

PORTLAND WHEELMEN TOURING CLUB

Executive Board Meeting Minutes

October 22, 2018

Respectfully submitted by Joan Cullen, Recording Secretary

Attendees: Chip Kyle, Ashley Reynolds, Corey Eng, Lori Buffington, Joan Cullen, Sarah Hill, Rob Schroeder, Jeff Marshall, Pat McManus, Steve Price, Patrick Cecil and Dave Ek.

President Chip Kyle called the meeting to order at 6:32 pm at Legacy Emanuel Hospital. The agenda was accepted as amended.

Seating of Visitors: Chip welcomed members Patrick Cecil and Dave Ek.

A MOTION to approve the September Executive Board minutes as distributed was made by Steve Price and seconded by Lori Buffington. The motion passed unanimously.

TREASURER'S REPORT

Treasurer Corey Eng distributed the 2018 October Account Balance Summary ending October 22, a comparison summary showing 2017 and 2018 numbers, and the P&L comparison of January-October 22 for 2018 with the same time period in 2017. Comparably, we are slightly ahead of 2017. However, the budgeted loss for 2018 may be less than the \$6,546 loss originally forecasted last February. Corey is currently reviewing accounts to determine what additional expenses may still be due in 2018. A follow up letter was received from the IRS regarding when we should expect a ruling on whether or not fines would be owed for the late filing of the 2016 and 2017 taxes. The IRS was forecasting a decision should be reached sometime in mid-December. We will continue to actively manage the situation, but Corey recommends we remain cautiously optimistic the fines will either be forgiven by the IRS or covered by the CPA's insurance. Corey continues to be in contact with the CPA regarding her liability for not filing by the appropriate deadlines. The Board was cautioned that the fines, which are estimated to be about \$5,700, may have an impact on how much or when the Club's charitable donations are available for distribution. Corey reported the STP accounting has now been reconciled. In the past, Cascade has sent PWTC the next year's contract within the first few months of the year.

BOARD MEMBERS' REPORTS

President Chip Kyle reported:

- The Springwater Corridor along the Willamette has been reopened earlier than expected, but only on the weekends. There is still some work left to be done regarding railing placement.
- Dave McQuery has stepped forward to organize and make campsite reservations for Memorial Weekend's Columbia Gorge Explorer. The Club will reimburse him for the reservation fees.
- The League of American Bicyclists (LAB) had contacted the Club regarding their write in campaign asking Congress to halt passage of a bill regarding AV START (autonomous vehicles) regulations. LAB reports the proposed rules do not provide adequate testing to ensure an autonomous vehicle can recognize and avoid a cyclist or pedestrian. The response deadline to LAB was October 24. The Board declined to pursue the matter as a Club. Ashley volunteered to check with the Oregon advocacy group, Street Trust, to see that they were aware of LAB's campaign to halt the proposed regulations.
- Chip asked for a discussion in response to a Club member's email regarding feedback from an attendee of the New Ride Leader Orientation where a specific ride leader's name was given along with an example of an unfavorable pre-ride talk behavior. The Board concurred that mentioning specific ride leaders names should be avoided when describing examples of unfavorable ride leader behavior.

V-president Ashley Reynolds reported the October QR contained an article addressing the annual charitable donations. The Social Media Committee had created an Instagram account to help advertise the Club and establish a greater community presence. She commented that her smart phone's Instagram app was easy to use.

Membership Secretary Lori Buffington reported 441 memberships and 595 total riders/family members. We are up 21 riders from 2017, and nearing the 600 mark! The Club has 117 new members since January 1, 2018.

Recording Secretary Joan Cullen reported she still had a limited supply of Club business cards and a few Club brochures left. She again reminded the Board, with the change in the membership fees, a decision about updating the brochure was still pending.

Road Captain #1 Sarah Hill respectfully relinquished the floor to Rob Schroeder for the Road Captains' report.

