

League of American bicyclists  
June 18, 2009 Board of Directors Meeting  
9 AM PDT San Jose, California

**Board Members present:** Harry Brull, Gary Brustin, Andy Clarke, Amanda Eichstaedt, Bill Hoffman, Hans van Naerssen, Mike Nix, Bruce Rosar, John Siemiatkoski, Eric Swanson, Tim Young (joined by Rob Sadowsky at 10:05 via speaker phone)

**Members present:** none at start. Chris Quint joined at 9:50 AM. Dan Gutierrez at 10:45 AM.

Amanda welcomed Board and called the roll. She discussed our partnership with Alliance for Biking and Walking and solid relationship with NBDA and Bikes Belong. She acknowledged the progress we have made in the seven years she has been a board member.

**By-laws:** We are not ready to vote. We will carry through calendar year 2009 with existing by-laws. By-law changes will be finalized by year end.

**President's Report (Andy):** Attendance at education conference 115-120, same as previous years. We had hoped for twice that.

Bert Hill, of the San Francisco Bike Coalition will be receiving award for Instructor of the Year

Ellen Fletcher will be honored for her work on Palo Alto City council and former LAB board member

The Transportation Committee Chair releases his report today; expect some movement to delay reauthorization

**Approval of March minutes:** Motion by Bill; second by Mike. Approved unanimously

**Financials (Andy):** May is down; cash flow issues make April/May look bad.

Trek funding – we perform work ahead of the funding.

NBDA funds are spread across the year.

An acquisition/renewal campaign is in the works.

Membership income has declined; this is part of a national trend.

We will not meet income projections for the Education Conference.

Trek money contains a provision for additional dealer contributions. This additional money, not budgeted, may not be forthcoming due to slower sales.

The trek money is 85K; the dealer contribution is an additional 8-10 K

Q: Hans: Could you put together a year-end projection?

Q: Gary: What's your projection today?

A: Andy: 2<sup>nd</sup> SRAM grant eases bump in the road and will help us tackle membership issues.

Q: Hans: Have we followed up with non-renewing members to find out why?

Eric: Audit report not yet received. No significant audit exceptions expected.

Concern was expressed that we don't have a real cash flow management report. The current report is not helpful for cash flow/line of credit issues.

Q: Hans: Will you make a commitment to produce a cash flow report.

A: Eric: I will work with Lorna to produce the report.

**Life Trust:** No firm decisions were made at the Life Trust meeting. Concern was expressed over the issue of sustainable payments by the Life Trust to LAB.

Policy issue: Should life membership be considered deferred payment for lifetime of services or a permanent endowment. Former view represents a cost for service.

Gary Klein advocated a more aggressive investment policy. Currently money is invested in a conservative mutual fund. Gary Brustin suggested obtaining professional advice using a hourly-rate based financial advisor.

Bill noted that people who became life members many years ago did so at substantially lower rates.

Estimated cost of servicing a member ranges from a minimum of \$8-10 to \$25 if programs/staff are added.

Q: Is \$1,000 individual/\$1,500 family the correct fee?

We have promoted life membership and seen a corresponding increase in life members.

Q: Should we continue to promote it/

Andy noted that he was torn on the issue, noting we probably lose money on a year-to-year basis.

The bottom line is that the costs/benefits may cancel each other out.

Tim noted that it is our one tangible asset. They should be cultivated for special requests and planned giving.

Q: Hans: What is the action item?

A: Amanda: Membership and development need to get going.

Eric: We should get investment advice and record policy on how we manage trust. The cost question should continue to be calculated.

Amanda: The membership Director should be tasked cultivating life members.

Gary will check with our accountants and attorneys for advice/referral.

The Life Trust Committee will meet Thursday, June 25.

The audit committee will consist of Eric, Amanda, Hans, and Rob. The Treasurer can/should sit on the audit committee.

Tim noted that best practices have auditors changed periodically.

The finance committee is the executive committee.

**Nominating committee update (Hans):** Committee has not met this year.

Lisa, Gary, Mike, Tim terms expire March, 2010 – all are board appointments

We should ask if they would be interested in continuing/ determine if we need to add skills or relationships/ recruit if necessary/ elect four Directors

Amanda: We should use August magazine to let members know of our intention to change board structure

**Executive and Personnel Committee:** Andy's appraisal completed. The executive committee has met twice since March.

Q:Bill: Is Andy's review to be distributed to full board?

A; Tim: Board best practices is that only a summary is shared broadly..

Gary suggested, and Bill concurred, that a verbal summary from Amanda would suffice.

