

COLORADO MOUNTAIN CLUB
STATE BOARD MEETING MINUTES
April 19, 2008
AMERICAN MOUNTAINEERING CENTER, GOLDEN, COLORADO

The meeting was called to order at 10:05 am by Janice Heidel, State Board President. Board members in attendance were Jim Riddell; Art Hogling, Vice-President; Wynne Whyman; Lee Rimel; Steve Bonowski; Bill Brown; Ed Seely; Earl Hughes; Sherry Richardson; Ann Morgan; David Tabor; Jay Fell; John Raich; Peter Gowen; and David Hite, Secretary. Other in attendance were Bill Strathearn, interim Executive Director; Olga Kopcha, Project Coordinator; Cathy McGuire, Controller; Nina Johnson; Museum Director; Alice White, Search Committee Chairperson; Julie Beckwith, Member Services Director; Brenda Porter, Education Director; Tom Beckwith, Publications Manager; Dave Robertson, CMC Foundation member; Jerry Caplan, CMC Foundation Chairman; Doug Skiba, Development Director; Clare Bastable, Conservation Director; and Anya Byers, Conservation.

Board Development & Training - Risk Management

Brenda Porter, Education Director, provided a mini-training session entitled "Moving Toward a CMC Risk Management Plan." The presentation included a basic definition of risk, with discussion about the differences between tangible and intangible risks. She briefly described two climbing accidents (CMC fatality in 2000 at Cat Slab in Clear Creek Canyon and University of Alaska outdoor program on Ptarmigan Peak with two fatalities and several injuries in 1970) and how they presented risk to the organizations. The presentation was designed to be a precursor to developing a risk management plan for the Club.

Although staff has decided not to contract with Alex Kosseff of Adventure Safety International for this training, staff is planning to work with him in the fall.

Introductions

Conservation Director Clare Bastable introduced Anya Byers who is working on forest management programs, and with Bryan Martin on stewardship programs. Her position is being funded by a donor for a period of three years. Her title is Recreation Planning Coordinator.

Approval of Minutes

Two corrections were made to the January 19, 2008 minutes: under the President's report, a sentence should read "The Board came out of executive session and a motion was made and adopted to authorize the Board President to hire a HALF-TIME interim director." Secondly, under the Executive Director's report, a sentence should have read "Continued discussion regarding the merger of CMC and the Colorado FOURTEENER INITIATIVE will resume in September."

The minutes were approved as corrected.

Report from the CMC Foundation

Jerry Caplan briefly traced the development of the American Mountaineering Center and the Museum over the last thirteen years. He noted that the Center was always considered to be more than an administrative headquarters for the CMC and the American Alpine Club. The building was thought of as housing programs that would reach out to the public

with an auditorium, a library, and a museum. He noted that the Foundation has worked very hard to raise funds for both the building and the museum. To date the Foundation has raised \$574,000 for the museum while hosting some sixteen special fundraising events. After the purchase of the building, the Foundation raised some \$230,000 for capital expenditures. Approximately \$1 million needs to be raised for the museum to repay debts that represent borrowed money. Those debts need to be paid by next October.

Report on Bradford Washburn Museum

Nina Johnson noted that she became director of the museum some 18 months ago. The goals of the facility are to inspire, preserve, and educate the public about the mountains and the mountain environment. She reported the museum opening of February 17 had been successful. Some 2400 visitors have seen the museum during the last six weeks, resulting in income of \$17,000. The gift shop has sold nearly \$5,000 in merchandize. In response to Art Hogling, Nina reported that attendance is expected to pay for about 25% of expenses with other funds coming from the SCFD, the Club's general fund, and corporate sponsors. Nina also reported that press coverage has been very good. Numerous articles have appears in magazines, and ads are seen throughout the Denver area. The value of the coverage is estimated at \$111,000, with the actual cost to the Club being \$3,600.

Janice Heidel presented Nina, and her staff, with a token of appreciation for their successes.

New ED Search Committee Report

Alice White, chair of the Search Committee, reported on the Committee's progress. Some 120 resumes were received for the executive director position. Some twenty candidates were selected for initial interviews by telephone. Six finalists were selected for interviews in Golden. Four finalists met with the staff. During the weekend of April 26-27, the four finalists will make presentations and respond to questions from the CMC Board, members of the Foundation, staff and chairs of CMC Groups.

