



FINAL – APPROVED BY BOARD

Colorado Mountain Club
Board of Directors Meeting
American Mountaineering Center
January 26, 2017 – MINUTES

3:00pm Welcome and Call to Order – Matt Biscan

3:05pm Attendance – Jeff Flax

Present: Matt Biscan (President), Bill Flaherty (Treasurer), Jeff Flax (Secretary), Craig, Clark, Kevin Duncan (Trustee Emeritus), Linda Lawson, Rachel Miller, Bruce McClintock, Liz Stahura, Matt Stevens, and Chantal Unfug.

Present by phone: Jason Kolaczkowski, Scott Otteman, Mark Schaible, and Stephen Szoradi

Not present: Dan Cummings, John Marotta (Vice President), and Dave Swinehart

Staff present: Scott Robson (Executive Director), Chun Chiang (Director of Finance), Jay Cordes (Development Director), Lauren Shockey (Membership Manager), Philip Swiny (Director of Safety & Operations), and Rachel Vermeal (Membership and Marketing Director)

Guests Present: Steve Bain (CMCF)

3:07pm Agenda Additions and Adoptions – Matt Biscan

Kevin Duncan, immediate Board past president is named as Trustee Emeritus. Kevin discussed:

- initiative with Kent Denver School – participants who climb one peak will receive one year CMC membership
- efforts continue to obtain outdoor CMC campus near Winter Park, which has 300 acres of open space. No permits would be required as it would be on private land. Would offer showers, BBQ, campsites, space for YEP activities, hiking, schools, and for general CMC membership activities. Great partner opportunities. No rock, but could add climbing wall or excavate cliff for climbing.

3:15pm Minutes from October 2016 Meeting – Jeff Flax

PASSED UNANIMOUSLY (Moved by Linda Lawson and seconded by Craig Clark)
(Add Matt Biscan in as present at October 2017 Board meeting).

3:17pm CMC Foundation Report – Steve Bain

Colorado Mountain Club Foundation (CMCF) will meet jointly on April 22, 2017 Board meeting. CMCF is working on their strategic plan for their next meeting on Feb. 15, 2017.

3:20pm Introduction of New Board Members – Matt Biscan

New Board members Rachel Miller, Mark Schaible, Liz Stahura, and Chantel Unfug were introduced with a brief discussion of their backgrounds.

3:25pm Status of Group Approval of Revised Bylaws and Elimination of CMC State Constitution – Matt Biscan

We have received the approval of the elimination of the CMC State Constitution and revised bylaws by the following groups: Boulder, Denver, El Pueblo, and Pikes Peak. The Ft. Collins group is still considering the proposal. The other groups have not responded and will be contacted again. The proposal has received approval $\frac{3}{4}$ of the members, but not $\frac{3}{4}$ of the groups as required in the State Constitution. Follow the group approval to eliminate the Constitution and revised bylaws there will be five new Board members selected by the State (group's) council.

3:28pm Member Survey – Rachel Vermeal (Membership and Marketing Director) and Lauren Shockey

A survey of the membership (600+) was conducted in October 2016, on what is important to member, perception of the club, how members use benefits, and to establish benchmarks for further surveys. 14% response rate to survey, compared to 7% in 2012.

The key objectives for FY16 were: strengthen the cohesive communication of the nature of CMC, membership retention rate, recruit new members, continue increase of member retention, and expand communications with members. The survey found:

Reasons to join: meet other outdoor enthusiasts. Number of trips offered by CMC, access to free trips, qualified and trained leaders, schools and skills training, and a volunteer-based organization.

How not meeting needs: too few trips (56%), unqualified for 14er trips, and unavailable of trips members want (32%).

Reasons did not renew: Did not use membership (33%), did not go on trips or enroll in schools (56%), and not qualified for trips wanted (32%).

Future surveys should include types of trips members want and a group focus. It has been difficult to track many items in current website/database – expect much better tracking with new system. More details were provided in handouts.

There was a 12% increase in state-wide membership and 15th straight month of growth. Percentage of member retention not available at meeting. New member growth usually seen in March with Mountain Fest and Wilderness Trekking School (WTS). Plan for FY17 is to build on success. The under-40 average age of members decreased from 23% in 2012 to 16% in 2016. There is an even gender split of members. Of the new memberships – the 20% of the growth in past year was in the Denver group.

Jay Cordes discussed how increases in memberships have a positive impact on corporate donations and sponsorships.

4:00pm Web/Database Committee Report – Jeff Flax

There is a continuing extensive review of various off-the-shelf products (which will require additional customization to meet the needs of the club). The selected system will be based on a Customer relationship management (CRM) platform. The database will be accessible at varying levels of need. A website will be built on the database platform. Once a selection is made, there will be a process of determine needs of various stakeholders (user stories), marketing and tracking capabilities, social media capabilities, payment systems, interoperability with club's finance system (QuickBooks), trip and school management, search capability of all data in system (e.g., trip and incident reports,

school materials, etc.). All data will be stored in the cloud, which results in greater security, back-ups, and accessibility by staff and members).

