

**STL  RC**  
**St. Louis Recreational Cyclists**  
**Minutes of Board of Directors (BOD) Meeting**  
**August 22, 2018**

**1. Board of Directors (BOD) Present:**

|              |                |               |
|--------------|----------------|---------------|
| David Brown  | Patti Brumleve | John Buck     |
| James Cobb   | Darryl Fabick  | Wayne Marsh   |
| Not Present: | Pat Cannon     | Joan Fromme   |
|              |                | Billie Teneau |

**2. 06-20-18 BOD Meeting Minutes:** The 06-20-18 BOD Meeting Minutes were approved.

**3. Membership Report:**

- a. Patti Brumleve reported that as of 08-22-18, the club has 155 members in 2018.
- b. Wayne Marsh distributed a one-page listing of 2018 Statistical Items of Interest (data as of 08-21-18) which contained the following key items.
  - i. Club Members
    1. Total 154
    2. Male 95 = 61.7%
    3. Female 59 = 38.3%
    4. Married Couples 22
  - ii. Club Rides and Member Participation
    1. Scheduled 145
    2. Held & Recorded 121
    3. Attendees
      - a. Total 1,180
      - b. Males 786 = 66.6%
      - c. Females 394 = 33.4%

- c. Wayne also distributed a one-page summary entitled “Number of STLRC Members” which listed various data for each year, 2012 through 2018 (2018 data as of 08-21-18).
- i. 2012 = 162 members.
  - ii. 2013 = 197 members.
  - iii. 2014 = 176 members.
  - iv. 2015 = 187 members.
  - v. 2016 = 183 members.
  - vi. 2017 = 181 members.
  - vii. Of the 181 members in 2017:
    1. 57 have not renewed their membership for 2018.
    2. 124 have renewed their membership for 2018.
    3. 30 new members (as of 08-21-18) have joined in 2018.
  - viii. 2018 (as of 08-21-18) = 154 members.
  - ix. Wayne said that if the one new member that was included in the membership data (as of 08-22-18) that was presented by Patti Brumleve were included in the one-page summary, the one-page summary would show 31 new members in 2018 and the total 2018 Membership would be 155.
- d. In response to questions regarding the 57 members in 2017 who have not renewed their membership for 2018, Wayne agreed to provide a list of those 57 members in 2017 which have not renewed their membership for 2018. Wayne provided the list of the 57 2017 members to all Directors on 08-23-18.

#### 4. 08-22-18 Interim Financial Report (data as of 08-21-18):

- a. James Cobb presented an interim financial report which contained the following key items.
- b. Cash on Hand (154 members) \$ 2,851.33  
(On Aug 13, 2017 there were 178 members, 24 more members than thus far in 2018).
- c. 2018 Anticipated Expenses
- |  |           |
|--|-----------|
| i. Estimated Hall rental for 2019 Annual Meeting | \$200.00  |
| ii. MOBikeFed Subscription                       | \$ 60.00  |
| iii. Total Anticipated Expenses                  | \$ 260.00 |
- d. Non-appropriated remaining funds **\$2,591.33**
- e. Jerseys Report:
- |  |            |
|--|------------|
| i. Receipts                            | \$3,105.00 |
| ii. Cost (Avg cost per Jersey \$42.10) | \$2,869.00 |
| iii. Excess receipts over cost         | \$ 236.00  |
| iv. 2 Jerseys remaining in inventory   |            |

## 5. Meeting Place for March 10, 2019 Annual Meeting:

- a. The following possible locations and their associated costs were reviewed.
 

