison, Christine Woll.

- Assembly committed to funding Eaglecrest ski area, including 6% wage increase and gondola startup funding.

Eaglecrest gondola project and city manager's support.

- Alex Pierce, City Manager's office, addresses ordinance 2024-04 giving department role in tourism projects
- Pierce emphasizes continuity, support for Eaglecrest project and working relationship with Scanlon
- Pierce emphasizes the importance of Eaglecrest to the community and provides context for the gondola project.
- Pierce addresses concerns about personnel issues and reiterates the city manager's support for the project.

Mountain maintenance, including budget updates and equipment repairs.

- Erin Lupro provides updates on the budget and maintenance
- \$518,000 loan from the City.
- Erin Lupro and Justin worked closely to prepare for tours and vendors on the mountain.
- Eaglecrest team worked with the city and were able to get a request for a quote for the rigging for inspection and splicing of the Hooter and Ptarmigan chair for this summer. More updates on how that goes in mid-June.
- Update regarding posting of job description for Director of Mountain Operations.
- New mechanic starts on Monday. Working with staff in maintenance shop and lift maintenance supervisor so they can begin lift maintenance.
- The team is recruiting summer laborers and brushing crew, and conducting a yearly inventory of parts in the maintenance shop.
- Justin
- Dave, Justin, Steve went on tour of snow making equipment.
- Erin and Justin did a run through with Dave on the water system on the mountain. Justin is working right now on his water certifications.

Eaglecrest Ski Area's priorities, budget, and marketing efforts for the upcoming season.

- Erin Lupro and team prioritizing maintenance tasks, including repainting the hooter lift.
- Loan covers 6% increase in pay scale
- Erin Lupro: Kristin working on reciprocal agreements with other ski areas (already has 25 signed agreements), trail map update to include biking and hiking trails, webpage updates, and promotion materials.

- Jonathan Dale: Online calendar updated with Season Pass sales, deadlines, and events.

Summer camp, marketing, and fundraising for a ski resort.

- Norton Gregory discusses Freedom Pass and its agreements with other ski resorts.
- Erin Lupro discusses summer camps, cabin rentals, and fundraising for the Snowsports school.
- Snowsports school sells flower pots for school group programs, with proceeds supporting the school.

Summer operations and concession management at a mountain resort.

- Erin Lupro discusses updates to administrative processes, surprise events, and seasonal operations for a ski resort.
- Community-focused shop and gear acceptance in summer.
- Erin Lupro discusses summer operations, including concession companies and tour prep.

Eaglecrest snowcat parts, pay scale increase, and pricing for FY 25.

- Jonathan Dale and Erin Lupro discuss priorities and identify potential CIP projects for the summer. Also discussed the potential for hiring bonuses as a part of staff recruitment efforts.
- Hannah Shively asks about waitlists for summer adventure camps, and Erin Lupro confirms some spots are still available.
- **Jonathan Dale asks for volunteers to lead communication with the Eaglecrest Foundation on Stephanie's departure until September, when a new committee member will be appointed. TJ volunteered to fill the vacancy.**
- Erin Lupro reminds the board that she reached out to the foundation for an annual allotment of \$100,000, and Jonathan Dale confirms that the amount is correct.
- Jonathan Dale explains the 6% pay scale increase for employees, which will come from the CBJ loan.
- Jonathan Dale: The next item on the agenda was the 6% pay scale increase. I think this first kind of came up March April timeframe, when we were setting our annual budget. The initial presentation to the board had a 3%. But we sat down as a board. And we know that we really need to invest our employees keep folks around this, we bumped it up to 6%. And like we stated earlier that 6% did come out of that CBJ loan that was funded. So Erin, it's my understanding that to move this forward, all you need is a board motion, and we can put our 6% pay scale in place for our staff. Is that correct?
- That is correct.
- **Motion by Kevin Krine to approve the 6% pay increase as presented. No objection. Motion passes unanimously.**
- Erin Lupro presents the FY 25 pricing, with most items remaining the same but with small increases for Coast Guard ticket and rental due to rising costs.

- **Ski resort loan and pricing increases.**
 - Christine Woll explains the loan is for operational deficits, not just salary increases.
 - Loan could allow for 6% staff increase and flat pricing, but not without it.
 - Pricing increases for season passes have been consistent over the past two years, with a 10% increase in the past year. No increase is recommended this year.
 - **Motion by Norton Gregory to approve pricing proposal as presented. Motion passes unanimously.**

Pittman's Pub contract renewal process for FY 25 and rock pad placement for a ski resort.

- Pitmans Pub contract renewal process begins, details unclear. Erin to review contract upon her return to work as she is currently away on PTO.
- Evan Morgan of Pittman's Pub explains that the rock pad is needed for the gondola base, and they want to place it 100-150 yards back from the current location.
- Katy Morgan of Pittman's Pub provides the diameter of the rock pad needed as 30 feet, and the base will be a little wider, but they don't have exact dimensions.
- **Contract renewal and operational issues for a bar and restaurant.**
 - Katy Morgan requests permission to operate in both the lodge and the yurt that they would like to put up.
 - Erin Lupro wants to discuss contract details Katy and Evan Morgan of Pittman's Pub, before the board meeting to ensure timely signing and avoid delays in opening the bar.
 - Kay Morgan mentions an issue with the contract that was previously signed with the city, highlighting the importance of a deadline for contract negotiation and signing.
- **Taking over the grill at Eaglecrest to reduce insurance costs.**
 - Evan Morgan of Pittman's Pub suggests taking over the Eaglecrest grill to reduce their insurance costs and improve efficiency.
 - Erin Lupro communicates with J-1 employment company for FY 25, learning about processes.
 - Erin Lupro: Program valuable, need staffing support to continue.
 - Board members express interest in supporting program, seek details from Erin.

