



Minutes of the January 9th, 2016 DBC Board of Directors Meeting

PRESENT:

President: Phil Coleman

Vice President: Martin Michael

Treasurer: Wil Uecker

Secretary: Jack Berger

Race Team Director: Atac Tuli

Philanthropy Director: Jackie Phillips

Tour and Ride Director: Dave Joshel

Director-at-Large, Double Century: Bill Bernheim

Director-at-Large, Foxy's Fall Century: Richard Waters

Outreach director: Martha Gegan

Members Absent:

Membership Director: Jason Fearing

Director-at-Large, Ultra Cycling Events: Dan Shadoan

Also Present:

- **Mary James**
- **Bernd Von Sosen**
- **Chris Stastny**
- **Jeff Buschek**
- **John Steggall**

Meeting Convened at Tandem Properties at 7: 03 pm

President Phil Coleman:

- Phil welcomed the new board and introduced new directors: Atac Tuli (Race team), Bill Bernheim (Double Century), and Michael Martin (Vice President).
- Bernd Von Sosen was introduced. He is a new member of DBC living in Rio Vista.
- Phil mentioned that he wants to start using a consent calendar on the agenda. This will be for items that require board approval but are non-controversial. Such items will be placed on the consent calendar. Any director or officer may "pull" an item from the consent calendar for discussion. All items remaining on the consent calendar are deemed approved without specific board action.

Reports of Directors and Officers:

Treasurer: Wil Uecker

- Wil reviewed the 2016 financials: a budgeted deficit (for DBC) turned out to be a surplus. A budgeted deficit for the Race Team turned out less than expected.
- There is a discrepancy between our membership numbers and our revenue. This is being reviewed by the involved officers and directors. At a future board meeting this will be an agenda item, hopefully with the Membership director present, and it will be resolved.
- Will presented the 2017 budget, which needs board approval. A motion to approve the 2017 budget was made by Bill and seconded by Dave.
 - In the discussion, Phil emphasized that the budget is a planning instrument and can be changed at any time by a majority vote of the board.
 - Bill mentioned that the function of approving the budget as it stands is to authorize spending up to the budget approved limit, at which time a director must come to the Board to request additional funding.
 - Motion passed unanimously.
- Will reported that we now have a Board of Equalization seller's permit, and are now obligated to pay sales tax. This will change slightly some of the things that we do and say. Wil sent out a memo on these details (See Appendix #1). In summary we will have to pay sales tax on both clothing items and on hot meals sold by the club. It will be important to designate what portion of the registration fee is due to the cost of clothing items or meals. In addition, we need to be aware that we are subject to use tax on items purchased by the club and then given away gratis, if tax is not paid as part of the original purchase. Items (like T-shirts) purchased locally on a sales tax paid basis incur no additional tax.

Director-at-Large, Foxy's Fall Century: Richard Waters

- Lost and found: We have a box of abandoned clothing and other items that have been left for at least two years. The consensus of the board was that the collection should be brought to a general membership meeting and be made available to any member who could use any of these items. Anything remaining thereafter is to be given to Goodwill.
- Rick reflected on the fact that putting on bike rides is increasingly difficult due to the increasingly complex and expensive regulatory environment in which we find ourselves. For example, the City of Davis has a 17 page permit application.
 - If the City were to enforce all its regulations, it would be much more difficult to use City of Davis facilities, or even to travel through the City of Davis.
 - Several aspects of the Foxy's Fall Century will be impacted, e.g. we now need food service workers (volunteers) to have a certificate or permit. Also, vendors at the swap meet will need City of Davis business licenses, in addition to proving to us that they are remitting sales taxes.
 - This problem is not confined to our area. Elsewhere certified and/or engineered traffic plans are being mandated for organized bike rides, all at very significant cost.
 - Rick feels we need to think about whether or not we wish to continue to put on our major events, given both the regulation induced lower per person revenue and the expected lower ridership if we increase fees to compensate. He wonders if the club needs to consider other sources of revenue.
 - Rick points out that the increasing thicket of regulations takes the "fun" out of managing a volunteer event. This may make it very difficult to find volunteer event coordinators in the future, as they will be spending all their time and effort dealing with bureaucracies.
 - Rick also reported that the need for food service licensing does not apply if you are serving the club's membership only. Some clubs have included memberships as part of an event's registration fee to circumvent this requirement.
 - He would like feedback on this possibility from the officers dealing with membership.

