



Orienteering USA
Board of Directors Meeting
 Online Conference Call
 Dec. 19, 2016 7:03pm -9 :08pm

Attendance

All Board members:

Peter Goodwin,
 Tom Strat,
 Kris Beecroft,
 Greg Lennon,
 Alex Jospe,
 Lee Todd,
 Boris Granovskiy,
 Bob Forgrave,
 Ian Smith,
 Barb Bryant,
 Pat Meehan,
 Charlie Bleau (after the vote on
 the rules change)

OUSA members:

Sandy Fillebrown,
 Mike Minium

OUSA staff: Erin Schirm

Contents

[Attendance](#)

[Summary](#)

[Minutes](#)

[Board minutes of 12/12/2016 meeting](#)

[Application from OCIN to host Night-O Championships
 at the Flying Pig in March](#)

[Rules change request from the Senior Team](#)

[2017 OUSA Budget](#)

[Sanctioning Committee Report](#)

[VP of Clubs Report](#)

[Committee Structure and VPs](#)

[Closing remarks](#)

[Adjournment](#)

[Appendix: Rules Changes](#)

[Appendix: 2017 Budget as Adopted](#)

Summary

1. The Board approved the [minutes of the last meeting](#) after making a correction (December 12, 2016).
2. The Board approved the [application from OCIN](#) to host the 2017 Night-O Championships at the Flying Pig in March
3. The Board approved the [proposed rules changes](#) with the following amendments:
 - a. To accept [Clare Durand's proposed change](#) for G.1.7.10: change the wording from "meet the criteria" to "follow the requirements".

- b. To change the grace period to 2 weeks instead of 1 week in G.1.7.6.
4. The Board approved the [budget recommended by the Finance Committee](#), eliminating funding for the full-time Executive Director, with the proviso that subsequent budget modifications increasing unrestricted spending in 2017 will be considered if they primarily benefit OUSA clubs.
5. Boris presented the [report from the Sanctioning Committee](#); the Board discussed it.
6. Greg presented the [VP of Clubs report](#); the Board discussed it.
 - a. Greg will prepare a survey for clubs, and get Board feedback before sending it out.
 - b. Kris or the EC will form a task force to look into combined national/club membership
7. The Board discussed the organizational structure of committees and whether or not to consider adding VPs.
8. The EC will meet this week about the ED position and transition.
9. We reviewed the upcoming board meetings, to be held at GNC, O in the Oaks, ID, and QOC meets. The AGM will be held at the Idaho meet.

Supplementary Materials:

1. Minutes of 12/12/2016 meeting
2. Sanctioning application from OCIN, with contact information removed
3. Proposed rules change from Senior Team ESC, and Clare Durand's comments.
4. Budget recommendation of Finance Committee, with cover letter.
5. Reports from Sanctioning Committee and VP of Clubs.

Minutes

Board minutes of 12/12/2016 meeting

Greg Lennon provided a correction. Greg Lennon moved to approve the minutes. Tom Strat seconded. Approval was unanimous.

Application from OCIN to host Night-O Championships at the Flying Pig in March

Boris Granovskiy moved to approve the application. Bob Forgrave seconded.

Peter Goodwin said that more awards may need to be purchased to handle all the championships we will have in 2017.

The motion was approved by roll-call vote; the vote was unanimous, with Boris, Greg, Tom, Pat, Barb, Bob, Alex, Lee, and Peter voting yes.

Rules change request from the Senior Team

Peter Goodwin moved to accept the proposed rules changes. Ian Smith seconded.

There was discussion about the name change, and the number of people on the selection committee. Greg Lennon moved that we amend the motion to to accept [Clare Durand's proposed change](#) for G.1.7.10, and to change the grace period to 2 weeks instead of 1 week in G.1.7.6. Boris seconded this motion, and there were none opposed, so the amendment was adopted.

After no additional discussion, we had a roll call vote on the amended motion which passed unanimously (in favor: Peter, Ian, Barb, Lee, Alex, Bob, Tom, Pat, Greg, Boris).

The rules changes are included in the Appendix below.

2017 OUSA Budget

Ian Smith moved that we adopt the no-ED budget recommended by the Finance Committee.

Boris Granovskiy seconded the motion.

Peter Goodwin stated that the information about the budget was sent to the OUSA membership in a number of ways, and we have not heard objections to it. Therefore he thinks the membership is likely to be supportive.

Kris Beecroft explained that if the Board passes the budget, the next step would be for the Executive Committee to take all necessary steps to implement the decision on the ED position.

Greg Lennon proposed an amendment to the budget that subsequent budget modifications increasing unrestricted spending in 2017 will be considered if they primarily benefit OUSA clubs. The motion was seconded by Charlie Bleau.