4:25 Audit Report – Bill Flaherty

The audit firm, CapinCrouse, was unavailable to present their report, which instead was given by Treasurer Bill Flaherty. The results of the club audit was discussed. The management letter listed no significant weaknesses. There were the following three recommendations: off-site storage of club data, incorporation of all groups financial records by state CFO, and improved management and approval by the Board Executive Committee of the club's credit cards. Scott Robson and the Board expressed the great job Chun is doing.

The auditor's review of the financial statement on page 4 of the report demonstrated more administrative efficiency, and an increase in revenue with a decrease in expenses. There was a positive \$21K in net assets. The AMC loss is on the books only.

An RFP will be done to review alternate audit firms.

MOTION TO ACCEPT AUDITOR'S REPORT:

PASSED UNANIMOUSLY (Moved by Linda Lawson and seconded by Bruce McClintock).

4:35pm Executive Session – Not Needed

4:37pm Finance Report – Chun Chiang

Summary of first quarter 2017:

- Family membership dues increased to \$115 per year on December 1st. Later implementation than planned resulted in a negative budget variance.
- There was an aggressive individual contribution budgeted for December, however contributions were \$10K lower than the same period last year. Board, corporate, foundation contributions are down \$20K. There is an emphasis on these items for Q2 to make up the budget difference in this area
- The Youth Education Program (YEP) continues to run smoothly. There are two new YEP coordinators who started in Q1.
- Press sales are on budgeting par. New books are set to launch in Q2.
- Adventure Travel (AT) is on target. Five trips were scheduled for Q1, and all five trips have gone according to schedule.
- We received a 3% increase in SCFD funding in 2017 over 2016. SCFD continues to report higher sales tax collection quarterly during Q1 of 2.5%
- Cash position is markedly improved at the end of Q1 2017. There is \$60K cash remaining from the FY16 operating net income, coupled with the \$100K transferred

from the Denver Group for the Denver Group Project Fund. There are no projected liquidity issues during the FY17 summer months. The FY16 CMCF line of credit was not used and expired on September 30, 2016. The \$50K Colorado Business Bank line of credit was also not renewed.

Quarter one was close to budget. Membership dues revenue was up, however individual contributions were lower, which remains a concern. Currently most groups manage their own checkbooks. There are separate checking accounts for each group – the goal is for the State management of group funds as part of the “One CMC” initiative. It was noted that CMC is one legal entity.

Jay Cordes indicated there is an increase in this year’s budget for increased restricted contributions. Market to 21-39-year-old members for recurring contributions. Colorado Gives Day over performed relative to last year. A 2% Board member contribution is helpful in obtaining grants.

5:00: Committee Reports:

Development – discussed above

Governance – constitution and bylaw changes discussed above

Risk Management – Linda Lawson discussed CMC member AIARE certification. AIARE is changing their structure and certification requirements, which the Risk Committee is evaluating.

Awards - Sponsors are being identified for the Backcountry Bash again this year. There will be an effort to use awardee stories and communications about how awards are determined.

Nominating – no report at this time

5:20pm Executive Director’s Report – Scott Robson

Working more closely with Alpine 5 sister groups. Working to formalize partner areas, including by specific activities. Considering offering UIAA courses comparable to European organizations. There are 8 mountain qualification levels, including belay standards. There are certification standards. Perhaps UIAA guides could also train CMC leaders (train the trainer). A question was raised about who would provide non-CMC training, such CMC volunteers or AMG guides, which now requires such experience of 100 days in field with temperatures below 0 (? If temps are F or C degrees, and current

wilderness first responder (WFR) certification (which requires longer training than wilderness first aid certification).

The American Alpine Club (AAC) has taken the lead on rolling out belay standards. There is an opportunity to work with climbing gyms and clubs. There remains a question of \$15K contribution to the effort, however unclear for how long. Memoranda of Understanding (MOUs) would be developed for CMC participation. No Board vote is required at this time. It was suggested that CMC technical schools be involved and the development of consistent, aligned curricula (across all CMC schools), and in coordination with groups.

Alpine 5 executive directors meet, including by videoconference. There are not any travel costs – face-to-face meetings while at other events (*e.g.*, Outdoor Industry Association).

5:45pm Strategic Planning – Scott Robson

The existing CMC strategic plan expires in 2017. An updated plan will be presented to the Board at its April 22, 2017 meeting. It will have simple goals based on business objectives.

5:52pm Salary Surveys – Scott Robson

A review of salary surveys of comparable organizations will continue. Ten CMC positions are being reviewed with Mountain States data for comparison to other non-profit organizations. The Executive Committee will review CMC staff salaries, and the full board will be provided with a redacted version without individual staff salary amounts.

5:58pm Officer Reports – Matt Biscan

President – strategic plan development may require a longer Board meeting in April 2017.

The other officers (Vice-President, Treasurer, and Secretary) did not have additional reports other than those topics discussed above.

6:00pm

**Motion to Adjourn
PASSED UNANIMOUSLY**

Respectfully Submitted:

/s/

Jeff Flax, Secretary
Colorado Mountain Club State Board of Directors