



Dated: September 8, 2025

**REI BOARD OF DIRECTORS
2025 SELF-NOMINATION
SELECTION CRITERIA**

Directors must:

- Possess the highest personal and professional ethics, integrity and values.
- Be committed to representing the best interests of the members and the Co-op.
- Have an inquisitive and objective perspective, practical wisdom and mature judgment.
- Have a personal commitment to the [Belief, Purpose and Mission](#) of the Co-op
- Be willing to devote sufficient time to their duties and responsibilities.
- Be committed to serve on the board for at least two terms (six years).

POSITION OVERVIEW

REI is seeking a visionary and values-driven leader to join its Board of Directors with experience in protecting public lands, advancing equitable access to the outdoors, and/or guiding visionary and practical sustainability and climate initiatives in a business environment. This individual also will bring strong financial acumen and a proven ability to shape strategic programs that integrate mission with business realities. As a member of REI's board, this leader will help oversee the Co-op's long-term vision while stewarding the business to sustainably fund and support its purpose.

EXPECTED EXPERIENCE

Qualified board candidates will share REI's values and possess skills, abilities and have experience in many of the areas listed below.

1) Believes in and exemplifies the values of REI:

- *We are all responsible for the Co-op's results*
- *We go further together*
- *We start from a place of respect*
- *We believe the outdoors is for all*
- *We courageously embrace change*

2) Leadership Attributes that include:

- a) The ability to understand, analyze and provide sound strategic direction on complex areas of the business, including those in which the director may lack experience.
- b) Exceptional judgment and decision-making skills based on mature intellect and proven business acumen.
- c) The time and interest to be fully engaged as a significant contributor to the board.
- d) Excellent interpersonal and communication skills.
- e) Demonstrated appreciation and passion to serve the Co-op.
- f) Commitment to community service and stewardship.

3) Outdoor Advocacy Leader

- a) Nationally recognized leader or respected expert in public lands policy, climate action, sustainability, conservation, or environmental justice.
- b) Demonstrated leadership in public lands protection, outdoor access advocacy, conservation or climate policy, with relevant experience advising or operating at scale.
- c) Proven experience in advocating for the outdoor recreation industry, particularly in contexts that intersect policy, equitable access to the outdoors, climate, and business operations.
- d) Deep understanding of the structural barriers to outdoor access and the operational strategies needed to address them effectively and inclusively.

4) Experience Operating at Scale

- a) Strong financial acumen and experience working with or within organizations in the \$1+ billion revenue range, ideally with exposure to consumer, nonprofit, or hybrid models.
- b) Experience leading or supporting climate and sustainability initiatives, with the ability to assess both mission impact and financial performance.
- c) A record of designing and scaling impactful, financially responsible programs that support both purpose and enterprise viability.

5) Social Impact Leadership

- a) Prior board experience or senior executive leadership in complex organizations balancing social impact, governance, and business performance.
- b) Strong commitment to REI's mission, and values around environmental and social responsibility.

6) Cultural Transformation

- a) Experience building highly effective, transformational and innovative teams within large incumbent organizations.
- b) Proven ability to lead across diverse stakeholder environments, including public agencies, industry organizations, nonprofits, or private-sector partners.
- c) Demonstrated success navigating complex governance, policy, or business environments while driving systemic, measurable change.

7) Additional preferred experience and skills:

- a) Authentic connection to and appreciation of REI's outdoor lifestyle and brand; and the unique nature of our business as a cooperative.

- b) An understanding of the retail industry, including the pace of change and the agility required to be competitive.
- c) Acts with integrity and possesses the courage to do the right thing for the right reasons
- d) Asks insightful questions and focuses on strategic issues
- e) Understands and supports corporate social responsibility, including among other things diversity, equity & inclusion and sustainable practices as a core business strategy

8) Candidate attributes that represent the diversity of REI's communities. REI is deeply committed to diversity, equity and inclusion. We believe that a culturally competent, diverse board is better able to serve the Co-op's and our members' needs and produce better results. We look for candidates of diverse backgrounds who complement and expand the board's overall skills through rich and holistic lived personal and professional experiences.

9) Previous experience and proven effectiveness as a board member, including:

- a) Experience on a for-profit or non-profit board.
- b) Experience as a positive contributor to board(s) overseeing large and complex organizations.
- c) An understanding of, and belief in, effective and leading practices in board governance.
- d) Skills in effective inquiry to further group discussion and understanding of issues and opportunities.

ELIGIBILITY REQUIREMENTS

For a candidate to be eligible for election or appointment (including re-election or re-appointment) as a director, the following criteria must be satisfied at the time of his or her election or appointment:

- The candidate must be a member and at least twenty-one years old.
- The candidate must not, by the end of the term to which he or she is to be elected, have served as a director for more than twelve consecutive years. The term limitation in the preceding sentence will not prevent a candidate who would otherwise be ineligible for election to an additional consecutive term from later being elected to a new term after a period of at least two years has elapsed since his or her last service as a director.
- All elected Directors must, at the time of their election and during their respective terms of office, satisfy such standards of independence as are prescribed by the Nominating and Governance Committee at the time of their respective election.
- No REI employee is eligible to serve in an elected board position.

Belief Our foundational understanding of the world.

We believe **time outside is fundamental** to a life well lived.

Purpose The reason we exist. Our why.

We exist to **inspire** and **enable** life outside for **everyone**.

Mission How we uniquely translate our purpose into focused action.

Our mission is to **connect every person** to the power of the outdoors and engage them in the **fight to protect it**.