



Minutes of the Regular Meeting of the Board of Directors

October 17, 2024

Location: Seattle Program Center & Zoom

Unofficial Summary

- Approved August 2024 minutes
- Approved FY25 Budget
- Passed Resolution to continue and support work aimed at minimizing the risk of sexual harassment and assault
- Authorize amended trademark agreement with Braided River and approved updated Braided River bylaws

Attendance

Officers

Manisha Powar President

Rich Draves Vice President

Paul Stevenson Treasurer

Vanessa Wheeler Secretary

Roger Mellem VP of Governance

Mark Kerr VP of Outdoor Centers

Gabe Aeschliman Past President

Directors at Large

Serene Chen

Dave Foong

James Henderson

Takeo Kuraishi

Maya Magarati

Ramki Pitchuiyer

Alex Pratt

Carry Porter

Samantha Sanders

Mark Walters

Anita Wilkins

Siana Wong

Branch Directors

Liz McNett Crowl Foothills Branch Director

Mark Goodro Kitsap Branch Director

Matt Hansen Everett Branch Director

Mike Riley Olympia Branch Director

Tim Schafermeyer Bellingham Branch Director

Non-Voting Board Members*

Board Members Absent

Serene Chen Director at Large

Amanda Piro VP of Branches

Alex Pratt Director at Large

Robert White Director at Large

Staff*

Tom Helleberg Publisher

Brianne Vanderlinden Director of Community Engagement

Rich Heine Director of Finance & Administration

Betsy Robblee Director of Conservation & Advocacy

Jackson Gutierrez Development Officer

Alfe Wood Development Officer

Nathaniel Rees Associate Manager of Policy & Planning

Becca Polglase Director of Programs & Operations

Guests*

Don Heck

Brad Near

Hannah Abebe

Brynne Koscianski
Helen Cherullo

*non-voting attendees

Minutes

Call to Order

The meeting was called to order at 6:05 p.m. by Board President Manisha Powar. Manisha welcomed Matt Hansen and Ramki Pitchuiyer into their new roles and thanked Brynne Koscianski and Brad Near for their exemplary service as they depart their director roles.

President, Past President, Vice President, Secretary, Treasurer, VP of Governance, and VP of Outdoor Centers were in attendance. 23 of 26 voting Board members were present. A quorum was established and was maintained throughout the meeting.

Agenda

Manisha Powar shared the meeting agenda.

Consent Agenda

Manisha shared the consent agenda:

- ★ Ramki Pitchuiyer moved to approve the consent agenda. The motion was seconded and passed without objection.

Committee and Staff Reports

Sexual Harassment and Sexual Assault Committee: Carry Porter and Becca Polglase presented on the SHSA report and recommendations. Several board members expressed an interest in discussing the timeline of implementation of various steps in the recommendations.

- ★ Roger Mellem moved to amend the initial resolution, and it was seconded and passed without issue.
- ★ Gabe Aeschliman called to question on the resolution as amended, it was seconded, and the board resolution, as amended, passed with one abstention, but without objection, as attached to these meeting minutes as Exhibit 1.

Finance. Rich Heine and Tom Helleberg presented regarding the FY24 through August – there is positive bottom line, but the revenues and expenses were off, with operation misses in Mountaineers Books and youth programming in Q4. Rich Heine further did a quick recap of the budget deep dive from Oct 8 and presented the budget plan for FY25.

- ★ A motion was made to approve the proposed FY25 budget; it was seconded and passed without objection.

Old Business

Topic: Roger Mellem presented a draft resolution from the board packet to change the Braided River bylaws. He explained the advantages of having it effective as of Oct 1, 2024.

- ★ Rich Draves moved to approve the resolution as attached to these meeting minutes as Exhibit 2; it was seconded and passed without objection.

