



Minutes of the Regular Meeting of the Board of Directors

05.17.2018

Location: Program Center, Seattle WA

06:02 PM

Unofficial Summary

1. Adopted a motion on The Snoqualmie Fund designation - approved setting aside Snoqualmie Fund in Board-designated fund for investment in community gathering spaces.
2. Endorsed proposed bylaws changes regarding number of at-large directors.
3. Approval (with request of an additional bid and evaluation by the finance committee) for solar roof panels proposal on the Seattle Program Center.
4. Approved revised Outdoor Ethics Policy
5. Approved changes to Wells Fargo bank account signatories

Attendance

Officers

President – Lorna Corrigan
Vice President – Vik Sahney
VP of Branches – Eric Linxweiler
VP Outdoor Centers – Carry Porter
VP Publishing – Mark Kroese
Secretary – Manisha Powar
Retiring President – Geoff Lawrence
Treasurer – Brian Young

Directors at Large

Chloe Harford
John Ohlson
Martina Kozar
Kara Stone
Steve McClure
Jim Purdy
Steve Swenson

Branch Directors

Matt Vadnal – Everett Branch
Richard Levenson – Tacoma Branch
Greg Lovelady – Olympia Branch
Patrick Mullaney – Seattle Branch
Sue LaBrie – Kitsap Branch (by phone)

Board Members Absent:

Vacant – Bellingham Branch
Dick Lambe – Foothills Branch
Evy Dudey - Director at Large
Gabe Aeschilman - Director at Large

Staff:

Tom Vogl, CEO*
Bill Ashby, Director of Operations*
Helen Cherullo, Executive Publisher*
Amber Carrigan, Director of
Development & Communications*
Becca Polglase, Director of Education*
Kristina Ciara, Director of Membership
& Communications*
Art Freeman, Chief Financial Officer*

Guests:

Lyndsay Gordon, UW Board Fellow*
Michael Meeham, UW Board Fellow*
Keely Carolan, Youth Board
Representative*
Jim Burke
Tom Helleburg

* non-voting attendee



Call to Order:

The meeting was called to order at 06:02 p.m. by the Mountaineers President Lorna Corrigan at the Program Center, Seattle, WA. The President, Vice President, VP of Branches, VP of Outdoor Centers, VP of Publishing, Treasurer, and Secretary were in attendance. A quorum was established.

Agenda:

It was moved by Eric Linxweiler and seconded to approve the agenda. Motion adopted.

Consent Agenda:

It was moved by Martina Kozar and seconded to approve the consent agenda:

- Approve Minutes of March 17, 2018 Board of Directors Meeting
- Outdoor Ethics Policy Revisions
- Wells Fargo bank account authorizations

Motion adopted.

Unfinished Business:

Officer, Staff, Committee Reports:

See board packet for detailed information

- Martina Kozar updated the board on the Snoqualmie Fund committee.
It was moved by Eric Linxweiler and seconded for the Snoqualmie Fund to be set aside in a Board designated fund and be used to invest in new physical community gathering spaces or improve existing physical properties/buildings true to the legacy of the source of the fund as was the intent when the property was sold. Important attributes of the capital investment include that they:
 1. Be legacy in nature
 2. Provide a space for current and future generations to recreate in support of our mission
 3. Are capital investments for long term assets and not for the short term reoccurring expenses
 4. Are physical assets i.e. real estate.

It was moved initially by John Ohlson to amend the motion by appending the words ‘or long-term improvements on a leasehold’ to bullet point number 4. It was seconded. A friendly amendment from Richard Levenson was accepted by John so that the motion to amend would change bullet point number 4 to be ‘Are physical assets of owned or leased real estate’. The second was not withdrawn.

Motion to amend was adopted. Motion as amended was adopted.

- Amber Carrigan updated the board on development.
- Bill Ashby updated the board on Financial Report through April.
- Joanne Mills and Tom Vogl updated the board on the Campbell report.
- Vik Sahney updated the board on proposed by-laws change at-large directors.



It was moved by Carry Porter and seconded that the board endorse the proposed amendments to the by-laws.

Motion adopted.

- Becca Polglase updated the board on pricing philosophy.

New Business:

- Bill Ashby updated the board on the Seattle Program Center solar roof proposal.
It was moved by John Ohlson and seconded to approve the Solar Roof proposal.
It was moved by Steve Swenson and seconded to amend the motion to get a second bid for the solar roofs.
A friendly amendment from Vik Sahney was accepted by Steve to get additional bids, let the Finance committee evaluate the bids and authorize. The second was not withdrawn.
Motion to amend was adopted. Motion as amended was adopted.
- Lindsay Gordon updated the board on Standards of Behavior policy.

Announcements:

This was the last board meeting for UW Board Fellows Lyndsay Gordon and Michael Meeham.

Good of the Order:

The next Board of Directors meeting is on 08-09-2018 at the Program Center.

20 out of 23 Directors were present.

Adjournment:

It was moved by Carry Porter to adjourn the meeting. Motion adopted. The meeting was adjourned at approximately 08:45 p.m.

Submitted by Manisha Powar, Secretary, The Mountaineers
Approved by the Board of Directors 08/09/2017