After some discussion, Barb Bryant moved to limit the debate to one more comment from each person; Boris Granovskiy seconded, and none were opposed.

After additional discussion, the vote was taken, and the motion passed. Voting against were Alex, Barb, Boris and Ian. Voting in favor were Lee, Bob, Pat, Tom, Greg, Peter and Charlie.

Boris Granovskiy moved that \$500 be added to the budget for each team, in unrestricted spending. Ian Smith seconded. After discussion a vote was taken, and the motion failed. Voting against were Peter, Charlie, Greg, Pat, Tom, Lee, Bob and Barb. Voting in favor were Ian and Boris. Alex abstained.

There was no additional discussion on the amended budget motion. The vote was taken, and the motion passed unanimously, with these Directors voting: Boris, Greg, Tom, Pat, Barb, Bob, Alex, Lee, Ian, Peter and Charlie.

Sanctioning Committee Report

Boris Granovskiy presented the report.

Kris asked about whether the sanctioning committee would be impacted by or participate in proposed changes in program and meet structure from the working groups.

There was strong support for use of the course and event consultant roles, with training and certification to ensure more consistent consulting. Greg and Boris will talk further about a "mystery shopper" idea, where a participant provides feedback.

It is important to get the report from the meet director after the meet.

Charlie suggested avoiding negative language about how clubs are doing, and instead focusing on supporting the clubs through the A meet process, and providing help.

VP of Clubs Report

Greg will survey clubs after getting feedback from the Board on the survey questions./

OUSA will set up a task force to investigate combined national/club membership.

Greg will share with the Board the comment he submitted to the National Park Service.

Greg talked about the Outdoor Recreation Jobs and Economic Act of 2016, and about the environmental impact report recently carried out by a recreational ecologist of an orienteering event.

Committee Structure and VPs

We will talk more about this at GNC. Peter Goodwin and others recommended putting Directors in place to manage some committees without rushing to name a new VP.

Greg felt that OUSA members and volunteers could use more support in the committee structure. Boris agreed and also pointed out that VPs and committee heads appoint volunteers but would be willing to hear about a proposal to centralize volunteer management.

Closing remarks

Kris Beecroft thanked everyone for the work, thought and care that went into the discussion and analysis around our finances and our future.

She thanked Glen and expressed her appreciation for his professionalism through this time.

Kris wished us safe and happy holidays.

Upcoming in-person board meetings: GNC (2-2.5 hour meeting), BAOC (extended meeting 2pm-8pm on Saturday), Idaho (also GNC), QOC.

The Executive Committee will meet this week.

Adjournment

Peter Goodwin moved to adjourn. Charlie Bleau seconded. No objections.

Appendix: Rules Changes

Only sections of the rules that have been updated are shown below.

G.1.6.1 National Team Selection Committee: Each year a three-five person committee composed of an ESC member chosen by the ESC, and up to four others approved by the ESC shall initially select the members of the Team. This Team Selection Committee cannot include

active Team members. The National Team Selection Committee may add team members at any time during the year.

G.1.7.2 Designation of a meet as the Team Trials shall be made by the Team ESC and sanctioned by the Orienteering USA Sanctioning Committee. The meet must be, at a minimum, open to all persons eligible to represent the USA at the WOC. The Team Trials shall have at least two races.

G.1.7.6 Team Candidacy Declarations and Eligibility: On the entry form for the Team Trials, each competitor shall declare his/her candidacy. A competitor is a candidate and eligible for the WOC team if he/she is:

- a) A current Orienteering USA regular member and holds a United States Passport at least 48 hours before the first start on the first day of the Team Trials.
- b) Intending to participate in the WOC if he/she earns a slot on the WOC Team. Competitors may revise their candidate status up until 48 hours before the first start on the first day of the Team Trials.
- c) In compliance with the athlete agreement set forth by the ESC and approved by the Board Member in charge of teams.

A two week grace period shall be allowed to come into compliance with said policies.

G.1.7.9 Any candidate who is unable to attend the Team Trials or who feels that his or her performance at the Trials was not indicative of their true ability may submit a petition to the Review Panel for their consideration.

- a. For a candidate who competes at the Team Trials, this petition must be submitted within one hour of the competitor's reporting to the finish on the final day of the Team Trials, and explain the circumstances why he/she was not able to produce a representative result (e.g. illness, organizers error resulting in an unfair situation, etc.).
- b. For candidates who do not compete at the Team Trials, the petition must be submitted before the first start on the final day of the Team Trials, and explain why he/she was unable to attend.

G.1.7.10 A petitioning candidate must meet the criteria set forth in the Team Selection document as approved by the ESC. The document will be reviewed each year and may be amended.

