THE MOUNTAINEERS

Draft Minutes of the Bi-Monthly Meeting of the Board of Trustees

September 15, 2011

**Board Members Present:**

**Officers:**

President – Tab Wilkins

President-Elect – Gavin Woody

Secretary – Lorna Corrigan

Treasurer – Mona West

VP Publishing – Don Heck

VP Properties – Dave Claar

**Trustees at Large:**

Ed Henderson

Rich Draves

Lynn Hyde

Tom Varga

John Ohlson

Mark Scheffer

Lee Fromson

Dan Lauren

Matt Sullivan

**Branch Trustees:**

Steven Glenn – Bellingham

Evy Dudey – Everett

Gerry Haugen – Foothills

Jimmy James – Kitsap

Kirk Alm – Seattle

Tom Shimko – Tacoma

Mike Riley – Olympia

**Board Members Absent:**

Dave Claar

Mark Scheffer

Lee Fromson

Lynn Hyde

Don Heck

Evy Dudey

**Executive Director:**

Martinique Grigg

**Executive Publisher:**

Helen Cherullo

**Guests Present:**

Andy Devereaux

**Call to Order:**

The meeting was called to order at 7:10 p.m. by the Mountaineers President Tab Wilkins in the Program Center. The President-Elect and the Secretary were in attendance. A quorum was established.

**Approve Agenda:** Tab Wilkins

It was moved by Tom Varga and seconded by Gerry Haugen. The motion carried.

**Approve Minutes of the August 4, 2011, Meeting:**

It was moved by John Ohlson and seconded by Gerry Haugen to approve the minutes of the August 4, 2011, meeting of the Board. The motion carried.

**Consent Agenda:**

**Officer/Staff Reports:**

**President Tab Wilkins Reported:**

President Wilkins reported that he had been working with the South Sound/Tacoma Program Center. Tab indicated that the board is expected to arrive not earlier than 7 p.m. on Friday night, November 11, at Baker Lodge for the Board Retreat.

**President-Elect Gavin Woody:**

Gavin Woody reported that he had been working on volunteer awards for presentation at the Outdoorfest.

**Executive Director Martinique Grigg:**

See attached. Martinique also reported on the positive progress being made against the 3 year plan. She also discussed her vendor response on the Tech 2.0, and the need to review options for feasibility work only, funding sources, and decisions whether to proceed in whole in part. Martinique and Tab asked board members to discuss issues and options with their respective branches.

On conservation, Martinique reported that she and Sarah have been working on the scope of our conservation reach. Our strength appears to be connecting people with the outdoors, and in pushing "leave no trace" ethics. Martinique and Tab are working with the Conservation Committee and with a consultant to discuss possible means of alignment with the Conservation Agenda and with our need to create greater focus on advocacy in order to obtain more engagement and to productively define our stake.

**Secretary Lorna Corrigan:**

Lorna Corrigan reported that the next bi-monthly meeting of the Board will be held at the Program Center on November 3, 2011 at 7 p.m., and reminded the Board of the upcoming fall retreat on November 11, 12 and 13, at Baker Lodge. A board meeting will also be held on November 3, 2011.

**Treasurer Mona West:**

Mona West reported and introduced our new Director of Finance and Operations.

**Books Publisher Helen Cherullo Reported:**

In July we were running 11% under plan but we are control of expenses and have a positive net income. In August we were 6% under plan but positive net income. Year to date we are about 12% under plan. Impact by closure of Borders and internet sales. There were positive activities in digital sales, which also allow us to keep books "in print". We have a core competency in book distribution, and may benefit from the closure of other distribution outlets.

**Vice President of Properties Dave Claar:**

Dave Claar was absent

**Committee and Staff Reports:**

Dan Lauren reported for the Recreation Destinations Committee.

**<u>Old Business</u>:**

1. South Sound/Mountaineers Tacoma Program Center is our working title for fundraising purposes. The Foundation approved funding for construction of building. However, details of the transaction still need to be worked out. The project may be delayed until Spring if details can't be timely worked out.
2. John Ohlson moved to accept the statement of risk and contingency for Tacoma Program Center Renovation and authorize the South Sound Program Center Committee to make incremental decisions to increase the project cost up to a maximum of $1,488,000 on the project from Bruni funds plus received (not just pledged) fundraising. Motion seconded by Kirk Alm.

   Rich Draves moved to amend the motion to read as follows: Motion to increase the project cost by spending all of the Bruni funds plus received, not just pledged fundraising, up to a maximum of $1,488,000. Seconded by Mike Riley. Motion carried.

   The main motion carried as amended.

   **New Business:**

   1. It was moved by Kirk Alm and seconded by Rich Draves to approve Family and Youth Activities Charter and the Volunteer Support Committee Charter. Motion carried.

   2. It was moved by Ed and seconded by Mona to create a Branch Relations Board subcommittee. Motion carried.

**Strategic Plan Update:**

Tab reported on Strategic Plan. Dan Lauren moved and Jimmy James moved the creation of a board committee on the Strategic Plan.

**Executive Session**

At 9:36 p.m. the Board adjourned to executive session after announcing that the purpose of the session was to discuss potential litigation and personnel issues.

**Regular Session**

Was reconvened at 9:45 p.m. Jimmy James moved and Rich Draves seconded to expel Dyche Kinder from membership in the Mountaineers. The motion carried, with Ed Henderson abstaining.

**Good of the Order:**

**Adjournment:**

The meeting was adjourned at 11:00 p.m.

**Attachment List:**

Executive Director's report

Statement of Risk and Contingency for Tacoma Program Center Renovation attachment to motion regarding Tacoma Program Center Renovation.