



FINGER LAKES RUNNERS CLUB
BOARD OF DIRECTORS MEETING

March 24, 2020 6:00 pm
meeting conducted over Zoom

Attendance

- **Present:** Sue Aigen, Heather Cobb, Peter Dady, Adam Engst, Tonya Engst, Charlie Fay, Jullien Flynn, Emily Funk, Nancy Kleinrock, Pete Kresock, Gary McCheyne, Mickie Saunders-Jauquet, Steve Shaum, Charlie Trautmann, Gerrit Van Loon, Bill Watson
- **Absent:** Mike Allinger
- **Club members and guests:** Chris Irving

Introduction (6:00–6:25)

- Welcome and check in

New Business (6:27–7:15)

Keeping the board and the club operational on a remote basis during restricted times of the COVID-19 pandemic (Adam)

- Suggestions for good practices for calling interim meetings, if they prove necessary
 - Over the years, the club has been running smoothly with monthly meetings, but with the current situation, things are changing so quickly, that more interim meetings or other procedures might be warranted, especially since decisions we might need to make are over matters of significance.
 - If we need to call an interim meeting, what would be a useful means to do so?
 - People express that they have been satisfied with the process used this time, which was that Adam, in the board forum, said he had put up a Doodle poll, and people responded rapidly; after all, everyone is home and often online.
- Procedure for holding online votes, if they prove necessary
- Adam's proposal, as he posted on the board forum:

@board, since it's looking like we might be doing more online voting in the coming months, I'd like to propose a procedure we can follow each time so there's no confusion. The goal here is to mimic our real-world Roberts Rules approach to the extent possible to make sure everyone who wants to comment can. Anything missing below? (The only thing I knowingly left out was seconding, which seems to be merely a formality in our organization and which would just be fussy online.)

1. In a new topic whose title starts with MOTION, any member of the board may offer a motion to vote on, with the post containing the exact text of the proposed motion. As with normal board motions, the motion must be phrased such that everyone could vote YES or NO. I'd suggest the motion text itself should be in bold (surround it with two asterisks on either side) so it's easy to read and separate from discussion. I can help with that.

2. Discussion then ensues. It should be focused on the motion itself, to the extent possible, because the goal is to get to a version of the motion that can be brought to a vote. I don't have a sense of whether we should specify a length of time discussion must remain open, since people check in on different schedules. As a strawman, what if discussion remained open for at least three days, at least one of which was a weekend day? Does that give everyone enough time? Or is it too long for a quick decision?
3. Throughout the discussion, the person who made the original motion can recast the motion to accommodate the feedback that has come in, so it may evolve over time.
4. At such time when the agreed-upon discussion period has elapsed **and** discussion has died down, or when it's obvious that everyone on the board **[[WHO WISHES TO WEIGH IN HAS DONE SO]]**, I as president will bring the most recent motion to a vote using Discourse's poll feature.
5. Then the vote will take place. People who cannot or do not wish to click a button in the poll may reply in text with their YES or NO vote, or they can send me email privately if they so wish.
6. For the motion to pass, everyone must vote, and the vote must be unanimous. If there is a problem getting everyone to vote, we'll reach out via alternative communication methods. I don't have a sense if we should specify a length of time a vote may remain active before it expires automatically.
7. If the motion fails due to a dissenting vote, the person (or people) casting the dissenting vote(s) can either request that we return to Step 2 for discussion and recasting of the motion, or that the motion be tabled for an in-person (whether really in-person or via videoconferencing) meeting. With in-person meetings, we revert to majority rules for passing the motion."
 - Tonya also suggests that everyone should chime in to indicate that they have read and acknowledged the matter is under discussion.
 - Sue suggests to just call a Zoom-based meeting when a vote is needed.
 - Adam notes that his proposal is for straightforward votes that are sure to be unanimous, but when there is any potential for controversy a virtual meeting would be warranted.
 - Sue notes that even a subset of the board convening to discuss and nail down the wording of a motion can be useful.
 - Adam amends his proposal for item (4) reads instead of "everyone on the board has weighed in" it should read "everyone who wishes to weigh in has done so."
 - Charlie F. believes that some not weighing in might have wanted to were they to know how the discussion might proceed.
 - Pete D., akin to Sue, as mentioned above, suggests just calling a Zoom meeting when needed.
 - Mickie would rather not have micromanagement of the new event (in this case the fund run for Ian's store), and just let the volunteer RD (in this case Pete K.) run with it.
 - What does the board need to vote on? The suggestion is for Pete (in this case) to make a proposal, bring it to the board, and hold a vote, whether via Zoom or unanimously via email.

Should we—and, if so, how should we—organize a virtual “fund run” to support the Finger Lakes Running and Triathlon Company?

- Pete is happy to serve as RD for such an event.
 - Nancy expresses an interest in helping in whatever ways Pete might find useful.
- Pete is initially tasked with putting forward a proposal on the board forum for the board to either vote via email if everyone is happy with it or via Zoom if there is more discussion to be had.
- Pete will begin by speaking with Ian to assess his buy-in and needs.
- The board needs to have the understanding that the funds transfer takes place legally.
 - Mickie states that RRCA confirmed that a nonprofit can make a donation to an individual person—and perhaps, but not as obviously, to a business.
 - *[[Note that Mickie clarified with RRCA on Mar 25, 2020 that we MAY make donations to either individuals or businesses, but may not engage in anything political.]]*

- Gerrit wonders how best to advertise this event: In addition to the FLRC list, perhaps also Ian's list and otherwise.
- Pete plans to follow the lead of the Rochester group and will bring his proposal to the board.

Should any other events/activities be organized on a case-by-case basis, or should we develop a framework to evaluate them?

- Adam raises the question of how to manage the situation if we encounter other worthy businesses/people for whom we might want to do something similar.
 - Charlie F. believes that we should address such situations on a case-by-case basis.
 - Several other board members overtly agree, and no one opposes.

Zoom account

- Adam signed up for an FLRC Zoom account, using funds from the president's discretionary funds, which is what we are using currently.
 - If someone else needs to initiate a Zoom meeting for club business, Adam can share the login.

Charlie F. moves to adjourn at 7:15 pm; seconded; approved unanimously.

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- Apr 8, 2020
 - May 13, 2020
 - Jun 10, 2020
 - Jul 8, 2020
 - Aug 12, 2020
 - Sept 9, 2020
 - Oct 14, 2020
 - Nov 11, 2020
 - Dec 9, 2020