

Dear Interim Chair Everett, Former Interim Chair Plumer and Members of the Board,

Subject: **Steve Over "leaving the association"**

As a 30+ year Patroller, I am very disturbed with the action taken by the Board of Directors of the National Ski Patrol regarding Mr. Over's "leaving the association."

By way of history, several years ago, the Executive Committee of the Board then in place added a codicil to Mr. Over's contract that awarded him approximately **1 1/2 year's salary** as a separation payment -- totaling perhaps as much as **\$175,000 - \$200,000** -- in the event he was terminated. When queried on this fact, that Board advised that this money was to insure that future Boards would not terminate Mr. Over for anything other than "cause," due to his "value" to the organization.

Fast forward to September 21, 2005. The National Office announces that "Stephen Over, Executive Director of the National Ski Patrol for the past 24 years, is leaving the association on December 31, 2005." No mention is made of a "termination for cause," and no "cause" is given. Certainly, if Mr. Over were being terminated, he would be removed from office immediately to prevent damage and further injury to the organization. This leads the Patroller membership to believe that Mr. Over has resigned his position. On September 26, the National Office issues a press release identifying the significant contributions that Mr. Over has made to the organization, quoting former National Chair Sachs as saying, "We are saddened by Stephen's departure..." and an "untenable working environment." Still no mention of "termination for cause."

Fast forward again to January 7, 2006. We are made privy to the financial report discussion from the Mid-Winter Meeting of the Board. Referring to page 10 of the published document, we find a small entry: "Executive Director Separation Payment (2005)" identified as a "one time loss." How, in good conscience, could a Board of Directors, charged with fiduciary responsibility for 20-some thousand members, provide a separation payment (due on termination) to someone who resigned? If Mr. Over did not resign and was "terminated for cause," it is incumbent upon the Board, operating in an open and transparent manner, to provide the membership with a detailed explanation of why Mr. Over was terminated and what the "cause" was -- especially given all of the significant contributions Mr. Over made to the growth of our organization. If, in fact, Mr. Over did resign or retire and was not terminated, **the membership deserves a complete explanation for the one time "Executive Director Separation Payment (2005)."**

This action smacks of unethical conduct by the Board, a breach of the Board's fiduciary responsibility and outright mismanagement of our organization.

I, and my Patroller brethren, deserve a clear and open explanation of why Mr. Over's resignation "magically" became a "termination for cause," triggering the "one time loss" identified as a "separation payment." Absent this explanation, I fully expect and demand that **the members of the Board of Directors responsible for this travesty immediately submit their resignations** as it is supremely evident that they no longer understand their responsibility to the membership as trustees of the organization.

Sincerely,

Pete Hutchison, Nat # 7852
Holiday Mtn SP
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Eastern Division