

SUMMARY OF MINUTES
Regular Meeting
of the Board of Directors
February 8, 2016

A regular meeting of the Board of Directors of Recreational Equipment, Inc. (the "Company") was held at the Company's Flagship Store in Seattle, Washington.

The meeting was called to order by Chair Cheryl Scott at 10:35 a.m. All directors were present in person, with the exception of Beth Newlands Campbell, who was excused. Management representatives present in person for the entire meeting were Eric Artz and Catherine Walker.

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

Administrative:

The minutes of the regular board meeting of November 2, 2015, were approved.

Financial Report:

Eric Artz, COO, introduced new CFO Tracie Winbigler, who provided the year-end financial results for 2015. She continued with a review of the overall 2015 performance, including the addition of over a million new members. At the conclusion of the report, Sharon Philpott proposed the Audit & Finance Committee's motion to approve a resolution to declare a member refund of \$133.6 million and discretionary employee profit sharing of \$12.9 million. The Board approved the resolution as presented.

President's Report:

Mr. Stritzke and Mr. Artz began the President's Report with a summary of the #OptOutside campaign. They described it as a once in a lifetime event, affecting the entire outdoor industry. Mr. Stritzke also informed the Board of how the Company is changing the way it measures the metric of membership sales, and how it is working on providing a more tailored in-store experience based on regions and locales. He also noted that participation in Outdoor Programs has doubled, with more free classes offered to encourage broader engagement with members.

2016 Budget:

Ms. Winbigler led the review of the proposed 2016 budget. The Board's Audit & Finance Committee, having previously reviewed the budget, recommended its adoption. After discussion, the Board unanimously approved the proposed budget.

Competitive Landscape:

Vik Sahney (DVP Strategy), Ben Steele (Chief Creative Officer), Brad Brown (SVP Digital Retail), Susan Viscon (SVP Merchandising), Tim Spangler (SVP Retail), and Kate Wendt (Competitive Intelligence Manager), joined the meeting to discuss competition within retail and specialty outdoor retail, with a focus on online-only competitors. They discussed the Company's experience with small, innovative vendors, and the need to focus on authenticity.

At 3:50 p.m., the Board went into executive session.

The executive session ended at 4:15 p.m., and the meeting was adjourned immediately thereafter.