

Orienteering USA Board of Directors
Minutes of the Board Meeting,, January 15, 2011
Telephone Conference
4:00 - 5:30 pm EST

Board Members

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

Others

- Glen Schorr
- Robin Shannonhouse
- Mike Minium

4pm - Call to order and Secretary takes roll

Approved Minutes from October meeting and November teleconference meeting
(October - unanimous, November - 1 abstain)

Action item: Glen will forward to Janet Board assignments list to post on website.
(</sites/default/files/files/documents/2010-11-proposed-board-assignments.pdf>)

Financial Report

Phil and Robin reported that end of 2010 financials showed that we had a deficit of \$45,000, but cash actually increased by \$7,000. This is due in part to the new accounting format and the pledges that were made but not yet fulfilled.

Report on any actions taken by Executive Committee since last meeting

- Approved NAOC bid for 2012 (DVOA)
- Approved OCIN bid for 2011 Ultra-Long
- Approved GAOC for April 2012 for Individual Champs

Items for Board approval

- Approved Junior Team Rule Changes effective for the next selection cycle (see addendum at end of minutes). (unanimous)
- Approved GAOC bid for April 2012 Trail-O Champs (unanimous)
- Approved ROC bid for 2011 Trail-O Champs at OUSA Convention (unanimous)
- Approved CSU bid for October 2011 Sprint/Middle/Long Individual Champs (unanimous)
- Bids for the Interscholastics (IS) on the same weekend in March 2012 came in from COC and OCIN. Having the champs in the east vs. west IS was discussed. OCIN, per Mike Minium, would consider having the National IS Champs in 2013. Mike also said they would consider having a 2012 Midwest or Eastern IS Champs in conjunction with the Flying Pig. *Action item:* Further discussion is needed on this before the Board can vote. A vote of the Board will be made on or before February 4. Peter Goodwin will follow up on this.
- Approved Financial Policies as posted (with the change that we add the Executive Director as signatory) and that "original" be struck from the documentation requirement of item #4.. (unanimous)

Discussion Items

- Finance Committee Report - Phil Martineau. All the details can be found in Phil's Board Report. (see addendum at end of the minutes)
- Board Recruitment - Donna Fluegel. Recruitment is going well, but we would still like more referrals.
- Meeting Calendar
 - February: Teleconference BOD meeting
 - April 16: BOD meeting Interscholastic Championships at Pacheco Pass (BAOC)

- August 3: BOD meeting in Rochester
- August 4: AGM and BOD meeting in Rochester
- Oct 22: BOD meeting CSU A-meet

-- Discussion of Strategic Plan Starts goals for 2011 - Pete Dady and Pat Meehan are working on ideas they have been discussing. A report will be issued as soon as they have solid information for discussion.

-- Discussion of Operating Reserves policy - Action item: Phil and the Finance Committee will look into whether we would benefit by having an Operating Reserves policy and make recommendations to the Board. (see addendum)

-- Discussion of Recognition Awards policy. Recently, a donor came forward with money to give as awards. Since there was no Awards Policy at that time, the money was accepted it would be used for travel grants. Peter stated in response to a question that no donor was receiving any indirect or material benefit from travel grants being awarded from a donor's contribution. There will be further discussion and then we'd work on setting a formal Awards Policy.

5:40: Adjournment

D. US FOOT ORIENTEERING TEAMS

D.1 Senior Team

....

D.2 Junior Team

The US Junior Team is a designated group which exists to recognize and support promising competitors younger than 20 years of age and to promote and encourage the highest possible competitive standards among US junior orienteers.

D.2.1 The leadership of the team is:

- a) The Junior Team Executive Steering Committee (JTESC), who make recommendations on Team policy including Team Administrator, Team Coach, and JWOC team Selection Criteria. The JTESC will also be responsible for the financial support and preparation of the Junior Training Camps around the nation and the JWOC team. They will also implement these policies with the help of the Junior Team Community. The JTESC will be appointed by the USOF Vice President in charge of competition and those wishing to serve should contact him or her.
- b) The Team Administrator, who is the administrative and overall head of the Team. The Team Administrator will be an automatic member of the JTESC.
- c) The Team Coach, who is in charge of Team training and development. The team coach will be an automatic member of the JTESC.
- d) Any additional subordinate personnel may be appointed by the JTESC or Team Administrator.

