

ACA Board Meeting

November 10

13:00 hours

Board Attendees: Stanton Collins, Lili Colby, Steve Hutton, Wm Irving, Wade Blackwood, Peter Sloan, Bill Micks, Marsh Jones, David Bell, Anne Maleady, Robin Pope, Kirk Havens, Scott Mann (on Phone)

Attendees: Tom Uebel, Scott Andrews, Chris Stec, Jerry Dunne, Ann Barry

Absent: Kelly Allen, Jeff Rouse,

Minutes approved for

- October 17, 2018
- October 3, 2018
- August 15, 2018
- March 3-4, 2018

One correction for March “curses” to “courses”

BUDGET

David: Treasurers report see report, Losses for last three years, need to follow budget and adjust as needed. Properties our biggest asset, seeking to have properties increase revenues. Olympic funds need to start pulling for expenses. Peter: how much of checking savings accessible? Wade: \$30-40k. Membership cycle causes cash flow issues. Managing payroll with out going into hole. January to March are tight. competition does push issue, not sustainable. Need to adjust P&L entries to better reflect categories.

Lili: impact of lawsuit on budget? Wade: covered by insurance.

Wade: revising P&L for greater clarity and transparency, this is last piece to revise and gain true clarity, cleaner management. Target to complete December/January. Multiple parts need to be linked. One more edition of older P&L in December.

Wade: EX. variations of event timing, impacts cash flow. New systems will create visibility and enhance planning capabilities.

Wade: conference costs and income attempt to be neutral. OK was not going to work out economically, Lili educational presence of ACA was appreciated. Wade: hard to satisfy all disciplines at one conference. Wm make it a profitable show? Wade: staff issues, need multi year thought process. Bigger show would be great yet very challenging. Steve/Chris Adaptive show, funded by adaptive donations. Profit neutral

Lili: leadership, adaptive, swiftwater, instructor/trainer. Robin: Swiftwater is a stand alone activity.

Elections

Peter: status of board elections. Wade: is there a board member willing to lead, Kirk: Secretary role.

Peter/Wade: Need to review and set up election process. Lili and Wm have candidates. Need to pull together by December board call.

ACTION: develop Board ballot for December call.

Overview

Wade mission long term goals : streamline infrastructure, increase membership, increase insurance revenue, develop revenue diversification, explore new ACA office, Create foundation and sponsor relations, invest in event management, top 5 in worlds

Richmond wants ACA and will fund it, Jon Lugbill Sport Backers. New sponsor opportunities,

Need a Development director.

Short term goals P&L mgmt, tenant communication, criteria for figure , access USOF fund to pay HP director, sharpen mission statement, hire a bookkeeper and staff member.

Marsh: need critical KPI measures so both Wade and Board can track

progress

Membership Change: \$300K staff time, 25 categories down to 5, eliminate frustration, discount = membership/# members \$24.80; magazine add \$6.

Wade: breadth of organization, needs focus, Peter: need to prioritize and shelve projects if needed.

Wade/Robin/Kirk: costs savings \$200k, 2 FT, 2PT, everyone in office touches memberships. Savings redirected to recruitment of new members.

Wade: detailed timeline, site down for 10 days, roll out projected out for the next 12 months

Scott: projections to member numbers: 2nd need to communicate to membership

Wade: communication timeline drawn, concerns about PAC program impact, competition gets a break, print extra.

Wm/Wade: \$25 base is most attractive, perceived value cost is high, lower price makes it an easier sell, more attractive for members. 18-25 range is our most growth, perceived value is key.

Steve: IT rate is high versus others. will reduce to \$110, dedicated staff support,

Marsh: competition - Sprint shows the results by emphasizing the Team ACA. We need to sell ACA to others, benefits of being part of the Team. Supports coaches, travel, etc. Other disciplines need to follow suit.

David: reviewed financial impact. With \$25 fee lose \$27K. Price base at \$30 gain \$27k. Cost saving of current staff mgmt of program is a wash as they are being repurposed.

Marsh/Wade/Kirk: opportunity to drive memberships, easy sell, drive out sell it!

David: minimum of \$25K loss

Extensive circular conversation about benefits and liabilities of \$25 vs \$ 30 for base membership.

MOTION

David: motion to accept number of categories at \$30 with other categories adjusted to keep them flat. Peter: rephrase. Peter 2nd

Robin: at \$30 impacts 581 members, Seniors, PAC, and Introductory.

Wm: \$30 gives us a more focused plan. Won't take major impact all at once to members and revenue,

Wade/Chris: Can't sell this program. Everything has center on the \$25.

Kirk: Staff has reviewed, implementation of change will impact Wade's performance evaluation,

MOTION

Kirk: motion to substitute staff recommendation of \$25. 2nd by Robin.

