**Kitsap Mountaineers Executive Committee Meeting July 17, 2014**

Executive Committee Members Present:

Jeff Schrepple, Dave Burton, Mark Thibault, Christine Grenier, and Tom Thrasher.

Meeting commenced at 5:45 pm

Branch Fiscal Status : Dianne was unable to attend the meeting but Jeff’s analysis of the most recent/late budget report from the Mountaineers headquarters indicates we are still in the black.

Minutes from the February meeting: The meeting minutes for May were approved by a voice vote before the June website training meeting began. No minutes were recorded for the June meeting because no other branch business was conducted (other than website instruction by Chris Williams and Katherine Hollis from the PMC). Jeff announced that he would take minutes at this meeting because Mike Raymond would be unable to attend.

MC Meeting Reports and General Updates: Jeff told everyone that since our last EXCOM meeting had been held early that there were two Management Committee meetings to report on that occurred between the June and July EXCOM meetings. Results are as follows:

 **June 16 MC Meeting**

1. Mindy Roberts presented the same safety briefing that she gave to the EXCOM meeting in May. She told us that the safety incident reporting problem that she told us about then has been partially fixed and reports should be making it to branch chairs. Per the request of the EXCOM members, I am forwarding those reports to all EXCOM members. Mindy emphasized that leaders should not feel like filing an incident report is a bad thing.
2. Most of the MC meeting was devoted to Leann’s presentation of the Budget Guidance for the coming fiscal year and the questions and comments generated by that presentation. Leann, who was at the meeting in person, reported that she offered branches several opportunities to discuss in detail the Budget Guidance early in the budget process, but only 4 people showed any interest by responding to her query for preferred dates for a telecom. Furthermore, only 2 people availed themselves of the opportunity when the time came – and I was one of them. In this meeting, I expressed to her in person my concern that had previously been sent to her, Dan, and Martinique by email that the Kitsap branch allocation of shared expenses (which would be referred to as overhead in a for-profit organization) had risen over 50% in each of the last two years while Seattle’s share had been reduced last year by 31%. I told her because of the magnitude of the headquarters allocation to us, almost half our planned revenue was spent before even a dime had been earned from our branch course offerings. Her solution was to “Generate more revenue” to which I responded that I felt our courses were fairly priced as evidenced by the facts that (a) we did not max out any enrollment targets for any courses this year, (b) that Olympic Community College had discontinued their climbing course this year since we had taken all their students, and (c) that our course fees were not sufficiently low that we had ever drawn a student from Tacoma or Olympia or any other branch. I also told her that being told to “generate more revenue” made me feel more like an employee than a volunteer. I then asked if she could explain how the allocations had been made because I couldn’t understand what headquarters assets I was using at a greater rate than Seattle and if I knew what assets I was using in such abundance, I would cut back on such usage. She replied that she had used a very complicated spreadsheet which she didn’t feel the branch chiefs would understand and that she didn’t have time to explain it to them. After much concern was voiced by other branches as to a lack of transparency in the budget process, Leann agreed to send out the subject spreadsheet and Dan asked her to consider a branch budget summit in November to avoid a similar issue with next year’s budget. He also offered that as headquarters costs continue to increase, we may need to discuss the need for subsidies to the small branches for them to survive. Leann responded – and this is paraphrased somewhat- that transparency, accuracy, and timeliness were not adequate under current budget controls, but, other than that, things were going well.
3. Chris Williams discussed volunteer issues (mostly incentives) briefly, but since the budget issue took too much time, he deferred a full discussion until the August meeting. He also announced that he will be hosting a two day leadership summit in Seattle on one of the weekends I will be in Iceland – more details to follow. The purpose of the summit will be to see if there is a need to or interest in standardizing leadership training across branches.
4. Dan reported on a lawsuit against the Mountaineers which went to jury trial. The Mountaineers were found not liable for any part in the death of a young boy at one of the lodges a couple of years ago. The lawyers in the group thought this was a positive outcome as it will be likely to deter future lawsuits seeking to empty the deep pockets of our insurer – in order to reach a quick settlement.

