

**Colorado Mountain Club
Board of Directors
American Mountaineering Center
Minutes 9.04.18**

Attendance - Chantal Unfug, Secretary

Present: Matt Stevens, Chantal Unfug, Kathy Workman, Jason Kolaczowski, Dan Cummings, Chela Irlando-Garcia, Dave Swinehart, Jeff Flax *Matt Biscan and Rachel Miller arrived late

Present by Phone: Eva Smith, Linda Crockett

Proxy: Scott Otterman to Matt Stevens, Matt Biscan for the first part of the meeting to Matt Stevens

Absent: Liz Stahura, Stephen Szoradi, Mark Schaible, Craig Clark, Bruce McClintock

Staff: Keegan Young, Holly Barrass, Laura Shockey

Guests: Linda Lawson

Welcome and Call to Order - Matt Stevens, Chairman

Agenda Additions - NONE

Adoption of July 2018 Minutes

Public Comment Open, Closed

BOARD ACTION:

July 2018 minutes: requested 1 typo fixed, and one addition - spelling of Biscan and add the Board offer to "Keegan Young"

Motion to Approve with amendments April 28, 2018 Minutes

Motion: Dan Cummings, Second: Jason Kolaczowski, Unanimous Approval

Welcome to the New Executive Director, Keegan Young

Introduction of Keegan and a THANK YOU to Holly!

State Council Update: Holly Barrass

Review of Constitutional Documents and status including reconfirmation there are 8 groups signed off. April 16th Board minutes were approved, so now CMC has the new Operating Documents and will now be operating under the new structure. Staff continues to support groups in various ways, including accounting. Jeff Flax will send signed documents from groups to Keegan.

CMC groups signed onto Bylaws and sunsetting the Club Constitution; Denver, Boulder, Ft. Collins, Pikes Peak, Gore, Pueblo, Aspen, Friends of CMC

Remaining: Routt, Shining Mountain, Longs Peak and Colorado Wilderness Families.

BOARD ACTION:

Motion to approve "Lawyers to review bylaws to ensure full conflicts between the State Constitution and Bylaws are resolved."

Motion: Jason Kolaczowski, Second: Dan Cummings Passed Unanimously

Board Discussion:

Holly Barras will send out a notice from the Nominating Committee regarding the 5 open seats, so the permanent State Council Subcommittee can lead the process to recruit members. Nominating Committee and staff are willing to support or assist if requested.

BOARD ACTION:

Motion to approve "Instruction to Keegan Young and Executive Committee to update Board on recruitment and onboarding processes."

Motion: Jason Kolaczowski, Second: Dan Cummings Passed Unanimously

CMC Strategic Plan - Kathy Workman, Chair Strategic Plan Task Force

Board Members: Chantal Unfug, Craig Clark, Bruce McClintock, Jason Kolaczowski
Kathy Workman provided overview and powerpoint on the proposed Strategic Plan process and values.

Board Discussion:

Board members provided input on priorities, values, goals, including Diversity and Inclusion throughout the process.
Board members were requested to participate in statewide meetings.

BOARD ACTION:

Motion to Approve “ CMC to allocate between \$5-7,000 to hire a consultant to develop and lead a statewide tour, process and surveys for the strategic plan.”

Motion: Matt Biscan, Second: Dan Cummings, Approved Unanimously

CMC Leadership Project: - Holly Barras

Holly provided an update on the leadership project, outlined goals, and fielded questions on topics such as training.

BOARD ACTIONS:

Motion to Approve “To approve the plan as presented with \$20,000 for resources such as software to implement the plan.”

Motion: Rachel Miller, Second: Jeff Flax, Approved Unanimously

Motion to Approve: “For staff authority to expend funds due to fiscal year end which happens prior to the next Board meeting”

Motion: Jeff Flax, Second: Jason Kolaczowski, Approved Unanimously

Database IT update: Lauren, Jeff and Holly

Provided an overview and update on the database and Tech efforts.

BOARD ACTION:

Motion to Approve: “To support as proposed with instructions to staff to require more specificity from vendor”

Motion: Chela Irlando-Garcia, Second: Dan Cummings Approved Unanimously

Two Abstentions due to committee membership.

UIAA Standards progress: Holly Barras

Holly provided update, reviewed pilot status etc. (no motion needed)

CMC Archives: Keegan Young, Holly Barras

Reviewed deed process and discussed moving archives to permanent care. Request was made to negotiate with AMC to consider the use of the archives in a manner to benefit CMC members.

BOARD ACTION:

Motion to Approve: “To approve transfer to the AMC archives”

Motion: Matt Biscan, Second: Linda Crockett Approved Unanimously

Eckart Roder Fund: Matt Biscan

Provided overview of technical amendments, and process for family to approve and sign.

BOARD ACTION:

Motion to Approve: “To approve Foundation changes with technical amendments”

Motion: Jeff Flax , Second: Dan Cummings, Approved Unanimously

Board Committees:

Treasurer: No updates

Development: Need committee members

Governance: No updates

Risk: No updates

Nominating: Will now focus on supporting process around 5 State Council openings and expiring board member terms with potential openings

Database: no additional report

Meeting Adjourned: Matt Stevens

Motion - Matt Biscan, Second Kathy Workman, Unanimously approved

7:15 pm Meeting Adjourned