

CMC Board Meeting: July 16, 2005

Pre meeting:

Prior to the official start of the board meeting, President Lon Carpenter asked that the board informally discuss the upcoming Mountain Festival and the possibility of holding a Board Retreat.

Mtn festival – Kristy Judd said that we are still looking for sponsors. The Pikes Peak group placed an announcement in their newsletter asking for sponsors.

Sandy suggested that we send invitations to all the banks, etc. who turned us down for corporate sponsorships, and also to look for in-kind sponsorships that would help fund the event..

Board Retreat: Lon Carpenter brought up the idea of having a board retreat this year. (fall/winter). One idea is to bring in a professional moderator to help facilitate the process. Susan Baker mentioned that, in the past, retreats have been successful, especially in “rocky times,” when they had the effect of bringing the group together, enabling the group to deal with issues more deeply. Ed Seely suggested that we should consider broadening the participant group to possibly include group chairs, and other “stakeholders.”

Several sites were discussed, as well as a brief discussion about the timeframe for the event. Other discussion centered around the importance of using the retreat for strategic planning, and perhaps highlighting the work from the Governance Committee, and governance and organizational issues.

Call to order: 1:06 by President Lon Carpenter

Attendees:

Officers: Lon Carpenter, Jose Vallejo, Gavin Maurer

Board: Susan Baker, Frank Drumm, Sandy Elliott, Jay Fell, Kent Groninger, David Hite, Art Hogling, Earl Hughes, Cheryl Katschke, Carol Kurt, Ed Seely, Wynne Wyman,

Staff: Kristy Judd, Julie Beckwith, Tom Beckwith

Others: Sherry Richardson, Past President, Blake Clark, Denver Chair

Introduction and Welcome

President Lon Carpenter welcomed the group

Member Comment Period:

Board member comments: Susan Baker and Kent Groninger shared experiences from recent treks to Acconagua and Everest respectively. Kent volunteered to He said that it’s “hard to summarize an event like this—that it’s like being on a different planet. The food, the smells, and the air area all different. “The living” gets to you (74 days). The group went up and down 4 times, including 8 times through the ice fall. The group accomplished a tremendous climb—all the way to Camp 3 at 24,000 feet. Kent shared

the CMC flag that he took with him on the trek, and volunteered to give a slide show at the next board meeting.

Additions to the Agenda:

Sherry Richardson asked that an agenda item be placed regarding the upcoming annual dinner sponsored by the Denver group at Green Center. She also asked that we add a discussion about the \$5,000 allocation for web site development.

Approval of April 2005 Board Minutes:

Change wording on page 2

Sherry mentioned using \$5k for web site.

MSC: Susan Baker, Cheryl Katschke

Consent Agenda

5 on Consent Agenda –

Enclosure #1. Proceeds of Roder/??? Fund to advance educational goals of CMC. No set up for how awards would be made/criteria. Denver group modifications. More functional now. Denver and Boulder groups got grants.

Without objection, Approve Exec Committee action to accept modification to agreement.

Officer Reports

a. President

- Lon Carpenter reported that now that we are 6 months into the new board's tenure, several items have emerged for focus. Financial stability advancements have been made, thanks to the good work of Jose Vallejo and the Finance Committee.
- Membership. Year to date, there is a 10% loss, but this is expected to net out at a 7.3% (528 member) loss for the year.
- Lon suggested that we shift our focus to increasing communication. He put forward several ideas to facilitate this goal:
 - At least every two months, Lon will send state of union update from CMC board. Financials, committee reports, CMC programs (conservation, education, etc); What's going on with Board? Could also be in T&T. Primary vehicle: web
 - Feature board members in T&T. "Get to know your board member." Picture/bio of every board member on web site. Jose will be first member featured.
 - Lon also pointed out that there are many day-to-day items and questions that need to be dealt with by Kristy and staff, and he appreciates their fine work.
- He encouraged the board to attend the upcoming Art festival. It is an important fund raiser for the CMC, and support of the board will help to make it even better.

b. Vice President - Janice

- Janice was not available for this meeting.

c. Treasurer – Jose Vallejo

- Jose Vallejo – Thanks participants for committee.
- Finance committee Scope Document approval.
 - i. As the board discussed the Scope Document, there was a lengthy discussion about the role of the Finance Committee, and who should nominate committee members. After consideration of the wording in the bylaws, it was determined that the Treasurer nominates members, subject to board approval.
 - ii. The discussion about the role of the committee was quite involved, with general agreement that the committee's role is to provide analysis and financial expertise, and recommend to the board actions based on that analysis.
 - iii. There was further discussion about the openness of the committee. It was pointed out that Jose Vallejo has been providing regular reports to the board, and that he also has solicited involvement by board members on the committee. Lon mentioned that when money is tight, budget drives strategy rather than the reverse. He also stated that even with the diversity of activities in CMC, Jose has been very open about seeking committee members (especially people with knowledge of the board).
 - iv. Art Hogling also expressed support for Jose's activities, and that now is a time when we must be sure that we're acting truly in the interest of the members. "No margin, no mission" is a non-profit staple.
 - v. Lon closed the discussion by mentioning that the budgetary cycle should have us wrapping up in July. Ideally, the strategic plan should drive this activity, and focus is to bring this together.