 **July 14 MC Meeting**

1. I reported that after spending a few hours examining Leann’s spreadsheet:
	1. The allocation of Property and Liability Insurance was not done in accordance with the Budget Guidance. That guidance said costs would be distributed among the branches based on membership, but I found no evidence that calculations to that effect had been done. In fact, those cells only contained numbers and no formulas/equations to account for branch membership percentages. It was obvious at a glance that the distribution was not in compliance with branch membership because Tacoma had a higher allocation than Seattle although Seattle has almost six times as many members.
	2. Allocated expenses were “kind of” related to membership, but the membership percentages entered in the spreadsheet were not accurate. The margins of error ranged from 4% to 81%. The Kitsap branch divergence was 66%, which completely accounted for our branch 50% increase (this error accounted for $1729 of our $1761 increase).
	3. The spreadsheet had several instances of circular logic and at least one error.
	4. While numbers were computed on one worksheet, the numbers entered in the Budget Guidance were not the calculated numbers in all cases.
	5. Based on membership fees reported in the 2011 and 2012 Mountaineers annual reports, not all ($186,490) this revenue was applied to admin costs on the spreadsheet. This finding discourages branches from enrolling new members as the fees which go wholly to the Mountaineers do not offset all admin costs leaving the branches to foot a bigger and bigger share of the organization costs.
	6. Credit card fees need to be better explained. My analysis is not yet complete in this area, but it appears that ALL branch revenue is subject to the 3% “tax” whether the branches use the corporate credit card or not.
	7. The bottom line finding is that if costs were allocated correctly, small branches would not need subsidies.
2. As a result of my report, Dan sent an email to Leann, Martinique, me, and Steve McClure (Mountaineers Director of Finance) to have me set up a meeting in Seattle to have Leann explain to me and Steve why she did the things she did on the spreadsheet. I am to coordinate that meeting and will do so after my analysis is complete, which is after my most recent houseguests leave on August 9th.
3. Mike McIntosh from the Olympic branch noted that branch information on the new website is very difficult to find. He suggested a “Branches” heading on the opening page banner. All branches unanimously supported this change and Dan sent an email to Martinique and Jeff Bowman recommending the change.
4. A new volunteer position of “VP branches” is to be established. A duties sentence was reviewed for this position which was reported to be similar to other VP positions. One branch chair said the duties made it look like the VP branches was supposed to ensure that the branches would “toe the line” to the Headquarters desires but did not seem to represent the branches interests to the Headquarters. The VP for Outdoor Centers noted that his duties were stated very similarly and he did not feel his “job” was to only carry out the wishes of the headquarters.
5. Tacoma reported that their climbing wall is up and operating.

