



## Board of Directors Meeting

April 13th, 2022 at 6:30 PM  
Virtual meeting held via Zoom

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### Attendance

- **Present:** Heather Cobb, Adam Engst, Tonya Engst, Charlie Fay, Ian Golden, Nancy Kleinrock, Pete Kresock, Tim Logue, Becca Lovenheim, Steve Shaum, Charlie Trautmann, Bill Watson
- **Absent:** Mike Allinger, Mickie Sanders-Jauquet
- **Club members and guests:** Kuwana Dyer-Pietra, Jason Voccia, Tom Rishel

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### Reports & Discussion (6:30–8:00)

#### *Welcome of the Board (Adam Engst)—5 minutes*

- Welcome to guests and introductions.
- Revisions to the agenda.
- Acceptance of the [March meeting minutes](#).
- Acknowledgment of notable volunteer efforts:
  - Many thanks to Vinny and Nichole Cappadora for bringing Skunk back after a two year hiatus! Also, thank you to the many volunteers who helped!

#### *Finance (Adam Engst, Charlie Fay)—20 minutes*

- The Friends of Hammond Hill have asked FLRC to act as a fiscal sponsor again, and since our previous vote was for a one-time, trial approach, we needed to revisit the issue. Adam and Charlie drafted a [Fiscal Sponsorship Agreement](#), the Finance Committee discussed it online, and Bill took a non-professional legal look. In the interests of time, [Adam brought the following motion to the board](#) on April 4th, 2022:
  - **Motion:** Shall FLRC act as a fiscal sponsor for the Friends of Hammond Hill?
  - The motion passed unanimously online.
  - We're working with the Friends of Hammond Hill to sign the Fiscal Sponsorship Agreement and get their campaign started.
- FLRC's offer of free membership for anyone financially hurt by the pandemic has been used 36 times in the last year. The Finance Committee discussed the issue and

recommends renewing for another year with slightly different wording: “If financial circumstances related to the COVID-19 pandemic would prevent you from joining FLRC...”

- As before, the Club will not do anything to verify anyone’s financial circumstances.
- The Board discussed whether the policy should be expanded to include those suffering financial distress for reasons unrelated to the COVID-19 pandemic.
  - We need to consider the financial impact, given that the Club lost money last year and Skunk was not as profitable as usual this year.
  - This would not be free membership indefinitely. It would just be a coupon code for a free one-year membership.
  - Requests for free race registration would have to be made separately to the relevant race director.
- **Motion:** Shall FLRC offer free membership to anyone whose financial circumstances would preclude them from joining the club?
  - Adam so moves. Nancy seconds. Passes unanimously.
- **Action Item:** Adam will update the website accordingly.
- Chris Irving is retiring as FLRC’s bookkeeper, so the Finance Committee is looking for recommendations for bookkeepers. Please share any names, particularly if they’re club members or runners!
  - Chris gave her 30 days’ notice. She will do the books at the end of April and into the beginning of May.
  - The bookkeeping position is a paid position. Chris’s rate is \$50 per hour. On average, the Club’s cost is about \$500 a month.
- Report on the club’s [financial position](#) and [financial activity](#) as of April 2022.
  - The Club continues to be in a strong financial position.
  - The report on the Club’s financial activity does not include most registrations to date for the FLRC Challenge (there have in fact been 51 registrations).
  - Skunk is currently showing a profit of \$12,000, but there will be more expenses coming in that will reduce that figure. This figure is less than in pre-pandemic years, when Skunk generated a significant amount of revenue for the Club.
  - The Skunk budget worksheet shows budgeted and actual revenues and expenses for this year, plus actual revenues and expenses for the past five years.
    - The amount for expenses for awards is currently missing from the budget worksheet. Also, the race registration fees look surprisingly high.
    - **Action item:** The Finance Committee will look into these items.
- For other business, see the [notes from the April 7th Finance Committee meeting](#).

### **Governance (Charlie Trautmann)—20 minutes**

- In conversations with RRCA, from whom FLRC gets its nonprofit status, we discovered that RRCA requires we match their membership structure—in which club members elect

the board—for IRS reasons. The Governance Committee has revised our [draft bylaws](#) again to accommodate that and other RRCA requirements.

- Adam ran the revised bylaws by the RRCA president, and she is fine with them.
  - It is unclear what RRCA requires to be in its members' bylaws. But RRCA requires that it approve significant changes to its members' bylaws.
  - The Club could leave RRCA and get nonprofit status directly from the IRS, but getting nonprofit status from RRCA is more convenient and less expensive for now.
- Changes to the latest draft of the revised bylaws include:
  - The full Club membership will vote for the Board of Directors (i.e., the Club will *not* have a self-perpetuating Board). This was required by RRCA.
  - Each individual Club member will get one vote, regardless of whether they are part of a family membership or not. No restriction on age.
  - There is no mention of appointed Club positions, which will be defined in a separate, working document, for ease of updating (i.e., positions that are significant but not involved in the governance of the Club).
  - There is an expanded description of the role of the nominating committee.
  - The dissolution clause provides that, in the event of dissolution, the Club's assets may be transferred to RRCA or another 501(c)(3). This was recommended by RRCA to provide an easy way of transferring the Club's assets in the event of dissolution.
  - There is a new section highlighting something that we already knew, namely that the Club cannot devote a substantial part of its activities to political activity. This was required by RRCA.
  - The amendment process allows for minor amendments to the bylaws by a three-fourths vote of the Board. Significant amendments to the bylaws will require a three-fourths vote of Club members participating in the vote. RRCA approved this process.
- The plan for moving forward is to post the revised bylaws on the Forum and monitor it for comments. If there are no significant issues, then the revised bylaws will be presented to the membership for a vote.
- **Motion:** The Governance Committee moves that the board accept the revised bylaws and move forward with presenting them to the membership.
  - Motion passes unanimously.
- **Action item:** The Governance Committee will move forward with posting the revised bylaws to the Forum and presenting them to the membership.

