

Present: Neile Weissman, Skip Ralph, Israel Forst, Susan Sun, Brian Van Nieuwenhoven, Jeff Levine, Gwynna Smith, Sabina Eberle, Eden Weiss, Kate Mostkoff

Meeting started at 6:35 PM and concluded at 8:30 PM

Topic: Board structure and improving how the board functions

- Brian submitted a memo outlining his thoughts on changing the NYCC bylaws related to board governance (see attachment)
- Neile reported that he approached Carol Wasser to get her opinion on ways to improve how the board functions in light of the majority of current members not seeking re-election in 2015. She met with past presidents George Arcarola and Ellen Jaffe and put forward a revised structure with ten board members, in lieu of the current sixteen. A summary memo is attached.
- A discussion ensued about the memo and what criteria should be used to determine necessary board positions:
 - Is the board achieving the club's mission and are our programs successful?
 - Neile says that this year is about "foundation building" but yes, objectively, we are.
 - Kate feels we are not converting enough members into ride leaders
 - Is the board effective and communicating its work to the membership?
 - Brian feels that certain board positions are overburdened (special events director, president)
 - Susan feels that the current board's process is ineffective
 - Kate believes that the number of posted rides is down (exact figures were not cited).
 - Jeff responded that while posted rides are important, the club is also about connecting NYC riders to each other through its various programs and that informal rides made via club connections shouldn't be overlooked.
 - Eden asked if there should be a board position devoted to cycling advocacy issues. Neile responded that he feels advocacy should reside with the president.
 - Should the A, B & C Ride Coordinator positions be board positions or is VP of Rides sufficient representation?
 - Skip (A-Rides Coordinator) feels being "at the table" makes his position more meaningful and that VP of Rides would become a very big job, requiring oversight of a subcommittee and its own meetings in addition to board meetings.
 - Kate (VP of Rides) says removing coordinator positions from the board goes against the club's mission of promoting rides at all levels. If the goal is to reduce the number of board positions, she would remove the VP of Rides position from the board before the coordinators.

- Israel suggests that the work currently accomplished via board positions might not get done otherwise. For many, being on the board is an appealing part of taking on that work.
- Jeff suggests the SIG is an interesting model in that there is no board representation but each SIG is highly effective and managed well.
- Neile says he will ask the members of the board not present tonight how they feel about the issues raised. He also asked all board members to provide a short written response to the past presidents suggestion of a 10-member board.
- Kate feels the issue is not necessarily the number of people on the board but how the board meetings are run. Prior boards included reports from each board member and agendas were set in advance.
- Jeff feels management of the club's social media platforms is a critical responsibility that should not get lost in a board restructuring

NYCC By-Laws Recommendations – Carol Waaser, Ellen Jaffe, George Arcarola - 6/23/14

I. Board Structure. The current Board is large and unwieldy, making it difficult to get work done. We believe the Club will run more efficiently and more effectively if several Board positions are eliminated. The positions would still exist as volunteer positions, but those volunteers would no longer be elected or sit on the Board. This would work as follows:

A. A, B and C Rides Coordinators would be appointed by and report to the VP of Rides. There could, in fact, be a Rides Committee with several volunteers in each ride category to assist with recruiting (and possibly training) ride leaders, as well as assisting in planning ride events such as Newcomers and All Class rides. However, one Ride Coordinator shall be appointed in each category to handle ride approvals for that category. If a Ride Coordinator feels a ride should not be approved, that would have to go to the VP of Rides for a decision. (The Ride Coordinator can notify a ride leader if the submitted ride falls outside specific guidelines and suggest how to bring it into line.)

B. The Public Relations Director would be appointed by and report to the President. This person would also work with the Web Master in terms of social media postings.

C. The Merchandise (Incentives) Director would be appointed by and report to the Membership Director and would also report to the Treasurer. (We suggest that the incentives program be scaled back at least to some extent. Whether that's eliminating certain ways to earn incentives or making each level worth more points is for the Board to decide.)

This would reduce the Board to ten elected positions: President, VP Programs, VP Rides, Secretary, Treasurer, Membership Director, Events Coordinator, Content Editor, Webmaster, and ENY Chair. The immediate past President shall sit on the Board ex officio for one year.

D. Committees of volunteers should be formed for other areas such as Events (reporting to the Events Coordinator); Content (reporting to the Content Editor); and Advocacy (appointed by & reporting to the President). Major events such as the Berkshire Weekend and West Point Weekend could each have its own committee or could just be part of the Events Committee – in either case, reporting to the Events Coordinator.