Road Captain #2 Rob Schroeder reported 44 rides are on the November ride calendar vs. 66 in 2017. Sundays and Thanksgiving Day are in dire need of rides. An email blast pleading for rides had been sent out. No new ride leaders (RL) have come forward in the past month. The second RL Workshop, on using Ride with GPS, has been scheduled to meet just prior to the Club Meeting on November 1. RSVP's have been received from 23 RLs and a few more are expected. The workshop leaders will emphasize the need for the pre-ride safety talks. The Thursday AM Triple Challenge description has been changed to reflect the ride as 'fast' paced and slower riders need to come prepared with a map (available on the website). The current RL is also providing maps at the start.

Member-at-Large Jeff Marshall reported ride attendance seems to be up which makes some of the ride groups feel unsafe. Pat suggested riders should be encouraged to leave earlier if they know the route.

Member-at-Large Pat McManus reported she has moved her Friday Cartlandia Ride to Thursdays to help balance the Thursday schedule and is adding a Sunday afternoon ride for the winter. She has been seeing riders using Garmen for map directions on rides. Three non-Club riders who had turned out for her ride last Sunday said they learned about the ride via Bike Portland's blog.

Member-at-Large Steve Price has noticed on recent rides the warning of 'car back' is not being observed.

COMMITTEE REPORTS

Bike Safety Committee: Pat McManus reported, with Cindy Bernert-Coppola's assistance, the website's Bike Safety page has expanded. The Accident Report form is currently being beta tested by the Safety Committee. Joan asked if justification for completing the form could be emphasized. There were reports of at least two accidents in October. Jeff suggested giving a monthly accident report at the Club Meetings.

CONTINUING/UNFINISHED BUSINESS

Charitable Gift Guidelines: The final proposed guidelines had been emailed to Board members prior to the Board Meeting. The recommendation for the Club to have reserves amounting to at least 1 year of fixed operating cost on hand was briefly discussed. It is estimated the annual fixed operating costs at this time are in the \$25,000 range. In the future, this amount should be gleaned from the year-end financial report to help determine the figure. (Policy attached.)

A MOTION was made by Pat McManus, and seconded by Steve Price, that the Charitable Donation Guidelines be accepted as reviewed. The motion passed unanimously.

Pat volunteered to contact Cindy about developing a tab on the website for posting policies.

Token of Appreciation for Kimberly Morehead: A MOTION was made by Ashley Reynolds to obtain a thank you card and a \$25 Starbuck's gift card for Kimberly acknowledging and thanking her for service as QR Editor. Pat McManus seconded the motion. Motion passed unanimously. It was suggested the card be available at the Club Meeting for members to sign.

QR Editor Transition: Chip reported Mianne Irick was ready to transition over as of the December issue. Ashley would clarify with Kimberly that she was still able to do the November issue. A MOTION was made by Steve Price and seconded by Sarah Hill to approve Mianne Irick's appointment as the new QR editor of the Club's newsletter. Motion passed unanimously.

Candidates for 2019 Board Positions: Chip announced the following slate:

- President – Pat McManus
- Vice-president – Ashley Reynolds
- Treasurer – Corey Eng
- Membership Secretary – Cindy Bernert-Coppola
- Recording Secretary – Joan Cullen
- Road Captain #1 – Darin Swanson
- Members-at Large – Steve Price, Patrick Cecil, Stacy Barbadillo, and Joel Loh. (Jeff Marshall removed his name from the slate at this time.)

After an extended discussion regarding procedure, Pat was in agreement that prior to the December Club Meeting she would resign from her current M@L position to allow the election of another member to fill the remaining 6 months of her M@L term. Such timing will allow the 6-month M@L position to be announced at a Club Meeting (November), posted in the newsletter and open the position to all members. Nominations for any position will still be accepted on election night. Unopposed positions will be elected upon a motion to elect by unanimous acclaim. Any position with multiple candidates running will be elected by written ballot.

