

Minutes of a Meeting of the Board of Directors
of the Southern California / Nevada Cycling Association

Date: February 4, 2016

Location: via conference call

Directors Present: Jan Luke, Chris Black, David Huntsman, Armin Rahm, Justin Williams, Suzanne Sonye, Matt Wikstrom, Sean Wilson, Omar Lozano

Guests Present: Tom FitzGibbon, counsel to the SCNCA

The meeting was called to order by acting President Jan Luke at 7:39PM. A quorum was present. All directors introduced themselves briefly.

1. As a Secretary has not yet been elected, David Huntsman volunteered to so serve until one is elected.
2. Jan Luke moved to approve the December 1 meeting minutes. Jan Luke as sole current director present at that meeting confirming their accuracy, the minutes were approved.
3. Jan led a discussion of the state of the SCNCA. It was noted that 70% of SCNCA bike racers are masters. Membership is down 26% from last year, and the peak for membership was over the years 2003-2005. USAC has asked what they can do to help the SCNCA's region grow. The categories in the greatest state of decline are 3, 4 and 5. It was noted programs like the Beginning Racer Program could aid retention. SCNCA assets at 12/31/2015 \$27,188.33.
4. A discussion of appointing temporary officers and committees took place. It was moved and unanimously agreed for Jan to continue in the position of President at this time. Discussion of potential officers was tabled to further meetings.
5. Jan led an introduction of the day-to-day operations of the SCNCA, including race permitting. It was noted race permitting is an area in need of better procedures. Challenges to contracting the work include USAC limits on database access by non-SCNCA directors key positions. It was suggested that the Chief Referee be involved to keep riders safe at the permit approval process, not just at the race. Courses could be reviewed by the director closest to each race. It was also noted that referees are not assigned at the time races are permitted, and this could change.
6. It was determined to create a Google group or other medium for day-to-day discussion of SCNCA BOD matters.

7. USAC upgrades were discussed. It was suggested upgrades be managed by a board committee following USAC policy to follow through on upgrade requests.
8. The tasks of website management and uploading of results was discussed. It was noted that results uploading is actually a responsibility of each race promoter. It was unanimously determined to keep former Trustee Jeff Shein in this role pending review of his fee proposal but to keep a goal of learning the processes internally.
9. The role of the Chief Financial Officer / Treasurer was discussed. Relevant items are management of tax returns, paying bills and collecting the SCNCA surcharge (the latter being the bulk of the activity).
10. The role of an SCNCA email/phone public contact was discussed. It was agreed Jan would continue in this at this time.
11. The USAC 2016 Local Association Agreement was discussed and not having been signed by the prior Board of Trustees, it was moved and unanimously approved that the Agreement would be executed.
12. The transfer of SCNCA documents and the legal file was introduced and tabled for discussion at a subsequent meeting.
13. A brief discussion of the SCNCA surcharge took place. It was noted the surcharge amounted to \$12,000 last year, and is meant to be used for the SCNCA's general fund. Discussion was tabled for discussion at a subsequent meeting.
14. A budget discussion took place. No budget has been prepared for 2016. It was determined to continue budget talks after review of three years' prior budgets.
15. Jan moved to retain SCNCA counsel's Tom Fitzgibbon in the near term. It was noted legal fees are less than \$2,000 for what has been a significant amount of specialized work over the last quarter. It was unanimously agreed to continue to retain Tom.
16. A telephonic board meeting was scheduled for Tuesday, February 9 at 7:30PM.
17. A board meeting was scheduled for Saturday, February 20 at the residence of Jan Luke from 10AM-5PM.

There being no further business, the meeting was adjourned at 9:15PM.

David Huntsman, acting secretary