

SUMMARY OF MINUTES
Regular Meeting
of the Board of Directors
August 10, 2008
(Salt Lake City, UT)

The meeting was called to order by Chair, Anne Farrell at 8:30 a.m. Other directors present were Ivar Chhina, Brenda Davis, John Hamlin, Joanne Harrell, Tom Harville, Sally Jewell, Chuck Katz, Jesse King, and José Lozano. Ed Schmults and Cheryl Scott were absent. Corporate officers attending the meeting were: Brad Johnson, Brian Unmacht, and Matt Hyde.

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

- The meeting started with an executive session with independent directors only. The executive session concluded at 8:45 a.m. and the general session began.
- The Board approved an investment resolution.
- Sally Jewell, CEO, provided the President's Report, and informed the Board that Bill Baumann had been selected to be the new Vice President of Information Technology.
- Brian Unmacht, Executive VP of Sales, Service, Store Development and Logistics, gave an update on the expansion of the Company's administrative headquarters in Kent, Washington.
- Brad Johnson, Senior VP and CFO, provided the Financial Report, detailing the 2008 year-to-date performance. In his report, Mr. Johnson highlighted the distribution of the dividend packet to members and presented proposed changes to the process for the 2009 distribution.
- Angela Owen, VP of Merchandising, and Tom Vogl, VP of Marketing, gave a presentation about REI's vender co-op marketing program. Following the presentation, the Board discussed their observations, based on their participation in the 2008 Summer Outdoor Retailer show for the preceding two days.
- The Board went into executive session with all directors at 11:05 a.m. The executive session ended at 11:20 a.m. and the meeting was then adjourned.