

**The Colorado Mountain Club
Minutes from the State Board of Directors Meeting
September 27, 2011, 6-8 p.m. by teleconference**

Respectfully submitted by Lauren Schwartz

Board Members Present: Jim Berryhill, Kurt Bartley, Kevin Duncan, Lou Fabian, Dale Hegensbach (Treasurer), Bill Landsberg, Donna Lynne, Nickie Kelly, Debbie Welle-Powell (Vice President), Paul Raab, Lauren Schwartz (Secretary), Ray Shem, David Tabor, Alice White (President)

Board Members Absent: George Barisas, Vern Twombly

Staff Members Present: Katie Blackett (CEO), Chun Chiang (CFO)

Guests: None

Call to Order: Alice White called the meeting to order at 6:03 p.m.

Recording Secretary: Alice noted that we do not need a recording secretary because Lauren Schwartz will take notes.

Roll Call: Lauren Schwartz

Agenda Item I: Approval of Themes/areas of focus for FY 2012:

Theme I: *Continue to build and design CMC website to improve web presence and data collection and our ability to manage, analyze, report and protect the data collected:*

Katie Blackett discussed the need to manage data in a way that reports can be run with more user-ease and efficiency by staff and by Groups. The board received input from State Council and the groups, and the plan includes a second phase to implement a content management system that would enable Groups to manage their own websites as subsets of the main CMC site. Currently, it is difficult to create a custom report. The design of the website will be updated to reflect a more contemporary look with more photographs and, in response to member requests, a place where members can post their own photos.

A report will be provided to State Council which addresses the timeline and costs.

Motion to approve Theme I was made by Debbie Welle-Powell

Motion Seconded by Dave Tabor

Motion passed by the board

Theme II: Plan and Implement Centennial Celebration so that all members have the chance to participate in the year-long activities.

In addition to celebrating our Centennial, Katie discussed another the main objective as being to attract and retain new members, as well as stewardship of current members.

Debbie Welle-Powell asked for clarification on public relations plan and what current media contacts we have engaged, suggesting we should develop some op-ed opportunities. Katie responded that our media contact list has grown to approximately 500 in number, and that we have developed great media partners. Board members and members of the CMC who are inclined to make introductions with their own contacts in the news media should contact Katie and/or Rachel Scott.

Paul Raab added that it would be worthwhile to discuss strategy of cultivating deeper relationships with some targeted media contracts in addition sending press releases to the list of media contacts.

Motion to approve Theme II was made by Debbie Welle-Powell

Motion Seconded by Kevin Duncan

Motion passed by the board

Note: It was decided that discussion of Theme III be postponed to come after deliberation of the other themes.

Theme IV: *Work with a wide range of CMC shareholders to conduct a CMC visioning process to ensure relevancy and focus for the next 10 years.*

Alice White remarked that she had already received feedback from several but not all of the Groups. Alice encouraged each of the board members to reach out to their designated Group Leaders to ensure that the voice of the members would be heard during the visioning process.

Motion to approve Theme IV was made by Debbie Welle-Powell

Motion Seconded by Lauren Schwartz

Motion passed by the board

Theme V: *Membership—Understand the drivers of the CMC's long-term membership decline and develop practical action plans to address it, with a focus on improving retention of current members and attracting more new members.*

Paul Raab briefed the board that the new membership task force, which is led by Paul, met earlier in September for the first time. Paul, Donna Lynne, Lauren Schwartz and Katie Blackett were joined by Race Cowgill who helped moderate the discussion. The committee has tasked itself to understand how do we engage Group leaders and members to help us recognize the value proposition of the CMC. A more thorough update will be given at the October board meeting. There may be a budget request related to completing this study in the future, but no such request is merited at this time.

Motion to approve Theme V was made by Paul Raab

Motion Seconded by Lauren Schwartz

Motion passed by the board

Theme VI: *Work with Groups to implement board approved statewide leadership standards.*

Discussion: Katie updated board on progress made since the board passed a motion to approve statewide leadership and safety standards regarding Wilderness First Aid Training in July: An announcement will go out along with a Monday Memo to inform members and Groups of the board's decision and the program being put into place to assist with this requirement. The CMC is putting together an online and in-person training program that includes a "train the trainer" model as well as collaboration with other organizations such as the Red Cross. The Online training will include YouTube videos that members can watch in addition to written manuals. The focus will be on helping the small Groups to implement this program since there are fewer resources available to the smaller Groups.

