

PORTLAND BICYCLING CLUB

Board Minutes
November 7, 2019

Respectfully submitted by
Ann Morrow, Recording Secretary

Meeting called to order at 5:04 p.m. by President Pat McManus.

Board Members Present: President, Pat McManus; Vice President, Ashley Reynolds; Recording Secretary, Ann Morrow; Membership Secretary, Cindy Bernert-Coppola; Treasurer, Corey Eng; Road Captains, Robert Schroeder and Darin Swanson; Members-at-Large, Joel Loh and Mark Lander.

Guests: Kathleen Hellem, Lynn Thompson, Joan Cullen, Alan Coppola, Chip Kyle and Richard Miselis

Approval of Minutes

MOTION: to approve board meeting minutes for September was made by Darin Swanson and seconded by Rob Schroeder. The motion passed unanimously.

Guest Joan Cullen asked about the whereabouts of the club minutes and Ann Morrow responded that there had been a snafu and they were not yet posted on the PBC web site.

Rob Schroeder reported on a meeting he had attended previously with Pat McManus and Ann Morrow to discuss some details pertaining to NW Bicycle Safety Council. He reported on potential man hours, volunteers needed and specific aspects that may need to be absorbed by PBC if the club takes on NWBSC. At the conclusion of his report Ann Morrow, representing NWBSC, rescinded her offer to give the assets of NWBSC to PBC citing an apparent lack of interest on behalf of PBC.

President Pat McManus noted that members may now respond on line to her Top Talk. Her most recent column had 1 or 2 comments. Alan suggested that a forum is a good option as well. Cindy informed the board that members must be logged in to be able to comment. Pat asked Lynn to be sure to include instructions with her column and any others that may allow comments so members can participate in discussions. Lynn encouraged the board to lead by example and to make some comments to show the general membership how the option can work. Since members must be logged in, comments will not be anonymous.

Subsequent discussion regarding the NWBSC matter included the thought that seeing the offer rescinded may prompt someone to step up and volunteer; there is no appointed "Community Outreach" person at this time; in the past, the helmet committee coordinator encountered difficulty supplying volunteers for helmet fittings. There are redundancies between NWBSC and other organizations such as the BTA/Street Trust, Trauma Nurses and Community Cycling

Center. The question was asked, “what would happen if “PBC simple fell back into being a club instead of a charitable organization. It wouldn’t be the end of the world. Or, perhaps if the ride leaders made sure to give educational talks at the beginning of rides that could be regarded as educational and the Ride Leader workshops that may comply with the IRS tax code regarding 501(c)(3) charitable organizations. It was suggested that the club start by working with members by providing education and workshops and THEN move to community outreach. There was some speculation about what exactly was required by the IRS and then what would need to be done to comply. If PBC was NOT a charitable organization it was suggested that the tax implications might not be that excessive.

Reformatting of Constitution and By-Laws

Lynn Thompson took the lead in a review of the Constitution and By-Laws. Part 1 involved the appearance ONLY of the document with correction of typographical errors, the misuse of words, reformatting for consistency and aesthetics. Part 2 involves remedying inconsistencies and making clarifications.

MOTION: Corey Eng moved that PBC accept these formatting edits and the motion was seconded by Cindy Bernert-Coppola.

Discussion focused on whether the two parts needed to be separated, what the members needed to be informed of constitutionally and what the board could do without approval of the membership. It was determined that the board was elected to represent the club and should be able to determine if fonts, spaces, grammar and spelling could be changed without burdening the membership. Generally the cosmetic alterations could be decided by the board but the substantive content changes or those that MIGHT change the intent should be reviewed by the membership and voted on by them as well.

MOTION: Passed unanimously

The board discussed the possible disbursement of “token of appreciation” monetary awards to PBC’s Seattle to Portland coordinator, Mark Klein and the STP volunteer coordinator, Corey Eng. The tokens are not required but have been customary in recent years.

MOTION: Mark Lander moved to continue with the precedent set in 2018 in the same quantity: \$500 for the event coordinator and \$300 for the volunteer coordinator. Rob Schroeder seconded the motion.

Discussion focused on the amounts and why they were not equitable as both volunteers worked hard. The compensation was increased.

AMMENDED MOTION: Mark Lander moved to compensate \$500 for the event coordinator and \$500 for the volunteer coordinator. Rob Schroeder seconded the motion.

The Motion passed unanimously.

Pat Mc Manus noted that Member-at-Large Dave McQuery had resigned. He apparently felt compelled to do so and indicated his heart just wasn't in working with the board any longer. Eric Hendricks, head of the Nomination Committee, will be notified so that a potential nominee for the position can be recruited.

Committee Reports

Safety Committee members Joel Loh and Mark Lander described the recent crash of Doug Meyer under I-5. He apparently hit a hunk of concrete the size of a grapefruit in a situation in which he had ridden from light into dark. He suffered a separated shoulder and was unable to ride for several weeks. Ashley questioned the feasibility of taking an Uber to the hospital or other medical assistance rather than a more expensive ambulance.

Treasurer's Report

- Corey Eng shared Wells Fargo printed account information showing a total of \$69,794.32 available. There was approximately \$300 outstanding. Corey focused on the Balance Sheet which showed almost \$12,000 more in net income for 2019 compared to 2018. He attributed the difference to better cost controls on Seattle to Portland.

Pat asked for any additional comments and, hearing none, adjourned the meeting at 6:24 p.m.