Recruitment and selection process for general manager position.

- Dallas Hargrave explains hiring process options the board may utilize to hire a the general manager. Hiring a recruitment person/company, using in-house resources, or a blend of both options.
- Dallas Hargrave explains in-house recruitment options for city and Eaglecrest positions, including a blended effort with headhunters.
- Discussed the option of the board appointing a search committee for the board to discuss selection criteria and schedule public meetings.

- The board directed Dallas Hargrave to utilize a blended recruitment option of using in-house resources as well as a recruitment firm. The board discussed getting the general manager posted as soon as possible.
 - The search committee could conduct initial screening and make recommendations to the board.
 - Recommends that the board will engage in public meetings and exercises to select the final candidate.
- Recruitment strategies for a ski association job opening.
 - Dallas explains that recruiters may reach out to potential candidates who are not actively looking for jobs.
 - Committee members discuss the challenges of finding recruiters who are willing to refer candidates for the ski industry position.
 - Committee members discuss options for hiring a recruiter for board positions.
 - Hannah suggests reaching out to Hans for the open position.
- Partially exempt position job posting.
 - Dallas Hargrave highlights key points for partially exempt position job posting, including starting salary (\$90-\$110) and negotiability based on experience.
 - HR committee may review and update position description for general manager role, with flexibility in recruitment rules for partially exempt positions.
 - Eaglecrest staff confirm candidate qualifications and application deadline.
- Salary range for new ski resort general manager.
 - Hannah suggests starting salary at \$90,000, negotiable depending on experience.
 - Jon suggests starting salary at \$100,000
 - Kevin Krein mentions Eaglecrest's expansion, including a gondola for skiers and improved summer operations.
 - The Board agreed to post the General Manager position advertisement as it was presented, with Kevin's amendments, as soon as possible. The board also agreed to delegate the task of general manager recruitment to the HR committee.
 - The HR committee scheduled it's next meeting for June 11, at 5:30 at the Eaglecrest Lodge.
 - HR committee to review desired qualifications for the Assembly to consider as they appoint three board members to the Eaglecrest board July 2nd.
- Board meeting location and project manager for gondola construction.
 - Jonathan Dale reminds everyone that June 10 is new deadline to apply for the Eaglecrest board.

The board briefly discussed Eaglecrest 2024-2025 winter operating dates. Opening day is Saturday December 7, 2024, and closing day is Sunday April 13, 2025.

Motion by Norton Gregory for the board to approve the operating dates as proposed. Motion passes unanimously.

- Hannah is selected to fill vacant seat on Eaglecrest foundation board.
- Dave Hannah highlights the importance of a project manager in the gondola project, citing the procurement process as a challenge.
- Jonathan Dale appreciates Dave Hannah's work on the project.

Public Comment.

Patti Collins

I'm just one of the many people who was shocked and disappointed to hear about Dave, in my opinion, after 37 years of skiing here. He was the best skier manager who was he's a mover and shaker do a lot of things done. In my experience. Having employees in the past, no one's perfect, you know, but if you have somebody as devoted, as Dave was who did move heaven and earth to make sure that tram happened make sure that train was going to be successful. You don't just get rid of that person. You work with their imperfections you figure out what they need and where to support their weaknesses. You guys will never find somebody as good or as capable as he was or is to vote it is he is to this town. You guys really messed up in my opinion. I know I don't know all the ins and outs of what all went down and why you got rid of them. But it makes no sense as somebody who's done plenty of hiring people in managing people to get rid of somebody who's that devoted that motivated and really got so much done. That's ski area. Immense here is so much better for all of us who ski there. There's nobody who's he said that will not tell you the skiing hasn't proved it shows in pass sales. You so many more people that have just support for the ski area because we know this area is going to run that would know that regardless of weather all the new snowmaking that he was doing this is Dave, we've had so many ski area managers that never tried to do anything other than paint their house all summer he didn't they weren't really as motivated to get anything done like he was. So I again, just think that that has been a great mistake. And I hope you do better. Good luck.

Craig Brown

My name is Craig Brown, lifelong skier. I live in Juneau because of Eaglecrest is my raising my family here and I will remain here. Be a loyal Eaglecrest skier. I work with the skier and beyond my regular job as a telecommunication specialist at a TLS calm to help out at the ski shop to make sure that people get their skis and they can get out on the hill. Above and beyond. I started ski instructing here back in 1994 95 ski season beaten Scott and Betsy Fisher all the way back then. And this is the greatest place. Dave Scanlon has been a friend of mine for 25 years one of my greatest backcountry ski partners. We helped work towards developing a ski area on the Kenai Peninsula which led him into his path towards becoming a ski area manager. I've watched his ascendancy through those ranks, and his coming here was a godsend. This mountain relies on the snowmaking system that he put in single handedly had the vision for and created out of a budget of money to sitting there. And on the mounter Eight years ago had five days of operation five days. And that was all we operated because we did not have snowmaking in place. He saved our ski seasons. For the last six years, the rain events that have happened on this mountain would have crippled budget for Eaglecrest that would not have been skiing, would not be able to get

children raised on skis, loving it, learning to be the next generation for our skiers. Whoever comes in, I hope you put an application process out in Scotland with a national animal is a unicorn. Because we had a unicorn never be able to find anyone like that who was willing to come in drive so hard working every single aspect was there for his people, whether they appreciated that or not. Whatever has happened, that has transpired, the obfuscation of our understanding why it was be mark upon your characters as people who are on board and shame

