AMC NH Chapter Minutes

Meeting Date: September 4, 2014

Meeting Location: Holiday Inn, Manchester, NH

Members in Attendance:
✓ Wayne Goertel Chair
✓ Bill Warren Vice Chair
✓ Rick Desmarais Treasurer
✓ Beth Zimmer Secretary
✓ Karen Thurston Past Chair
✓ Gene Harding Biking Co-Chair
✓ Doria Harris Biking Co-Chair
✓ Paul Hopkins Conservation Chair
✓ Eric L. Savage Education Chair
Jennifer Varney Excursions Co-Chair
✓ David Ross Excursions Co-Chair
✓ LuAnn Laquerre Hospitality Chair
Marianne Page Membership Co-Chair
Ed Parker Membership Co-Chair
✓ Jim Kent Mountaineering Co-Chair
✓ Tom Sintros Mountaineering Co-Chair
Susan Englert Newsletter Editor
Ron Janowitz Newsletter Editor
Michelle O’Donnell Newsletter Editor
✓ John Pilla Paddling Co-Chair
Marcy Stanton Paddling Co-Chair
✓ Paul Berry Programs Co-Chair
Marie Berry Programs Co-Chair
“Sam” Ruth Jamke Regional Director, North (NH & ME)
Tony Schmidt Ski Co-Chair
Valerio Viti Ski Co-Chair
✓ Richie Holstein Trails Chair
✓ Tom Todd Webmaster
✓ Joshua Meltzer Young Members Chair
Guest

* Via GoToMeeting
Call to Order

Wayne Goertel called the meeting to order at 7:00.

Thanks went out to Tom Sintro and Jim Kent for tonight’s pizza and salad dinner.

Upcoming dinner schedule:

- October: Paddling
- November: Ski & Trails
- December: Young Members & Biking

Approval of June Minutes / Beth Zimmer

Beth Zimmer had sent out minutes to ExComm members via a prior e-mail. A motion was made by Tom Todd to approve the minutes as presented. The motion was seconded.

Beth reported a few corrections needed to be made: 1/ at last month’s meeting, a thank should have gone out to both Marianne Page and Wayne Goertel for providing dinner; 2/ the Excursions Committee requires trip leaders to participate in seven trips, events or activities to obtain certain benefits - not five events as was reported; and 3/ a sentence describing the update from the Communications Ad Hoc Committee was clarified to reflect that their discussions are ongoing.

There were no additional comments and the motion to approve the minutes as noted above was unanimous.

Review of Treasurer’s Report / Rick Desmarais

Rick Desmarais had sent out a treasurer’s report to ExComm members via a prior e-mail. Presently our accounts are 10K over July’s report. We are under spending allocations from the budgeting process. Rick hopes to have updated forms for the upcoming budget process. Committee chairs were asked to please let Rick know if there will be unspent monies, so that we can allocate the funds to other committees. There was no further discussion or comment.

Year-to-Date Spending

Wayne Goertel led a discussion to review our apparent year-to-date under spending, as well as ideas for applying unused funding to other activities in 2014.

According to the Treasurer’s report, Mountaineering, Paddling and Programs have monies unspent.
Mountaineering Co-Chairs Tom Sintros and Jim Kent reported that they would be holding their fall meeting on October 1. Input will be solicited regarding equipment updates at that time. There are a few more people who will be involved in training this fall to upgrade their skills and credentials. The committee will need to replace some harnesses, shoes and ropes, etc. And there are still some reimbursements to be submitted.

Paddling Co-Chair John Pilla reported that there are some reimbursements coming soon.

Given that we have sufficient funds to meet expenses, Karen Thurston wondered if might we wish to consider holding WFA training (Wilderness First Aid) at AMC’s Nubble Bay? Informal consensus was that this was a grand idea and added value to the weekend for our volunteer trip leaders. Karen shared that Peter Hope, who has been coordinating these trainings, may soon be relinquishing the reigns. Perhaps there might be an opportunity to put out a notice on the Excursions bulletin board to find a volunteer willing to replace Peter, to make future arrangements for WFA training.

Wayne Goertel mentioned that next year he hoped to roll out an express budget process, where in we would review budgets in a smaller, more expedited express process. Budgets will need to be submitted in early January.

New Look / Branding

Wayne Goertel asked members if they had seen the “new look” in the AMC Outdoors magazine. There was general consensus that the half-page “advertisement” style Chapter notice did not do justice to helping us promote all of the activities and workshops that we offer. Wayne will be putting an article in the newsletter reminding members to sign up for weekly updates.

