



## Minutes of the Regular Meeting of the Board of Directors

November 14, 2020

Location: Virtual

12:30 p.m.

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### Unofficial Summary

- Approved the October 15, 2020 Board meeting minutes
- Approved, as revised, the Risk Management Committee charter
- Approved the EIDL resolution
- Approved rosters for the Finance, Investment, and Audit Committees

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### Attendance

#### Officers:

President – Vik Sahney (Zoom)  
Vice President – Gabe Aeschliman (Zoom)  
Treasurer – Don Heck (Zoom)  
Secretary – Roger Mellem (Zoom)  
VP of Branches – Peter Hendrickson (Zoom)  
VP of Outdoor Centers – Carry Porter (Zoom)

#### Directors at Large:

Retiring President – Lorna Corrigan (Zoom)  
Brynne Koscianski (Zoom)  
Mark Kroese (Zoom)  
Steve McClure (Zoom)  
John Ohlson (Zoom)  
Manisha Powar (Zoom)  
Steve Swenson (Zoom)  
Siana Wong (Zoom)

#### Branch Directors:

Maura Rendes – Bellingham (Zoom)  
Matt Vadnal – Everett (Zoom)  
James Henderson – Foothills (Zoom)  
Jerry Logan – Kitsap (Zoom)  
Mike Kretzler – Olympia (Zoom)  
Mark Kerr – Tacoma (Zoom)

Alex Cowen – Seattle (Zoom)

#### Board Members Absent:

Martina Kozar  
Kara Stone

#### Staff:

\*Tom Vogl <sup>CEO</sup> (Zoom)  
\*Tom Helleberg <sup>Publisher and Director of Finance & Operations</sup> (Zoom)  
\*Amber Carrigan <sup>Director of Development</sup> (Zoom)  
\*Kristina Ciari <sup>Director of Membership & Communications</sup> (Zoom)  
\*Becca Polglase <sup>Director of Programs & Operations</sup> (Zoom)  
\*Betsy Robblee <sup>Director of Conservation and Advocacy</sup> (Zoom)  
\*Barbara Sprecher <sup>Controller</sup> (Zoom)

#### Guests & non-voting members:

\* Alan Davey <sup>Foothills Branch Chair</sup> (Zoom)  
\* Neal Kirby <sup>Olympia Branch Chair</sup> (Zoom)  
\* Rich Johnston <sup>Board Director Elect</sup> (Zoom)  
\* Elaina Jorgenson <sup>Everett Branch Chair</sup> (Zoom)  
\* Debbie Lynn <sup>Kitsap Branch Chair</sup> (Zoom)  
\* Maya Magarati <sup>Board Director Elect</sup> (Zoom)  
\* Jared Pearce <sup>Seattle Branch Chair</sup> (Zoom)  
\* Paul Stevenson <sup>Bard Director Elect</sup> (Zoom)

\* non-voting attendee



### **Call to Order:**

The meeting was called to order at 12:30 p.m. by Board President Vik Sahney via a remote Zoom call. President, Vice President, Secretary, Treasurer, VP of Outdoor Centers and VP of Branches were in attendance. A quorum was established and was maintained throughout the meeting.

### **Agenda:**

Vik Sahney shared the proposed agenda, which was adopted by the Board without objection.

### **Consent Agenda:**

Vik Sahney shared the revised consent agenda.

- Approve the Meeting Minutes from October 15, 2020 Board meeting.
- Approve the Risk Management Committee Roster

The consent agenda was approved with no objections.

### **Committee and Staff reports:**

- Barbara Sprecher shared The Mountaineers unaudited FY20 year-end financial results. Barbara reminded the Board that the \$652,000 PPP loan remains largely forgivable.
- Tom Helleberg updated the Board on the FY20 year-end financial results of Mountaineers Books and end of year accrual adjustments to the balance sheet.

At 1 pm, the Board took a break from the business meeting to hear a guest speaker on the epidemiology of COVID-19, did breakout discussions and report-outs. The Board meeting resumed at approximately 2:45 pm.

- Gabe Aeschliman shared updates from the Governance Committee, updated the Board on the Committee's FY21 priorities, and called for volunteers to assist the Committee's priority work. Three Board member volunteered.

### **New Business**

- A motion was proposed by John Ohlson and seconded by Peter Hendrickson and passed unanimously: The Board of Directors authorizes a change of signatory for our Small Business Administration Economic Injury and Disaster Loan application from Controller, Barbara Sprecher to CEO, Thomas Vogl.
- Vik Sahney shared rosters for the following Committees of the Board: Finance Committee, Audit Committee, Investment Committee. A motion to approve these rosters was proposed by Don Heck, seconded by John Ohlson and passed unanimously by the Board.



**Announcements:**

- November 20 | Wellness Call Deadline
- January 21 | Board of Directors Meeting

**Good of the order:**

- There were no comments, updates or proposals shared.

21 of 23 Board members were present.

**Adjournment:**

Vik Sahney moved to adjourn the meeting. Without objection, the meeting was adjourned at 3:00 p.m.

Submitted by  
Roger Mellem, Board Secretary  
Amber Carrigan, Development Director and Tom Vogl, CEO  
Approved by The Mountaineers Board of Directors 1/21/2021