Appendix: 2017 Budget as Adopted

One of our goals is to rebuild a cushion of unrestricted net assets. The passed budget without the full-time paid ED shows a surplus in unrestricted net assets. In subsequent years without a full-time paid ED, we anticipate that we would see an increase of at least two-fold in the unrestricted funds available for programs, less any future costs required to operate under a new

staff structure incorporating volunteers and paid part-time staff. Adopting the budget without the ED position was effectively a decision by the board to eliminate that position.

1. **Restrictions:** We have collected donations and fundraising income that is restricted; in other words, it must be spent for a particular purpose. Not all of that income has been spent for the designated purposes, and we will carry a balance forward into 2017. These funds are represented separately in the budget from the unrestricted income and expenses. In 2017 we may spend some or all of these restricted funds. Because we have a large carry-over of restricted funds from 2016 into 2017, the net income for restricted moneys in the proposed budget is negative. As of 11/30/2016, the restricted fund balances were as follows; we do not expect them to change very much before the end of 2016. These numbers are not audited and may be corrected in the future.

| Restricted fund balances on 11/30/2016 | | |
|---|---|---------------------|
| Fund | Purpose | Balance (\$) |
| 50th Anniversary | Club growth programs, including mapper development, marketing, and land access | 32,349 |
| Junior coach | Junior coach salary and expenses; junior team and junior development | 49,166 |
| Endowment | Donations to the endowment that OUSA will pass directly to the Endowment Fund | 580 |
| Iain Wilson Award | Recognition and support of juniors who have displayed outstanding character in orienteering | 7,259 |
| Teams | Training and competition for members of Team USA | 15,134 |
| Total | | 104,488 |

2. Teams

- a. All restricted contributions and fundraising for and by the teams, whether carried over from previous years, or obtained in 2017, may be utilized by the teams. The restricted balance across all teams totaled \$15,134 on 11/30/2016.
- b. Any balance from previously board-designated amounts, can also be utilized by the teams. For each team, restricted amounts must be used before board-designated amounts. The board-designated balance on 11/30/2016 for teams was approximately \$43,446.
- c. Each team will spend no more than the balance in their fund (restricted + board designated). Team members must pay, in advance if necessary to keep the fund balance positive, for costs that will not be covered by OUSA funds.

3. **Changes** to the budget are possible over time. This budget is initial and can be modified by the Board throughout the year to reflect the ongoing understanding of our financial state and intentions as to where to invest our limited resources.

| | Account | Unrestricted | Restricted | Designated | Total |
|--------------------------------------|---------|-------------------|------------------|-------------|-------------------|
| Carry Forward from 2016 | | | 32,349.00 | | |
| Income | | | | | |
| Contributions, unrestricted | 4010-01 | 25,000.00 | | 0.00 | 25,000.00 |
| Contributions, restricted | 4010-02 | 0.00 | 0.00 | 0.00 | 0.00 |
| Contributions, major gifts | 4010-03 | 0.00 | 44,250.00 | 0.00 | 44,250.00 |
| Major Gift Junior Coach Salary | | | 36,750.00 | | |
| Major Gift Junior Coach Expenses | | | 7,500.00 | | |
| 50th Anniversary Fund | | 0.00 | 0.00 | 0.00 | 0.00 |
| Earned Income Programs | | 5,000.00 | 0.00 | 0.00 | 5,000.00 |
| Grants Received | | 0.00 | 0.00 | 0.00 | 0.00 |
| Program Income | 5180 | 36,600.00 | 0.00 | 0.00 | 36,600.00 |
| Sanctioning fees | 5180-01 | 35,000.00 | | | |
| Epunch income | 5180-02 | 0.00 | | | |
| Program Dev Income | 5180-03 | 0.00 | | | |
| EventReg income | 5180-04 | 1,000.00 | | | |
| Pictomery income | 5180-05 | 0.00 | | | |
| Royalties | 5180-06 | 600.00 | | | |
| Sponsorships | 5181 | 0.00 | 0.00 | 0.00 | 0.00 |
| Membership Dues | 5210 | 27,000.00 | 0.00 | 0.00 | 27,000.00 |
| Life member dues | 5211 | - | 0.00 | - | 0.00 |
| Club Dues | 5221 | 85,000.00 | 0.00 | 0.00 | 85,000.00 |
| Interest Income | 5310 | 0.00 | 0.00 | 0.00 | 0.00 |
| Endowment proceeds | 5360 | 9,000.00 | 0.00 | 0.00 | 9,000.00 |
| Books redistribution | 5450-01 | 0.00 | 0.00 | 0.00 | 0.00 |
| Fundraising restricted | 5820 | 0.00 | 0.00 | 0.00 | 0.00 |
| Fundraising unrestricted | 5822 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total Income | | 187,600.00 | 76,599.00 | 0.00 | 264,199.00 |
| Expenses | | | | | |
| Administrative and Governance | | 87,100.00 | 44,250.00 | | 131,350.00 |
| Grants to clubs | 7023 | 0.00 | 0.00 | | 0.00 |
| ED/ Salary, Taxes, Benefits, Pay Svc | 7200 | 14,000.00 | 0.00 | | 14,000.00 |
| ED Severance | 7200 | 28,000.00 | 0.00 | | 28,000.00 |
| Book Redistribution | | 1,000.00 | 0.00 | | 1,000.00 |
| Endowment Contributions | | 0.00 | 0.00 | | 0.00 |
| Life Member Dues | | 0.00 | 0.00 | | 0.00 |
| Iain Wilson Award | | 0.00 | 0.00 | | 0.00 |
| Orienteer of the Year Awards | | 0.00 | 0.00 | | 0.00 |
| Board and Committee Expenses | | 500.00 | 0.00 | | 500.00 |
| President's Fund | | 500.00 | 0.00 | | 500.00 |
| ED/ Travel and Office Expenses | | 15,000.00 | 0.00 | | 15,000.00 |
| M&A/Office Support | | 18,000.00 | 0.00 | | 18,000.00 |
| M&A/Office Expenses | | 4,000.00 | 0.00 | | 4,000.00 |
| Accounting software license | | 2,500.00 | | | 2,500.00 |
| Dues, Fees, Corporate Charter | | 3,500.00 | 0.00 | | 3,500.00 |
| Fundraising Expenses | | 0.00 | 0.00 | | 0.00 |
| Background Checks | | 100.00 | 0.00 | | 100.00 |
| Financial Audit | | 0.00 | 0.00 | | 0.00 |
| Sponsorship Payment to Clubs | | 0.00 | 0.00 | | 0.00 |
| Junior Team Coach Contract + Travel | | 0.00 | 44,250.00 | | 44,250.00 |

