

SUMMARY OF MINUTES
Annual Meeting of the Board of Directors
May 3, 2021

A regular meeting of the Board of Directors of Recreational Equipment, Inc. (the “Co-op”) was held on Monday, May 3, 2021, commencing at 8:00 a.m. This meeting was held remotely via Microsoft Teams Video due to the COVID-19 pandemic.

The meeting was called to order by Chair, Tony Truesdale. Other Directors present on Microsoft Teams were Eric Artz, Gunjan Bhow, Ivy Chin, Beth Newlands Campbell, Chris Carr, Matt Compton, Karen Glover, Steve Hooper, Liz Huebner, Stephen Lockhart, Sharon Philpott, Ted Philip and Bert Quintana. Management representatives present via Microsoft Teams were Michael Benkel, Kelley Hall, Curtis Kopf, Raquel Karls, Sara Malcolm, Chris Putur, Dan Shull, Chris Speyer, Tim Spangler, Ben Steele, Wilma Wallace, and Kate Wendt.

Mr. Truesdale began the meeting in executive session at 8:00 a.m. Mr. Artz and Ms. Wallace were present.

Here is a summary of the subjects discussed and actions taken during the meeting:

1. **Consent Agenda:** The Board unanimously approved the February 8, 2021, Board meeting Minutes, upon a motion having been duly and properly made.
2. **CEO Report:** Mr. Artz reported on the state of the business at length and opened the discussion for questions. During his comments, he provided reflections on field visits in the Northeast, including the team’s resiliency and leadership, store operations, and the competitive market. The Board engaged in discussions related to COVID and health and safety implications on the business, as well as inventory challenges and talent. Mr. Artz reinforced the strength of the business despite these challenges and excitement for the transformation ahead. He previewed the strategic planning process in preparation for the August Board meeting.

Ms. Karls, Ms. Long and Mr. Steele joined the meeting at 9:05 am.

3. **Board DEI Journey and REDI:** Ms. Glover facilitated the ongoing discussion among the Board of DEI, starting with personal reflections and a reminder to the Board’s fiduciary duties and DEI. Ms. Glover addressed the role of Board health and culture in cultivating important conversations and the need for the Board’s long-term commitment to the co-op’s REDI plans. Next, Mr. Steele led an update on REDI, with Ms. Wallace, Karls and Long reporting on progress to date and strategy development.
4. **2021 Results:** Ms. Philpott shared the 2021 Board elections results, reporting that each of the three (3) candidates, Ms. Campbell, Mr. Carr and Mr. Compton were elected by the Membership, as independently certified.
5. **Business Updates**
 - **2021 Priorities & Goals:** Mr. Steele and Ms. Hall shared progress against the 2021 strategic priorities and measures of success. Further discussion on factors contributing to success to date ensued.

- **Financial Report:** Ms. Hall provided a report on the full 2021 forecast and the April forecast for the full year P&L. She also shared an update on cash flow.
- **Supply Chain and Apparel Strategy Update:** Mr. Speyer and Mr. Benkel reported on inventory levels and actions being taken to improve inventory positioning to meet demands.

6. Strategy Updates:

- **Strategic Plan Framing:** Mr. Artz introduced a discussion of the strategic planning process and transformational priorities through 2024 prior to Mr. Steele and Ms. Wendt discussing consumer and retail trends.
- **Membership:** Ms. Long led a discussion on Membership. Next, Mr. Spangler shared updates and learnings on new store experiences.

Management was excused from the Meeting, except for Mr. Artz and Ms. Karls. Following the Committee reports, Mr. Artz and Ms. Karls provided a talent, capabilities and organizational update, and presented findings of the April 2021 employee engagement survey, resulting in discussion and comments. Ms. Karls left the meeting and Ms. Wallace returned.

Committee Reports:

As is the normal course, the Nomination & Governance, Compensation and Audit & Finance Committee Chairs provided committee reports on matters discussed during those meetings.

Nominating and Governance:

Ms. Philpott reported on the following: Approval of the Minutes from the February 5, 2021, Committee meeting; as well as election results electing Chris Carr, Beth Newlands Campbell and Matt Compton. Ms. Philpott also reported on a proposal to appoint Mr. Quintana for an additional two years, with a term ending in 2024. Pursuant to a motion properly made, the Board approved the Committee's recommendation to approve the Charter as submitted, resulting in no changes. and approved the appointed officers for 2021. Finally, Ms. Philpott reported on Mr. Bhow's change in employment status and subject to a vote, the Board approved the recommendation of the Committee to decline the offer of resignation.

Audit and Finance Committee:

Mr. Philip reported on the following: Approval of the Minutes from the February 5, 2021 Committee meeting; and 2021 Internal Audit plan, and findings to date and review of the organizational structure for the internal audit function. Mr. Philip also reported on the Committee's review of Q1 financial performance, the status and considerations in the selection of strategic financial services partners; and the discussion on both the climate and cybersecurity programs. Pursuant to a motion properly made, the Board approved the Committee's recommendation to approve the Charter as submitted, resulting in no changes.

Compensation Committee:

Mr. Quintana reported on the following: Approval of the Minutes from the February 5, 2021 and March 22, 2021 Committee meetings; pursuant to a motion properly made, the Board approved

the Committee's recommendation to approve the Charter as submitted, resulting in no changes. Mr. Quintana also reported on a discussion of executive compensation and trends; implications of headcount increase to support transformation; an update on retail pay and the intention to discuss further total rewards and integration of "next generation considerations" (DEI, ESG) into executive compensation structures.

The Board meeting was adjourned at 4:00 p.m.