

The Colorado Mountain Club
BOARD OF DIRECTORS MEETING

SATURDAY, October 17, 2009 12:30 PM American Mountaineering Center

Board Members Present

Wynne Whyman, President	Lee Rimel
Dana Miller, Treasurer	Ed Seely
Jim Berryhill	Sherry Richardson
Nancie Biery, Secretary	
Dale Hengesbach	
Earl Hughes	
Carol Kurt	
Paul Raab	
John Raich	

Board Member(s) Absent:

Heath Mackay
Ryan Miller

Past Board Members Present:

None

Staff Member(s) Present:

Katie Blackett, Executive Director

Guest(s) Present:

Steve Bonowski, Denver Group
John Fernandez, Boulder Group
David Hite, Denver Group
Linda Lawson, Denver Group Chair
Dick Munroe, Boulder Group
Roger O'Hara, El Pueblo Group Chair
Paul Weber, Ft. Collins Group
Chip Tuthill, Western Slope Group
Alice White, elected during meeting as Vice President

Welcome and Introduction

Wynne Whyman, president, called the quarterly meeting of board of directors for The Colorado Mountain Club to order on Saturday, October 17, 2009 at 2:32 PM. Roll call taken. The chair thanked everyone present for participating and preparing appropriately.

Member Comment Period

Linda Lawson, Denver Group Chair inquired about the CEO pay rate.

Agenda – Additions and Adoption

Add Denver Group special liquor license request.
Add Boulder Group item request for Lease on Boulder's office space and clubroom.

Approval of Minutes to April 2009 Board of Directors Meeting

The minutes of the July 2009 CMC board of director meeting were approved as corrected.

Committee Reports

President

Nominating Committee Recommendation Vice President Vacancy. Alice White approved as vice president of CMC. Heath McKay resigned from board of directors; noted in the earlier state council meeting minutes and nomination process to fill the vacancy.

President thanked board members Earl Hughes and Sherry Richardson for their committed service to the board of directors. They have worked tirelessly for the club as members and directors, and have fulfilled their tenure on the board. A recognition of their service was held prior to the state of this meeting, and were acknowledged with pins, a gift certificate and congratulations. If you know these folks, please take time to thank them for their hard work.

An update of events and activities was also given.

A motion was adopted to convene in executive session. Coming out of executive the following actions were taken to ratify decisions made. A motion made that the board of directors received the report of the Executive Committee regarding the performance and compensation review of the CEO, and acknowledges with gratitude the work Katie Blackett has made to strengthen the organization in a difficult financial climate. Motion passed.

Vice President: Newly elected Alice White thanked everyone, looks forward to serving, and said she enjoyed the cake.

Treasurer/Finance Committee: Finance Committee: Board Agenda Item Request. Dues Increase.

The board heard comments from guests, including not raising dues, clarifying friends of conservation/supporter, elimination of set-up fee. Discussion given to the review of a statewide organizational dues increase.

Topics discussed included response to the distribution of the dues white paper, the negative and positive aspects, similarities, commonalities and changes, trip rights and privileges, Friends of Colorado cost and identification, supporter groups and programs in general, Friends of Conservation, set up fees, dues increases from a historical perspective, levels of participation and access, distribution of fees amongst its groups, and the health of the organization.

The committee provided a summary of issues:

- Identifying and labeling the term “supporter”,
- The implications and outcome of not raising the dues
- Implications if the current twenty five dollar administrative fee was eliminated,
- identifying and understanding the “20 times the annual...” concept,
- identifying an increase and its possible effect on the budget,
- Timing cycle of such an increase due to the current economy,
- Value of a dues increase, including actual and perceived.

Discussion given to the overall end goal in decision making with regard to a dues increase and a review of the bylaws. Motion and second to review the bylaws item by item. Motion passed.

Item C: Lifetime membership. Motion and second to refer item C to finance committee. Passed.

Item D: Young Adults. Motion passed as written in board mailing.

Item E: 40-year members. Motion passed as written in board mailing.

Item F: Family membership. Motion passed as written in board mailing.

Item C: Supporter members. Motion and second to refer item C to finance committee. Passed.

Section 2 and Section 6. Motion passed as written in board mailing.

New Business

New Business was moved earlier so guests could leave if they wished.

Boulder Lease. Motion passed as written in board mailing.

Denver alcohol exemption. Motion passed to serve alcohol at the Denver Group's Dinner at the School of Mines.

Finance Committee

The motion was approved for the collateralized line of credit, as written in board mailing.

If the Colorado Mountain Club is unable to attain an unsecured \$25,000 Line of Credit, the Board of the Colorado Mountain Club approves the securitization of a \$25,000 line of credit at the Colorado Business Bank using the assets of the Colorado Mountain Club.

A motion was adopted to convene in executive session. Coming out of executive the following actions were taken to ratify decisions made. A motion to approve the CMC 2010 budget. Motion passed.

Secretary Report: No report.

Colorado Mountain Club Foundation Report: Gary was absent; no report given.

Joint Development Report: A meeting of this committee is scheduled for Sat. November 17, 2009.

Governance and Policy Committee: No additional information. The chair is out ill. G/P member did remind others to sign and return the Conflict and Interest Policy and return to board secretary. Documents will be filed at state office.

Nominating Committee Report:

The State Council this morning elected for a three-year term George Barillas, Ray Shem, Dave Tabor, Vernon Twombly, Debbie Welle-Powell, and Lauren Schwartz for a two-year term vacancy. With the election of new officers whose terms will begin Jan. 2010, Wynne will outreach and establish an orientation date.

Executive Director Report: Highlighted areas included six themes from work plan, State Leadership Plan, operating committee updates including Toponymics, Press, Marketing, Finance, Adventure

Travel, Web, Joint Development, and Conservation. Also highlighted rebranding initiative and dream statement, development and fundraiser position and organizational insurance.

A motion was adopted to convene in executive session.

AdHoc Report – State Council: The state council as a working document adopted the Roles and Responsibilities document. Sherry Richardson reported that there is ongoing interest with state council representatives to continue their roles throughout 2010 with Paul Webber, Ft. Collins Group, leading the State Council. The State Council's direction was to make a new membership committee.

Old Business: None.

New Business: None.

Additions to the Agenda Moved earlier.

Meeting adjourned at 7:08 P.M.

Nancie Biery, board secretary, Colorado Mountain Club

Attachments:

Attachment: Finance Committee Board Item Request form for Dues Increase.

Attachment: Boulder Group Board Item Request for Lease on Boulder office space & clubroom.

Attachment: Board Agenda Item Request Form for Collateralized Line of Credit .