Bruce Garrison

Yes. I'm going to echo Mrs Harman and Mr. Stanley's comments about Mr. Scanlan, he exceeded work the hiring. We did back in when we hired far exceeded new board. I accept what you folks have done. I will tell you skip your vacations for the summer, you are now hiring mode, you can't go off just doesn't work. I also think you're committing fiscal irresponsibility. When you're putting a 6% raise on a loan. It took the Eaglecrest board over 10 years to dig out of a million dollar hole that a prior board done. And you guys won't be there when the city manager goes, oh, I want the money back. The other thing, and you talked about the J ones. I'm on the foundation board in order to get the J ones last year. Dave Scanlon had come to the board to cover the A insurance the insurance did because there was no support from the city. And yet you're telling me the manager supports the area didn't last year to get J-1's and they failed the area out? You're using Packer funds to do basic maintenance, that money when it's gone, it's gone. It won't be there anymore. You folks are not running the area fiscally responsible. I have more, but it's kind of funny. I passed out this thing in 1974. I'm gonna give it to Bob, I have some other ones. No question. We found that the area has the capacity to meet it set itself without further assistance from the municipality. Hey, guess what, folks? Bare minimum, you've spent over \$22 million of city funds over the last 50 years.

8:00 p.m. – Norton moves to adjourn. Motion passed unanimously.

President: Mike Satre

Vice President: Jonathan Dale

Secretary: Norton Gregory

Planning Committee: Norton (Chair) Kevin, Stephanie

Finance Committee: Jon (Chair) Kevin, Stephanie

Human Resource Committee: Kevin (Chair), Norton, Hannah

Eaglecrest Foundation Liaison: Stephanie **TJ Mason volunteered to unofficially fill in until a new liaison can be appointed by the board President.

Nordic committee/liaisons: Hannah, Norton



EAGLECREST BOARD OF DIRECTORS AGENDA

July 11, 2024 at 5:30 PM

Fish Creek Lodge Great Room/Zoom Webinar

Eaglecrest Ski Area Fish Creek Lodge - Great Room

3000 Fish Creek Rd or Join via Zoom

<https://juneau.zoom.us/j/88259484580?pwd=Z0dyTUdKdHh4ZEY0STU0N1M0VnovZz09>

Meeting ID: 882 5948 4580 Passcode: 372236

- A. ROLL CALL
- B. APPROVAL OF AGENDA
- C. APPROVAL OF MINUTES
 - 1. June 6, 2024 Eaglecrest Board Regular Meeting Minutes - Draft
- D. PUBLIC PARTICIPATION
- E. MANAGERS REPORT
 - 1. Budget Update
 - 2. Department Update
- F. UNFINISHED BUSINESS
 - 1. Board Approval for Pittman's Operations
- G. NEW BUSINESS
 - 1. General Manager Recruitment Process Update - HR Memo
 - 2. Eaglecrest Board By-Laws
- H. COMMITTEE & LIAISON REPORTS
- I. PUBLIC PARTICIPATION
- J. BOARD OF DIRECTORS' COMMENTS AND QUESTIONS
- K. NEXT MEETING DATE

Eaglecrest Board Regular Meeting - August 1, 2024 at 5:30pm, Eaglecrest Lodge/Zoom
- L. ADJOURNMENT

Managers Report for June Board Meeting

Our current staff working are all in constant communication as are in our transition period. We have all jumped into support each department in what we need to focus on. We are currently working on some big projects that are critical for operations and we have taken time to plan and coordinate our efforts. We have welcomed Kirk Duncan as our Management consultant. After doing complete walk through of spaces, equipment and departments, Kirk and I have compiled a list of priorities and have developed a plan moving forward.

Lift Maintenance

We have now added additional staff member Kellan to support with lift Maintenance. We have been able to get the annual Maintenance rolling.

Training, safety equipment and procedures are top priority, so that we can create a culture that has everyone looking out for not only each other but the best interests of Eaglecrest as a whole.

We brought in a rented man lift to help support a couple different projects, we were able to safely get the shop door fixed, all the chairs off for NDT/Splice, and Pete was able to complete some building maintenance.

The following are DONE items:

- All chairlift have had 20% NDT chairs removed.
- Porcupine & Ptarmigan Bull wheel bearings maintained
- Porcupine 7 Black Bear haul Rope greased
- Hooter & Porcupine damaged loading station mats have been removed and prepped for replacement
- Porcupine got a new E-brake ram replaced, carriage limited switch replaced
- Hooter- Haul Rope Splice has been completed
- Ptarmigan- Haul rope Splice will be completed by Thursday afternoon.

Additional safety gear for lift maintenance has been ordered, to replace gear that was no longer safe to use.

A grip slip tester for Porcupine is on its way,

The top of Hooter was discovered to be missing **several bolts** in a flange and we had all the hardware on site and made the repairs before the splicing event.

After talking with our Insurance company it has been collectively decided that this summer we will moving all chairs along the haul rope to set the base line of annual maintenance for better have a scheduled moving of the chair clips in the future.

Going into this week we were unsure if Porcupine might need a new haul rope this summer, but after inspection we have learned that is not the case this summer.

We will have to plan for a BlackBear haul rope splice for next summer, this will need to taken into consideration as we build the FY26 Budget.

