

**Colorado Mountain Club**  
**Board of Directors Meeting**  
*September 24, 2024*  
**5:32PM – 7:20PM**

1. **Call to Order** by Board President Dan Cummings at 5:33PM.
2. **Roll call** of Meeting Attendees:
  - **Board Members Online:** Dan Cummings, Peter Hamilton, Jerry Mitchell, Rachel Roberts, Betty Katondo, Phil Lakin
  - **Board Members in Person:** Merrillee Millar, Sheryl Lampert, Jen Nelson, Dave Sanders, Sarah Riley, Robby Vaughn
  - **Staff Members in Person:** Zach Jump, Madeline Bachner Lane
  - **Staff Members Online:** Gabriel Romero, Graham Ottley
  - **Other:** Janice Heidel
3. **Motion to approve July meeting minutes** made by Dave Sanders; seconded by Sheryl Lampert; passed unanimously.
4. **Finance Committee Update** from Rachel Roberts and Zach Jump
  - Reviewed FY25 Budget.
  - Replacing gala with two-three smaller, donor focused events.
  - Discussion regarding gala vs appreciation models, including other events that may bring members together.
  - Projected net operating income of \$220K, including ERC.
  - **Motion to approve FY25 Budget** made by Peter Hamilton; seconded by Jen Nelson; passed unanimously.
  - Zach and team are cleaning and closing the year by EOM October.
  - Audit is scheduled for November.
5. **Nominating Committee Update** from Peter Hamilton
  - **Board Terms**
    - A. Merrillee Millar, Jason Mittman, and President Dan Cummings board terms are ending. We thank them for their service on the board.
    - B. There are two nominees who have interviewed to join the board.
    - C. Discussion regarding having a husband and wife serving on the CMC board at the same time. Aligned that there are no conflicts of interest, but proposed a bylaw change not allowing a married couple to serve on the same committees, including Executive committee.
    - D. **Motion made** to accept nomination of Brian Kellaher, seconded by Dave Sanders; passed unanimously.
    - E. **Motion made** to accept nomination of ChristiAnn Vaughn, seconded by Dave Sanders; passed unanimously.
  - **Executive Committee**
    - A. Proposed Executive Committee team: Sarah Riley (secretary, continued role), Robby Vaughn (VP), Peter Hamilton (President), Rachel Roberts (Treasurer, continued role).

- B. Discussion regarding the benefit of an executive committee; discussed the role as a liaison to Madeline and the CMC team for strategic direction, and ability to meet more often. Discussion of
- C. Discussion regarding having multiple members of committees working within the same company; Jerry Mitchell pointed out that CPAs have clear standard rules of independence.
- D. **Motion made to** approve the above board Executive Committee members, made by Peter Hamilton, Seconded by Dave Sanders; approved unanimously.
- 6. **Development Committee Update** from Dave Sanders and Gabriel Romero
  - o Belong Grant (\$200K each of the next two years) in progress.
  - o Working on smaller events and capital campaign.
- 7. **DEI-B Committee Update** from Merrillee Millar
  - o Jeffrey Lockwood has stepped down from committee.
  - o Working to set up training for leaders.
  - o In need of a DEI-B committee leader, but Merrillee will hold the role in the meantime.
- 8. **Strategic Plan Update** from Robby Vaughn and Jen Nelson
  - o Reviewed Strategic plan 2-pager for 2025-2028. Team shared out a document including high level strategies.
    - A. Vision and mission adoption for day-to-day usage.
    - B. Board retreat in November; use retreat to review tactical outcomes of the plan.
    - C. One CMC drive – how we become more integrated as a club state-wide.
- 9. **Operations Update** from Madeline Bachner Lane
  - o Detailed operations updates will come twice per year, while one pager board reports will come out with each board meeting.
  - o AMC building sale is complete and has been announced publicly. Team is focusing on moving and packing.
  - o Staffing changes:
    - A. Stacey Halvorsen is departing.
    - B. Adjusting staff organization with changes to roles. Focusing on more entry level roles.
    - C. Year end audit in November.
    - D. Staff has been focused on completing FY25 budget.
    - E. Youth Programs wrapped up the summer with 23K engagements.
    - F. Conservation: reassessing RIMS app and working to overcome underperformance.
    - G. Membership & IT completed the creation of group dashboards.
- 10. **Executive Session**
  - o **Motion made to enter executive session** by Dave Sanders, seconded by Sheryl Lampert; passed unanimously.
    - A. **Entered executive session** at 6:45PM.
  - o **Motion made to exit executive session** by Dave Sanders, seconded by Sheryl Lampert; passed unanimously.
    - A. **Exited executive session** at 7:17PM.
- 11. **Thank you** to Dan Cummings for an exceptional board tenure as President!

12. **Motion made to adjourn meeting** by Jerry Mitchell, seconded by Robby Vaughn; passed unanimously.
- **Meeting adjourned** at 7:20PM.

*Upcoming Meeting Dates*

<b>BOD MEETING DATES</b>	<b>EC MEETING DATES</b>
NOVEMBER 12, 2024	DECEMBER 17, 2024