



Minutes of the November 7th, 2016 DBC Board of Directors Meeting

Present:

President: Phil Coleman

Vice President: Barbara Anderson

Treasurer: Wil Uecker

Secretary: Jack Berger

Race Team Director: Fred Schnaars

Assistant Race Team Director: Atac Tuli

Philanthropy Director: Jackie Phillips

Tour and Ride Director: Dave Joshel

Director-at-Large, Double Century: Robin Neuman

Director-at-Large, Ultra Cycling Events: Dan Shadoan

Newsletter/Outreach director: Martha Gegan

Members Absent:

Membership Director: Jason Fearing

Director-at-Large, Foxy's Fall Century: Richard Waters

Also Present:

- **Kathy Coleman**
- **Martin Michael**
- **Dick Mansfield: quartermaster**
- **Glenn Mounkes, past president**
- **Linda Bernheim**
- **Bill Bernheim**
- **Dan Barcellos**

Meeting Convened at Tandem Properties at 7:04 pm

Reports of Officers, Directors, and Appointees (as needed)

Treasurer: Wil Uecker

- Wil reviewed the financial data from the 2016 and 2016 Foxy's Fall Century.
 - These data were requested by Rob Josephson, who was unable to attend.
 - The 2016 revenue from registrations was up (by \$17,631) over 2015.
 - The advertising expenditures were almost quadrupled. (\$525 v. \$1,932).

- Net revenue was \$38,263 (at the time of this report), up \$15,186 over 2015.
- Rob later added: The fees for the Foxy's Fall Century were increased slightly to match those of similar events. Product sponsorships but no cash sponsorships were obtained. A lot more money and effort were used in promotion of the ride.
- Investment changes:
 - A \$10,000 CD has matured with interest of only \$57. The proceeds were invested in Fidelity's short term bonds.
 - In addition, \$10,000 was removed from the Fidelity money market fund and invested in Fidelity intermediate term bonds. Both bond investments can be liquidated in 48 hours after notification, and provide better returns than either CDs or money market funds.
- Bike Theft Abatement:
 - Donations totaling \$650 have been received so far.
 - The special projects budget line item has been increased to \$1000 from \$500 pursuant to board action at the previous meeting.
 - An order for 100 tiles has been placed.

Vice President: Barbara Anderson

- Barbara mentioned the upcoming membership meeting which will focus on Tours.
- This will be the last membership meeting for the year, apart from the Holiday Party.

Director-at-Large, Ultra Cycling Events: Dan Shadoan

- Last month we put on a 200K brevet to Atlas Peak and back.
- There was also a 100K event following some of the same course.
- There were a total of 14 riders, and a good time was had by all.
- The playbook is out for the Gold Rush Randonee. Dan will be speaking to prior volunteers (2013) and offering them the opportunity to participate again.
- The Gold Rush Randonee will start on the 5th of July, to coincide with the full moon.
- Dan is in negotiations with Adam Bridge over assuming the chairmanship of March Madness.
- We will have a full set of brevets this coming season, leading up to the Gold Rush Randonee.
- The schedule for these will be presented on the web site.

Race Team assistant director, Atac Tuli

- Atac will be taking over as Race Team Director next year.
- The Race Team did a fund raiser yesterday.
- Race Team kit for the coming year has been chosen, and a picture of the design was passed out to the board.
- General Club members may order the Race Team kit, should they so desire. Information on the Race Team kit will be sent out to the general membership.
- This year we will have better structure within the Elite Team.
- Phil thanked out-going Race Team director Fred Schaars for his service.

New Business:

DBC Financial Review Report:

- Phil introduced Linda Bernheim, who is here to report on the bylaws mandated review of DBC finances.
- Linda distributed copies of her report to the board. A copy has been included in these notes as Appendix 1.
- Linda's review (see below) was entirely positive.
- Linda thanked Wil for his responsiveness to her enquiries.
- Phil thanked Linda for her efforts in creating this report.
- Phil noted that we have three individuals who are willing and able to perform these annual financial reviews, so that no one individual will be asked to do it year after year.

Nominating Committee Report:

- Phil introduced Dan Barcellos, chair of the Nominating Committee.
- Dan submitted a written report (included here as Appendix 2), and reviewed it orally.
- The committee nominated three new individuals to fill the following positions: Vice President (Martin Michael), Race Team Director (Atac Tuli), and Director-at-Large for the Double Century (Bill Bernheim).
- The Nominating Committee will present the proposed slate at the Holiday Party.
- Barbara requested a motion to accept the committee's report and was informed by Phil that the bylaws do not require such a motion.
- Dan was thanked for his efforts.

Director-at-Large, Davis Double Century:

Robin gave these comments as the outgoing Director-at-Large:

History:

- We started the Double Century in the late 1970s.
- There was no requirement for helmets.
- A mass start was used, with consequent crashes and collisions.
- The course was open for 24 hours.
- Over time, we gradually improved the safety of the event. Helmet use was enforced, and the mass start was dropped. The opening and closing times of rest stops were tightened up, and we reduced the duration of the event to 20 hours.
- We began with enrollments of nearly 1500 riders. At the time we were one of the very few Double Centuries offered. In addition, the ride attracted lots of riders who did not have the required fitness level.
- In the early years no permits were required. There were no established procedures, and there was no board oversight for the event.
- Over the years, the operating expenses increased, especially for the many permits that are now required.