D.2.2 The Team Administrator and Team Coach will be appointed each calendar year by the USOF VP in charge of competition or designate and will take into consideration the recommendations of the JTESC for appointing those positions.

D.2.3 Each year a three person committee composed of the Team Coach, the Team Administrator or designate, and the USOF VP in charge of competition or designate will select the members of the Junior Team. The selection is based on:

- a) Competitive Results and National Rankings
- b) Dedication to the sport of Orienteering.
- c) Demonstrating a sporting attitude.
- d) Nomination by Regional or Local USOF members.
- e) Attendance at training camps for juniors.

D.2.4 Team members must be members of USOF and run at the Orange level or higher. The Team Coach may add or remove team members at any time

D.2.5 US Junior Team Selection Rules for the JWOC: The makeup of the US Team to the Junior World Orienteering Championships (JWOC Team) will be determined by a selection committee using an objective scoring method as detailed below. When the scoring criteria are made, they will be disseminated to prospective JWOC members through Junior Team email lists, and other communication methods so as to reach as many juniors as possible. This message will also include information on how petitions are to be submitted. The criteria for team selection will be published at least a year in advance of the cut-off date for choosing the team.

- a) Selections Committee: The selections will be made by a 3-person committee composed of the Junior Team Coach, Junior Team Administrator or designate, and USOF VP in charge of competition or designate and must be USOF members.
- b) Scoring: The team selection committee will use a scoring method based primarily on 12-month rankings. The scoring method must generate an ordered list of candidates, hereafter called the scoring list although extenuating circumstances can be taken into consideration. These extenuating circumstances may include illness, time spent studying abroad, etc. The actual number of members will be determined by analysis of the ranking scores of the juniors and a minimum ranking score may be used.
- c) Rankings: The primary rankings used for selections will be the M-20 and F-20 classes. M-21+ and F-21+ or Classes outside of the standard USOF structure (e.g. Intercollegiate or Interscholastic Varsity) may also be included in the scoring method at the discretion of the selections committee. Generally, only candidates with at least four days of ranking credit and a minimum ranking score set by the ESC will be considered. Candidates who wish to be considered on the basis of fewer days or a lower ranking score must petition for an exception as described below.
- d) Cutoff date: As part of the scoring method announcement, the selection committee will announce a cutoff date. The rankings generated for selections will be based on A-meets held between one year prior to the cutoff date and the cutoff date. The cutoff date should take into consideration major events involving prospective members of the Junior Team and the logistics of juniors planning travel arrangements.
- e) Number of Team Members: The maximum JWOC team size will be the maximum allowed by the IOF, (currently 6 men and 6 women). If few juniors meet the minimum score, the team may be reduced in size.
- f) Eligibility: The selections committee has the responsibility of determining who is eligible for the JWOC Team, based on citizenship and age requirements, and who is eligible to submit petitions, based on JWOC Team eligibility and championship results.
- g) Petitions: Candidates who do not meet all the minimum requirements set forth above but still want to be considered for the team must submit a petition to the selections committee requesting consideration for an exception. Petitions must be submitted by the petitioner or their parent or legal guardian, and may not be submitted on behalf of other people.
- i) Grievance Process: The evaluation of petitions and the circumstances described therein will be the sole decision of the selections committee. In cases where malfeasance or corruption on the part of the selections committee is alleged, a grievance may be filed with the USOF Grievance Committee, which may call for a new selections committee to be convened. In such a case the new selections committee members will be appointed by the USOF Executive Committee.

January 14, 2011

TO: Clare Durand, Glen Schorr
FROM: Phil Martineau
RE: Board of Directors Update/Finance Committee

We worked as a committee preparing for the November 30, 2010 Board Conference Call regarding the five motions concerning the move to accrual accounting, un-designating funds which were not donor restricted assets, retiring fund policies , confirming Life Membership dues are to be invested in the endowment fund, and a clarification as to 2011 club charter renewal calculations.

