

# **MINUTES OF THE BOARD OF DIRECTORS MEETING ROAD RUNNERS CLUB OF AMERICA**

Friday, January 16, 2009 and Saturday, January 17, 2009  
Herndon, VA (Dulles Marriott)

The regular meeting was called to order by President Ayer at 2:05 pm at the Dulles Marriott in Herndon, VA.

Roll Call: President Brent Ayer  
Vice-President David Cotter present  
Secretary and At-Large Director Lisa Paige present  
Treasurer Dennis Novak on phone  
Eastern Region Director Mark Grandonico present  
Central Region Director Mitch Garner present  
Southern Region Director Ken Bendy present  
At-Large Director Bob Holmes on phone  
Executive Director Jean Knaack present  
Program Director Eve present  
Guests: Immediate Past-President Bee McLeod

## **Treasurer's Report**

The unaudited year-end P&L statement was presented along with the 2008 balance sheet. Discussion followed. Executive Director Knaack reported on the performance of the investment account compared to the benchmark. Due to the uncertainty of the current economy, a motion was made to direct Executive Director Knaack to maintain 2009 net revenues in certificates of deposit and/or a money market account as opposed to investing it according to the Board Approved Investment Policy. The motion passed.

Discussion was had on whether to remain with Bank of America as the RRCA operating account given the current state of the bank. After discussion, no action was taken to change banks at this time.

A motion was made to adopt the 2009 Budget with acknowledgement that the 2009 Salaries line item includes the 2008 performance adjustment. The motion passed. The Year-End 2008 Financial Performance and the 2009 Budget will be included in the Annual Report.

## **Western Region Director's Report**

The 2009 Convention Committee is making great progress. The Kaiser-Permanente San Francisco Half-Marathon in February will be the 2009 Western Region Championship. The Idaho State Rep position is vacant.

## **Southern Region Director's Report**

All but one current State Reps from the Southern Region will be present at the 2009 Convention.

## **Central Region Director's Report**

Championship races are being filled.

## **Eastern Region Director's Report**

All State Rep positions in the Eastern Region are filled.

## **President's Report**

President Ayer thanked Vice-President Cotter in leading the Strategic Planning Committee. He reported on the members of the Nominating Committee: Gar Williams (Chair), Mel Williams, Irv

Newman, Sue Brown-Nickerson, Elizabeth Unilawski, and Don Kardong which were emailed previously.

### **Vice-President's Report**

Refer to discussion on the draft Strategic Plan.

### **Executive Director's Report**

Our new employee, Eve Mills, was introduced. The 2008 award selections are nearly complete. The 2009 Convention is progressing without need for her involvement.

### **Executive Session**

At 9:15 on Saturday, the Board went into Executive Session for the purpose of discussion of the Executive Director performance review. The Board came back into regular session at 10:20. President Ayer assigned Vice-President Cotter, Eastern Region Director Grandonico, and At-Large Director Paige to the Executive Director Performance Review committee. The committee will report recommendations back to the Board prior to the March meeting.

### **Old Business**

The draft of the strategic plan was presented and discussed. Vice-President Cotter, Executive Director Knaack and At-Large Director Paige will continue drafting the strategic plan in preparation for presentation to the 2009 general membership meeting in San Francisco.

### **New Business**

The Board discussed performance standards for State Reps to qualify for reimbursement of convention expenses. A motion to revise the performance requirements was made. It reads as:

For reimbursement for the Convention, the State Rep is required to:

- Designate at least one State Championship event in their state each year
- Submit bi-annual reports to their RD (mid year and year end/aka annual report)
- Attend the State Reps training session at the Convention, the Regional Meeting at the Convention, and the Annual Meeting of the Membership
- Assist with the annual State Rep Silent Auction.

The motion passed.

The Board assigned an action item to Executive Director Knaack in conjunction with the Regional Directors to develop a policy for removal of a State Rep and report back at the March 2009 meeting.

The Board outlined specific questions for Executive Director Knaack to discuss with our investment advisor and report back at the March 2009 meeting.

The statement of purpose was revisited while in discussion of the draft of the strategic plan. A motion was made to strike the term "long distance running" from our mission statement. The reason being that our members engage in track work-outs and events, 1 mile to ultra distance running events, and trail runs. The Board felt that by just stating "running" in the mission statement, this covered the diverse activities of our members. The motion passed. A motion was made to strike the term "unable to run" from our vision statement. The motion passed. A motion was made to add the term "developed by USATF" in our values statements. The motion was passed. A motion was made to strike the term "unable to run" from our values statements. The motion was passed.

2009 Operating Objectives were presented and discussed. A motion was made to adopt the 2009 Operating Objectives as presented by Executive Director Knaack. The motion was passed.

A motion was made that the RRCA president develop a consolidated annual report on behalf of the board as opposed to individual annual reports submitted by board members. The motion passed.

A motion was made that the RRCA adopt the policy prohibiting the outright promotion or invitation for runners to wear headphones during events and group runs that are insured through the RRCA liability and directors and officers insurance program. The motion passed.

A motion was made to restate the Agreements Policy as follows:

The RRCA Board will review and approve agreements if, and only if, the agreement meets either of the following criteria:

- It concerns a sponsorship agreement which potentially commits the RRCA to more than \$5,000 of cash outlays during a fiscal year that are unbudgeted and unfunded by the other party to the agreement.
- It involves the lease, purchase or other acquisition of office space for the RRCA national office.

If all expenses are fully funded and/or budgeted, as provided above, then the Executive Director has full discretion to enter into an agreement in accordance with the budget, the funding source and the Board Policy on Agreement.

The motion passed.

Meeting adjourned at 3:20 pm by President Ayer.

Submitted by Lisa Paige, Secretary