

THE COLORADO MOUNTAIN CLUB
Board of Directors Quarterly Meeting

Saturday, October 23 2010 American Mountaineering Center

Board Members Present

Wynne Whyman, President	John Raich
Alice White, Vice President	Jim Riddell
Nancie Biery, Secretary	Lauren Schwartz
Dana Miller, Treasurer	Ray Shem
George Barisas	Dave Tabor
Jim Berryhill	Vern Twombly
Dale Hengsbach	Debbie Welle-Powell
Nickie Kelly	
Carol Kurt	
Paul Raab	

Board Members Absent:

Edward Seely
Lee Rimel (Weather did not permit)

Staff Member(s) Present:

Katie Blackett, Executive Director

Guests Present:

Steve Bonowski, Joint Development
Bob Reineman, Denver Group Chair Elect
Craig Patterson, Safety & Leadership – Incident/Accident

Welcome and Introduction

President, Wynne Whyman, called the quarterly meeting of board of directors of The Colorado Mountain Club to order on Saturday, Oct 23, 2010. Roll call taken with quorum met.

Everyone thanked Dale Hengsbach for the updated Scorecard report previously presented. Today's review included reviewing objective Sept. 30, 2010, recognizing successes, identifying issues requiring further investigation.

Member Comment Period

Carol Kurt has belt buckles and hats for sale. Proceeds benefit Aspen Group.
Lauren Schwartz enthusiastically reminded everyone about the Back Country Bash to be held 11/13/10! Everyone is encouraged to attend.
Nancie encouraged everyone to donate reusable kitchen wares to the kitchen.

Agenda – Additions and Adoption.

A moment of silence was held in honor of three CMC members who recently passed away: Spenser Swenger, Don Thurman, and Jim Patrick. President Wynne Whyman vocalized the sadness and reality of these losses, and stated that she and the CEO have extended appropriate and formal condolences to the families.

Agenda approved with amendments.

Approval of Minutes = 2010 Board of Directors Meetings

Minutes of the July 2010 CMC board of director meeting approved.

Minutes of the September 13, 2010 board of director telephone conference call meeting approved with minor spelling corrections.

Spotlight – 10th Mountain Division Presentation

Bob Moore, representing the 10th Mountain Hut Division, presented a check for \$5000 to the Colorado Mountain Club for continuing CMC's work in preserving the quiet recreational experience in our winter backcountry. Wynne Whyman accepted the check on behalf of the board. Mr. Moore highlighted that the first hut was completed in 1982 making 29 huts available in the division. He gave a brief history, and highlighted the support that this unique organization, its ongoing support that crosses several organizations including the CMC and its programs and departments. Thank you 10th Mountain Hut Division!

State Council Update

Bob Reineman, Denver Chair Elect, represented the State Council, as Mr. Weber is home ill.

He stated that the CMC nominating committee presented to the state council seven (7) candidates to fill five (5) board positions. The committee highlighted that the board members will begin three (3) year terms beginning in Jan. 2011. Dale Henegsbach was elected to another term; Kevin Duncan, Kurt Bartley, Bill Landesburg, and Donna Lynne were also voted to begin their terms. Bob thanked Nominating Committee chair, Dave Tabor, for a thorough presentation of all the candidates' backgrounds and credentials to vote.

Wynne Whyman thanked the Nominating Committee for due diligence, Bob Reineman for being acting State Council representative in Mr. Weber's absence, and sent out a verbal congratulations to each of the newly elected members. Arrangements will be made to outreach each new board member and conduct a CMC orientation before the January 2011 board meeting.

OFFICER REPORTS

President Report

Wynne W. noted that she would see that the five (5) newly elected board members will be added to the CMC email distribution list, and that arrangements will be made to conduct an orientation before the January 2011 meeting. Current board members finish their terms officially at the Jan. 2011 meeting.

Wynne handed out Thank You cards to board members who are rotating off the board in 2011. The following people were thanked: Jim Riddell, 3 years, Carol Kurt, 6 years, Ed Seely, Dale Hengensbach, 2 years, and John Raich, 3 years.

Executive Committee met with the Denver Group Council in two separate meetings to learn collaboration, cooperate, and share information.

Wynne asks everyone to refer to the backside of today's agenda for a listing of upcoming annual group dinners, and encourages those who can attend to try to do so. Paul Raab, Boulder Group, highlighted their dinner is 11/6/10. Their speakers are James Tabor and Howard Snyder, who will present on a 1967 McKinley Expedition, which is touted as one of the most deadly, and controversial mountaineering events. A book "Forever On The Mountain" will also be available for sale. Paul graciously invited everyone to join him at the Boulder Group annual dinner. Discussion given to this expedition, its history, and other media outlets where these two gentleman will be speaking.

Wynne has attempted to outreach the Fort Collins Group without success. Outreach will continue.

One final Conflict of Interest form for one board member has remained unreturned.