**By-law committee update (Tim):** Two calls since March. Starting point is 9/07 document.

Section 5: voting, referendum being rewritten. Need to differentiate the annual membership meeting from the annual board meeting.

Illinois law limits range of board size to five (e.g. 12-17)

Add new section 5 with definitions – clarifying words and phrases

Eric, Rob, and Hans will research preferential voting.

Attorney review to ensure changes comply with Illinois law.

Eric pointed out that staggered terms vs. whole board election is a trade-off – continuity vs. representativeness.

Harry pointed out we need a timeline. **Hans will work with staff to prepare.**

**Tim/Amanda will write article for web/magazine re regions disappearing**

Tim has highlighted consensus changes on latest by-law document. If any board member disagrees, Tim will pull the item for discussion.

**State Representative Program (Andy):** State Ambassador program got off to a good start six months ago. Now have 15-17 ambassadors. Conference call held. Bad news is that person who managed program left in January. We thought IMBA had a good model program, but they have changed direction and abandoned the model.

Tim raised the strategic issue of synergy between Alliance for Biking and Walking and state ambassadors. Concerns include renegades, staff energy to manage.

Hans pointed out the need to get clarity regarding expectations of state ambassadors.

(Rob signed off at 11:30 AM)

**Annual Events Update:** Amanda asked if we need to meet in person at Interbike? Consensus was that face-to-face board meeting was not necessary, but board presence would be helpful. Future board meetings will be held by phone in September and December

Next year's national rally in Albuquerque June 5-6, 2010.

Andy raised the question regarding the purpose of the League's presence at the rally. Chief goal would be to develop partnerships and make the rides themselves affiliate members.

Tim asked if we could get one million people on a bike at simultaneous national rallies.

**Board position is to ask staff to propose ways to modify rally activity to benefit LAB.**

Break for lunch: Reconvene 1:10 PM

**Strategy & Planning Workshop:** Hans described plan of action today: 1.5-2 hrs. to discuss strategic plan, then vote on any changes like we did in Martinsville. Bill said only

Board should vote, Hans said “best practices” says staff also votes. Tim said that by approving the budget and annual work plan, Board controls what’s going to be done anyway. Amanda: we’re only doing an informal tally, not an official vote.

Priority #1: Promote & Protect rights of cyclists. Have already improved laws in 5 states, avg. scores in states improved, model local laws adopted in Jackson, WY. Not as much progress on legal defense program. One lawyer added as referral. Need to raise funds to have someone on staff responsible. Add 1c. Set national standards.

Priority #2: Advocate. One round complete of bicycle-friendly communities/states/businesses. No Mayors’ Institute in Boulder; Mayor now in the White House. Need to find new ways to reach mayors in 2010. Bike Summit had almost 600 participants; sponsorship amount exceeded. Income & expense in “Create BFA” is entirely grants. Hans asked if Congressional bike caucus should be a line item. Consensus is no. There are stand-alone bills in House & Senate on Complete (Comprehensive) Streets. 2e added: build partnerships w/ nat’l & state advocacy & industry groups.

Priority #3: Education 3a: Rebrand BikeEd; 3b: online self-instruction; 3c: expand delivery of bike educ.; 3d: evaluation & quantification of Smart Cycling program’s reach; 3e: establish approach for bike ed in elem. schools by 2015

Priority #4: Promote Bicycling 4a: LAB presence at events after 2010; redefine rally involvement; 4b: state ambassador program; 4c: expand Bike Month; 4d: promote & reach out to current bike “culture”

Priority #5: Organization. 5a: take more credit—other orgs get credit for things LAB initiated or originated. This makes it harder for us to sell memberships. New membership software should be online by Sept.; major donor gifts & corp. contributions not done; hiring of development director when done, may not have cash on hand for full year salary, but expectation is that the balance will come in to pay it; renewal rate holding @ 75%; don’t have 1000 new members from affiliated clubs. Membership data from last 18 mos. distributed (qv). If renewals <75%, membership goes down. Increase in # of members involved in League programs has stalled w/ absence of membership director. Two of four membership appeals done so far this year; one did nothing, one in mail now.

5b: development plan; 5c: membership growth; 5d: unrestricted income; 5e: set up internal working group to explore next steps in relationship w/ ABW.

Discussion on whether and how to vote on the 20 or so priorities. Andy asked opportunity for staff input before voting. Hans said we have enough to start budgeting for 2010.

Adjourned 3:25PM

Respectfully submitted: Harry Brull (with gracious assistance of Bill Hoffman.