### ***Communication (Adam Engst, Tonya Engst)—5 minutes***

- Photography is going well, with Vinny Cappadora lining up a Skunk photographer who took nearly 1300 pictures. Jamie Love is signed up to photograph WDF, and Steve

Gallow is set to do Thom B. All photos are on [Yogile](#) for runners and are being useful for PR.

- We're building a PR template for races with required and optional activities; Tonya is populating each race's handbook with details.
  - Tonya is putting our events on Fleet Feet's calendar (the Syracuse store). She is also looking into putting a short blurb and image on various local calendars.
  - The Club is working on diversity in its promotional images. People may feel more engaged if they see others who look like them in our promotional photos. If anyone has photos of diverse runners at Hammond Hill, send them to Tonya.
    - We could also borrow photos from trail races at other similar locations.
  - Inviting women to take a front spot at the starting line can help show diversity. This is something that we've been committed to doing for a couple of years already.
- Adam has revived the Thank You card from the board for sending to appropriate people.
  - The card includes the names of all Board members in handwriting fonts.

### ***Race (Mickie Sanders-Jauquet, Pete Kresock, Adam Engst)—30 minutes***

- Skunk Cabbage (Adam)
  - 541 registrants, 428 finishers (234 10K and 194 half).
  - Overall, runners were happy, and the Cornell Police were happy.
  - Debrief meeting to discuss improvements scheduled for April 20th at 10:15 AM.
- WDF 5K (Adam)
  - PR and registrations have started—at 18 as of today.
  - As of now, race participants should not assume that there will be bathrooms at the race.
- Thom B (Pete)
  - PR and registrations have started—at 46 as of today.
  - The race will once again use the parking lot instead of Camp Earth Connection to save nearly \$800 and make setup/breakdown easier.
- FLRC Challenge (Adam)
  - PR and registrations have started—up to 51 as of today.
  - Outside insurance was slow, so some permissions still remain to be finalized.
  - Leaderboard revisions for “community stars” nearly done, which participants can earn by running with someone else, supporting a local business, etc.
  - FLRC Challenge will run from April 16th to August 14th, with the award ceremony at the Annual Picnic on August 25th.
- Volunteer of the Year Award (Adam)
  - A discussion of the [proposal to establish a Volunteer of the Year task force](#) was tabled for future discussion.
  - **Action item:** Schedule discussion of the Volunteer of the Year award.
- New events discussion continues to be tabled; Skunk absorbed all attention (Adam)

- **Action item:** Schedule new events discussion.

### ***Group Runs (Heather Cobb, Mickie Sanders-Jauquet, Adam Engst)—5 minutes***

- Report on Saturday group runs (Heather).
  - The Saturday group runs have been getting good crowds.
- Report on Thursday night evening runs (Mickie).
- Report on Sunday Skunkday runs and looking forward to FLRC Challenge runs (Adam).
  - Adam intends to organize group runs relating to the Challenge via the Forum.

### ***Events (Adam Engst)—2 minutes***

- Backstretch Bingo completed.
  - Liz Hartman and Kristina Harrison-Savage are still distributing prizes.

### ***Diversity & Inclusion (Adam Engst)—2 minutes***

- Adam is talking with Kris Haines-Sharp about taking over as the new chair. If anyone would like to join the D&I Committee, let Adam know.

### ***Membership (Adam Engst)***

- [Members](#): 591 members (up 6 from March), up from 435 this time last year
- Memberships: 393 memberships (up 3 from February), up from 265 last year
- [Breakdown](#): 296 individuals, 293 family members
- 36 usages of our offer of free membership to those hurt by the pandemic (same as March)

### ***Web/Tech Team (Adam Engst)***

- Discourse community engagement report
  - Currently has 899 users (up 8 from March), 280 posts in the past 30 days (down 332, coming off Backstretch Bingo), and 23,900 page views (down 9300)

### ***Equipment (Gary McCheyne)***

- No activity on which to report.

### ***Philanthropy (Mickie Sanders-Jauquet)***

- No activity on which to report.

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## **Upcoming Board Meeting Dates**

- May 11th, 2022
- June 8th, 2022
- July 13th, 2022

- August 10th, 2022
- September 14th, 2022
- October 12th, 2022
- November 9th, 2022
- December 14th, 2022