Attached as part of this update is a synopsis of the 2009 Audit Management letter received in 2010 at audit conclusion and current status update.

Also attached as part of this report is a simple summary of proposed financial policies to document the OUSA response for outstanding issues.

Respectfully submitted,

Phil Martineau

United States Orienteering Federation, Inc. (dba Orienteering USA)

Financial Policies

Proposed January 14, 2011

1. Cash Receipts.

OUSA will create a proper separation of duties within the limits of the organization for the receiving, depositing and recording of cash receipts. At a minimum, management will ensure that the monthly bank account statements are sent directly to the Executive Director as well as to the Director of Membership & Accounting.

2. Cash Disbursements.

Cash disbursements will require a responsible person to review and approve all vendor invoices other than the Director of Membership & Accounting who signs and mails the checks. The review and approval will be done by the appropriate board director responsible for the requesting source.

Checks in excess of \$2500 will require dual authorization before check signing and mailing. The Board President or Executive Director are the authorized "second approval individuals."

3. Cashier's Checks.

OUSA will no longer utilize cashier's checks.

4. Documentation.

All original documentation (letters, envelopes, pledge sheets, etc.) that accompany donor or fund-raising receipts must be sent to and maintained by the Director of Membership & Accounting.

TO: OUSA Board of Directors

FROM: Phil Martineau

DATE: January 14, 2011

REF: Audit Management Letter

As part of the outside audit on 2009 performed by Blad & Garvin, LLC, they sent the "management letter" (standard procedure) detailing their views as to where we have deficiencies in internal control.

This will summarize the current status of OUSA controls mentioned in this letter.

Material Weaknesses (they stated there were 3):

1. Segregation of Duties for cash receipts and cash disbursements; this issue was that one person handled these, as compared to separation of duties by more than one person.

We will also have a copy of the monthly bank statements sent directly to Glen Schorr, Executive Director starting in 2011. In addition we will have a definitive process for invoice review and approval by the responsible director before a check for payment or reimbursement is generated by Robin. (See separate financial policies.)

2. Required Expertise. There was mention the auditor drafted the final financial statements and disclosures as well as doing the audit. No action required by OUSA.
3. Significant Adjusting Journal Entries. The auditor wanted us to acknowledge it would be preferable to make accounting adjustments during the year. As we have now gone to accrual accounting, this will no longer be an issue and adjustments are being done monthly.

Significant Deficiencies

The letter referenced "Improving the Independence and Effectiveness of the Board". Specifically the auditor noted the board includes *members only*, and that to be more effective the board should *"...transfer some of its current (committee) functions to the Organization's staff."*

We acknowledged this point, but do not plan to increase the staff!

Control Deficiencies. (5 points were raised, and all are now corrected).

1. Internal Fund Balances. They clarified "restricted/unrestricted/designated". We have now formally retired "fund" policies as of the 11/30/10 board call, and this is no longer an issue.
2. Organization Budgets. We have now gone to a unified annual budget and this is no longer an issue.
3. Use of Cashier's Checks. The audit identified this as an undesirable practice. We will no longer issue cashier's checks. (see separate financial policies).

4. Cash Receipts. The audit noted original documentation on donations should be maintained by the bookkeeper and only copies passed on to others. We did so with immediate effect for the 2010 fund drive.
5. Cash Disbursements. It was noted that vendor invoices were not always properly approved. This will no longer be the case. (see separate financial policies).

At this point in time, as a result of the motions approved in the Board call of November 30, 2010, and simple financial policy changes (separate document attached). We have been responsive to the issues raised in the Auditor's Management Letter.

Respectfully submitted.

Phil Martineau

As discussed at the last USOF Board of Directors meeting, the upcoming meeting in Georgia should include a discussion of the Board policy regarding approving annual budgets only if they are reasonably forecast to keep the level of all USOF (net) assets above a specified level. The discussion should include what the current Board wishes to set that level at. A related discussion could include discussing and potentially approving an Operating Reserves Policy.