Comments on By-Laws Recommendations, Neile Weissman - updated 8/14/14

- Back Story: In June, 2014, I asked Past President Carol Waaser to address NYCC's bylaws. Carol, in turn consulted with Presidents Ellen Jaffe and George Arcarola.

- One area I respectfully disagree is with the Presidents is w/regards to Merchandise Manager.

Incentives, beside being is a critical component of migrating members into volunteers, has risen to the second largest item on our expense budget. And only through the recent empowerment of Merchandise Manager as a Board position to make final determinations on Incentive levels, has its cost been conformed to a budget and brought under control for outlying years.

12-Person Board w/Committee - Draft, Neile Weissman - updated 8/14/14

President - Advocacy, Railroad Liaisons, PR (advisory)

VP Rides - Ride Coordinators A_B_C,

VP Programs - Programs Committee (w/Events)

VP Events - Events Committee

- Berkshires; July 4th; Newcomers; All Class - riding

- Volunteer-Holiday Parties, Ice Cream Social, seminars (Garmin training, baseball, etc. - non-riding)

Content Manager - Content Committee

- copy editor, graphics, publicity/marketing, archivist

Webmaster - Web Committee

Membership Director - Membership Committee

- attract new members

- retain existing members

Merchandise Manager (aka Incentives Manager) - Volunteer Committee (w/Membership/ENY)

- migrate members to volunteers)

ENY Chair - ENY Committee

Secretary

Treasurer

Past President

Notes

- Corrected from 6/29 draft to include Past President

- For simplicity, have deleted "possible" committees; "racing", "randonneur", "multi-day trips", etc.

Re: NYCC By-Laws Recommendations, July 1, 2014

First off, I appreciate that members of the club are actively thinking about how to better shape the management process of the club. This discussion should absolutely happen, and should continue.

Second, the board of the NYCC has no current organized system of handling deliberations in meetings in an organized manner. I have suggested in a prior board meeting that even a simple system of deliberation and procedure, a format established and agreed upon by the board, would go a very long way in helping the board president control rancorous and unproductive discussions. A board of fewer members who cannot control time management or focus is just as bad as a Board of 15 with the same problems.

Third, the board must not use the meetings as an open planning session for club functions, and every attempt should be made to plan and execute major club functions outside of the board meetings. Additionally, board-presented items that require extended refactoring should be laid over for next month's deliberations. We are faced with many situations where these things could be done, but they are not.

Fourth, I take issue with the reasoning for the *urgency* of this change. I do not think that members of the club will feel comfortable with rushing a decision on this, and the logic being presented at this point does not make a simple, clear case as to why this needs to be done and why it needs to be done right now, ahead of other critical club business. The interests of club members are paramount to efficiency or politics.

Fifth, it's important to note that, in any version of this proposal that I've heard, all of these (and more) positions need to still be filled in some manner, either by vote or appointment, and current club management cannot (or has chosen not to) find enough responsible, available volunteers. Though I maintain great respect for the past and current presidents for their service to the club, I feel that their time in the weeks since the prior board meeting would have been better spent cultivating the directors and coordinators we could use for programs and training groups in the next 6-8 months. I think it's very important that we address this, instead of rushed deliberations for structural changes.

Brian Van Nieuwenhoven
B-Rides Coordinator

Comments on Brian's By-Law Recommendations - Neile Weissman, updated 8/14/2014

- In 2014, draft agendas for each Board Meeting, including topics w/speakers and allotted times, have been distributed generally two days prior.
- All meeting have started-ended within 5-10 minutes of schedule.
- A running clock has been displayed to track elapsed time.
- IMO, in spite of its size, and informal adherence to Robert Rules of Order, the current Board has been fairly effective in self-policing itself to keep discussions on topic and to the motion.
- Moreover, I believe the 2014 Board should be commended for not "kicking the can down the road" and taking on contentious issues including:
 - adopting a working agreement with ENY
 - not implementing a SIG fee, as it permissioned itself to do in 2013
 - supporting alternate venues for monthly meetings
 - adopting a budget procedure that, for the first time, assigned line item responsibility to individual Board members
 - empowering Merchandise Manager to make final decisions on Incentives
 - taking necessary measures to move ahead with July 4th Weekend
 - seeing that all major programs and events so far this year been accomplished on time, under budget, and largely to Member's satisfaction

Accordingly, I would contend that, in spite of its size, and lack of formal procedure, the 2014 Board has resolved serious, long-standing issues and proven been very effective in managing the Club's affairs.

Otherwise, I take Brian's, as well as other Board members' recommendations, to heart.