**Other Information (not related to the MC meeting)**

1. The branch has been offered the opportunity to participate in a Nonprofits Day at the Sportsman’s Warehouse in Silverdale on August 9th. This event is geared towards youth and offers a $500 gift card to the booth that gets the most votes from attendees. EXCOM members present did not believe the branch had a message that would resonate with kids and so declined the opportunity.
2. MOFA – Jeff reported that he finally got the details on MOFA training by RMI (through the Mountaineers). To contract with RMI a branch must guarantee attendance by at least 20 students at a price of $130 a person plus cover per diem expenses for the instructors. As a result, most branches charge a price of $145 or higher per student just to break even. A discussion ensued which indicated only the climbing committee had a written requirement for MOFA and they could not guarantee 20 students. EXCOM members present reluctantly acknowledged that our branch would have to recommend to Kitsap students that they take the class with another branch since we did not have enough money to subsidize the guarantee and we no longer had volunteers willing or qualified to teach the course locally.
3. Jeff is now the new “Organizer” for the Kitsap Branch Mountaineers Meetup site, having recently taken over the responsibility from Mike Raymond. Doug Terry is currently listed as a Co-organizer and Suzy Diesen, John Howard, Phil Chebuhar, and John Mackey are listed as Event Organizers. These people have the ability to enter events/activities which get to the 116 members in the Meetup Group. Jeff told those present that this is another means of getting the word out about activities we were sponsoring and asked if anyone else would like to be added as an Event or Co-organizer. If so, they only need send him an email address and he would add them to the list.
4. The Eddie Bauer discounts offered as part of the Mountaineers membership benefits are no longer valid. Eddie Bauer was bought out by Joseph A. Banks which was in turn bought by Men’s Warehouse who is making a corporate decision whether to continue the discount program.
5. If you have leadership changes or additions to your committee, the committee chairs can adjust your roster on the new website. However, those individuals will only be granted “badges” on their profile when Katherine Hollis is also notified of the change since the new website is not set up to issue badges based on changes to the committee roster.
6. Relative to the Mountaineers website, no major changes are expected this fiscal year. Mark and I are working on a wish list to send to Jeff Bowman with little hope that any of our recommended changes will be made next year. Jeff apologized to Mark for not having that list finalized yet, but since nothing at all will be done before October 1st, he had other priorities to attend to before this.
7. Chris Williams had forwarded a proposal to reward high performing members with payment of their dues, but most branches didn’t like the idea. From recent experience in Olympia, limited issue logo gear seemed like a better idea.
8. Finally, a big thank you to Dave Burton, who along with Sue, Christine, and Dave Hirn, led an enormously successful hike on Sunrise Ridge in Olympic National Park on Sunday, July 13th. This effort started with an email from Christina Ciari, the Mountaineers marketing chief to Dave asking if he would be willing to collaborate with the North Olympic Library (NOL) System to teach a class and conduct a hike to get people in the Port Angeles area out “into the woods.” Dave did all the coordination with NOL for several months to get everything in place. On hike day, we had 12 new hikers (potential new members) join 5 leaders for a hot –but very clear day – on the trail. Of the 12, nine completed the hike and those I got to speak with at the end were very complementary about both the class and the conduct of the hike. Kudos to all!!!

ACTIVITY COMMITTEE REPORTS (from committee chairs who were present)

Sea kayaking: Although Vern was not here, Jeff wanted it entered in the minutes that Vern had listed a number of hikes and kayaking trips in the last few weeks and that he (Jeff) was trying his best to keep posting new trips to the branch calendar as they were scheduled.

Hiking: Chris again announced the Mount Baker Lodge weekend which is scheduled for September 5th through the 7th. A problem with confirmation by the host has been resolved.

 She also mentioned that hike leaders do not like the new website as much as the old one, but have been able to work through it.

 Also that REI was planning a “Hiking for Women” class that should draw good attendance.

 Finally, in response to her announcement of a WTA social, Jeff remarked that he had recently been on a WTA work crew on the Elbo Creek trail and found that the reason very little work was being done on that trail – especially the upper/”new” part – is that there is no sign in box at the trailhead. Accordingly, the USFS is under the impression that it is getting very little use and so does not give it any priority. This can be resolved by signing in at the Forest Service office in Quilcene before or after a hike on the Elbo Creek trail so more resources can be assigned to maintaining and improving this trail.

Art: Dave Burton has completed 7 painting lessons as part of his work with Poulsbo City Parks. While these lessons could be converted to Mountaineers painting classes, Dave sees little incentive to offer the classes as a revenue generating course until headquarters financial controls are improved.

Trail Running: Mark has listed his first trail running event for August.

OLD BUSINESS

Update on the Monthly News Letter: Sue and Christine earlier agreed to work with Cristina Ciari to publish a monthly branch newsletter and we can expect the first one in August.

NEW BUSINESS

Discussion of changes to the branch bylaws: Vern noted that technically these are not really bylaws and it is known that the Seattle and Tacoma branches specifically include such items as part of their “Operations Manuals.”

 Issue# 1: When should we meet?

 While there appear to be several versions of the bylaws, looking at the ones posted on our branch webpage, Article VII, Section 1 calls for meetings to be held every month but July, August, and December while Article VIII, Section 2 calls for monthly meetings, except for August.

 Jeff recommended that we revise these sections to only mandate at least one meeting per calendar quarter with the ability for the branch chair to call additional meetings if needed. Jeff has been impressed with our ability to conduct business by emails and believes that fewer face to face meetings may attract more volunteers to EXCOM positions/participation. EXCOM members present agreed with the recommendation but asked that a procedure for email voting be included in the revised bylaws. Additionally, any email votes would have to be announced at the quarterly face to face meetings and recorded in the minutes for that meeting.

