



## Minutes of the Regular Meeting of the Board of Directors

January 21, 2021

Location: Virtual

6:00 p.m.

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### Unofficial Summary

- Approved the November 14, 2020 Board meeting minutes
- Approved the Conservation & Advocacy Committee Roster
- Approved, as revised, the Long Term Building Fund Policy
- Approved motion to authorize application for a second draw PPP forgivable loan
- Recognized Retiring President Lorna Corrigan's long service to The Mountaineers

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### Attendance

#### Officers:

President – Vik Sahney (Zoom)  
Vice President – Gabe Aeschliman (Zoom)  
Treasurer – Don Heck (Zoom)  
Secretary – Roger Mellem (Zoom)  
VP of Branches – Peter Hendrickson (Zoom)

#### Directors at Large:

Retiring President – Lorna Corrigan (Zoom)  
Rich Johnston (Zoom)  
Mark Kroese (Zoom)  
Maya Magarati (Zoom)  
Steve McClure (Zoom)  
John Ohlson (Zoom)  
Manisha Powar (Zoom)  
Paul Stevenson (Zoom)  
Steve Swenson (Zoom)  
Siana Wong (Zoom)

#### Branch Directors:

Maura Mendes – Bellingham (Zoom)  
Matt Vadnal – Everett (Zoom)  
James Henderson – Foothills (Zoom)  
Jerry Logan – Kitsap (Zoom)

Mike Kretzler – Olympia (Zoom)  
Mark Kerr – Tacoma (Zoom)  
Alex Cowen – Seattle (Zoom)

#### Board Members Absent:

VP of Outdoor Centers – Carry Porter  
Brynne Koscianski  
Kara Stone

#### Staff:

\*Tom Vogl CEO (Zoom)  
\*Tom Helleberg Publisher & Director of Finance & Operations (Zoom)  
\*Amber Carrigan Director of Development (Zoom)  
\*Ken Mullins Development Associate (Zoom)  
\*Becca Polglase Director of Programs & Operations (Zoom)  
\*Betsy Robblee Director of Conservation and Advocacy (Zoom)  
\*Barbara Sprecher Controller (Zoom)  
\* Bri Vanderlinden Associate Development Director (Zoom)

#### Guests & non-voting members:

\* Bill Ashby Safety Committee Chair (Zoom)  
\* Jared Pearce Seattle Branch Chair (Zoom)  
\* Alex Pratt Risk Management Committee (Zoom)

\* non-voting attendee



### **Call to Order:**

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

### **Agenda:**

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

### **Consent Agenda:**

Vik Sahney shared the revised consent agenda.

- Approve the Meeting Minutes from November 14, 2020 Board meeting.
- Approve the Conservation & Advocacy Committee Roster
- Approve, as revised, the Long Term Building Fund Policy

Steve McClure and Alex Cowan objected to the Long Term Building Fund Policy in the Consent Agenda. It was moved to new business for discussion.

The amended consent agenda was approved without objection.

### **Committee and Staff reports:**

- Controller, Barbara Sprecher, shared highlights of The Mountaineers financial statements for FY21 YTD through November 2020. Barbara also highlighted our cash and Long Term Building Fund balances as of December 31, 2020.
- Barbara shared that we may qualify for a second, forgivable Paycheck Protection Program (PPP) loan through the Small Business Administration. A motion was made by Don Heck and seconded by Manisha Powar authorizing the CEO to apply for a second PPP if we meet SBA criteria for the program. The motion passed unanimously.
- Tom Helleberg updated the Board on the FY21 YTD through November financial and operational results for Mountaineers Books.
- Amber Carrigan shared YTD Development results and The Mountaineers' plans for the upcoming Virtual Fundraising Gala, happening on April 29, 2021.
- Gabe Aeschliman shared updates from the Governance Committee and updated the Board on the Committee's FY21 priorities. He also updated the board on a sub-



committee's work on an improved cultivation and nominations process for branch officer and board director roles.

### **Old Business**

- Gabe Aeschliman shared an updated process that we will be using for drafting, updating and approving committee charters through Governance Committee and the Board.
- Gabe informed the Board that the updated Finance, Audit, and Investment Committee charters required additional discussion and would not be presented to the Board for approval until the next meeting.
- Vik Sahney proposed that the Board enter executive session for a Litigation Committee update. Don Heck moved, and Peter Hendrickson seconded, that the Board enter executive session. Without objection, it did so at 7:13 p.m. Tom Vogl and Tom Helleberg were invited to stay for the session.
  - The Board moved out of executive session at 7:39 p.m.

### **New Business**

- Becca Polglase shared with the Board an update on the COVID-19 Reopening Task Force, including recent changes to WA state's guidelines and how they apply to The Mountaineers.
- Gabe Aeschliman presented an amended Long Term Building Fund policy that included changes which had been shared by Steve McClure and Alex Cowan. After discussion, Steve McClure moved to make an additional amendment; Don Heck seconded the motion to amend the policy as presented. After discussion and further agreed edits, Steve Swenson called the question. The updated policy, as amended, passed by unanimous consent.
- Tom Vogl shared with the Board a recap of the November Board retreat, highlighting key themes discussed and actions planned and/or being taken based on the Board's insights and direction.

### **Announcements:**

- BeWild presentations: February 11, March 11, and May 13, 2021
- February 25, 2021 – The Mountaineers State of the Organization Zoom conference
- March 13, 2021 – Spring Board retreat
- April 29, 2021 – The Mountaineers Virtual Gala

### **Good of the order:**

- John Ohlson reminded the Board about increasing availability of COVID-19 vaccines.
- Lorna Corrigan thanked her colleagues for their support and fellowship throughout her time serving on the Board, and the Board thanked Lorna for her many contributions to The Mountaineers.
- Peter Hendrickson reminded the Board about an upcoming *Walk the Wild* virtual presentation on February 18.



- Maya Magarati shared the good news that her relative, Nims Purja, was a member of the Nepali team who successfully made the first winter ascent of K2! She suggested that he could be a future speaker at a Mountaineers event.

22 of 25 Board members were present.

**Adjournment:**

Vik Sahney moved to adjourn the meeting. Without objection, the meeting was adjourned at 8:30 p.m.

Submitted by  
Roger Mellem, Board Secretary  
Tom Vogl, CEO

Approved by The Mountaineers Board of Directors 3/13/2021