Mountain Maintenance

At the last planning meeting we explained that since my return we have hit the ground running. We have spent hours/days discovering concerning issues. We have been fortunate to be able to work with other CBJ departments, for support.

Currently we have scheduled overdue inspections, worked with CBJ Risk and Safety, plans for a detailed report after we asked them to visit and we have a second upcoming visit.

Nate Abbott from Building Maintenance department has taken on the responsibility as our UST-Class A&B Operator at Eaglecrest, in this time of transition.

We have also scheduled this seasons visit for the testing of the Ptarmigan tower bolts, July 23- 24
We are bringing in an industry expert to give a detailed assessment of lifts.

Annual inventory is almost complete, but the haul rope timeline took priority.

The diesel tank has a new seal kit that has arrived and has been installed.

A new DEF fluid pump has been ordered and install to follow

We have replaced our diesel transfer tank with a new one, as the integrity of the previous take was compromised.

We are adding another Mechanic, he had previous left Eaglecrest Mid-winter and is returning July 15

SSS/ Base Operations

We have almost completed the 3rd summer camp and have one more July 22-26th for ages 12-14, we still have a couple spots left.

We have been finalizing the last FY24 remaining balances that have come in.

I have asked Dianna Pierson to help manage and report all transmittals to the cash office in this time of transition. Her attention to fine details and accuracy makes this a perfect fit.

All the Snowsports programing dates have been decided and all sales materials are being updated and prepped for printing.

All FY25 documents for programming have been updated and ready for the season ahead.

Homeschool Programming will go live august 20th, All Multi week Programs will go live August 21st

5th Grade Passport program is live on the webstore and the applications for Season 24/25 can be found on the website.

Locker renewals will go out August 1st – For all existing locker holders, We have an extensive wait list for lockers and will fill non renewed lockers from the list

We are currently working on quotes for this seasons media cards to restock.

Worked for launching the Season pass sales, cleaning up the back end of products for valid dates for FY25

Our Team (ALL DEPTS) have worked together to try and located important documents, invoices, taken time to organize the files

We will be performing yearly maintenance of Hilda Dam Cabin July 15- 17th, day use will not be permitted.

We will be performing yearly maintenance on the Ravens rest Cabin July 29th- Aug 1st , we will additionally be insulating the floor and skirting the bottom to save on fuel usage in winter months, Day use will not be permitted during these times

Marketing

- Met with Liz from Travel Juneau to ensure our partnership and marketing information is good for the upcoming season.
- Season Passes are LIVE (updated website, storefront, calendar, and pass perks page for all season passes, multi-visit cards, flex passes, and nordic passes)
- July is the only month to purchase the Payment plan option.
- Ordered updated Maps from Litho
- Photographer Contracts have been sent out
- Local Business Pass Perks have been updated.
- Summer Trail Map, mtn bike and uphill routes drawn, just need to add responsibility code and legend before sending to Litho
- Working with HR to get Marketing Coordinator back live and listed to "open until filled"
- Continued cleaning and updating the website for current information and updates is ongoing.

Eaglecrest Employment

Base Operations Manager- We have completed interviews for qualified applicants. We are in the final stages in the process.

Director of Mtn Operations- The position is open for recruitment.

Interviews have been happening for Summer Laborers

Eaglecrest is Planning on opening the winter positions for recruitment the last week of July as inquiries are started to appear in email.

We are currently in the Processes with our J1 Program company and getting this years information packets and updated documents ready. We have a workshop with them on July 23rd- Virtual meet and greet will take place 24th, 25th & 26th for those interested in working at Eaglecrest.

We had a meeting with UAS to talk through last season and any changes for this upcoming season. They are excited to welcome us back again this winter.

	FY23	FY24		FY25	FY26
	Actuals	Amended Budget	Projected Actuals	Adopted Budget	Approved Budget
EXPENDITURES					
Personnel Services	\$ 1,993,700	2,111,500	2,155,400	2,382,900	2,450,400
Commodities and Services	1,592,000	1,764,100	1,684,600	1,927,200	1,980,800
Support to:					
Pandemic Response Fund	-	-	-	-	-
Total Expenditures	3,585,700	3,875,600	3,840,000	4,310,100	4,431,200
FUNDING SOURCES					
Charges for Services	1,759,000	1,895,000	1,860,000	1,957,000	2,048,000
Licenses, Permits, and Fees	276,200	394,000	329,000	398,000	448,000
Sales	73,100	63,000	76,400	81,400	81,400
Rentals and Leases	281,700	300,600	310,600	315,600	325,600
Donations and Contributions	100,400	100,000	100,000	100,000	100,000
Support from:					
Roaded Service Area	50,000	50,000	50,000	50,000	50,000
General Fund	880,000	1,005,500	1,005,500	1,398,800	880,000
Total Funding Sources	3,420,400	3,808,100	3,731,500	4,300,800	3,933,000
FUND BALANCE					
Inventory Reserve					
Beginning Reserve Balance	257,600	253,900	253,900	253,900	253,900
Increase (Decrease) in Reserve	(3,700)	-	-	-	-
End of Period Reserve	253,900	253,900	253,900	253,900	253,900
Available Fund Balance					
Beginning of Period	29,200	(136,100)	(136,100)	(244,600)	(253,900)
Increase (Decrease) in Fund Balance	(165,300)	(67,500)	(108,500)	(9,300)	(498,200)
End of Period Available	(136,100)	(203,600)	(244,600)	(253,900)	(752,100)
Combined End of Period Fund Balance	\$ 117,800	50,300	9,300	-	(498,200)
STAFFING	33.40	33.99	33.99	33.99	33.99

