

**OISRA Nordic Division Steering Committee Special Meeting**  
**May 5, 2022**  
**Zoom Meeting**

**Present:**

Eric Martin, Nordic Director (voting)  
Pete Reinhardt, Assistant Nordic Director (voting)  
Gene Hyde, Commissioner (voting)  
Sarah Swaney, Treasurer, Southern League Rep (voting)  
JD Downing, Northern League Rep (voting)  
Dave Munson, OISRA Executive Director  
Ken Roadman, Redmond Coach  
David Smullin, Head Coach for Redmond teams  
Jinny Martin, Nordic Division Secretary

**Absent:**

David Burke, Mt. Hood League Rep

A quorum was present. Meeting started at 7:00 pm.

**Purpose of Meeting:** Discuss organizational changes for the purpose of giving the attorney and the Board of Directors information they can use moving forward.

Eric reviewed the information from the attorney and from the Alpine Steering Committee:

- All coaches do not need to vote for the change.
- Board can vote to approve a proposal that explains the details of how the two Divisions (Alpine and Nordic) will split (including division of the organization's assets).
- The Alpine group will keep the 501(C) 3 "vessel" and they are also choosing to keep the OISRA name.
- The Alpine group will tweak the current Bylaws so there will be no Steering Committees in the newly organized Alpine entity.
- The Nordic group will set up a new 501 (C) 3 organization with a new name.
- The attorney wants the Nordic group to decide on a new name as soon as possible. He cannot start working on anything until he has a name.
- The new Nordic entity could use the same structure described by the OISRA Bylaws, without the Steering Committee. The Steering Committee will become the Board of the new Nordic entity.
- In the new Nordic organization, each Board member will be elected by the coaches in their league.
- The Board members will elect the Nordic President and Vice-President from the elected Board members
- The Board members will choose a secretary, treasurer, executive director, and administrative officer – none of which must be Board members, but they can be board members. They are all non-voting positions.

MOTION: JD Downing made the motion to approve using the name "Oregon Interscholastic Ski Racing Association Nordic" as the name for the new organization, only if the Alpine Division approves Nordic using this name. Gene Hyde seconded. VOTE: Unanimous approval.

**Board Members for new organization:** General agreement that there should be 5 Board members and they should be elected by each league – 2 from Southern, 2 from Northern, and 1 from Mt. Hood League. Want flexibility so that in the future this total number and/or the number representing each league could change.

**Logo:** Will have attorney create whatever paperwork is necessary for Alpine to allow Nordic to use things that have the OISRA logo on them (racers' bibs and officials' bibs, for example) for a specific amount of time. Nordic will create a new logo for OISRAN.

**Committee to meet with the attorney to draw up Bylaws for the new Nordic organization:** Dave Munson, John Collins, and Jinny Martin.

**General approval of using David Atkin as attorney** and the \$4,900 package that includes setting up a new 501 (C) 3 for Nordic, running first official Board meeting, free legal advice related to the new organization for 6 months, writing Alpine's new Bylaws, holding training sessions for new Alpine and Nordic Board members, writing the proposal for the current Board to approve to address any legal issues the Board members might be facing as they oversee the split.

Suggestions:

- Ask attorney about having a DBA that is different from organization's name.
- Keep number of officers as small as possible – hard to get volunteers
- Creating a new website that has the same structure as the current one does not take a lot of time. Check with Mike Olarrea.
- Creating a new logo will not take a lot of time. Check with students and others who have experience with graphics.
- Keep things the same as much as we can, just simplifying where possible
- Others from the outside will probably not even be aware any changes have been made – few Nordic people know what the name of the organization is now.
- John Collins and Eric Martin (current Nordic Board members) will have knowledge about what setting up a new organization is going to cost (legal, new website, etc.) so they can reach agreement with the Alpine Board members about the "value" of Alpine keeping the OISRA "vessel."
- The 70-30 split of current OISRA assets is fair.
- Keep "interscholastic" in the name of the new Nordic organization because it acknowledges that school cultures bond students, even if the school does not let the students use the school name for the ski team.
- The smaller numbers in Nordic (compared to Alpine) will mean the workload for an Executive Director and Administration Officer will be less for the new Nordic organization than what the people in these positions have been doing while they have been working for both Divisions.

Shared Information:

- Nora will continue to do the online registration and other administrative tasks for one more year. She would like to be training someone this season to take over these tasks for Nordic.
- Dave Munson will continue to help Nordic as an Executive Director as long as needed to get new organization operating smoothly.

- Insurance for OISRAN will be the same insurance that has been provided for OISRA all along. Will use the same carrier and get the same coverage for the same types of insurance.

Meeting adjourned at 8:20 pm.

Respectfully submitted,  
Jinny Martin, Nordic Division Secretary