Should we continue to have “at large” members on the EXCOM?:

Jeff noted that while Article V, Section 7 calls for the two at large “trustees” to “represent the general interests of the branch, provide additional expertise and input to the EXCOM, and assist with meeting programs and organization”, last year’s nominating committee had a very hard time filling these positions which have very vaguely defined duties and are rarely asked to perform anything specific. However, these less demanding EXCOM positions might be ideal for bringing new members into the branch admin governance. The majority of the EXCOM members present felt that the at large members did add value to the organization and recommended that the positions not be eliminated.

Should activity chairs be voting members of the EXCOM?

Jeff noted that the current bylaws are conflicting in this regard. Article V, Section 8 states that the EXCOM consists of all elected officers, committee representatives (are these the activity committees?) and appointed positions but further states that a decision by the EXCOM only requires at least 5 of 7 elected officers – implying the others don’t get a vote. However, Article VIII, Section 4 states that each activity has the right to send a representative to serve as a member of the EXCOM and that these representatives shall be granted voting rights on the EXCOM.

Jeff recommended that the activity chairs should be clearly made voting members of the EXCOM because he feels that the activities are the most important part of the branch. He sees how little regard the Mountaineers headquarters has for the branches and does not want to see the branch treat the activities with the same sort of indifference. He noted that the only argument he has heard against having the activity chairs (or their representatives) vote as part of the EXCOM is that the activity chairs are not elected by the membership at large, but instead are selected by the committees. Jeff’s response to that concern was (a) that in reality we have not recently ever had more than one nominee per elected position so that a vote by those present at the Annual General Membership meeting – with a very limited percentage of the overall membership – was sufficient per the bylaws to satisfy election results and (b) that what we were looking for was activity representation and not general representation so it seemed totally appropriate for the activities to determine their chairs- and not the general membership. In preparation for this discussion, Jeff checked with the other branch chairs and found that some of the branches do allow activity representatives to vote and some do not. There is no headquarters direction on governance of the branches so we can run the branch as best suits us. All the members of the EXCOM present agreed that the bylaws should be clarified to formally recognize votes by the activity chairs or their representatives.

Other issues discussed:

The nominating committee should have met in June so Jeff planned to contact all elected officers to see if they would remain on for another year and report back at the September meeting.

We determined that references to the Go Guide and our charter were obsolete and should be deleted.

 The reference to having the EXCOM approve the budget before sending to the headquarters should be deleted as the timeline for assembling, reconciling, and coding all the activity inputs does not leave sufficient time to schedule a special EXCOM budget meeting and still meet the headquarters submission schedule.

Delete Article V, Section 2 that requires the branch chair to submit an annual report to the secretary as no one knows what would be in the annual report outside of the meeting minutes which are regularly posted on the website.

Based on all the above discussions, Jeff will contact John Davis to see if there is yet another version of the branch bylaws, then, assemble a new version to be emailed to all EXCOM members for review before the September 18th meeting.

Discussion of Policy for Control of Branch Common Equipment:

 Jeff noted that we now have a pretty good handle on most of our common equipment. He proposed a policy where the treasurer would annually (in October) publish a consolidated list of all our equipment and who had control over it. This would be published on the branch website for review. If equipment had changed hands “permanently” then the old “owner” should notify the treasurer of the new “owner” so the list could be updated. This system is expected to approximate free market principles such that the most efficient point of contact will control the appropriate piece of equipment. Jeff checked with other branches and found that most of those branches with significant branch equipment had a centralized storage location, which did not seem to support our circumstances. Jeff will prepare a draft policy to be sent out before the next EXCOM for review and discussion at the September 18th meeting.

August Meeting: No meeting will be scheduled for August

September Meeting: The main topics of the September meeting will be the review of branch action plans from the March publication of the branch strategic plan and discussion of the revised bylaws. Other topics will include EXCOM nominations and elections for the next fiscal year and a discussion of when to hold the October annual membership meeting.

Closing Remarks: None.

The meeting was adjourned at 7:45 pm.

September EXCOM meeting will start at 5:30 on the 18th of September in “The Vault” at the Bremerton Bar and Grill.