

Colorado Mountain Club
Board of Directors Meeting
January 23, 2024
5:31PM – 7:18PM

1. **Call to Order** by Board President Dan Cummings at 5:31PM.
2. **Roll call** of Meeting Attendees:
 - **Board Members Online:** Dan Cummings, Chris Chopyak, Peter Hamilton, Betty Katondo, Rachel Roberts, Jason Mittman, Jennifer Nelson, Jason Antin, Roger Huang, Sarah Andrzejczak, Phil Lakin, Albert Plawinski, Robby Vaughn
 - **Board Members in Person:** Jerry Mitchell, Dave Sanders, Sheryl Lampert, Robert Luecke, Sarah Riley
 - **Staff Members in Person:** Jeff Flax (Interim CEO), Madeline Bachner Lane (COO)
3. **Motion made to approve meeting minutes** from November Board of Directors Meeting by Dave Sanders, seconded by Robert Luecke; passed unanimously.
4. **Finance Committee Update** from Rachel Roberts and Madeline Bachner Lane
 - Waiting on ERC (Employee Retention) update from IRS; Caught up on budget despite IRS delays.
 - Audit and 990 are typically submitted in Spring; tracking ahead of schedule compared to last three years.
5. **Development Committee Update** from Dave Sanders
 - Scott Farley (Chief Development Officer) resignation as of last Friday; staff is filling in to cover responsibilities. Chief Development Officer role is open; goal of filling when new CEO is hired.
 - Banff film festival set for last weekend in February at Paramount Theatre; in search of Board volunteers for event. Contact Ashley or Mary for volunteer availability.
 - Dave has Feb Wk 1 meeting scheduled with head of charitable giving at First Bank.
 - Golden Civic Foundation has a new Executive Director; CMC has applied for Impact Fund.
 - Robert Luecke previously worked with HDR foundation along with Scott Farley; goal to continue to apply in future state.
6. **Enterprise Risk Committee Update** from Albert Plawinski and Sarah Andrezejczak
 - Reviewed previously assembled ERC materials.
 - Reviewed handbook to assess any fixes needed in future to be in compliance with updated laws.
7. **Nominating Committee Update** from Peter Hamilton
 - Peter is reviewing board members with terms expiring in near future. Peter to send out roster to confirm terms of all board members.
8. **DEI-B Committee Update** from Chris Chopyak
 - Committee met on January 9th and covered three main topics: working with CMC staff to identify best ways to describe events on website, upcoming Leadership Summit in April, and restructuring meeting notes and organization.
 - Potential for Board Retreat before end of fiscal year.

9. **Operations Update** from Jeff Flax (Interim CEO)

- Guide Opportunities: CMC is offering new private guide service using Brainard Hut with the goal of increasing adult education profitability.
- Staff Transitions: Chief Development Officer resignation (role to be filled when new CEO is in place), IT employee resignation (Jeff currently filling in role), Conservation Director resignation (short term team restructure in place, no plans to backfill this role).
- Press: Challenges surrounding upfront costs. Two books to be printed with Mountaineers (Classic Colorado Hikes and Best Urban Hikes Denver).
- Jeff is grateful to staff on the incredible work they do and has been the highlight of his time as interim CEO.

10. **Executive Session**

- **Motion made to enter executive session** by Peter Hamilton, seconded by Jason Mittman; passed unanimously.
A. **Entered executive session** at 6:16PM.
- **Motion made to exit executive session** by Phil Lakin, seconded by Peter Hamilton; passed unanimously.
A. **Exited executive session** at 7:17PM.

11. **Meeting adjourned** at 7:18PM.

Upcoming Meeting Dates

BOD MEETING DATES	EC MEETING DATES
MARCH 26, 2024	FEBRUARY 27, 2024
MAY 28, 2024	APRIL 23, 2024
JULY 23, 2024	JUNE 25, 2024
SEPTEMBER 24, 2024	AUGUST 27, 2024