



ACA | Canoe - Kayak - SUP - Raft - Rescue

503 Sophia St. Suite 100 | Fredericksburg, Virginia 22401

Phone: (540) 907-4460 | [www.americancanoe.org](http://www.americancanoe.org)

## American Canoe Association Board of Directors

### Meeting Minutes

**Date:** Saturday, December 4, 2021

**Location:** Virtual

Board Members Present: Robin Pope, C.C. Williams, Adam Joseph, Anna Levesque, Rainey Hoffman, Thom Crockett, Sarah Bahn, and Lili Colby

ACA Staff: Beth Spilman

#### 1. Call to Order

Mr. Pope called the meeting to order at 12:08 PM ET.

Mr. Williams called roll and noted that a quorum was present.

#### 2. November 17, 2021 Board of Directors Meeting Minutes Approval: C.C. Williams

**Mr. Pope moved, and Ms. Colby seconded the motion to approve the meeting minutes from November 17, 2021. There was no comment and the motion passed unanimously.**

#### 3. Board President Report: Robin Pope

Mr. Pope opened the meeting with a reminder on the three core duties of Non-profit Board Members: Duty of Care, Duty of Loyalty, and Duty of Obedience. He provided a general overview of key financial and organization milestones over the last 12 years with more specific date for calendar year 2021. Key highlights were:

- In 2019, we had essentially no cash reserves and about \$200,000 in long term debt and past due accounts payable.
- In 2021, we have about \$20,000 in long term debt, no past due accounts payable and about \$440,000 in cash reserves.
- Major member concerns in last survey were course reporting and the website – both have been addressed
- Last survey showed strong loyalty to ACA; we need to deserve that loyalty



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### **4. Executive Director Report: Beth Spilman**

Ms. Spilman provide a brief update on the current elections for 2022 Board of Directors. At present there have been 161 votes cast - 100 votes needed for quorum. Ms. Spilman responded to several questions regarding member concerns over the membership being presented with an uncontested slate. She expressed her appreciation of Mr. Pope, Ms. Levesque, and the entire Nominations Committee for their work in quickly drafting a thoughtful response to member concerns.

Ms. Spilman also noted that the financial audit and the USOPC audit are in the final stages and nearing completion. There are no significant issues expected.

### **5. DEI Committee Update: Anna Levesque**

Ms. Spilman noted that when Ms. Heather Davis Miller stepped down as chair she was replaced by Ms. Anna Levesque and Ms. Risa Shimoda as co-chairs of this committee

Ms. Levesque provided a brief update on recent committee projects and changes in committee membership. She noted that there are several major budget requests that were submitted to the Board of Directors prior to this meeting.

Ms. Spilman noted that there is \$1,750 in LL Bean grant funding available. Staff will be working with DEI Committee to identify possible organizations that could apply for these funds. ACA members have donated a total of \$21,000 during Giving Tuesday 2020 & 2021 for DEI initiatives. This money is still available for DEI projects and initiatives. Ms. Spilman noted that the ACA has also applied for four grants that, if awarded, would support DEI related projects. Ms. Spilman responded to several questions from Directors about the availability of demographic data for ACA members and options to conduct a survey to get more detailed information so that we might be more targeted with programs, invitations for committee work, etc.

### **6. Fiscal Year 2022 Budget: Beth Spilman**

Ms. Spilman conducted a line-by-line walkthrough of the FY 2022 budget provided to Directors prior to today's meeting. Directors engaged in robust discussion about key budget items and Ms. Spilman responded to a variety of questions. No major changes were requested to the budget as presented.

Mr. Williams requested follow-up on previous requests to ensure that Camp Sebago implements the changes requested by the Board of Directors and financial auditors. Ms. Spilman agreed to provide an update to Directors by December 31, 2021.



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All Directors engaged in significant discussion about allocation of surplus funds from FY 2021 and projected budget surplus from FY 2022. Directors agreed to allocate the \$190,000 received in PPP funds as reserve funds. Additionally, the funds currently in the Olympic Endowment will be considered reserve funds.

### **Directors unanimously approved by acclamation, without opposition or abstention the following expenditures:**

- \$60,000 (\$50,000 from ACA budget and \$10,000 from USPOC funds) for a new full-time communications position.
- \$10,000 to pay for a SEIC curriculum review and audit by an outside contractor
- \$40,000 for a new part-time DEI staff position
- \$9,000 for DEI training for ACA staff, Directors, and SEIC Board members

Directors expressed unanimous support for several SEIC events:

- Instructor/IT/ITE Gathering (projected for spring 2022)
- ITE Conference (projected for fall 2022)
- Instructor Rendezvous (projected for spring 2023)

Directors requested that the SEIC present more detailed event plans and budgets for all three of these events so that funds could be allocated accordingly.

### **7. ACA Member Meeting: Beth Spilman**

Ms. Spilman provided an overview of the agenda for the upcoming ACA Annual Membership Meeting on Sunday, December 5th. Directors requested that additions to the agenda and presentation be made to reflect projects funded in budget discussions.

**Mr. Joseph moved, and Ms. Levesque seconded, to adjourn the meeting. There was no discussion. The motion passed unanimously.**

Meeting adjourned at 4:32 PM

Respectfully submitted,

C.C. Williams  
Board Secretary