

Colorado Mountain Club
Board of Directors Special Meeting
June 5, 2023
5:35p.m. – 7:00p.m.
Meeting Minutes Approved

1. **Call to Order** by Board President Dan Cummings at 5:35pm.
2. **Roll call - All Virtual Meeting**
 - a. **Board members:** Dan Cummings, Peter Hamilton, Rachel Roberts, Don Carpenter, Merilee Millar, Jason Mittman, Sarah Riley, Sheryl Lampert, Albert Plawinski, David Sanders, Kathy Workman, Jesse Mattner, Jason Antin
 - b. **Proxy votes:** Jason Mittman (submitted, but in attendance), Robert Luecke, Evan Randall
 - c. **Staff:** Keegan Young,
 - d. **Absent:** Kristen Buckland, Chris Chopyak, Robert Luecke, Evan Randall
3. **Welcome** by Board President, Dan Cummings
4. **Bylaw changes** to permit the election of new board members at the July or September board meeting to facilitate a smoother transition as discussed at the May BOD meeting.
 - o A motion was made to amend the bylaws by Peter H and seconded by Kathy W.

Bylaw Amendment to Sections 3.3 and 4.2. (in bold type)

Section 3.3 NUMBER, TENURE, AND QUALIFICATIONS. The number of Board members of the CMC shall be a minimum of seven, with geographic representation from the local groups' State Council of the CMC. Board members must be a member of CMC and a natural person 18 years of age or older, but need not be residents of the State of Colorado. To maintain this minimum composition, the Nominating Committee (*see* Section 5.5, below) shall ensure that sufficient nominees are available. There shall be no more than twenty-five serving Board members at any one time.

Board members shall be elected from the nominees submitted to the State Council by the Nominating Committee and from floor nominations from State Council members on the day of the election. ***New Board members will be elected at either the July or September meeting of the Board and start their term of office at the beginning of the fiscal year, October 1.***

Board members serve a three-year term, unless they are completing the unfilled term of a vacating Board member. A Board member may serve up to eight consecutive years on the Board.

Section 4.2 ELECTION AND TERM OF OFFICE. ***The Officers of the CMC shall be elected annually at either the July or September Board meeting and begin their term of office at the start of the fiscal year, October 1.*** Officers serve a term of one year with the option to extend their term a second year with Board approval.

5. **Motion was approved with no dissensions or abstentions;** to be signed by the board secretary and posted to the website.
6. **Board moved into executive session.**
7. **Board exited executive session.**
8. **Motion was made to adjourn and met with unanimous approval.**