FY25 Eaglecrest Increment Funding Options

	FY25	FY26	Total
Option 1 - Status Quo Operations			
<i>*Hooter chair lift tours <u>not approved</u> in CY2025</i>			
1A. Approve Base Budget (Matches Expenditures in Budget Book)			
Additional Expenditure Authority Needed	-	-	-
Required General Funds or Loan	406,700	383,800	790,500
FTE Increase	-	-	-
1B. Approve Base Budget + 6% Pay Scale Increase			
Additional Expenditure Authority Needed	112,100	114,400	226,500
Required General Funds or Loan	518,800	498,200	1,017,000
FTE Increase	-	-	-
1C. Approve Base Budget + Additional FTEs for Status Quo Operations			
Additional Expenditure Authority Needed	162,900	171,800	334,700
Required General Funds or Loan	569,600	555,600	1,125,200
FTE Increase	4.54	-	4.54
1D. Approve All Status Quo Operations Increments (1B and 1C)			
Additional Expenditure Authority Needed	284,000	295,200	579,200
Required General Funds or Loan	690,700	679,000	1,369,700
FTE Increase	4.54	-	4.54
Option 2 - Expanded Summer Operations (Starting in CY25)			
<i>*Assumes approval of status quo operations increments (Option 1D)</i>			
<i>*Hooter chair lift tours <u>approved</u> in CY2025</i>			
<i>*Assumes Gondola is operational May 2026</i>			
Additional Expenditure Authority Needed	1,160,100	2,766,900	3,927,000
New Revenue from Summer Operations	756,000	3,471,000	4,227,000
Required General Funds or Loan	810,800	(320,300)	490,500
FTE Increase	14.22	25.88	40.10
Option 3 - Expanded Summer Operations (Starting in CY26)			
<i>*Assumes approval of status quo operations increments (Option 1D)</i>			
<i>*Hooter chair lift tours <u>approved</u> in CY2026</i>			
<i>*Assumes Gondola is operational May 2027</i>			
Additional Expenditure Authority Needed	284,000	1,171,300	1,455,300
New Revenue from Summer Operations	-	756,000	756,000
Required General Funds or Loan	690,700	799,100	1,489,800
FTE Increase	4.54	9.68	14.22

POSITION DESCRIPTION

Job Duties

Briefly describe the most important duties performed in the normal course of work. List, in order of importance, the specific duties performed on a regular basis. Estimate the percentage of time spent on each duty. Primary responsibilities are those tasks that are basic, necessary, and an integral part of the job. Other responsibilities are those considered peripheral, incidental, or a minimal part of the job.

Functional Area: Staff Supervision

Estimated Percentage of Time: 20%

The general manager oversees all of the Eaglecrest staff, both directly and through the leadership team, including those in the areas of mountain operations, base operations, maintenance, snow sports school, rentals and ski shop, food and beverage services, and marketing and events. It is the general manager's responsibility to lead, train, and evaluate senior staff and to provide guidance and support as needed to allow them to perform their duties and supervise the employees who report to them.

Functional Area: Operations

Estimated Percentage of Time: 30%

The general manager is ultimately responsible for overseeing all aspects of mountain and base activities and functions. While Eaglecrest employs staff who are tasked with most areas of operations, it is expected that the general manager will also assist staff and managers as needed. This hands-on portion of the position requires knowledge of mountain and base operations and facilities. These include, but are not limited to: snowmaking; grooming; lift, vehicle, and facilities maintenance; power generation; water works; snow clearing (winter and summer); summer trail maintenance; Nordic trail maintenance and track setting; ski patrol; snowsports school; rental, retail and repair shop; food service; bus schedule and operation; janitorial; lodge and facility rentals.

Functional Area: Financial Management

Estimated Percentage of Time: 20%

The general manager oversees accounting and finances, the implementation and management of operational plans, development of interim financial reports that clearly interpret business performance, and annual budget documents.

Functional Area: Board of Directors Related Duties

Estimated Percentage of Time: 10%

The general manager works closely with the Eaglecrest Board of Directors. The general manager reports to the Board who oversees the position and is ultimately responsible for major decisions regarding the ski area. The general manager must attend board meetings, keep the board informed of the budget, major purchases, strategic plans, events, policies, and the state of the ski area. The general manager is responsible for implementing board directives and communicating them, when relevant, to senior staff.

Functional Area: Planning

Estimated Percentage of Time: 10%

The general manager is responsible for both short- and long-term strategic planning. The general manager must create, maintain, update and execute an area management plan approved by the Board with input obtained by the Board, staff and members of the public to determine information needs for the ski area. In order to do this successfully, the general manager must keep informed of evolving trends in the winter sports and tourism industries.

Functional Area: Community and Public Relations

Estimated Percentage of Time: 10%

The general manager represents Eaglecrest to the Juneau City Assembly, the media, the general public, and Eaglecrest users. In this, the general manager is the key link between the Board and ski area



POSITION DESCRIPTION

stakeholders. The general manager is responsible for engaging the community and the Board to determine how ski area management can deliver and/or facilitate excellent recreational opportunities.