Discussion: Robin impact if this does not work. Robin; willing to take pay cut if this fails. Wade: would be willing to gamble that.

Jerry: \$25 will help sell memberships

Vote: 10 Yea David abstained. Scott Nay.

Meeting recessed for 15 minutes. reconvened at 1415 Scott not in attendance.

Tom Uebel thanked for service to ACA and Sugar Island. He transferred leadership of Sugar Island to Scott Andrews.

Scott Andrews: straight talker let him know if there is an issue. SI now has a board and an executive director. Been methodically clearing up issues.

Meeting adjourned at 1630. Steve motioned, Anne 2nd all in favor.

Day 2

Meeting reconvenes at 0945

Board Attendees: Stanton Collins, Lili Colby, Steve Hutton, Wm Irving, Wade Blackwood, Peter Sloan, Bill Micks, Marsh Jones, David Bell, Anne Maleady, Robin Pope, Kirk Havens, Scott Mann (on Phone)

Attendees: Chris Stec, Jerry Dunne, Ann Barry, Peg Phillips, Joe Moore

Absent: Kelly Allen, Jeff Rouse,

Properties

Bill: overview of **Fredericksburg** property, recent auction of plot in front went to hotel developer, city still willing to do land swap for \$1 year,

Jerry: **Lake Sebago Camp**, has an assigned management by Atlantic Division, 85 years of lease from state, moved to online booking, must be ACA member, move to camp committee? with continued oversight, rents, repairs, booking, Anne prevent misuse, oversight continues, 5 rentals, plus club cabins, plus 1 or 4 year season rentals

Jerry: Change in Atlantic Division bylaws needs approval by ACA Board.

MOTION

Motion from Properties Committee

Approve change in Atlantic Division regarding Camp Sebago management.

Wade/Anne/Lili/David: discussion of motion, rents, management, want clarification of motion,

Peter/Robin: take off line and provide better information,

Kirk: ACA bylaws are the controlling authority not division bylaws, need more information on Atlantic Division bylaw change, strike through and addition work up before comfortable voting.

MOTION

Kirk: Postpone indefinitely, Robin second. -, one abstention 13 ayes

ACTION: Jerry will discuss with staff and provide more information for Executive Committee to review at next meeting.

Jerry: fiscal report \$10k +/- last 3 years, rainy day fund \$100K, park must approve work, approvals on temporary pause, park is slow to fix issues that are their responsibility. Camp needs significant repairs and upgrades

Marsh/Peter: ACA board leverage, need to address known risks in camp if ACA liability,

Kirk: cabin lease agreement. Jerry: 4 year lease, plus 1 year lease, ACA for 3 years, plus hours on camp committee. Wade: Sugar Island lease annual going forward. Sebago 10 4 year leases plus 5/6 club cabins, have open cabin not wanted. 5 available to rent for up to 2 weeks.

Kirk/Wade: issues of availability?, Wade- ACA oversight, clarification of cabin usage and oversight.

Scott drops off.

Ann B: Day use, unique visits, Wade: sub lease we need contract, need clear lines.

Peter: summation, lines and clarity are issues, risks,

Peter: Asked to look into donated property with and without restrictions.

Kirk: **donated property**, 2/3 board approval to deal with restricted properties, Suggested bylaw change for discussion distinguishing properties donated without restriction from those donated with restriction.

Section 6 - Divestment. Once acquired, no real property **acquired by the Association in furtherance of the Association's charitable mission pursuant to Article XII, Section 1**, may be divested without the two thirds approval of the Board of Directors and a two-thirds majority vote of the Members. **However, real property donated to the Association without restrictions may be managed as any other asset of the Association (including divestment), notwithstanding the provisions of Article VI, Section 1(E).**

RATIONALE FOR CHANGE

This change is to clarify that properties accepted by the ACA and restricted for the stated purpose of use by the membership (e.g. Sugar Island) require extraordinary action for divestment while properties accepted by the ACA without such restrictions may be divested with approval of the Board (i.e. lots bequeathed or gifted without restricted covenants regarding divestment).

Competition

Wade: Morgan House resigned from competition position November 10, will fill post quickly. Also working on legacy of trust issues. Funding is a challenge, difficult at times to access funds, a system glitch. New talent coming up. Need to build system. universal calendar.

Marsh: need to build out club structure to supply athletes, how do we sell ACA to athletes and rising non-athletes. Visibility key. Consolidating and sharing information

Wade: org where you can realize your dreams, funding stream the issue.

Scott/Wade/Marsh: tried this, it is difficult, Wade need to be transparent, and it is there. Marsh lost on site.

Peter/Wade: loss of Morgan no responses to queries and calls. Wade: I'm the point on USOC, Chris will be community contact.

