



Minutes of the Regular Meeting of the Board of Directors

May 21, 2020

Location: Virtual

6:00 p.m.

Unofficial Summary

- Approved the March 7, 2020 Board Meeting Minutes
 - Approved that Paul Stevenson be appointed as an At Large Director
 - Approved that The Mountaineers seek up to \$1M in Economic Injury Disaster Loan (EIDL) liquidity
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Attendance

Officers:

President – Vik Sahney (phone)
Vice President – Gabe Aeschliman (phone)
Treasurer – Don Heck (phone)
Secretary – Roger Mellem (phone)
VP of Branches – Peter Hendrickson (phone)
VP of Outdoor Centers – Carry Porter (phone)

Directors at Large:

Retiring President – Lorna Corrigan (phone)
Brynne Koscianski (phone)
Martina Kozar (phone)
Steve McClure (phone)
John Ohlson (phone)
Manisha Powar (phone)
Kara Stone (phone)
Steve Swenson (phone)
Siana Wong (phone)

Branch Directors:

Maura Rendes – Bellingham (phone)
Matt Vadnal – Everett (phone)
Dick Lambe – Foothills (phone)
Jerry Logan – Kitsap (phone)
Greg Lovelady – Olympia (phone)
Alex Cowen – Seattle (phone)
Mark Kerr – Tacoma (phone)

Board Members Absent:

Mark Kroese – At Large
*Kaelen Moehs Youth Representative
*Dan Langis UW Board Fellow

Staff:

*Tom Vogl CEO (phone)
*Tom Helleberg Publisher and Director of Finance & Operations (phone)
*Amber Carrigan Director of Development (phone)
*Kristina Ciari Director of Membership & Communications (phone)
*Becca Polglase Director of Programs & Operations (phone)
*Ken Mullins Development Associate (phone)
*Betsy Robblee Director of Conservation and Advocacy (phone)
*Kate Rogers Editor in Chief of Mountaineers Books (phone)
*Barbara Sprecher Controller (phone)
*Bri Vanderlinden Assistant Director of Development (phone)

Guests & non-voting members:

*Bill Ashby (phone)
*Bob Keranen (phone)
*Alex Pratt (phone)
*Randall Stacy UW Board Fellow (phone)
*Paul Stevenson (phone)
*Cheryl Talbert (phone)



Call to Order:

The meeting was called to order at 6:02 p.m. by Board President Vik Sahney via a remote Zoom call. President, Vice President, Secretary, Treasurer, VP of Outdoor Centers and VP of Branches were in attendance. A quorum was established and was maintained through the meeting.

Agenda:

Vik Sahney shared the proposed agenda, which was adopted by the board without objection.

Consent Agenda:

Roger Mellem noted that minor changes were made to the March 7, 2020 Board Meeting Minutes after the draft was circulated to reflect a more accurate attendance list, as well as show that the board delegated the Executive Committee to negotiate the Website Licensing MOU with the Colorado Mountain Club.

Vik Sahney shared the revised consent agenda, which was adopted by the board without objection.

Welcome, Introductions: Tom Vogl introduced Betsy Robblee, The Mountaineers new Conservation and Advocacy Director.

Tom Vogl introduced guests to the meeting.



Committee and Staff reports:

- Barbara Sprecher updated on finances through March 31, 2020, and included a discussion on course refunds, The Mountaineers PPP loan, and EIDL application.
- Amber Carrigan updated the board on Development and the status of the July 23, 2020 gala event.
- On behalf of the Governance Committee, Gabe Aeschliman introduced Paul Stevenson as a candidate for appointment to the open at-large position on the Board of Directors.
 - Voting members of the Board moved to Executive Session for a discussion at 7:31 p.m.
 - The Board moved out of Executive Session at 7:34 p.m.
 - Paul Stevenson was unanimously appointed to the open at-large position on the Board of Directors.
- Tom Helleberg updated the board on the YTD financial results of Mountaineers Books as of May 20, 2020. Kate Rogers shared information about new releases from Mountaineers Books.
- Becca Polglase updated the board on the Risk Management Committee. A formal charter will be presented for a vote at the August 2020 Board meeting.

Executive Session

- Vik Sahney proposed that the Board enter Executive Session at 7:59 p.m. without objection from the board. Tom Vogl was invited to stay for the session.
- The board moved out of Executive Session at 8:14 p.m.

Old Business

- Gabe Aeschliman updated the board on the Vision 2022 2.0 committee and its plans to remain active as the organization navigates the financial impacts of the next 12-18 months.

New Business:

- Tom Vogl updated the board on the organization's COVID-19 response and 12-18 month plan for financial viability.
 - It was moved by John Ohlson and seconded by Brynne Koscianski that we pursue up to \$1M EIDL liquidity.
 - Motion adopted.
- Becca Polglase updated the board on the organization's plans for gradually restarting operations in summer and fall, in accordance with guidance from Phase 2 of the Safe Start Washington plan.

Good of the order:

- Alex Cowen gave a reminder that the board packet can be shared with members on our Branch Council to increase transparency.



Announcements:

- June 5 | Spring Advisory Council
- June 5 | UW Board Fellows Presentation
- July 23 | Virtual Gala
- August 20 | Board Meeting

21 of 23 Board Directors were present.

Adjournment:

Vik Sahney moved to adjourn the meeting without objection from the board. The meeting was adjourned at approximately 9:28 p.m.

Submitted by
Roger Mellem, Board Secretary
Amber Carrigan, Development Director
Approved by the Board of Directors 8/20/2020