Wayne gave ExComm members AMC water bottles with the new logo as a gesture of the Club’s appreciation. The Mountaineering Co-Chairs noted that while the water bottle highlighted many of the club’s activities, neither climbing nor mountaineering was represented in any fashion.

NH Chapter Annual Meeting – October 26

Programs Co-Chair, Paul Berry, reported that this year’s annual meeting event is all prepared. Presently, there are not many signups. ExComm and NonComm members and guest, as well as 25 and 50-year members are invited to attend free. The Membership Committee (Marianne Page) will mail out invites to the 25 and 50-year members.

Friendly reminder that committee annual reports to Beth Zimmer by September 25.
Review of the Current Slate for 2015

Wayne Goertel had sent out an updated slate for 2015. One change is that Ed Parker, Membership, has accepted an out of state job. While there are some open positions for co-chairs, no committee remains unfilled at the moment.

Eric Savage and Wayne Goertel clarified the Ex Officio positions. By definition Ex Officio appointments are automatic in nature, by the virtue of the individual having held or presently holding a certain position. As further clarification, Past Chair has voting rights, which other positions do not.

Newsletter editor Sue Englert will be stepping down after the Nov/Dec issue. Wayne reported that he knows of some folks who have expressed an interest in volunteering or doing the work at a reduced rate. Ron Janowitz will investigate three leads when he returns from travel abroad.

Bylaws Update / Bill Warren

***Note: Discussions regarding bylaw changes happened during a presentation, as well as after the presentation. For clarity, I have attempted to group discussions by “topic,” rather than by the order in which it happened at the meeting. –Beth Zimmer, Secretary***

- Wayne Goertel began by stating that the proposed bylaw changes are not a done deal, but rather, but a means to guide discussion.
- Bill Warren was given advice that when looking to make a couple of bylaw changes, that it would be wise to scour the bylaws. Thus, he reviewed all of the present bylaws. In addition, he reviewed bylaws from the other chapters.
- Presently, we do not have in our bylaws a clear written understanding of who can vote and who cannot vote.
Proposed Bylaw Change - Electronic Voting

- **Electronic voting.** Chapter business that is time sensitive in nature and therefore cannot be addressed at the next, regularly scheduled Executive Committee meeting can be handled through an electronic mail quorum. As at face-to-face meetings, four members of the Executive Committee shall constitute a quorum for the conduct of business. The procedure shall be as follows:
  - A motion is proposed by a member of the Executive Committee to the Chapter Chair, Vice Chair, and Secretary.
  - The Chapter Chair (in his/her absence, the vice-chair) determine(s) if the business is time sensitive.
  - If so, the motion is to be distributed to the Executive Committee through electronic mail ideally within 2 days of receipt of the proposed motion for a seconding of the motion and discussion. Discussion shall close 7 days after the motion was sent to the Executive Committee. Exceptions may be made if the time sensitive business needs to be addressed in a shorter period.
  - At the end of the seven-day period, on or before the eighth day, votes on the motion will be sent to the Chapter Chair, Vice Chair, and Secretary.
  - The Chapter Chair will inform the Executive Committee the voting results.
  - The Chapter chair retains the right to table the motion until the next regularly scheduled Executive Committee meeting.

- Bill Warren shared that presently, Maine is the only chapter that allows for some form of electronic voting. Bill can foresee that this might be a worth having in place should a situation arise over the summer recess. As presented, electronic voting would be open for seven days and on eighth day, the Chair announces the results
- Tom Todd wondered if anyone has the right to table an electronic vote. Eric Savage and Karen Thurston expressed that it is the function of the Chair to determine if a vote is contentious and should get tabled for a face-to-face discussion.
- Paul Berry suggested we establish a quorum on electronic voting as being 50% positive of eligible voters.
- Karen Thurston moved to approve the provision of electronic voting with the addition of defining “quorum.” This motion was seconded and approved unanimously.
**Proposed Bylaw Change – Votes Per Committee**

**SECTION 1** - The administration of the Chapter shall be vested in an Executive Committee whose voting members are the Chapter Chair, Chapter Vice Chair, Chapter Secretary, Chapter Treasurer, Standing Committee Chairs and Immediate Past Chair. Provided, however, that each Standing Committee shall have only one vote. Each member of the Executive Committee present at a meeting shall have one vote regardless of the number of positions held. Four members shall constitute a quorum for the transaction of business.