|                                       |                   |
|---------------------------------------|-------------------|
| i. Concord United Methodist Church    | \$ 50.00          |
| ii. Ethical society                   | \$200.00          |
| iii. Sunset Hills Community Center    | \$ 80.00 per hour |
| iv. Maryland Heights Community Center | \$320.00          |
| v. American Legion                    | \$ 50.00          |
- b. John Buck said that he thought the American Legion facility would be satisfactory for our Annual Meeting, but he suggested another Director go with him to confirm John's opinion and to see if the American Legion facility would be available on March 10, 2019, or another Sunday near March 10, 2019. James Cobb said he would be happy to go with John.
- c. The consensus of the Directors present was that if John and James concluded that the American Legion facility was acceptable, John and Jim should go ahead and make a reservation for the facility and give a check to the American Legion for the applicable reservation fee.
- d. On 08-24-18, John Buck and Jim Cobb visited American Legion Post 397 in Creve Coeur to assess the suitability of that facility for the STLRC annual meeting scheduled for March 10, 2019.
  - i. Criteria used to assess suitability:
    1. Seating for 50 – 60 people.
    2. Parking for 50 cars.
    3. Outlets for a dozen (12) crock pots. Members will need to bring extension cords.
    4. Public address system available.
    5. Suitable available hours.
    6. Convenient location.
    7. Available March 10, 2019
  - ii. John and Jim agreed that the facility met our criteria, so Jim wrote a check in the amount of \$50.00 to the American Legion Post 397 to reserve the room.
  - iii. Details for future planning purposes:
    1. The room is available from 1:00 p.m. – 8:00 p.m.
    2. Attendees may bring their own wine, but beer and mixed drinks must be purchased from the American Legion's bar, which will be open during our meeting.
    3. American Legion Post 397 is located near I-270 and Olive Boulevard, behind Bristol's Bar and Grill. The mailing address is 934 East Rue De La Banque Drive, St. Louis, MO 63141.

4. Directions:

- a. From I-270 and Olive Boulevard, go east 0.3 miles to New Ballas Road.
- b. Left (north) on New Ballas Road for 0.1 mile to American Legion Drive.
- c. Left (west) on American Legion Drive for 0.1 mile to Rue De La Banque Drive.
- d. Right (north) on Rue De La Banque Drive followed by an immediate right turn (east) into the American Legion.
- e. Park in the rear of the facility.

**6. Selection of a Nominating Committee to Develop a Slate of Candidates for the Upcoming Director Vacancies in 2019:**

- a. Wayne Marsh restated the comments he had made in the 06-20-18 BOD Meeting, i.e.,
  - i. That much of the confusion in the 2017 nominating process was caused by the inability to actually find STLRC members willing to serve on the 2017 Nominating Committee.
  - ii. That Wayne had suggested that Section 4, Nominating Committee, of the bylaws could be completely eliminated and Section 3, Nomination and election of Board of Directors, of the bylaws could be revised to state that the existing Board of Directors would develop the slate of candidates for the respective upcoming vacant BOD positions.
- b. David Brown said he felt we should follow the existing STLRC Bylaws regarding the use of a Nominating Committee for developing the slate of candidates for the respective BOD vacant positions in 2019.
- c. David also said he had already contacted Claudia Spener about serving on a Nominating Committee for the 2019 vacant positions, and Claudia said she was willing to serve on the Nominating Committee.
- d. David also said he felt it would be fairly easy to find one other qualified club member to serve on the Nominating Committee, along with one of the currently serving Directors.
- e. After further discussion, the consensus of the Directors present was to use the procedures enumerated in the STLRC Bylaws, which are printed in these Minutes for easier reference.

STLRC Bylaws Ratified March 5, 2017, Article V: Membership and voting rights, Section 4, Nominating Committee:

- A Nominating Committee shall be appointed by the current Board of Directors in the fall of each calendar year and shall consist of one currently serving Director and two other qualified club members.
  - The Nominating Committee shall develop a slate of candidates for the respective upcoming positions on the Board of Directors and shall forward the slate of candidates to the current Board of Directors for review and approval in time for the slate of candidates to be included in the notice to the membership regarding the annual meeting.
- f. The consensus of the Directors present was the Nominating Committee for the respective vacant positions in 2019 should be:
- i. Billie Teneau as the one currently serving Director.
  - ii. Claudia Spener as one of the two other qualified club members.
  - iii. Harold Wisely as one of the two other qualified club members, if Harold would be willing to serve on the Nominating Committee. On 08-23-18, Wayne Marsh asked Harold Wisely if Harold would be willing to serve on the Nominating Committee, and Harold said he is willing to serve on the Nominating Committee.