Motion to approve Theme VI was made by Paul Raab

Motion Seconded by Donna Lynne

Motion passed by the board

Theme III: *Work in collaboration with the CMCF and Joint Development Committee to plan and implement a successful Endowment Fundraising campaign.*

Discussion regarding changing of the CEO's role: In consideration of the \$105,000 fundraising goal that was proposed by the CMCF with input from Katie, and also in consideration on long-range succession planning for the organization, Katie has expressed the need to delegate some operational oversight to an operations director. This shift in responsibilities would free up a portion of the CEO's time to focus on endowment fundraising. Katie has proposed that this shift in responsibilities would be phased in over the next year, and that a substantial portion of the CEO's time would still be dedicated to overseeing newer operational areas such as marketing, development and website, as well as managing the Centennial Celebration. Katie assured the board that the CEO's time would also continue to include oversight of some of the traditional operations areas such as finance, and that the ultimate responsibility for oversight of finances would lie with the CEO.

The board discussed how this shift in responsibilities might remain or go back to the previous model after the completion of the Centennial Celebration. The board discussed the possibility that the additional time that the CEO will be spending on the implementation of the Centennial Celebration would probably shift toward business development once the Centennial was over. It was concluded that this allocation of time would probably be dependent on what emerges from the visioning process during the board of directors' visioning retreat scheduled

on October 15. Bill Landsberg proposed that the shift in Katie's responsibilities be only one year during the Centennial Celebration and then the board should re-evaluate the effectiveness of this shift in responsibilities.

Several questions were raised concerning the interaction between the CMC and the CMCF re the endowment fundraising, and Katie/Alice will provide additional information about this during the October board meeting.

Discussion also ensued regarding how the first year monetary goal for endowment fundraising was determined (\$105,000). Katie explained how she derived that number with input from the CMCF. Together, they identified a specific number of prospects and quantified their likelihood of giving as well as the probably dollar amount of their gift(s).

Motion was made by Donna Lynne to approve this theme and authorize an Endowment Fundraising campaign pending follow-up and clarification on the agreement between the CMCF and the CMC.

Motion Seconded by Paul Raab

Motion passed by the board

Agenda Item II:

Discussion regarding establishment of CMC Permanently Restricted Perpetual Endowment Fund and approval of terms.

The board reviewed the draft of the terms of the endowment agreement presented by Katie. Dale Hengesbach discussed how the CMCF in collaboration with the CMC Joint Development Committee; CEO, Katie Blackett; and CFO, Chun Chiang, and expressed his hopes that terms would pass and be retroactive to September 2011.

Motion was made by David Tabor to establish the CMC Permanently Restricted Perpetual Endowment Fund, with the caveat that the finalization of the terms and condition thereof will be subject to approval by the board at the October 14 board meeting.

Motion Seconded by Donna Lynne

Motion passed by the board

Agenda Item III

Approve roll-over of funds held in CMC (Quasi-) Endowment Fund to CMC Perpetual Endowment Fund

Discussion: There is no immediate need to keep the quasi-endowment fund with the CMC.

Motion was made by Debbie Welle-Powell to roll-over the funds currently held in the CMC Quasi-Endowment Fund to the CMC Perpetual Endowment Fund

Motion Seconded by Jim Berryhill

Motion passed by the board

Agenda Item IV

Follow-up discussion from July Board meeting of long-term financial goals (Executive Session)

Motion was made by Debbie Welle-Powell to go into Executive Session

Motion Seconded by Paul Raab

Motion passed by the board

Agenda Item V

Review Budget (Executive Session)

(Board remained in Executive Session)

Motion was made by Kevin Duncan to exit Executive Session

Motion Seconded by Debbie Welle-Powell

Motion passed by the board

Outcomes:

Motion was made by Debbie Welle-Powell to accept Alternative A Budget for Fiscal Year 2012 subject to discussion with a CMC donor regarding the terms of the museum loan.

Motion Seconded by Kurt Bartley

Motion passed by the board

Agenda VI:

Approve distribution of funds from Eckert Roder Denver Group Education Fund

Motion was made by Paul Raab to approve the distribution of \$900 from the Eckert Roder Denver Group Education Fund for Denver Group Safety and Leadership Committee (AIRE Avalanche training scholarships for trip leaders) and for Denver Group Ski Mountaineering School (AIRE Avalanche training scholarships).

Motion Seconded by Kevin Duncan

Motion passed by the board

Alice White added that the board will be amending the Eckert Roder Denver Group Education Fund agreement in the coming year in order to clarify the language regarding distribution of funds which is currently ambiguous.

Alice White requested that in preparation for the board meeting and visioning retreat taking place on October 14 & 15, 2011, board members please email comments, concerns and feedback to her.

Motion was made by Debbie Welle-Powell to adjourn

Motion Seconded by Donna Lynne

Motion passed by the board

Board adjourned at 8:20 p.m.