| | | | | | |
|---|------|------------|-----------|------|------------|
| National Programs | | 12,500.00 | 32,349.00 | | 44,849.00 |
| Education/Display Fees | | 0.00 | 0.00 | | 0.00 |
| Education Ebsco Insert | | 0.00 | 0.00 | | 0.00 |
| Competitive Awards/Medals | | 1,500.00 | 0.00 | | 1,500.00 |
| Marketing Conference Fees | | 0.00 | 0.00 | | 0.00 |
| Website General | | 4,000.00 | 0.00 | | 4,000.00 |
| Website Meet Registration | | 2,500.00 | 0.00 | | 2,500.00 |
| Website New Design | | 1,000.00 | 0.00 | | 1,000.00 |
| Marketing Branding/Photography | | 0.00 | 0.00 | | 0.00 |
| Marketing Publications/Printing | | 1,000.00 | 0.00 | | 1,000.00 |
| PR, Social Media, Club Support (restricted) | | 0.00 | 0.00 | | 0.00 |
| Club Growth Programs (50th Anniversary Fund) | | | 32,349.00 | | |
| Online Advertising | | 0.00 | 0.00 | | 0.00 |
| Mapping & Access Programs (new)(restricted) | | 0.00 | 0.00 | | 0.00 |
| IOF Fees | | 2,500.00 | 0.00 | | 2,500.00 |
| Membership Programs | | 52,759.28 | 0.00 | | 52,759.28 |
| Insurance Premiums | 8520 | 30,909.28 | 0.00 | | 30,909.28 |
| ONA Magazine (\$5K/color issue) | 8190 | 20,000.00 | 0.00 | | 20,000.00 |
| Paypal Fees | 8511 | 350.00 | | | |
| Credit Card Fees | 8513 | 1,500.00 | 0.00 | | 1,500.00 |
| Junior Development Programs | | | 0.00 | | 0.00 |
| Teams | | 0.00 | 0.00 | 0.00 | 0.00 |
| Senior Team | | | | | 0.00 |
| Junior Team | | | | | 0.00 |
| WUOC Team | | | | | 0.00 |
| Ski-O Team | | | | | 0.00 |
| Trail-O Team | | | | | 0.00 |
| MTB-O Team | | | | | 0.00 |
| Total Expenses | | 152,359.28 | 76,599.00 | 0.00 | 228,958.28 |
| Net Income | | 35,240.72 | 0.00 | 0.00 | 35,240.72 |

The numbers we provided in this budget assume the following timeline: the month of January would be spent on developing a transition plan; the ED would be given formal notice by 1/31/17; the ED would work one month (February) transitioning knowledge and duties to a new staff (volunteers and part time). After that the ED would no longer be working, but would be paid accumulated paid time off (approximately 20 days), as well as 3 months of severance, as negotiated and agreed in writing earlier this year.