

**Colorado Mountain Club
Board of Directors Meeting
FINAL Minutes**

*March 23, 2021
5:30p.m. – 7:00p.m.*

Attendance

Y Evan Randall
Y Jon Fredrick
Y Jeff Flax
Y Chantal Unfug
Y Kathy Workman
Y Ross Green
Y Maren Olsen
Y Peter Hamilton
Y Jason Antin
Y Mark Schaible
Y Dan Cummings
Y Jesse Mattner

Y Mark Armstrong
Y Robert Mascarenes
N Chris Choprek
N Jason Mittman
N Dale Pfaff

Y Jacob McCracken - staff
Y Keegan Young - staff
Y Carrie Bielen Simon - guest State Council -
Boulder group

5:30 Call to Order, Welcome, Introductions: Jeff Flax

- Thank you to Keegan and Jacob for their leadership and management over the past few months during this challenging time due to the investigation of former employee Chun Chiang.
- We also had a school leader in King Soopers during the shooting yesterday but was not injured, so our thoughts are with them and the others impacted.
- Kathy Kurtz has resigned, and we want to thank her for her service. This means we have 2 vacancies in State Council on the State Board. By laws allow for up to 5 members, which is critical to ensure we have the two way communication and have the voice on policies and procedures. Also she was an ex-officio Denver Council member, so there will be a replacement too. State Council will be working on a replacement for the Board seat.
 - Jeff reviewed the “Back Country” Avalanche policy discussion and training requirements and the Risk Management committee’s recommendations for review. This policy continues to be under review with state council with feedback coming to the Board later this year so the Board can take action on a statewide policy statement.
 - Keegan reminded everyone how important it is to have State Council’s voice in researching and developing policy.

Review of January Board Meeting Minutes, added Jon’s attendance

Motion to approve January Board minutes

- First - Mark Armstrong
- Second - Ross Green
- Unanimously approved

5:40 Executive Director Update, Keegan Young

- Thank you to Jeff Flax, Jacob, and boardmembers for your support of the staff and organization during this last year with COVID and the investigation. The remaining team is carrying the load and are all working really hard.
 - Chun Chaing has been arrested, with 15 felony counts. CCM hired a crisis communications team and have been working around the clock to ensure CMC's safety of all employees and members.
- Reviewed Operations report and provided key highlights such as the trail running initiative.
- The discussion of dissolving Longs Peak Group will take place in the future. Tabled for now.
- Discussion on Adventure Travel: Jeff is starting this conversation specifically for national trips based on CDC recommended guidelines.

5:50 Finance Committee - Mark Armstrong

Financial Update as of 2021 year to Date presentation including: results by department, cash position.

YTD performance: a positive variance, but some expenses are still to come, so we continue to be cautious. Reviewed comparisons, trends and variance numbers. Overall budget was managed very well, development was strong with the year end appeal and monthly giving, and corporate giving, even with the COVID impacts. Membership has slowed down - is steady but renewals are lower possibly due to IT hurdles. On expenses: classes are down, due to cancellations so costs decreased. Some invoices are still coming in, audit, communications, publications costs for example.

YTD 2021 results by Department:

Adult education: very strong

Development: strong

IT: not yet spent what was expected at this time, but will be coming in.

Gala/Mountain Fest: considering joining forces so this may impact funding

Projected Cash Flow:

Approved for second round of PPE loans \$255,000 and are fully expecting the forgiveness. And IDL loans active. We are going thru the process for full forgiveness for round 1. SCFD - received positive funding, almost \$30k more.

Discussion was held regarding the future after COVID and debt structure. Future decisions and more discussion with options to come with the finance committee then of the board.

Auditors: We will be bidding out the auditors function due to challenges such as lack of responsiveness, with the firm. Timing is good for this, we should be calling for qualifications every 4 years, and we are in year 3.

Board Motion: To have board approval to remove Chun Chiang from the existing American Express credit card and authorize Keegan to open a new account with Chase with a new credit card.

First: Mark Schaible

Second: Kathy Workman

Unanimously approved

6:30 Risk Management - Maren Olson

Conducting an “audit” of policies and risk assessment. Obviously we will not remove or eliminate all risk from CMC’s programs... also defining risk versus issues which might happen once and are not a systemic risk. We are considering risks we can reasonably reduce risk within our control. We are also not trying to contribute to tactics, protocols etc, rather are advising on higher level policy level discussion such as transportation, succession planning, insurance etc.

Committee focus:

- Mapping risk
- Prioritizing risk mitigation to focus on 3-5 strategic areas
- Laying out a timeline knowing this is an evolution
- May 2021, recommendation will come to the Board

7:00 Executive Session

Motion to move to Executive Session

First: Peter Hamilton

Second: Dan Cummings

Unanimously approved

Motion to exit Executive Session

First: Dan Cummings

Second: Jesse Matner

Unanimously approved

7:30 Wrap up: Jeff Flax

Motion to Adjourn

First: Kathy Workman

Second: Chantal Unfug

Unanimously approved

FY 2021 Board Meetings *all on Tuesdays

May 25

July 27

September 28

FY 2021 Board Executive Committee Meetings*all on Tuesdays

April 27

June 22

August 24