

Orienteering USA

BOD Meeting - November 30, 2010 - Conference Call - 7:00 - 7:50 PM

Reported by: Glen Schorr, Executive Director (in Secretary's absence)

7pm - Arrival

7pm - Call to order & Executive Director (in Secretary's absence) calls the roll

Board Members Present

- Pete Dady - Present
- Scott Drumm - Not Present
- Clare Durand - Present
- Donna Fluegel - Not Present
- Peter Goodwin - Present
- David Irving - Present
- Frank Kuhn - Present
- Greg Lennon - Present
- Phil Martineau - Present
- Pat Meehan - Present
- Lou Pataki - Present
- Joanne Sankus - Present 7:05 pm

Others Present

- Glen Schorr
- Robin Shannonhouse

The purpose of the meeting was to discuss and vote on the Accounting Motions forwarded by VP, Finance Phil Martineau to the board dated November 26, 2010. The motions were taken out of order and voted on individually by the board.

Topic: Motion 1: Mr. Martineau forwarded, Mr. Kuhn seconded

Effective January 1, 2010, USOF financial records and reporting will be maintained according to accounting principles generally accepted in the United States (GAAP), in particular adopting the accrual basis of accounting and reporting restricted net assets in conformity with SFAS 117.

Discussion

- Mr. Dady asked if the 2010 date was a typo and should be 2011. Ms. Durand and Ms. Shannonhouse replied that this was not a typo and that all books have been created this

way. Therefore, the vote is an affirmation that we are doing the proper thing, Mr. Irving concurred.

Vote

9 yes, 0 no, 0 abstain. The motion passes as written.

Topic: Motion 3: Mr. Martineau forwarded, Mr. Kuhn seconded

Effective December 31, 2010, retire all current "fund" policies in favor of standing general management policies set by the Federation from time to time and acknowledged by each successive Board of Directors.

Discussion

- Mr. Irving asked if each board needed to reaffirm. Mr. Irving (Mr. Goodwin second) asked for an amendment. Mr. Lennon suggested wording as noted in the passed amendment. Mr. Martineau accepted this as a friendly amendment.

Amended Motion

Effective December 31, 2010, retire all current "fund" policies in favor of standing general management policies set forth by the Federation.

Vote

9 yes, 0 no, 0 abstain. The motion passes as amended.

Topic: Motion 4: Mr. Martineau forwarded, Mr. Irving seconded

USOF will continue the practice of investing Life Membership dues in the USOF Endowment Fund, Inc.

Discussion

- General comment about the need for transparency.

Vote

9 yes, 0 no, 0 abstain. The motion passes as written.

Topic: Motion 2: Mr. Martineau forwarded, Mr. Lennon seconded

Effective December 31, 2010, in accordance with a recommendation by the 2009 audit, the Board shall un-designate the amounts previously referred to as "funds" but not actually composed of donor restricted assets, restoring the role of the annual budget as the means of management of board-controlled assets.

Discussion

- A general comment was made that some funds are restricted and are included in the current budget. Mr. Lennon asked what we are undesignating. Mr. Martineau replied and added the need for full transparency. Ms. Shannonhouse continued that by undesignating the funds the board was taking back oversight. Ms. Sankus asked what it is called now. Group responded that it is a line item in the general budget. Mr. Irving noted that if unspent money is donor-restricted, then it carries forward to the next year as donor-restricted for the purpose specified by the donor. If the unspent money was Board budgeted, then the money does not carry over but reverts to the general fund and must be re-budgeted for the next year by the Board.

Vote

- 9 yes, 0 no, 0 abstain. The motion passes as written.

Topic: Motion 5: Mr. Martineau forwarded, Mr. Dady seconded

Effective for 2011 club charter renewals, charter renewal fees will no longer carry the distinction that part of the calculation is for insurance fees. The calculation formula will be unaltered.

Discussion

- Mr. Martineau retracted the motion as written in favor of a revised memo written by Ms. Durand. After discussion the board accepted a further revision proposed by Mr. Schorr. The approved change in wording on motion 5 was to keep the wording consistent with our bylaws.

Amended Motion

Effective for 2011 club charter renewals, the liability insurance fee will be zero. The calculated amount that would have been designated as the liability insurance fee will instead be part of the club membership fee and calculated in the same way as the previous year.

Vote

- 9 yes, 0 no, 0 abstain. The motion passes as amended.

Final approved motions in proper order:**Motion 1**

Effective January 1, 2010, USOF financial records and reporting will be maintained according to accounting principles generally accepted in the United States (GAAP), in particular adopting the accrual basis of accounting and reporting restricted net assets in conformity with SFAS 117.

Motion 2

Effective December 31, 2010, in accordance with a recommendation by the 2009 audit, the Board shall un-designate the amounts previously referred to as "funds" but not actually composed of donor restricted assets, restoring the role of the annual budget as the means of management of board-controlled assets.

Motion 3

Effective December 31, 2010, retire all current "fund" policies in favor of standing general management policies set forth by the Federation.

Motion 4

USOF will continue the practice of investing Life Membership dues in the USOF Endowment Fund, Inc.

Motion 5

Effective for 2011 club charter renewals, the liability insurance fee will be zero. The calculated amount that would have been designated as the liability insurance fee will instead be part of the club membership fee and calculated in the same way as the previous year.

Topic 6: Direction to Ms. Shannonhouse

- Based on tonight's discussion, Ms. Shannonhouse was directed to forward the charter renewals to the clubs.

Motion to adjourn: Mr. Martineau forwarded, Mr. Goodwin seconded

- Approved by affirmation
- 7:50 pm adjournment

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