- At the same time, as more clubs offered Double Centuries and our ridership declined, the quality and fitness of the riders improved correspondingly. We no longer needed to sag in busloads of exhausted riders.
- As time went by, we saw a decline in income from the Double Century, and this was supported by the club.

Comments:

- More recently, there had been an emphasis, on part of some in the club, to generate profit, at the expense of the integrity of the Davis Double Century.
- I was told that the reasons for Bill's interest is to deal with the cost side of the Double Century by avoiding the expense of routing through Napa, and to open up two very shorter rides on the same day, much like the Foxy's Fall Century.
- Scott and I discussed these types of options repeatedly. For various reasons we decided not to do it. We wanted to maintain the integrity of the ride as a Double Century.
- So, things are changing, with some in the club wanting changes, and it is time for that to happen.
- I'm indebted to all the Double Century workers we have ever had, and to the Double Century committee, who have given hours and hours of service, beyond anything that could reasonably be asked of them.
- I want to especially thank Dan Shadoan, Dave Joshel, Dan Barcellos, and Barbara Anderson. You were major contributors.
- I will miss this board and the many, many boards I have served on, and the wonderful support from all the previous presidents.

The Silver Lining:

- I have cleaned out my garage. I have a huge pile for the shed, all stacked up and ready to go.
- Another wonderful silver lining is that I will never, ever have to be on this board again, and will never have to attend another one of these meetings.
- Robin was thanked by the board for her many years of hard work and the incredible legacy she has left the club.
- Phil commented that historical presentation in terms of legacy was most appropriate.
- He also mentioned that he had been informed by someone familiar with the history of the club, that the Double Century never generated any money until about 1984.
- Robin added that she recalls meeting with Phil at the time he started on the board, at which time they discussed options for making the Double Century more profitable.
- Robin recalls suggesting the soliciting of sponsorships, and further that she would not want to do that herself. She felt that someone else in the club would have to take this on. She wanted to see sponsorships that were for the entire club, and not limited to a specific event.
- Robin recalls that she and Phil agreed that it was worth soliciting local businesses. To that end Robin obtained from the Chamber of Commerce a list of all the local business. She recalls that Phil indicated he was not going to handle the sponsorships and the matter was dropped.

Vice President, Barbara Anderson:

- Barb reviewed plans for the Holiday Party.
- Please refer to her introductory email reproduced in Appendix 3.
- The party will be on Monday, December 12th, at the Senior Center, from 6:30 to 9:30 pm.
- The dinner will be catered by Anderson Family Catering of Winters.
- The menu will be barbeque with a vegetarian option.
- The Party swag will be cinch-up back packs with the DBC logo.
- The program will include the report of the Nominating Committee and election of the Board, as well as the presentation of the Lifetime Achievement Awards.
- John Swann's band will again provide music.
- We will take up donations of cash for STEAC, rather than donations of coats.
- We will charge non-member guests of members a \$10 fee.
- The cost per person to DBC is \$20, which covers everything.
- Only a few volunteers will be needed this year.

Treasurer, Wil Uecker: Presentation of proposed 2017 Budget:

- Phil introduced the proposed budget for 2017, noting that the by-laws require that the board officers (executive committee) convene and prepare a proposed budget that first goes to the current board for approval/adjustment, after which it goes to the 2017 Board for approval.
- Prior to this meeting, Wil had sent out electronic copies of the proposed budget.
- Wil mentioned that with the latest data on Foxy's net revenue, the budget may need to be adjusted to recognize the greater income. However, in Rick's absence he would like to put that off until the next board meeting for consideration of these numbers.
- Wil asked that all directors review their budget lines, and give feedback as needed.
- Phil emphasized that this is more of a planning document, and that any feature of the budget may be changed by a future vote of the board.
- Wil noted that membership income for this year is still coming in, and it will likely be close to the 2015 actual (\$9,279) when the year is fully reconciled.
- Phil thanked all who were involved in producing the 2017 proposed budget.
- A motion to approve the 2017 budget was made by Dan and seconded by Wil.
- The motion passed unanimously.

Subcommittee Report on Nominations for the Lifetime Achievement Award:

- Barbara made a motion, seconded by Robin, that the board move to executive session for consideration of this matter.
- Barb mentioned that although controversy over these nominations is very unlikely, she would prefer that the matter be discussed by the board alone.
- Wil added that we do not want to create any offense or embarrassment, and that there is, as well, an element of surprise involved.

