



**The Colorado Mountain Club  
Minutes of the State Council Meeting  
January 26, 2016 5:00 pm**

In attendance: Bud O'Hara (El Pueblo), Carol Kurt (Aspen Chair), Gary Johnson (Boulder Vice Chair), Ward Whicker (Ft. Collins Chair), Don Carpenter (Ft. Collins Vice Chair), Collin Powers (Pikes Peak Chair), Scott Otteman (Friends of Colorado Chair), Rick Casey (Boulder Chair), Jenny Tecce (Colorado Wilderness Families), Maureen Dennick (Shining Mountain); Leslie Lovejoy (Friends of the Rout Backcountry); Matt Biscan (Board Vice President), Scott Robson (Executive Director)

Matt Biscan chaired the telephone conference meeting and opened with an apology for the delay in scheduling and the form of notice. A motion was made and seconded to waive formal notice of the meeting pursuant to Article V of the Bylaws. A discussion was had. Following discussion the State Council voted unanimously to waive formal notice of the meeting.

Matt Biscan introduced the proposed slate of directors to the State Council, who had been provided with a written summary of the qualifications of the candidates and the conclusions of recommendation by the nominating committee and the State Board. A lengthy discussion was had between members of the State Council regarding the qualifications and backgrounds of the candidates. Those members of the State Council who had personal knowledge of one or more of the candidates related that knowledge to the State Council. State Councilors discussed the preferred characteristics of the proposed Board Members and asked specific questions regarding the expertise the slate of new Board Members is expected to bring to the CMC. Scott Otteman and Scott Robson, who each participated in the nominating committee's search for Board Candidates, made comments and answered questions regarding the slate of candidates. Ward Whicker moved that the slate of candidates for the Board of Directors be approved as recommended by the nominating committee and the State Board. Collin Powers seconded the motion. After an opportunity for further discussion, and clarification of the voting members of the State Council, the motion was passed unanimously.

Matt Biscan inquired of the State Council regarding the potential for changes to the governing documents and structure of the CMC. This question generated substantial discussion regarding the principles of the CMC, the need for efficiencies and improvement of communication between the State Board and the Groups, the role of directors, and the possibility of making State Council Members full board members. Matt Biscan asked for a motion expressing the willingness of the State Council to consider a recommendation, yet to be drafted, that would update the governing documents of the CMC, with an eye toward replacing State Council with appointed or elected directors to the State Board from the Groups. The motion was made and seconded. After discussion, including the suggestion that some groups may prefer to appoint directors rather than have elections because of the logistics involved, the State Council unanimously approved the motion.

There being no other business before the State Council, the meeting was adjourned at 5:45 pm.

Respectfully submitted,

Matt Biscan