



The Mountaineers

Minutes of the Regular Meeting of the Board of Directors

August 6, 2015

Location: Mountaineers Seattle Program Center

6:00-9:00 PM

Unofficial Summary

1. Approved slate of candidates for Director at Large elections
2. Approved budget for next fiscal year
3. Accepted Branch Collaborations Task Force report, approved board policy for interim vice president of branches position, directed Managing Committee to update charter
4. Approved authorization of potential sale of Snoqualmie property
5. Temporarily suspended Global Adventures trips for 2016

Board Members Present

Officers

President – Dan Lauren
 President- Elect – Leah Schulz
 Secretary – Evy Dudey
 Treasurer – Steve McClure
 VP Outdoor Centers – Geoff Lawrence
 VP Publishing – Eric Linxweiler

Directors at Large

Lorna Corrigan
 Chloe Harford
 John Ohlson
 Kara Stone
 Tom Varga
 Gene Yore
 Brian Young

Branch Directors

Harlan Brown – Everett
 Jim Feltus – Tacoma
 Patrick Mullaney – Seattle
 Henry Romer – Olympia
 Ken Small – Bellingham
 Cheryl Talbert – Foothills

Board Members Absent:

Vern Brown
 Matt Sullivan
 Steve Swenson

Guests:

Art Freeman, Books CFO
 Elizabeth Lunney, Interim Executive Director
 Jeff Schrepple Kitsap Branch Chair
 Timmy Williams, Seattle Branch Chair
 Dave Claar, Finance Committee
 Jeff Potter, Controller

Executive Director

Martinique Grigg

Executive Publisher

Helen Cherullo

Director of Development & Communications

Mary Hsue

Chief Operating Officer

Leann Arend

Conservation and Recreation Manager

Katherine Hollis

Call to Order:

The meeting was called to order at 6:10 PM by the Mountaineers President Dan Lauren at The Mountaineers Seattle Program Center. The President, President-Elect, Treasurer, VP Outdoor Centers, VP Publishing, and Secretary were in attendance. A quorum was established.

Adoption of Agenda:

Eric Linxweiler moved to amend agenda by moving ED search and Development update to be first. Seconded and passed. It was moved by Harlan Brown and seconded to approve the agenda as amended.

Approve Minutes of May 2015 Meeting:

It was moved by Leah Schulz and seconded to approve the minutes from May's Board meeting as included in packet. Motion adopted.

New Business:

- Interim and ED search update Eric Linxweiler
- Programs and Publishing Development update Eric Linxweiler
- Nominating Committee Slate for At Large Directors (10min) Martinique Grigg

Motion: Leah Schulz moved to approve the endorsed slate as proposed by Nominating Committee. The motion was seconded and adopted.

- Budget (60 min)
Mountaineers Programs Leann, Martinique
Mountaineers Publishing Art, Helen

Proposed Motion: Motion by Eric Linxweiler to approve programs and publishing budgets as presented. Motion was seconded. After some discussion (primarily by Steve McClure), John Ohlson made a motion to amend as follows: All Branches shall make a good faith reassessment of course prices to reflect market value and/or inflation, with oversight by Management Committee. To be completed by October 1, 2015. Seconded by Steve McClure. John Ohlson called the question for amendment, was seconded and passed. After further discussion John Ohlson called question for amended motion, second and passed as amended.

Several people committed to be a part of "100 Friends of 100 Classic Hikes" for books forthcoming fundraising. (Reminder: if you haven't already donated, the deadline is October 15, 2015. If you have donated, thank you!)

- Branch Collaborations Task Force Report (40 min) Lorna Corrigan
Cheryl Talbert

Proposed Motion: Language included in the board packet. Gene Yore moved to accept report of the committee. Seconded and passed. Lorna moved to amend; this amendment was seconded and passed, and Motion 1 was passed as follows: Accept the report and acknowledge support for the spirit of the



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recommendations.

Motion 2 was made by Lorna. Seconded. Tom Varga moved to amend with separation of chair of management committee and vp duties. The motion to amend did not receive a second.

Motion 2 passed as follows: Direct the secretary to process an amendment to the bylaws creating a new board position of VP of branches with a voting position on the board and executive committee, and to create that VP of branches as chair of the managing committee

Lorna moved Motion 3, seconded and passed as follows: Adopt the position description for an interim VP of branches (board policy on pg 112 of board packet).

Lorna moved Motion 4, seconded and passed as follows: Direct the managing committee (with input from the ExCom) to review and update its charter with consideration of the recommendations of the Task Force, and report back to the board.

- Snoqualmie Update (20 min)

Geoff Lawrence
Martinique Grigg

Proposed Motion made by Gene Yore: To authorize a potential sale as proposed in board packet. Seconded. Patrick Mullaney moved to amend the motion by adding that the board must give final approval. Amendment seconded. After discussion, amendment failed. Original motion adopted.

Unfinished Business:

Officer, Staff, Committee Reports:

Dan Lauren

Detailed information included in board packet

Dan Lauren – Global Adventures – Two trips are scheduled for 2015 and will occur. All 2016 trips are suspended and will require Executive Committee approval for each. No new trips for now until examination of Global Adventures process is examined.

Good of the Order:

Acting secretary John Ohlson: The next meeting will be at the Seattle PC on October 1, 2015.

19 out of 22 Directors were present.

Adjournment:

It was moved by Eric Linxweiler and seconded to adjourn the meeting. Motion adopted. The meeting was adjourned at approximately 10 p.m.

Submitted by Evy Dudey, Secretary, The Mountaineers
(with thanks to John Ohlson for taking the minutes),
Approved by the Board of Directors October 1, 2015