- Barb added that the awardees would be notified, and asked to be present at the Holiday Party, but up to that point it would be nice to keep them confidential, to create added interest in attending the party.
- Glenn mentioned that he is uncomfortable with excluding members with broad experience in this matter, including several past DBC presidents.
- Jackie allowed that some of the board guests may well be nominees themselves.
- Bill thanked Robin for all her past efforts as Double Century Director, and made it clear that he has no issues with the executive session.
- There being no further discussion, the vote was called.
- The Motion passed unanimously.
- Phil thanked the non-board members for their attendance and excused them from the meeting.

Executive Session:

- Criteria for selection were reviewed.
- The criteria and nominees were discussed.
- The names of the general club and Race Team nominees were given and a motion was made by Barb and seconded by Wil, to accept the names submitted by the subcommittee.
- The motion passed unanimously.
- Details of the awards presentation were discussed thereafter.

Adjournment: Meeting adjourned at 9:40pm.

Respectfully submitted,

Jack Berger
Secretary, DBC Board of Directors.

Next membership meeting: Monday, November 14th, 7pm, Club Room, Veterans Memorial Building, Davis Ca.

Next Board meeting: The December meeting is cancelled. We will meet at the Holiday Party.

Appendix 1:

Davis Bike Club Financial Review Report
Prepared for Davis Bike Club Board Meeting, November 7, 2016
Linda Bernheim

As requested by DBC President Phil Coleman and DBC Treasurer Wil Uecker, I have completed a review of the Club Finances for the nine months between Dec. 31, 2015 through Sept. 30, 2016.

I have carefully examined the monthly reports and Net Worth Statements and find these to exactly reflect the amounts shown in the statements from First Northern Bank and Fidelity Investments during this time. I find the financial affairs of the Club in be in very good order.

The reports Wil has provided for the Board each month are detailed and accurate, and in addition to monthly expense and income details, provide an overview of the Club's net worth.

I have contacted the Board Members responsible for some of the larger budget items, and have found them to be happy with the reporting provided and the responsiveness of the Treasurer to their additional inquiries. The only suggestion I received was that it be emphasized to the Board that event expenses often occur well before the revenue comes in, so when the two entries look out of balance it doesn't guarantee a surplus.

As it is not part of the scope of a review, I have not examined each individual deposit and expense to ensure it is credited to the correct category. While I am confident that each is correctly posted, I encourage those responsible for a budget item to carefully review each monthly report to ensure their category shows the numbers they expect.

Wil has mentioned plans to simplify the Fidelity Investments as various CD's become due, and this seems to me an excellent plan.

As required by the DBC Bylaws, a Review was performed. An Audit, which is a much more thorough process requiring the services of a Certified Public Accountant, is NOT required by the Bylaws.

I am not a CPA. My qualifications for performing this Review are having served as Treasurer of several of organizations, including the Davis Bike Club, throughout the years, and having reviewed the books of the "University Farm Circle", a Davis organization, for approximately 9 years.

Appendix 2:

Report of the Davis Bike Club Nominating Committee

Presented to the DBC Board of Directors at the November 2016 meeting

Nominating Committee Members:

Dan Barcellos, chairman
Barry Bolden
Deb Ford
Marnelle Gleason

Nominating Committee Advisor:

Phil Coleman

Slate of Nominees for 2017

<u>Nominee</u>	<u>Board Position</u>
Phil Coleman	President
Martin Michael	Vice President
Wil Uecker	Treasurer

Jack Berger	Secretary
Atac Tuli	Race Team Director
Jackie Phillips	Philanthropy Director
Dave Joshel	Tour and Ride Director
Jason Fearing	Membership Director
Bill Bernheim	Director-at-Large, Double Century
Rick Waters	Director-at-Large, Foxy's Fall Century
Dan Shadoan	Director-at-Large, Ultra Cycling Events
Martha Gegan	Outreach Director

Appendix 3:

Boardies,

Here's a brief summary of what's on tap for this year's holiday party. We have a long agenda tomorrow night, so I hope this will give you the basics before we meet, and I can answer questions, etc., at the meeting. See you all tomorrow night.

DBC 2016 Holiday Party
When: Monday, Dec. 12
Where: Davis Senior Center
Time: 6:30pm-9:30pm
The details:

Estimating 200 attending

Dinner will be catered by Winters' own Anderson Family Catering (no relation to your vice-president). Menu, service details and cost attached. Sign-ups for the party will be handled using Sign-up Genius; Rob Josephson has offered his help in setting that up.

Party favors: Cinch-up drawstring backpacks, blue with DBC logo imprinted in orange. These should arrive by Wednesday. I have a sample (not in correct color, no logo) that I will bring to the meeting. Cost for 200: \$263.11.

Program (not necessarily in this order):

Report of the Nominating Committee and election of 2017 board

Announcement and presentation of Lifetime Achievement awards

Brief reports by board members (prez, treasurer, race team/touring/etc. directors). If you want to be on the program, let me know as soon as possible.

Anything else? What am I missing?

Entertainment: Hardwater (John Swann's band, same group as last year)

Volunteers:

Very few needed; most of the heavy lifting will be done by the caterer. We'll need two people to check people in; a few to gather and put out decorations on tables. I'll arrange for this.

Barbara