MEMORANDUM

Date: July 9, 2024

To: Eaglecrest Board of Directors

From: Dallas Hargrave, CBJ Human Resources & Risk Management Director

Re: Request to change salary range in General Manager job posting

The General Manager job was posted after approval at the June 6, 2024 Board of Directors meeting. The Board approved that the position was advertised with a starting annual salary of \$100,000 that is negotiable, depending on experience. Since that time, multiple board members and Mr. Duncan have requested individually that we change the presentation of salary on the job posting. Additionally, a different Eaglecrest wage schedule went into effect at the beginning of the 2025 fiscal year. Based on the requests I have received and the update wage schedule, I am suggesting that the annual salary information on the job posting for the General Manager be changed to indicate a range from \$101,982 to \$130,520 that is negotiable, depending on experience. At this point, still early in the recruitment process, the potential budget impact is unknown. However, these wages are based on actual pay steps in the Eaglecrest pay plan for the General Manager position and present a pay range for potential future applicants to consider when applying.

I am seeking approval from the Board of Directors to make this change to salary range on the General Manager job posting.

ALASKA OPEN MEETINGS ACT SUMMARY

Introduction

The Alaska Open Meetings Act (OMA) is a state statute which requires that all meetings of state and local government bodies be open to the public. Most states as well as the federal government have an open meetings law. A.S. 40.25.110, CBJ Charter 15.7, CBJ 01.70.

What is a Public Body?

State statute contains a list of examples of what bodies are subject to OMA. The law covers the Assembly, the Planning Commission, the School Board, the Hospital, Docks & Harbor and Eaglecrest Boards, and all subcommittees and citizen advisory committees associated with these bodies. The OMA also applies to temporary and special committees of a public body. It applies to all of your subcommittees and special committees.

What counts as a Meeting?

The Alaska Supreme Court has broadly interpreted the term "meeting", and has held that investigation, fact gathering, discussion, and deliberation, whether formal or informal, by a public body is covered by the OMA.

What constitutes a meeting for purposes of the OMA is addressed by the OMA, which provides two standards: one for bodies that have the authority to make establish policies or make decisions, and another for bodies that may advise or make recommendations. For policy-making bodies, like the Eaglecrest Board, the law says that a "meeting" occurs when more than three members or a majority of the members, whichever is less, are present and they collectively consider a matter upon which their body is empowered to act.

A.S. 40.25.110, Charter 15.7, CBJ 01.70

Key Items to Remember:

- 1) Every person has the right to inspect public record unless an exception applies.
- 2) Strong presumption in favor of disclosure
 - Applies to CBJ emails, texts, documents, videos, even if on your personal devices.
 - Best Practice: use your CBJ email and do not use text messages for substance.
- 3) Minimize private Board members discussions (in person, text, emails, facetime, etc) about items the Board is empowered to act on.
- 4) Do not reply-all to emails that have more than 3 Board members on the email.
- 5) Do not have a serial meeting. (think of the childhood game of telephone; applies to email, text, phone)

Executive Sessions

Under the OMA, a public body is allowed to discuss certain subjects in executive session. To call an executive session under the OMA, the meeting must first be convened as a public meeting. Then, the question of holding an executive session to discuss one of the subjects listed in AS 44.62.310(c) must be decided by a majority vote of the body. In reaching this decision, the reason the session is being called and why it is necessary to hold an executive session to discuss the subject should be clearly stated on the record. Before the vote on whether to hold an executive session, the topics to be discussed should be stated and one more of the exceptions set out in AS 44.62.310(c) should be invoked. However, too

much detailed discussion of the subject in the open session would defeat the purpose of the executive session.

Subjects Which are Proper for Executive Session

AS 44.62.310 (c) The following subjects may be considered in an executive session:

- (1) matters, the immediate knowledge of which would clearly have an adverse effect upon the finances of the public entity;
- (2) subjects that tend to prejudice the reputation and character of any person, provided the person may request a public discussion;
- (3) matters which by law, municipal charter, or ordinance are required to be confidential;
- (4) matters involving consideration of government records that by law are not subject to public disclosure.

More Executive Session explanation

It is appropriate to go into executive session to discuss matters the immediate knowledge of which would clearly have an adverse effect upon the finances of the government unit. This generally includes such matters as negotiations in property acquisitions, discussion of the status, strategy, and settlement negotiations on claims and lawsuits against the municipality, and labor contract negotiations. An executive session may be called to discuss subjects which by law, charter, or ordinance are required to be confidential. Keep in mind that under AS 44.62.312, the exception for discussion of financial matters is to be construed narrowly and unnecessary executive sessions are to be avoided.

Executive sessions are also authorized to discuss matters that tend to prejudice the character or reputation of a person. The Alaska Supreme Court has indicated that a discussion of the character of a person may lead to adverse comments and that this is particularly so when comparing the character of one person (e.g., a job or committee applicant) to that of another, or other personnel related actions (discipline, evaluations, etc). Note, the person to be discussed has the right to request that the discussion be conducted in public. This means that the person or persons who may be discussed in executive session must be notified prior to the meeting so that they can decide whether they will request a public discussion. Whether you invite into the ES the person being discussed is up to the Board.

Once in the executive session, you are only allowed to consider the subjects mentioned in the motion calling for executive session. You can discuss other subjects only if they are directly related to the subject for which the session was called (supplemental to the main subject, or of assistance in its consideration).

What Happens if the OMA is Violated

A court may void any action taken by a public body in violation of the OMA. It is also possible for the body to undertake "substantial reconsideration" of an issue discussed or decided upon at a meeting held in violation of the OMA. Best practice, if you have an OMA violation, the remedy is to redo the actions done while in violation as soon as practicable. The cure is a re-do (within 6 months).

When In Doubt, Ask for Legal Advice – CBJ Law is available to help.