- Bill Warren explained that the motivation behind this proposal is to consolidate the opinion of each committee and to not allow a committee fully staffed with two co-chairs, to out vote a committee with one chair.
- In our chapter, the Director does not get to vote.
- Eric Savage doesn’t see our present practices as broken.
- Karen Thurston thought that the proposal sounds logical and thoughtful. Voting is an integral aspect of what we do. Both co-chairs of a particular committee do not have to show up; one voice representing one committee seems appropriate.
- John Pilla asked if voting is via simple majority; the answer was “Yes.”
- Eric Savage expressed that this change would automatically doubles the power of the officers, and he does not see the logic of the proposal.
- Wayne Goertel shared that this proposal would even the voting power of each committee.
- John Pilla noted that votes come up at the meeting and that chairs do not have time to present matters to the their committee, nor time to discuss with their other co-chair.
- Tom Sintros wondered, if there was a controversial vote, could we suspend the vote, discuss the vote with our committee members, and use electronic submission?
- Tom Todd felt that controversy has not historically a problem.
- Beth Zimmer expressed that she saw some logic with the proposal. Presently, the newsletter committee has three chairs, and they could potentially outvote committees with two chairs or one chair.
- Eric Savage suggested we limit committee chairs to two.
- Bill Warren added that it is not the ExComm’s position to tell committees how many chairs they need to conduct their affairs.
- John Pilla conducted a straw poll; there were twelve against the wording as presented.
- Paul Berry made a motion to accept all the words but amend it so that each standing committee be allowed no more than two votes at a meeting. The motion was seconded. Vote: three opposed; all others were in favor; the motion passed.
Proposed Bylaw Change – Conservation Committee

SECTION 2 – The Conservation Committee shall be responsible for enabling Chapter members to enhance their knowledge and enjoyment of the natural environment, and to stay informed about current issues facing it. This may be accomplished through committee activities, along with workshops and relevant educational opportunities that have a conservation theme, and by sponsoring conservation work days. This committee shall encourage members to become informed and educated about relevant legislation and advocacy issues and to participate in Club-sponsored efforts to further conservation aims.

Proposed Bylaw Change – Eliminate Education Committee

SECTION 3 - The Education Committee shall be responsible for assessing program needs of members and arranging or conducting workshops based on these needs. This committee shall work with other committees to provide appropriate and relevant educational opportunities. This committee shall provide assistance to outside groups in New Hampshire looking for AMC focused programs as well as provide consultation and training to other committees on conducting high quality educational programs.

• Bill Warren explained that there was an ad hoc committee that discussed the current and future direction of both Conservation and Education Committee.
• ‘Education’ per se, is happening within all committees. But informing the public and members about ‘Conservation’ continues be something we need to do more of.
• Thus, there was a decision to maintain and clarify the role of the Conservation Committee, and to at the same time, eliminate the Education Committee.
• Paul Berry moved a motion to accept the proposal so that discussion could ensue. The motion as seconded.
• Eric Savage noted that we could leave the Education Committee position empty, holding onto the position should a need arise in the future.
• Paul Berry expressed that committees are often a function of someone passionate about it, and he was not sure what harm there was in keeping it
• Wayne Goertel stated that presently, training leaders and members are endeavors covered under standing committees, and that having an Education committee is no longer relevant.
• Tom Sintro agreed with Wayne.
• Tom Todd stated that we should leave the position unfilled, as education is fundamentally a part of what we do
• Bill Warren again expressed that the task of education is being undertaken by the various committees.
• Jim Kent inquired if there was a hardship with leaving it in our bylaws.
• Wayne Goertel emphasized that this is a languishing committee and that organizationally it does not make sense. Further, it undermines what the other
committees do. It is a “shell committee.” Within our core culture is that each committee engages in education.

- Eric Savage expressed that ‘education’ is one of our Club’s pillars and he advocated that members not eliminate this committee.
- Gene Harding inquired if we should consider merging Conservation and Education; presently, the Education Committee has done nothing and yet has a vote at the table.
- Bill Warren asked members if it would it help to call this new committee, “Conservation & Education.”
- Paul Berry made a motion to accept the above as amended; 2 abstained; 2 voted no; all others voted in favor and the motion carried.
Proposed Bylaw Change – Eliminate Hospitality Committee

**SECTION 5** - The Hospitality Committee shall be responsible for receiving registrations and payments for all Dinner Programs, Member Welcoming Programs and the Annual Meeting, notifying meeting facilities as to the number attending, as required by each facility, checking attendees in as they arrive and providing name badges. All monies received shall be given to the Chapter Treasurer.

