

	Allegheny Cycling Association Board of Directors Meeting #3	April 9th, 2018 Panera Bread 8800 Covenant Ave Pittsburgh, PA 15237 6.30pm-8.30pm
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“The Club shall be called the "Allegheny Cycling Association" and its aim is to conduct and organize bicycle racing for riders of all abilities within Western Pennsylvania and to encourage nationwide competition of its members.” Board of Directors

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| <input type="checkbox"/> Colleen Grygier, President
<input type="checkbox"/> Elise Rowe (newly appointed Vice President)
<input checked="" type="checkbox"/> E.J. Hubstenberger, Treasurer
<input checked="" type="checkbox"/> Chris Helbling, Secretary | <input checked="" type="checkbox"/> Shequaya Bailey
<input type="checkbox"/> Chris Popovic
<input type="checkbox"/> Shawn Litster
<input type="checkbox"/> Al Meder
<input checked="" type="checkbox"/> Kara McClain
<input checked="" type="checkbox"/> Jack Neyer |
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Minutes:

1. Opening remarks by Colleen about location and procedures and that dinner is a logistical issue not a matter of substantive board business and may be appropriately addressed via email.
2. Financial Update: Current financials reported after taking into account current membership, Utility Box purchase, escrow for end-of-season city use fees/donation, PO box, web site,
 Budgeting for an estimated level of membership, a reasonable amount of funds are anticipated to be remaining at the end of the year if annual banquet stays within proposed budget.
3. Essential Racing Needs – all satisfied
 - a. USAC Permits – issued: 2018-1254 for Tues races, 2018-1253 for Weds races
 - b. Pittsburgh Special Event Permit – issued
 - c. Officials: We have the number officials needed for both Tues and Weds night races. Heather Rowe has earned her USAC official qualifications; Mikhail Evstiounin confirmed he is in the area and available to officiate on Weds nights. Pat Clair has expressed interest and is currently reviewing the requirements. Chris Popovic has offered to fill in if available.
4. Essential Board Considerations
 - a. Josh Friedman resigned as Vice President on April 4. In response, the President, Treasurer and Secretary held phone discussions to discuss how the situation should be addressed.
 - Motion to fill the VP spot was made by Shay Bailey
 - Seconded by Chris Helbling
 - Voted unanimous for yes
 - Discussed proper method to fill position:
 - It was acknowledged that the Charter says that the BOD has the discretion to choose a new Officer when a position is vacated. We considered filling from the membership, or from the Board.
 - It was decided that a vote from the membership at this time would be difficult because membership is low until points season starts. We also decided bringing someone in cold

after 3 meetings and most of the work for 2018 in process, that it was best to fill the VP position from the board itself.

- Nominated: Chris Helbling, Elise Rowe, and Chris Popovic
- Helbling withdrew with Elise's nomination.
- Elise won by unanimous vote.
- This process may be reviewed in the charter update process.

b. Voting integrity

- Jack gave us a description of the voting technique and process. Although the board could not determine any flaws that could enable any election fraud, it was acknowledged that a lot relies on Jack and his specific knowledge. A motion to make an Election Process Committee was passed in order to investigate possible 3rd party software that might make the system more hands off and easily accessible to other BOD members in the future should Jack not be present to manage an election for any reason.
- Committee Members: Jack, Al and Shawn

c. Financial transparency, accountability

- Board to see books, which were shared by EJ in the following few days after the meeting. It was decided that the full description was not necessary to go to membership.
- Discussed \$1 use fee per rider and how we are plan to pay up at the end of the year to city. This money has been accumulating for two years due to the lack of a clear way to pay the city which is being addressed.

d. Final topic was raised to discuss President moving away.

- Statements were made suggesting a President could not perform his/her duties from afar. Arguments were made that most items the president performs can be done over the phone or email, and it was noted that the Charter does not currently include a residency requirement nor a mechanism for removing an officer other than for acting flagrantly against the interest of the ACA. At the times where personal intervention. ie. handling a race or racer-specific issue, other members of the BOD could perform such duties. We did not propose any motions. We could not find any charter rules that would require any action. Status Quo shall remain in place until a compelling reason to change is found. Colleen agreed to send an email to the membership explaining the VP resignation and replacement and her own continuing role as ACA president. This email was sent to the membership Monday night (April 9).

5. Non-Essential Race Considerations

a. Committees formation: identify deliverables, timeline

1) ACA Charter review,: Chris Popovic, Colleen Grygier

- May 1 schedule to review charter; all board members who wish to submit comments need to do so by Friday April 20.

2) New storage box: Chris Popovic

- Westward Box from grainger. Item # 24Y920
- Motion to buy a new box: unanimously approved (current box is 20 yrs old and increasingly difficult to open and use generally)
- Motion to buy this box: unanimously approved. The old box will be retained and used to store signed waivers, which per USAC rules, the ACA must retain signed waivers for 10 yrs.

3) Picnic – July 3, 2018; food and primes planning: Al Meder

- We discussed the July 3rd date again. No Changes
- Order of races C, W(3/4/5), Masters, B, A

4) Banquet – standardize date, select location and menu: Chris Helbling, Shawn Litster, Kara McClain

- Discussed Club Café as venue for 2018 banquet.
- Outside the meeting we ascertained that September 12th is an acceptable date for holding the banquet at Club Cafe

- Moving banquet date into September means we have to set up voting for 2019 board members and officers before the end of the season.
- 5) Awards – number of categories, source, cost: EJ Hubstenberger
 - All in order; usually needs a 2-3 week lead time and could accommodate the proposed Sept banquet date.
 - 6) Logo competition: Jack Neyer
 - Winning design selected. Jim Bruno, designer of the winning logo, donated his free membership back to the ACA to be used as prizes
 - 7) Website update – 2018 officers and board members, space to post BoD meeting agendas and minutes, etc: Jack Neyer, Shawn Litster
 - A new “archive “ tab will be added to hold Agendas, Minutes and the Charter
 - 8) Social media campaign: Shequaya Bailey, Kara McClain
 - All ACA board members are editors on FB
 - 9) Corporate formation for the ACA: Colleen Grygier, Elise Rowe
 - Discussed legality/appropriateness of 501(c)3 or 501(c)(7) entity
 - Motion to form a committee to further investigate appropriate non-profit entity to pursue: seconded and unanimously passed
 - Committee Members: Elise and Colleen
 - 10) Proposed capital improvement(s): Colleen Grygier
 - Short-term: Piping over top of portions of fencing
City has to approve or perform any changes or maintenance
 - Long-term: additional paving (small portion) to adjust P course, lights
Same as above
 - 11) USA Safesport update
 - Handbook still pending; all officials have current USA Safesport certification as part of renewing their officials’ licenses

All committees to begin progressing their objectives and provide report via email back to the BOD within next two weeks.

Next Meeting will be set up for (on or around) June 18th to:

- discuss any last minute picnic plans
- discuss earlier election process and timing
- updates on banquet
- updates on progress of 501(c) incorporation of ACA