

**SUMMARY OF MINUTES**  
Regular Meeting  
of the Board of Directors  
of Recreational Equipment, Inc.

September 26, 2005

The meeting was attended by directors Chair Doug Walker, Anne Farrell, Bill Britt, Joanne Harrell, Tom Harville, Sally Jewell, Chuck Katz, Angel Rodriguez, Cheryl Scott, Mike Smith, and Catherine Walker. The meeting was held in REI's Sumner Distribution Center. The meeting started with an executive session. Here is a summary of the subjects discussed and the actions taken.

- The board approved minutes from the meeting of August 13, 2005.
- Chief Executive Officer Sally Jewell introduced Senior Vice President Brian Unmacht who reported on new store development and the evaluation of the store development process by external consultants.
- Senior Vice President Matt Hyde reported on REI's merchandising performance and specifically the REI Gear and Apparel division and its projects.
- Ms. Jewell provided the board an update on the company's effort to support disaster relief.
- Chief Administrative Officer and Chief Financial Officer Brad Johnson presented a financial report and reviewed performance plans for the rest of the year.
- Atsuko Tamura presented the revised strategic plan to the board and received approval of the document.
- Vice President Dave Presley presented an update on REI's distribution and logistics process and planned expansion projects. Vice President Brad Brown discussed the technology support of REI's distribution system. A tour of the distribution facility followed the presentations.
- Nominating and Governance Committee Chair Catherine Walker provided an update and discussion on the committee's activities for the 2006 candidate recruiting and election process. Upon Ms. Walker's recommendation, the board approved the Nominating and Governance Committee Charter.
- Joanne Harrell presented the Compensation Committee report, describing the committee's review of compensation and benefit programs. Upon the committee's recommendation, the board approved charters for the Compensation and Executive Committees.
- Tom Harville presented the report of the Audit & Finance Committee regarding the progress of audit activities.
- The meeting concluded with an executive session.