Club Name Discussion: Chip reopened the topic for discussion and to address formulation of a strategy as the project goes forward. Pat had provided a compilation of Board members comments following the last meeting. It was still general consensus that a survey of the membership should be the first step to determine where all members stand on the issue and let the results direct the next step. Creation and release of the survey was discussed. Board members were asked to submit five questions to aid in the development of the survey. It is anticipated the survey would be released in the near future. As encouragement for all members to feel free to express their own opinions, the Board members were asked to remain neutral until survey results are reviewed. A topic of how to deal with the 'no responses' is in need of further discussion. Chip will author an article for the November QR notifying members to expect to receive the survey soon and the importance of completing the survey. Approximately 20 minutes was spent on the topic.

NEW BUSINESS

2019 Pioneer Century: Chip opened a brain-storming session on the Pioneer Century with an overview of the event's long history, recent decline in rider participation, minimal financial gains, costs of paying non-Club staff to work rest stops, and the efforts of recruiting Club volunteers to staff the event. Although the thoughtful discussion did not result in any change to the current plans going forward at this time, it did include looking at the tough reality of trying to determine what the event needs in order to be sustainable. It was also noted, the preliminary 2019 jersey design had already been submitted to Primal and any changes impacting the event would require notification soon after the first of the year. At the conclusion of the 25-minute discussion, no decisions were made. Brian Hammer, Event Coordinator, who has expressed similar concerns, will be invited to the next board meeting to share his thoughts and ideas with the Board.

President Chip Kyle adjourned the meeting at 8:42 pm.

PWTC Charitable Donations – Guidelines

PURPOSE: To provide a workable timeline for the Treasurer and Board to follow when determining selection of recipients and timing of payout of annual charitable donations.

NOTE: PWTC's Constitution, as amended in November 2015, does not specify the Club is required to earmark a portion of its revenue for charitable donations to other non-profit organizations, organizations promoting cycling activities, government agencies promoting safe cycling programs, or other cycling-oriented events. Historically, the Club, when financially able, has chosen to support the cycling community in this fashion.

SUGGESTED TIMELINE:

October and/or November

- An **announcement** is made at the Club Meeting(s) and/or a newsletter article(s) asking members to submit written requests to the Board for charitable donations.
- Requests will be **reviewed and approved at the December Board Meeting**.
- **Disbursements** will be made after the first of the year (i.e. in the following tax year).

December Board Meeting

- **Year-to-date Profit & Loss and the Balance Sheet** statements are presented by the Treasurer to determine the amount of surplus monies* available. (*It is recommended that 'surplus monies' be defined as the amount in excess of 1 year of funds held in reserve to cover fixed operational costs. Projected variable costs found in the anticipated budget should also be taken into consideration when determining the 'surplus'.)
- The **upcoming year's anticipated budget** should be available to support the assessment of any amount of surplus monies.
- After review of the Profit & Loss statement and Anticipated Budget, the Board reserves the right to **elect to disperse all, only part, or none of the amount considered as 'surplus'**.
- **Written requests** either from a Club member or the organization itself will be given priority review.
- The Board reserves the **right to decline any request** if its determined supporting information is needed to support the validity of the request and that information is not available.
- The Board may also elect to consider **additional organizations** based on either past contribution history or perceived need.
- **Organizations and donation amounts** are selected by the Board and approved.
- The selected organizations and amounts are recorded in the minutes, published in the newsletter, and announced at the next Club Meeting. The notifications should indicate that **proposed amounts are dependent on the final year-end reconciliations, and timing and/or exact amounts disbursed may be subject to change.**

Disbursement of Funds: First Quarter of the Year (January-March)

- The Treasurer **dispenses monies** as designated at the December Board Meeting.
- Disbursement amounts and/or timing of payouts are **subject to adjustment** by the Board if it is determined to be more fiscally prudent to wait until later in the year.
- Those organizations providing written requests or urgent need will be given priority.
- Payout of the disbursements to organizations should be shared with the membership.