

To: Mr. Bruce Ries
cc: National Ski Patrol Board of Directors
NSP Division Directors

Subject: Performance Review of National Legal Advisor

From: The Patroller Committee Team representing the thousands of Patrollers and Members who have registered and encouraged PC efforts: Ken Anderson, Al Auten, Hal Froot, Tom Horak, Pete Hutchison, Karl Jurries, Bill Kirksey, Larry Murton, Terry Reed, Mark Rees, Hank Steiner, Dick Thalacker

As we continue to observe the ongoing actions by the National Ski Patrol Board of Directors and notice that the Board continues to misuse its lawful authority and breach its fiduciary duties, we find that we must ask you to resign your position as the NSP Legal Advisor. We did not arrive at this decision easily, but it is obvious, based on your performance over the last year that as Legal Advisor, your actions are not in the best interest of this organization or the Members for which you are obligated to serve.

The following are a few examples of how you have broken faith with the Members of the National Ski Patrol:

1. The Board has a responsibility to provide open and transparent communications within the Membership, yet as Parliamentarian for the BOD you continue to allow deviations from Roberts Rules of Order and most importantly allowing the BOD to take actions which are in direct violation of the Bylaws and allowing Board members to vote on issues that directly affect them. In just the past six months examples of such board votes are the term limit extension, the decision to fight the Petition and the Settlement Agreement.
2. As BOD Parliamentarian you have allowed items not on the agenda to be discussed and items on the agenda to be ignored. You have also failed to insure that meeting minutes are prepared and available to the Members for all Board meetings.
3. You have allowed and encouraged the BOD to continue fighting Member Rights issues, thus forcing the organization into court. Once the court ruled, you continued to allow and encourage the BOD to fight this ruling at a significant cost to the Members.
4. You have allowed unethical behaviors, misrepresentation of the facts and, by your own inaction, have supported the breach of fiduciary duties of the BOD. One example is that you allowed the fabricated 'termination' of Steve Over to occur and its resulting cost, which must now be absorbed by the Membership.
5. You have allowed continuous harassment of the Members to occur by the BOD, National Chairman, and the Executive Director. This is in direct violation of our Code of Conduct which is your responsibility to enforce. The most recent example was the incorrect information regarding Member donations to pay legal costs. Costs which were incurred because you failed to act appropriately as the NSP Legal Advisor.
6. You have openly shown disrespect to the Members of the National Ski Patrol with disparaging remarks. You have also publicly stated that you do not support the

current structure of Divisions and Regions, even though these structures are defined, and required by our current Bylaws and Policies and Procedures, documents that you are obligated to support.

7. At the January 2006 BOD meeting you allowed the BOD to vote in a dues increase which is in direct violation of the court order to “maintain the “status quo” until such time that the new board is seated”. This dues increase is required to cover the legal costs which have been incurred by the BOD fighting the Members and to pay for the ‘termination costs’ related to Steve Over.
8. Chairman Sachs forced resignation from the Board of Directors was a direct violation of the court’s order that the current Board remain in place until the new Board was elected. The intent of the court order was that the “status quo” be maintained. Your support of the resignation of Bill Sachs within days after he had signed the Settlement Agreement, hurt the Members.
9. The Settlement Agreement that was reached by all parties included a provision for the Division Directors to be assigned to Board committees to help improve communication. To date, this has not happened. You have not provided sufficient guidance to the Board for them to comply with the Settlement Agreement.
10. The OEC program is the most valued asset of NSP. Just recently Larry Bost, National OEC Supervisor was removed from office, which is again another violation of the Court ruling to maintain the “status quo”. The fact that you did not advise the Board against this action indicates your willingness to support ongoing changes prior to the installation of the New Board.
11. The National Board entered into a contractual agreement and sold the rights to produce OEC materials to a publishing company. The agreement gave 90% of the content rights to the company and retained only 10% content control for the NSP OEC program which was developed by the Members of the NSP. This contractual agreement which was your duty to review allowed the loss of control of our premier program to occur.
12. The direct result of your action and inaction as the NSP Legal Advisor, has the potential to put the Federal Charter and non-profit status of the NSP in jeopardy.

Based on these examples, we believe it is in the best interest of NSP for you to step down as NSP Legal Advisor. The Members of the National Ski Patrol are your ultimate clients and clearly you have shown no respect for them. Mr Ries, you have been given ample time and opportunity to provide legal and ethical oversight of the Board and you have failed to do so. Your actions have betrayed the trust of the Members of the National Ski Patrol and because of this we believe that you should resign immediately.