

**Colorado Mountain Club  
Board of Directors  
American Mountaineering Center  
Minutes 7.23.19**

**Attendance Roll-call: Chantal Unfug, Secretary**

Matt Biscan  
Dan Cummings  
Jeff Flax  
Jason Kolaczkowski  
Rachel Milller  
Mark Schaible  
Matt Stevens  
Chantal Unfug  
Kathy Workman

**Not Attending:**

Craig Clark  
Bruce McClintock  
Eva Smith

**Welcome and Call to Order - Matt Stevens, Chair**

Agenda Additions - Will discuss Risk Management first, then move to the rest of the agenda

**Managing Risk Presentation: Power Point:** Mark Vermeed, Fred Church

- I. Introduction to Risk Management
- II. CMC Safety and Risk Management
- III. Enterprise Risk Management ERM?

**Risk 101:**

Definitions: Hazards, Safety, Risk

Categories: Strategic, Financial-legal, Operational, Organizational, Reputational

Roles and Responsibilities: Level of Operational Knowledge, Board members and professional staff

Assessment of CMC: the Club is in the middle - Identifying, Assessing, Prioritizing, Mitigating

Roundtable for Boardmembers to have a discussion, questions, answers.

Where are we, why are we doing this, where are we going?

Keegan: The Risk Committee, as discussed last Board meeting, is looking more expansively in this area to ensure the organization has the tools, processes, systems to identify and mitigate risk. This is being built intentionally within the Strategic Plan. This needs Strategic focus and operational action.

Matt Stevens: Next steps:

- CMC is reinvigorating its Risk Committee whose first job is to lay this out. Board chair is giving direction to the current committee to expand role and lay out next steps.
- Boardmembers, Staff and State Council need to fill out the risk analysis survey and send it back to Keegan.

**MOTION:**

Motion to approve May minutes: no amendments

First: Jeff Flax

Second: Chantal Unfug

Unanimous approval

**Finance Report:** Chun Chiang

Chun provided an overview of year to date performance and a brief forecast. Press sales are down. Meeting with Mountaineers is on the schedule to continue building the connections and relationship. Revenue is solid; no major surprises, \$20k ahead of forecast, which is forward progress considering the declines in some areas.

Cash: operational loss from 2018 due to accounts receivable; July \$40k borrowed due to timing of SCFD distribution.

Discussion:

Jason K.: It would be a good discussion in the risk management framework to focus on days of cash on hand, for example, set a reserve policy and define margin risk. Does the staff feel they can handle the ebb and flow of the budget process, strategic plan, operational plan and running the club?

Keegan: Financial stability/health is our critical area to focus on in this risk management tool. The Finance Committee gave direction to build up a 2% reserve, with a goal of 90 days = 20%. The Club is looking at each cost of every new dollar earned and ROI for program areas to ascertain profitability, which will drive our future focus. Discussions continue about supporting Groups and collaborating on club-wide initiatives. Managing the workflow is part of the job, it is difficult this time of year. This ties to the Strategic Plan next steps

### **MOTION:**

Motion to Approve Finance Report

First Kathy Workman

Second Jeff Flax

Unanimously Approved

### **Governance and Nominating:** Matt Biscan

Jeff Flax sent the forms to the State Council

Matt Biscan provided an overview of nominating process, committee, and interviews.

Gap analysis was conducted and identified fundraising, development, and conservation as areas with a gap.

Recruitment was extensive and broad with a focus on attracting diverse candidates aligned with the Strategic Plan. We have seats that are still open so we can bring in more candidates as we find exceptional people. State Council members will be joining the board in October.

Discussion: Board, Staff to push for 2 more candidates to be on the board for the October meeting, for the board vacancies.

Resignations:

Linda Crockett

Scott Otteman

Liz Strahura

Steve Szoradi

Chela Garcia

Rachel Miller

Recommended for Board seat retention for a second term: Mark Scheibel, Chantal Unfug

New candidates:

Jason Antin

Mark Armstrong

Ross Green

Pete Hamilton

Robert Mascarenas

Jesse Mattner

Marin Olsen

### **MOTION:**

Motion to approve board retention and Nominating Committees recommendation to move forward to State Council for their final decision, with a note to the State Council of the importance of Board member recruitment and approval to be aligned with the gap analysis and strategic plan to ensure fundraising expertise, development, and Diverse, Equitable and Inclusive candidates into the future.

First: Rachel Miller

Second: Jeff Flax

Unanimous approval

### **Executive Session**

**MOTION:**

Motion to adjourn Executive Session

First: Kathy Workman

Second: Jeff Flax

**Meeting Adjourned: Matt Stevens**

**MOTION:**

Motion to Adjourn:

First: Jason Kolaczowski

Second: Jeff Flax

Unanimously Approved

Meeting Concluded