**Bylaws of the Eaglecrest
Board of Directors
City and Borough of Juneau**

Article I. Name

- A. Name. The name of this organization shall be the Eaglecrest Ski Area (Ski Area) of the City and Borough of Juneau, Alaska, (CBJ).
- B. Board of Directors. The Eaglecrest Ski Area shall be governed by a Board of Directors (Board) consisting of seven (7) directors in accordance with CBJ 67.05 and these bylaws.

Article II. Object

- A. Objective. Eaglecrest Ski Area is a community-owned year-round destination for outdoor recreation and education, providing a wide range of affordable winter and summer outdoor recreational activities.

Article III. Members

- A. Powers of the Board. The Board of Directors shall govern Eaglecrest Ski Area under ordinance of CBJ 67.05.020 General Powers:
 Subject to state laws and borough ordinances, the board of directors of the Eaglecrest ski area shall be responsible for the operation of the ski area according to the best interests of the public, shall make and enforce all rules and regulations necessary for the administration of the ski area under their management, shall prescribe the terms under which persons and groups may use the ski area, and shall establish and enforce standards of operation. The board of directors of the Eaglecrest ski area shall, within the ski area appropriation, establish and may amend the pay plan for ski area employees consistent with the City and Borough Personnel Management Code, the City and Borough Personnel Rules, Personnel Classification Plan, and the City Manager's policies relating to personnel. The pay plan and amendments thereto shall be based on wages paid in similar job classifications in private ski areas in other communities, adjusted for cost of living differentials. The pay plan and amendments thereto shall become effective upon adoption by the board of directors of the Eaglecrest ski area.
- B. Number of Directors/Terms of Office. The Board shall consist of seven (7) members. One liaison from CBJ Assembly shall be considered an ex-officio member without the right to vote. Members of the Board shall be appointed by the CBJ Assembly for a term of (3) years, for a maximum of nine (9) years or three (3) terms.
- C. Members. Board member responsibilities include, but are not limited to, attending monthly board meetings; serving on committee(s); setting policy and providing direction for the ski area through the general manager; public relations efforts;

Passed 2-1-07 FINAL

overseeing financial accountability; hiring, evaluating and terminating the general manager.

- D. Vacancies. Vacancies in the Board will be filled by the CBJ Assembly.

Article IV. Officers

- A. President. The president shall preside at all meetings of the Eaglecrest Board of Directors; shall serve as official representative of the board; make committee and Board officer appointments as specified in the bylaws; serve as a voting ex officio member of all committees, except the nominating committee; prepare the agenda for board meetings; sign documents on behalf of the board; review and sign the operational plan submitted to the Alaska Department of Natural Resources; serve for one year.
- B. Vice president. The vice president of the Board of Directors shall act as president in the absence of the president; may not make committee appointments and is not an ex officio member of all committees and does not attend those meetings for the president; serve for one year.
- C. Secretary. The secretary shall act as president in the absence of the president and vice president; shall have records kept of the proceedings of the meetings of the Board and shall have notice given as required by law and these bylaws of all such meetings; shall have custody of all the books, records, papers, governing documents, list of current board members and committee membership except such as shall be in the charge of some other person authorized to have custody and possession thereof by direction of the secretary or resolution of the board of directors; shall record minutes at board meetings; serve for one year.

Article V. Meetings

- A. Place of Meetings. Meetings of the Board shall be held in the City and Borough (CBJ) of Juneau, State of Alaska, at such time and place as may be specified in the notice of the meeting.
- B. Regular and Annual Meetings.
1. The annual meeting of the Board shall be held in ~~September~~ August of each year.
 2. At the annual meeting of the board, a president, vice president, secretary and other officers as the Board shall decide, shall be elected. Nominations from the floor or from a nominating committee appointed by the president may be presented.
 3. The annual meeting may be postponed by the Board to a certain day.
 4. The Board shall meet at least once each month September through May, and as needed during the summer.

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- C. Notice of meetings. The staff shall mail by post or by email written notice to each director, the Assembly liaison and the city clerk of the regular, annual and committee meetings. The notice shall contain the time and place of such meetings at least ~~two (2)~~ days 24 hours prior thereto, consistent with CBJ code, the practice of the CBJ clerk, and other CBJ boards and commissions.
- D. Special Meetings. Special meetings of the Board may be called any time by the president or any ~~four (4)~~ three (3) directors. The Board shall give notice, as required by law, of such meeting and such notice shall state the time and place of such meetings and the object thereof. Any business may be transacted at a special meeting except the election of the president, vice president and secretary. No less than 24 hours notice must be provided.
- E. Quorum. A majority of the members of the Board shall constitute a quorum for the transacting of business at any regular or special meeting of the Board. A majority of the members of a committee shall constitute a quorum for the transacting of business of the committee.
- F. Attendance. Any absence of a board member from a regular or annual meeting of the Board shall be deemed to be unexcused unless the board member is absent from the meeting as a result of attending to official business on behalf of the Board, for extenuating medical reasons, or for other significant cause, in which case the absence shall be deemed to be excused. The secretary will keep an attendance record and provide it to the city clerk. For the purposes of counting attendance, a member participating remotely in accordance with the Assembly Rules of Procedure shall be counted as present.
- H. Voting. The minimum vote required to take official action shall be the same as that constituting a quorum, provided that no vote may be taken at a meeting which would lack a quorum but for the presence of non-voting ex-officio members, and further provided that the vote requirement shall be reduced by one for each two members who are present but not voting due to a conflict of interest.
- I. Number of votes for each director. Each director shall be entitled to one (1) vote, and shall vote unless excused due to a conflict of interest.
- J. Adjournment of Meetings. If a quorum shall not be present in person at any regular, annual, or special meetings, the president of the Board may adjourn such meeting to such later time and place as the President finds appropriate. No action shall be taken without a quorum, except to seek a quorum or adjourn.