## 7. Modification to STLRC Bylaws:

- a. During the 06-20-18 BOD Meeting, it was suggested that Directors consider areas in the STLRC Bylaws that may need to be revised and then presented to the membership at large at the 2019 Annual Meeting.
- b. After discussion, the consensus of the Directors present was that the following two areas of the STLRC Bylaws should be revised as indicated below in red font.
  - i. Article VI: Board of Directors, Section 3, Duties of the President. The President shall act as Chairperson of the Board, shall have authority for the general and active management of the club, shall preside over all membership meetings, and shall prepare and deliver an annual report of past club activities at the annual membership meeting. **At the annual membership meeting, the President shall announce the date, time, and location of the next Board of Directors Meeting, which will include the newly elected Directors.** The President shall act at the direction of the Board, when representing the club in all contracts or public presentations.
  - ii. Article VI: Board of Directors, Section 5, Meetings of the Board – The Board shall meet at least two times each calendar year and whenever necessary. **The date of the first meeting of the Directors shall be set before the annual membership meeting.**

**8. Planning for the End of Season Ride and Potluck Picnic:**

- a. Date: Tuesday, October 16, 2018.
- b. Time: Sign in at 8:30 a.m. for a 9:00 a.m. start.
- c. Location: Kirkwood Community Center, 111 South Geyer Road, Kirkwood, Missouri 63122
- d. Ride Leaders: Larry Essmann and Wayne Marsh.
- e. Organizers of the Picnic: Mary Lou Kosta and Ann Steirn.
- f. Master of Ceremonies for the Picnic: David Brown.
- g. 2019 Membership Application and Renewal Forms and 2019 Annual Dues: Patti Brumleve and James Cobb.

**9. Increasing STLRC Membership:**

- a. David Brown noted that the 2018 STLRC membership is lower than the membership numbers in previous years, and he suggested we consider possible ways, such as the following items, for improving the trend of our membership numbers.
- b. New STLRC Business Cards:
  - i. The Directors present discussed the layout of the most current STLRC business cards (i.e., the overall blue business cards which display the outline of a bicycle on an incline with the following words adjacent to the bicycle:
    1. On the first slanted line: "stlrc,.org" in black lettering.
    2. On the second slanted line: "New rides, new friends," in white lettering.
    3. On the third slanted line: "new adventures" in black lettering.
  - ii. David Brown said he firmly believes that every printed item that we produce as a club should have a consistent appearance, particularly if we use a STLRC logo. For example, David said he thinks our STLRC business cards should use the same logo appearance as the STLRC website, or vice versa, the STLRC website should use the same logo appearance as the STLRC business cards.
  - iii. Several of the Directors present felt that the current STLRC blue business cards were printed in "a dull and unexciting color."
  - iv. Wayne Marsh said he liked the STLRC logo that had been used on the previous version of STLRC business cards, because it was easy to use the small picture of the red bicycle with the muted green wheels on all printed STLRC items, such as the first line of numerous STLRC computer output reports (e.g., our STLRC Sign-in Checklist form), the first line of STLRC BOD Meeting Minutes, etc.
  - v. David Brown agreed to develop a rough draft of a possible new STLRC business card layout for consideration in the next BOD meeting.

- c. Should representatives of STLRC participate in public events related to bicycling or other similarly related activities?
  - i. Jim Cobb said that our club should be very careful to NOT undertake any endeavor that could be construed as STLRC's involvement being of a "sponsorship" nature, because any "sponsorship" activity could drastically impact the cost of our club's insurance rates.
  - ii. Patti Brumleve said we might want to look into having a booth and representation at events such as the St. Louis Women's Bike Summit and the Mississippi Valley Bike + Outdoor Expo. Patti agreed to look into these two events and to provide information at the next BOD meeting.
  - iii. Several Directors mentioned the annual Bike Swap event in Collinsville.
  - iv. The consensus of the Directors present was that this overall topic should be further addressed in the next BOD meeting.
- d. Should new STLRC Flyers be developed for distribution to local bike shops and other locations?
  - i. Billie Teneau said she had created STLRC Flyers in previous years and had given copies to STLRC members at the annual meetings for distribution to local bike shops.
  - ii. Billie Teneau and David Brown agreed to develop drafts of new STLRC Flyers for review during the next BOD meeting.

#### **10. New Business:**

- a. Wayne Marsh said he thought the current BOD should ascertain whether any of the five Directors who are scheduled to rotate off the Board in 2019 desire to continue to serve as a Director in 2019.
- b. David Brown said that would be the responsibility of the Nominating Committee.
- c. In response to David's comment, Wayne said he thought the current BOD should begin to consider how we will respond if the Nominating Committee does not include the name of a currently serving Director who desires to continue to serve as a Director in 2019.
- d. David indicated that suggestion was premature, since the Nominating Committee has not begun any work on the slate of 5 candidate names for 2019.