Proposed Bylaw Change – Programs Committee

**SECTION 8** - The Program Committee shall be responsible for planning, scheduling and administering all Chapter Meetings identified in Article V, and other programs of general interest, including locating venues, establishing prices, and securing speakers for each dinner program. The Committee shall be responsible for receiving registrations and payments for all programs, checking attendees in as they arrive and providing name badges. All monies received shall be given to the Chapter Treasurer. This Committee shall be responsible for gathering and submitting event notices for publication. Information about each program, including a registration form, shall be submitted to the Newsletter Editor(s) for publication in the appropriate issue. The Program Committee Chair(s) shall preside at Dinner Programs in the absence of both the Chapter Chair and Chapter Vice Chair.

- Bill Warren summarized that at a prior meeting, we had already agreed in principal to the combining of Hospitality and Programs.
- He presented members with final wording to the proposal ExComm had already approved.
Proposed Bylaw Change – Communications Committee

**SECTION 6** – The Communications Committee shall be responsible for planning, scheduling and implementing the communications needs of the New Hampshire Chapter as approved by the New Hampshire ExComm. This shall include but not be limited to the publication of Mt Passages, the New Hampshire Chapter website, review and compliance of committee websites, along with all Chapter publications, email blasts, social media, new member letters, and Club wide communications on behalf of the New Hampshire Chapter.

The communications committee shall ensure all communications from the New Hampshire Chapter comply with Club style and logo requirements in order to provide consistency within all communication venues along with using approved catchphrases.

Proposed Bylaw Change – Eliminate Newsletter Editor

**SECTION 8** - The Newsletter Editor(s) shall be responsible for laying out, proofing and distributing each newsletter to the Chapter membership. They shall be responsible for securing the printer and mailing lists and communicating newsletter deadlines to all Officers and Standing Committees of the Chapter. All articles must come from an Officer or committee of the Chapter, or be subject to approval by the Executive Committee.

Proposed Bylaw Change – Eliminate Webmaster

**SECTION 13** - The Webmaster shall be responsible for maintaining and updating the Chapter website. Ongoing and upcoming events as well as appropriate information from AMC Outdoors, the Chapter Newsletter and the Executive Committee shall be posted.

- Bill Warren explained that the concept or vision of having a Communications Chair is not quite ready yet. Current bylaws will allow us to try this as a temporary position. If we are able to implement this on as a temporary measure that will allow us to better understand the direction or intent of this proposal.
- Bottom line is that this bylaw proposal is not yet ready.
- There was no further discussion.
Proposed Bylaw Change - Treasurer

**SECTION 13** -- The Chapter Treasurer shall have the authority to review the finances of all standing committees, with the knowledge of the respective committee, and to correct such problems as might be found, unless otherwise instructed by the Chapter Executive Committee. Any committee maintaining its own financial account(s) shall include the Chapter Treasurer as an authorized signer on all such accounts. Committees with such accounts shall prepare and submit monthly reports to the Chapter, and shall prepare an audit report, and send it with backup data to the Club Headquarters as requested annually by the Club. A copy of that audit report must be forwarded to the Chapter Treasurer.

- Bill Warren reminded members that the above proposal was voted on at a prior meeting. The intent of the above, approved changed, is to allow the Treasure to have authority over committee books and accounts. As this was approved at a prior meeting, this bylaw change is ready to go.
**Motion to Adjourn**

At 9:00, a motion to adjourn. This was seconded and approved unanimously.

**Future Items**

- Communications Ad Hoc Committee – ongoing discussion (June ’14)
- Clarify a process for allowing a small amount of latitude within the budget expenditures. (February ’14)
- NH Wild – someone to take a leadership role (June ’14)
- Leave No Trace Master Training – update (June ’14)
- Online / direct sales of AMC NH clothing and gear (May ’14)
- WFA training: 1/ Peter Hope’s replacement; 2/ Notice on the Excursions Message Board; 3/ Nubble Bay weekend (September ’14)
- Newsletter article urging chapter members to sign up for weekly updates (September ’14)
- Update on newsletter editor position (September ’14)

Minutes: Beth Zimmer
9/4/14