



# Minutes of the Regular Meeting of the Board of Directors

May 16, 2024

Location: The Mountaineers Seattle Program Center (and via Zoom)

## Unofficial Summary

- Removed March 2024 minutes from consent agenda
- Approved the extension of the Sexual Harassment & Sexual Assault Prevention Advisory Committee's charter
- Approved the capital budget spend request for The Mountaineers lodges

## Attendance

### Officers

Manisha Powar President

Rich Draves Vice President

Paul Stevenson Treasurer

Vanessa Wheeler Secretary

Roger Mellem VP of Governance

Amanda Piro VP of Branches

Gabe Aeschliman Past President

### Directors at Large

Dave Foong

Brynne Koscianski

Takeo Kuraishi

Maya Magarati

Alex Pratt

Carry Porter

Samantha Sanders

Robert White

Anita Wilkins

Siana Wong

### Branch Directors

Liz McNett Crowl Foothills Branch Director

Mark Goodro Kitsap Branch Director

Brad Near Seattle Branch Director

Ramki Pitchuiyer Everett Branch Director

Tim Schafermeyer Bellingham Branch Director

### Non-Voting Board Members\*

### Board Members Absent

Mark Kerr VP of Outdoor Centers

Mike Riley Olympia Branch Director

Serene Chen Director at Large

James Henderson Director at Large

Mark Walters Director at Large

Katie Strauz-Clark Youth Representative

### Staff\*

Tom Vogl CEO

Tom Helleberg Publisher

Brianne Vanderlinden Director of Development

Rich Heine Director of Finance & Administration

Becca Polglase Director of Programs & Operations

### Guests\*

Betsy Robblee

TJ King

Helen Cherullo

\*non-voting attendees

## Minutes

### Call to Order

The meeting was called to order at 6:04 p.m. by Board President Manisha Powar.

President, Vice President, Secretary, Treasurer, Past President, VP of Governance, VP of Branches, and VP of Outdoor Centers were in attendance. 22 of 27 voting Board members were present. A quorum was established and was maintained throughout the meeting.

### Agenda

Manisha Powar shared the proposed meeting agenda.

### Consent Agenda

Manisha Powar shared the consent agenda:

- ★ Carry Porter moved to remove the meeting minutes from the consent agenda and defer their discussion until the August meeting. The motion was seconded and passed without objection.

### Committee and Staff Reports

Finance: Rich Heine and Tom Helleberg presented regarding the FY24 year to date financials, as well as the results of the 2023 financial audit. Rich Heine also presented on the 2023 fiscal audit, including the results and the plan for future audit partners.

Development: Brianne Vanderlinden discussed board engagement and provided a recap on development results from individual giving program, bequests, Spring Appeal, and the 2024 Annual Gala. Brianne also introduced TJ King as the new Development Committee Chair.

Governance: Roger Mellem presented on the annual open nominations process and known potential candidates for open at-large director roles.

### Old Business

Topic: Becca Polglase and Carry Porter presented an update on the SHSA Prevention Advisory Committee, outlining the roster, the workplan, key areas of focus, and plan for communications both internally and to the public.

- ★ Sam Sanders moved to extend the Sexual Harassment & Sexual Assault Prevention Advisory Committee's charter until October 31, 2024. The motion was seconded and passed without objection.

Topic: Tom Vogl presented an update on the settlement with Keta Legacy Foundation, including the completion status of our obligations under the settlement agreement, The Mountaineers coordination with Keta on the Kitsap property and donor intent process, and work on open issues for Keta.

## New Business

Topic: Roger Mellem presented on the history of Braided River, its planned separation from The Mountaineers to become a standalone, autonomous organization, the question of whether to change The Mountaineers bylaws so that it does not continue to assert direct control over Braided River, and what the legal issues and requirements are for separation.

Topic: Tom Vogl presented an overview of the planned investment in The Mountaineers lodges in coordination with a large private donation/grant. He described a proposal for the summer 2024 lodge capital budget to cover maintenance and improvement works.

- ★ Carry Porter moved to approve the \$343K capital budget request as presented, in support of lodge revitalization and improvements. The funding for this capital spend is to be 70% from Holocene restricted donations (approximately \$240K) and 30% from Snoqualmie fund/board-designated (approximately \$103K). The motion was seconded and passed without objection.

## Announcements

- May 7-8 | GiveBIG and Spring Appeal Kickoff
- May 20 | Spring Gear Grab (Seattle Program Center)
- May 23 | Beta & Brews: Leif Whittaker & Maya Seckinger, Endurance Training
- May 28 | Book Talk: Craig Romano (Third Place Books)
- May 30 | Donor + Volunteer Appreciation Event
- June 4 | Program Update: Conservation and Advocacy (Virtual)
- June 12 | Tacoma Program Center: Solar + Storage Grand Reveal

## Good of the Order

Reminder that the August meeting will be a fully virtual (Zoom)  
Staff has recommended that The Mountaineers oppose Washington Initiative 2117

## Adjournment

Without objection, Manisha Powar adjourned the meeting at 8:09 pm.

Submitted by Vanessa Wheeler, Board Secretary  
Approved by The Mountaineers Board of Directors on August 15, 2024