MSC: Adopt enclosure #2, and replace old language in operating procedures. Wyman, Baker.

There was a brief discussion about terms of committee members. This will be addressed in governance Committee. Susan Baker mentioned that in the past, committee members were approved and re-approved yearly. Lon asked Wynne to come back with action in next meeting

Ed made a motion to amend #II and #III

II. The Committee will be composed of the CMC Treasurer as Chairperson, 3-5 annually appointed CMC members with the Executive Director and Controller Ex-officio. No Second was put forth.

Approval of the finance Committee Members: Jose Vallejo, Blake Clark, Paul Culnan, Kristy Judd, Cathy McGuire

MSC : Kent Groninger, Carol Kurt

Jose also covered several other 2005-2006 Budget Guidelines

- 3% of revenues go to a reserve account
- See Agenda for items b-f,
- SCFD – What can we do to increase our percentage of the SCFD formula (long term) “Qualified income” Qualifying number drops with revenue drops. We have until 2009 to establish meeting threshold. Put on retreat agenda. Ie, Adventure travel is a critical component. Sandy – we need to put Adventure Travel in the mix for our strategic planning.
- Can we afford \$5 k for web? Jose – Board agreed to pay \$5k, so the money could come from that.

Approval of Treasurer’s Report

MSC: Elliott/ Hogling

Board commit to collectively raising a minimum of \$5k in fiscal 2005-2006, with all funds paid by June 30, 2006.

Ed voted Nay, all others voted Aye.

Discussion about the viability of asking board for \$5,000 collectively.

- Review of financials
 - Kent Groninger asked how much extra money we brought in this year due to the dues increase? Kristy Judd will provide most current numbers, and email the board. Kristy mentioned a caveat to this—that it is important to look at net (bottom line) for context.
 - Susan Baker suggested that we should figure in cost of living as part of dues increases.
- Further discussion was held about budgeting process and how budget is determined, department by department.

Mission Team & State Committee Reports

Membership Value – Art Hogling

- Colleen Back is not available, and can’t dedicate time as chair. Art is doing research, and will provide a primer (facts on membership).
- Lon will get with Colleen and come back with what’s next based on her circumstances

Governance – Wynne Wyman

- Wynne provided several documents to group: Three had been developed and distributed earlier (Our charge; Difference between Board and Operations; Eight Responsibilities of a Board). She also provided a summary of activities.
- Wynne is in the process of gathering information from our group and other organizations. She has also taken the “Eight Responsibilities” document and

added in other areas that CMC has (ie Toponymics), plus Finance Committee as part of the organization.

- There are some things this board is doing well, others that we need to be doing but aren't, and still others that we're doing, but shouldn't be doing.
- Sorting out Governance fits into working with CMC Board activities and processes
- Wynne finished her presentation by handing out a questionnaire to the board to help gather information for future reference.

David Hite – CMC Press

- Gretchen Hanisch left her position, but David is encouraged by input of other members. David Stark (Boulder) has helped considerably
- Where are we now? Where are we going?
 - Putting out good books, but return is slow. He asked the board to "Stick with us, we're going in the right direction."
 - Gave Board copies of Colorado Scramble. Suggested that a fund raising opportunity is to schedule Dave Cooper (author) to come talk to groups.
 - Strategic plan for CMC Press handout.
 - Goals: publish great books; make profit
 - Established better working relationship with Seattle Press
 - Editorial costs a concern and we need to take a hard look at balance sheet, with an eye to develop business plan.
 - The Press has received 13-14 resumes for a part-time publisher. This person will devote about 60% of his or her time to marketing. Interviews will begin in July, with the goal to add person by September 1, 2005.

Mountain Festival –

See above in Pre meeting discussion

Written Reports – Toponymics

Old Business

It was decided to delay this discussion until the October board meeting

New Business

Carol Kurt said that there is an opportunity to link CMC.org to several other Colorado-based outdoor web sites, including Colorado.com, wildernet.com, and weather.com in return for CMC providing trail conditions

Susan Baker voiced concern about liabilities the Club may incur as a result of sponsoring and/or leading excursions. She suggested that we review and update as appropriate. She suggested referring to other organizations' (ie. Climber.org) for reference.

Additions to the Agenda

The Denver group requests a waiver of the current liability associated with serving alcohol at Club sponsored events, specifically for their upcoming annual dinner. Request waiver of “no charge for event where alcohol is served by an entity that has a liquor license and liquor liability coverage.”

A vote was taken to approve the waiver to the wording on a one-time basis.

MSC: Susan/Ed

Website: Sherry Richardson

Mountain Festival up on website. Cmc.org/art; cmc.org/festival have been added to support the Mountain Festival and art show.

Adjourn: 4:46

MSC: Wynne/ Susan