Article VI. Committees

- A. Standing Committees.
 - 1. The president shall appoint members of the Board to serve on standing committees based on the following, with further guidelines outlined in the Eaglecrest Board Administrative Procedures:

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- a. There shall be not more than four (4) members appointed to each standing committee.
 - b. Appointments for standing committee assignments and for the position of chair of each such committee shall be made by the President and shall be subject to ratification by the Board. In making nominations for committee appointments, the President shall strive to ensure, to the extent reasonably possible, that there is a balance and diversity of opinion, viewpoints and perspective among the members nominated for committee membership, and that there is at least one member nominated for appointment to each committee who has expertise in the areas assigned to the committee.
 - c. Any member of the Board may sit with any committee at all times; such member shall have the right to participate in committee discussion except that members of the committee shall have priority in obtaining the floor and only committee members shall vote.
 - d. Reasonable opportunity for the public to be heard shall be allowed at committee meetings other than those designated as work sessions.
 - ~~e. Three (3) of the committee membership shall constitute a quorum for the transaction of business.~~
 - ~~f. For the Finance Committee, a~~ A majority of the committee membership shall constitute a quorum.
 - f. The minimum vote required to take official action shall be the same as that constituting a quorum.
 - g. Public notice of any meeting of ~~more than~~ two (2) members or more must be made through the City Clerk.
 - h. Any action recommended by a Committee must be voted on by the full board before it becomes effective.
2. The standing committees of the Eaglecrest Board of Directors shall be:
- a. Finance Committee: issues related to the finances of Eaglecrest, including overseeing the annual budget process, presentation of the budget to the Assembly.
 - b. Policy Committee: issues related to policy, including establishing and writing policies, regulations.
 - c. Public Relations Committee: issues related to fund raising, marketing and other public relations issues.
 - d. Human Resources Committee: issues related to board development, manager evaluation and other human resources issues.
- C. Special Committees. The president may appoint two or more members of the Board to serve on a special committee or task group to facilitate Board business. The president shall appoint a member of the Board to serve as chair of each special committee. A special committee shall not be established for more than one year.

Article VII. Rules of Procedure

- A. Agenda. The agenda shall be prepared by the Board President and General Manager. The Board President and General Manager shall include with the agenda such supplemental material or reports as may be necessary to explain each action item on the

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agenda. Materials, reports and recommendations shall be submitted in writing to each member present and available for public inspection 24 hours prior to the Board meeting.

- B. Order of Business. The following order of business shall be observed at all regular, annual or special meetings of the Board insofar as practicable:
- a. Roll call.
 - b. Approval of agenda
 - c. Reading, correction, and approval of minutes of previous meeting
 - d. Public participation
 - e. General Manager's report
 - f. Old business.
 - g. New business
 - h. Reports of committees
 - i. Public participation (follow up)
 - j. Board of Directors comments and questions
 - k. Adjournment
- C. Motions. Discussion. Amendments. Voting. Procedures concerning motions, discussions, amendments and voting will be outlined in the Eaglecrest Board of Directors Administrative Procedures document and will be consistent with the City and Borough of Juneau Assembly Rules of Procedure.

Article VIII. General Manager

- A. Eaglecrest General Manager. The Board of Directors at any regular or special meeting is authorized to employ a General Manager of the ski area, whose duties and powers shall be specified by the Board and consistent with CBJ Code 67.05.090. The Eaglecrest General Manager is responsible for overall supervision of the affairs of the ski area. The general manager's authority and duties shall included the following:
1. Carry out all applicable laws and ordinances;
 2. Carry out policies established by the Board;
 3. Prepare and submit to the Board for approval a plan of organization and a job classification plan for the personnel employed at the Ski area;
 4. Prepare an annual budget as required by City and Borough ordinance;
 5. Select, employ and direct all ski area employees consistent with the CBJ Code, Personnel Rules, and other applicable law. Prepare such reports as may be required on any phase of ski area activity.
 6. Attend all meetings of the Board and of standing committees, except where otherwise specified; and
 7. To perform any other duty that may be necessary in the best interest of the recreation area.

Article IX. Indemnification

A. Indemnification of Directors and Officers. Each director and officer of the ski area now or hereafter serving as such acting within the course and scope of their duties, shall be, and by virtue of this bylaw provision hereby is, indemnified by the City and Borough of Juneau against any and all claims and liabilities to which they, their heirs, and personal representatives, have or shall become subject due to serving or having served as such director or officer, or neglected by them as such director or officer; and the City and Borough of Juneau shall reimburse each such person for all legal expenses (including attorney's fees) reasonably incurred by them in connection with any such claim or liability, provided, however, that no such person shall be indemnified against, or be reimbursed for any expense incurred in connection with, any claim or liability arising out of their own willful misconduct or gross negligence. The amount paid to any director or officer by way of indemnification shall not exceed their actual, reasonable, and necessary expenses incurred concerning the matter involved. The right of indemnification, herein above provided for, shall not be exclusive of any rights to which any director or officer of the ski area may otherwise be entitled by the law.

Article X. Amendments

A. Amendments. Any of these bylaws may be amended by a majority vote (four (4) members) of the Board at any regular or special meeting called for that reason and forwarded to the Assembly for approval by Resolution.

Secretary

Date