Alice briefly reviewed the resumes of the four finalists and responded to questions from the Board regarding procedural issues. Some ten Board members indicated plans to attend the weekend interviews.

Joint Development Committee Chair Approval

Doug Skiba reported on the responsibilities of the Committee. Two members from the Board and two from the Foundation makeup the Committee. The Committee is recommending that the Board approve Steve Bonowski as Committee chair. A motion was made and approved to appoint Steve as chair of the Committee.

Proposed CMC Alcohol Policy

After a brief presentation of a new revision written by Peter Gowen, a motion was adopted to send the proposed alcohol policy to Safety and Leadership Committee for further study.

Proposal for Mountain Fest

Brenda Porter suggested that although the Club provides a wide range of activities for members and the public, there is no other large, annual gathering of Club members, potential members, and the general public. Currently the CMC offers no consistent training for leadership --Group chairs, safety and leadership chairs-- and no facilitated opportunities

to share and learn from one another. Brenda proposed a Mountain Fest be designed for CMC members throughout the state, as well as potential members and the general public. The Fest would include special meetings and training throughout the weekend but targeted to organizational leaders, such as Group Chairs and Council members. The events goal would be to net \$10,000 in support of the Club's Youth Education program.

The Board expresses general support for the idea.

Proposed Conflict of Interest/Code of Conduct Policy

Peter Gowen reviewed the Board discussion during the past several meetings regarding this issue. It was noted that the IRS's 501(c)(3) Form 990 essentially requires the Club have a conflict of interest policy. The Board discussed who should be covered by the policy, and a motion was made but defeated to specifically limit its applicability to state officers, Board members, and key employees.

Ed Seely moved that the name of the document to changed to Colorado Mountain Club Conflict of Interest Policy. The motion was seconded and adopted. A motion to adopt the policy, as amended, was approved.

2009 Budget Building

Bill Strathearn reported there would be few changes in the FY09 budget when compared to the current year. The Finance Committee will begin its work on the budget in two weeks.

2008 Budget Report

Bill Strathearn presented the Club's balance sheet for the first six months of the current fiscal year. Membership, contributions, fund raising, and CMC Press numbers are down. The museum has been operational six weeks and summer visits should have a favorable impact on attendance.

Outfitters Advertising in CMC Publications

Steve Bonowski stated that the Adventure Travel program is the only Club activity required to compete for participants with outside interests allowed to advertise in Club publications. The Adventure Travel Committee is mandated to grow the program, offering more trip destinations with more leaders, and bring additional revenue to the Club. The advertising programs at the State and local Group levels are interfering with Adventure Travel's ability to achieve its goal.

Art Hogling reported that CMC policy requires that all ads be approved by the Executive Director.

IRS 501(C)3 Form 990

Cathy McGuire reviewed new data requirements for complying with the IRS. She noted that major donors often refer to the Form 990 when deciding on contributions to nonprofit organizations like the CMC.

2009 Nominating Committee

Janice Heidel reported that three of the five slots on the Nominating Committee have been filled. The complete committee membership list will be presented to the State Council on

May 3.

Officer & Interim Executive Director Reports

Bill Strathearn thanked the Board for the opportunity to act as the Club interim director. He stated his appreciation for the work of the staff and in particular Cathy McGuire. He reported progress made on the Museum operating agreement. Other matters of current concern include more local Groups wishing to conduct business via e-mail and the internet, concerns over membership retention, and the conduct of a Spring fundraising effort for the Club.

Executive Session

A motion was adopted to go into executive session for the purpose of discussing personnel matters.

Coming out of executive session, a motion was made to authorize offering Cathy McGuire a contract that provides a ten percent bonus to be given twelve months after her signature of the contract. The motion was seconded and adopted.

Adjournment

A motion was made and adopted to adjourn the meeting at 3:22 pm.

Postscript

Janice Heidel requested the following correspondence be made part of the record.

*Dear Janice & Members of the CMC Board of Directors,
Words cannot express the deep gratitude I feel for the exceptional, gracious and warm
sendoff. Never has there been a "Kristy Judd" Day!
The kind words and absolutely beautiful plaque will be cherished forever. Metro
Volunteers has a lot to live up to. Thank you for the opportunity to be your Executive
Director.
My best wishes, always,
Kristy*