Marsh: 2-3 months razor focus on doing certain things well. Drill in on 2-3 mission critical things.

Will be back up for other stuff, available to help.

Lili: Fund raising issues, Raise your paddle match did not go well.

Wade: it is a priority, we missed opportunities.

Wade: 2020 Japan most expensive games to date. Town on outskirts possible for housing. Omi paddle town USA town

Peter: small NGB challenges Wade: USOC game out to survey offices, Jeff assist, swimmer to paddler model, we are tier 4 sport (not NCAA), reached out to other tier 4 to condense expenses commingle olympic package to raise funds/awareness.. Badminton an army of one. Keeping USOC relations characterized by brutal honesty. Working on ICF staff relationship. Too expensive to do events.

Scott dropped off call

SEIC

Steve: action items simple. Deferrals are okay. New officers Trey Knight new chair. Robin transfer off. John Trendley new secretary. Josh Hall new vice chair. Steve Hutton moving off board. Board thanked Steve for his service as SEIC Chair. Sam Fowlkes 40 year instructor recognition. Outrigger reps were here checking us out. Significant member expansion. Expansion of instruction in Asia going well, growing fast. Asia summit in 2019. Some growth in Japan.

Action Items: 1. surf kayak has risen, revisions to L2-4. 2. L1 intro standardized canoe, kayak, sup. 3. Adaptive paperwork document adjusted and second broadening focus of universal paddling program so it is part of a broader program. 4. Expanding L2 for SOT to include open top kayaks. 5. Create kayak polo endorsement.

MOTION from SEIC

Motion to accept changes as proposed. Vote call unanimous

Scott rejoined call

Moved to closed session 1148

Out of closed session 1330

Meeting Adjourned 1335

SEIC Report to the ACA BOD

November 11, 2018

Current SEIC Officers/Executive Committee (term January 1, 2017-December 31, 2018):

C.C. Williams, Secretary

Trey Knight, Vice Chair

Steve Hutton, Chair

Robin Pope, Past Chair

On 11/8-9/18 the SEIC met with in Charleston, SC with Discipline Committee meetings taking place on 11/8 and the full SEIC meeting on 11/9. During the full meeting, seven motions were presented, including five which followed our normal processes (30 day advance publication to all SEIC members, sponsorship by an established SEIC Committee, etc.), as well as two additional motions which were submitted later than the 30 day advance notice requirement. Per SEIC bylaws, the late motions can be considered as New Business, but require a 2/3rds majority vote prior to discussion. The Chair reminded attendees about the intent and importance of this requirement and subsequently a unanimous vote cleared the way for consideration of all motions.

All seven motions were approved by the SEIC, and are presented to the BOD on the following page for the Board's consideration. These motions were heavily discussed and debated, and were ultimately passed by the SEIC with unanimous, or near unanimous votes and essentially no opposition. None are considered to represent significant additional risk exposure for the ACA.

SEIC Officers terms expire at the end of CY 2018, and we elected a new slate to begin January 1, 2019. John Traendly will replace C.C. Williams as Secretary, Josh Hall will replace Trey Knight as Vice Chair, Trey Night will replace Steve Hutton as Chair, and Steve Hutton will replace Robin Pope as Past Chair. SEIC welcomes new Officers and appreciates the dedication of those stepping down, and would like to note that Robin Pope has served the SEIC since 2006.

In addition, the Board will be provided updates on the following SEIC topics during the November 11, 2018 meeting:

- Outrigger Canoe Discussions
- Update on SEIC activity in Asia
- Distinguished ACA/SEIC service: Sam Fowlkes

Respectfully submitted,

Steve Hutton

ACA SEIC Chair

SEIC Motions:

1. Motions to update Levels 2-4 Surf Kayak curriculum and to add a Level 5 curriculum. This program has been dormant in recent years; SEIC is very pleased with new attention from the Discipline Committee (includes all sample skills courses, skills assessments and instructor criteria). (Consolidated two separate motions.)
2. Motion to revise the current Guide to Hosting Adaptive Paddling Program document and update APW Instructor Endorsement Criteria.
3. Motion to revise L2 Essentials of River Kayak Courses to clarify inclusion of Recreational Kayaks (without skirts), as well as Sit-On-Top Kayaks.
4. Motion to revise L1 curricula for Kayak, Canoe and SUP to reflect National On-Water Standards program language and formats which increases objectivity of all outcomes (includes all sample skills courses, skills assessments and instructor criteria).
5. Motion to create a Universal Paddling Program which will include our existing Adaptive Paddling Program. This allows for development of additional endorsements designed for paddlers with broader ranges of disabilities.
6. Motion to create a Kayak Polo Endorsement (includes all sample skills courses, skills assessments and instructor criteria).