Wynne handed out an article relating to the rise in fourteen deaths and correlation between climbers and fearless behavior of climbers. It appeared 10/22/10 in the Denver Post. For a complete review go to website www.denverpost.com. She posed the question about what could be CMC's role with our members and the public as we participate in recreation, education and conservation.

Vice President Report

Alice W. thanked everyone for timely monetary donations board members made to the organization. Brief discussion given to clarifying monetary support appropriate guidelines for all donations to the organization will be discussed in the New Year.

Discussion given to board member responsibilities and ethical behaviors and duties. Discussion given to draft removal processes, protocol, culture, attendance, and documentation. Discussion highlighted policy language, committee roles, and State Council's role as a voting entity, Bylaws, Personnel procedures, and finally seeking to understand and conclude. Request to make both a policy and procedure. This topic will also put on tap for discussion next year. (Reference 2 documents, one page each).

Treasurer/Finance Report

Discussion held and information highlighted.

Safety and Leadership Accident and Incident Report presented by Craig Patterson.

A motion to go into executive session made. Voice vote approved. It was consensus of members that Steve B. may stay in the room until such time any legal issues arise at which time he will be excused. Motion to return to regular session approved by voice vote.

Secretary Report

Nancie Biery reported that she and friends recently travelled to the states of Vermont and New Hampshire, taking advantage of the collaborative agreement CMC has with the Appalachian Club to get discount hut accommodations in that region. She reported it was a very easy process and the trip was terrific. Katie B. asked Nancie to follow up with marketing, Chris Case, about this agreement.

CEO REPORT

Refer to multi-page report. Katie B. highlighted many items including conservation endowment, the museum, CMCF, AMC, groups, speakers, gala, logo, and gift shop.

CMC Foundation Report

Alice W. reported.

COMMITTEE REPORTS

Joint Development Steve Bonowski highlighted efforts of the committee and its relationship with vendors and donors. He provided information on the Expeditions Committee. He requested the following item requests:

Board Agenda Item Request: Deletion of three old and obsolete fundraising policies previously passed.

Reference two-page document. Discussion held. Each addressed individually.

- 1) Gift Acceptance Policy. Hand vote: Yes to delete: 8; Opposed: 6. Passed to delete. A new replacement policy is coming shortly.
- 2) Corporate Sponsorships. Hand vote. Yes to delete: 6. Opposed: 8. This item was not passed and is to remain on the books until such time that it is re-addressed.
- 3) Funds and approval for contracts.....Discussion held. This item pulled from discussion and vote. No action.

Board Agenda Item Request: Unrestricted Bequests Policy

Reference two-page document. Discussion held. Voice vote held with three additions:

- 1) As amended and supersedes....
 - 2) 2nd page of document add language: The CEO, in consultation **and agreement** with the Development Committee....
 - 3) 2nd page of document language: is authorized to allocate **up to...**
- Voice vote held with amendment to language. Motion passes.

Board Agenda Item Request: Transfer management jurisdiction of the Conservation Department from the Board to the CEO. Reference 3 page document. Discussion held. Motion to refer this request to the Executive Committee. 8 yes votes; 0 votes opposed. Passed. Refer to Executive Committee.

Board Agenda Item Request: Approval of Internal Fundraising Policy. Reference 4 page document. Discussion held to approve the CMC fundraising policy and proposal form. 8 votes oppose and 6 votes approve. Defeated. Request will go back to committee. Consensus encourages that language should reflect a pro-active stance.

Steve Bonowski thanked everyone for their review of requests as presented, and apologized for the computer tech difficulties as presented on paper.

Governance and Policy Report

The following bylaws change requests before the board:

Board Agenda Item Request: Rescind Outings Fee Policy. Reference one page document.

Discussion held to move to dismiss from board of director book and make this an operational issue. Hand vote taken. Yes: 14. No: 0. Passed.

Board Agenda Item Request: Rescind T&T Accident Reporting. Reference one page document.

Discussion held. Hand vote taken to rescind. Yes: 10. No: 2. Passed. Discussion given to language, and intention that it will go into procedural motion to the Safety and Leadership committee.

Nominating Committee

Dave Tabor, chair, announced a slate of candidates and newly elected board members after having attended the earlier State Council meeting. The current officers are all rotating off in January. Discussion given to the current officers: Wynne Whyman is rotating off board, as is Nancie Biery. Dave will provide a slate of officers at the January 2011 board meeting.

Safety and Leadership Plan Update

Reference Draft document dated 10/12/2010, revision 4. Six page document. Discussion held with regard to this information only document. Request from the board: to focus on what the minimum leader standards need to be – to provide the best experience for the members throughout the state (rather than summarizing what we are currently doing).

ADDITIONS TO THE AGENDA: None.

FINAL COMMENTS

Action items forthcoming by Wynne Wyman.

Board Member Jim Riddell's term is ending. He thanked everyone as he worked and supported the CMC. Other board members voiced their appreciation and thanked everyone appropriately.

Motion to adjourn. Passed. The quarterly meeting of the CMC board of directors adjourned at 5:00 PM.

Nancie Biery, Colorado Mountain Club, Secretary