New Business

Topic: Betsy Robblee and Nat Rees presented an update on the Adventure with Purpose Strategic Plan for 2023-28. One of the key ways in which the board helped the strategic plan was developing by focusing on permits and land access issues. The Mountaineers got a temporary use permit in the Methow Valley area and converted 2 other temporary use permits to 8-year priority use; we also wrote or signed onto 16 comment letters on permits and land access issues. At this point, Manisha noted that we got through half of the content that we were supposed to, so she suggested that we have them return for another small session at a future meeting to complete their presentation due to the late hour.

Topic: Bri presented on board engagement. She asked that all board members finish their thank you cards by the Nov retreat. They then ask that board members complete Member Thank You Phone Calls following the retreat. The board will be doing engaging in activities at the board retreat to get used to “sharing our own stories.”

Announcements

- Oct | End of Summer Gear Grab
- Oct | Donor Thank you Cards
- Oct 19 | Ian Cox Memorial Dick's-A-Thon
- Nov | Member Thank You Phone Calls

Good of the Order

None.

Adjournment

Takeo Kuraishi moved to adjourn. Without objection, Manisha Powar adjourned the meeting at 8:10 pm.

Submitted by Vanessa Wheeler, Board Secretary

Approved by The Mountaineers Board of Directors on November 10, 2024

Exhibit 1
Board Resolution: Sexual Harassment and Sexual Assault

WHEREAS, the Mountaineers is an organization where sexual harassment and sexual assault are never acceptable behaviors under any circumstances; and

WHEREAS, the Board recognizes that the organization has room to improve our policies and procedures in pursuit of a Mountaineers where all members can participate freely, without the threat of sexual harassment and sexual assault,

The Board of Directors RESOLVES:

- To uphold the following foundational beliefs:
 - Sexual harassment and sexual assault are never acceptable behaviors in The Mountaineers under any circumstances.
 - We assume people who report sexual harassment or sexual assault are telling the truth and must be supported throughout the investigation process.
 - We strive to be welcoming and inclusive and believe in the healing power of an outdoor community.
 - We believe people can learn from their mistakes, and as a learning organization, we should strive to give people that opportunity when it does not compromise the safety of other individuals in the organization.
 - The community of The Mountaineers is expansive and has undefined boundaries. While we have limited influence on our members' behavior outside of Mountaineers programs, we expect our leaders to treat others in the community with respect at all times.
 - Roles in The Mountaineers that carry more power should be held to a higher behavior standard.
 - We cannot eliminate all risk from our community or programs, and we have an obligation to clearly inform our members how the organization is mitigating risk, and what their role is in managing risks for themselves and their community.
- To provide organization-wide leadership that drives the changes necessary to minimize the risk of sexual harassment and sexual assault of our members;
- To support and amplify the grassroots leadership across the organization, including in branch and outdoor center committees, to prevent sexual harassment and assault of our members;
- To lead the development and communication of stronger Mountaineers policies that provide members with unambiguous behavior expectations and consequences for sexual harassment and assault if it were to occur within the organization;

- To ensure that highly effective education programs are developed and deployed so that all members of our community promote and support a healthy and inclusive environment where sexual harassment and sexual assault are unacceptable;
- To evaluate and improve the systems and procedures that hold members of The Mountaineers community accountable for our behavior policies and expectations;
- To prioritize budgets and other resources required to support this resolution and that will accelerate improvements to culture, programs, systems, and procedures that prevent sexual harassment and sexual assault; and
- To evaluate and reassess ongoing funding and other resource needs for our sexual harassment and sexual assault prevention efforts to be successful.

Exhibit 2
Board Resolution: Braided River Bylaws

WHEREAS, The Mountaineers desires to advance the mission of its conservation imprint, Braided River, and

WHEREAS, the Mountaineers Board recognizes that Braided River will have greater impact operating as a more independent organization,

The Board of Directors RESOLVES:

1. To authorize the Mountaineers CEO to work with outside counsel to finalize and sign the amended Braided River Trademark Licensing Agreement and The Mountaineers - Braided River Collaboration Agreement on behalf of The Mountaineers; and
2. To approve effective as of October 1, 2024, the updated Braided River bylaws that were included in the October 17, 2024 board packet once the Trademark Licensing Agreement and Collaboration Agreement have been signed by all parties