- Phil asked that this issue be placed on the agenda for a future meeting, so that sufficient time may be devoted to it.

Director-at-Large, Double Century: Bill Bernheim

- Bill reports that the Double Century is coping with all the above issues mentioned by Rick.
- In addition, many volunteer spots remain open and he appeals for volunteers.
- Dave urges that the expectation of volunteer hours be imparted to new members.
- Phil reports he will have a proposal to present to the Board at a future meeting regarding incentives for volunteers.

Old Business:

Approval of 2017 Budget. See Treasurer's comments above.

New Business

Race Team: update on Elite Team

Atac introduced Chris Stastny and Jeff Buschek from the Elite Team. With the assistance of Mary James (providing AV support) they gave a presentation on the DBC Elite Racing Team.

Structure:

- 10 riders at the CAT 1-2 levels. Age range 18-26. We have two slightly older riders (former professionals) in mentorship roles. They all come from the Davis/Sacramento/Vacaville area.
- We have an informal partnership with the UC Aggie cycling team, with many of the top Aggies racing for the Elite Team.
- With the collegiate racing season being very short, some racers belong to both teams.
- The DBC Race Team and Elite Team are purely amateur organizations.

Roster:

- The Elite Team has two marquee riders this season:
 - Matt Rodriguez is a former pro racer who has raced in the US as well as internationally. He has chosen to return the DBC Race Team in a mentorship role.
 - Max Jenkins is a "lifelong" racer. He is now 32 years old and has 8 years of professional racing experience. He has had good finishes in the Tour of California on two occasions.
- We have 6 CAT 1 riders, and two CAT 2 riders, all of whom usually race together.
- In CAT 3 we have development riders.

Management:

- Chris Stastny is the Sports Director. Chris is a former DBC Race Team and Jr. Race Team rider (06-09). Since then he has been a professional rider, competing both in Europe and Asia. He has now returned to Northern California to complete his education, and to offer his support to the DBC racing program. He currently handles race management, travel coordination, and rider liaison.
- Jeff Buschek is in his fourth year on the Elite Team. He has moved up to CAT 1. He is on the Race Team Board of Directors with Atac, helping with budget and equipment management, as well as working on securing sponsorships.

Coaching:

- The Elite Team is coached by Judd Van Sickle, who is also the coach for the Aggie Cycling Team, and has taken them to national championships. He supervises the riders' workout plans and reviews the data collected from their cyclocomputers. From this he provides close feedback to each rider. Judd has also been instrumental in getting performance laboratory time for the team.
- Having the same coach allows for seamless transition for riders going from the Aggie team over to the DBC Elite Team.

Racing:

- Most of our racing happens regionally with in the Northern California/Nevada Cycling Association.
- A race is available virtually every weekend from January through December.
- Some racers attend the USA Cycling Amateur Nationals, depending on where it is held.
- The Elite Team is eligible to participate in the USA Cycling Pro Road Tour, usually choosing the events on the west coast.
- More locally, many Elite Team riders participate in the Chico State stage race.

Community Outreach:

- Race Team member volunteer for DBC events as well as Race Team events.
- The requirement is 8 volunteer hours for each rider. Riders are not reimbursed for expenses if they do not meet their volunteer hours requirements.
- We are planning to put on School events associated with major races.
- We also put on rides for the Jr. Race Team.
- We want to increase our community events both in Davis and in the places we go to race.
- Regarding news coverage: the Davis Enterprise has been very good about covering our events.
- We maintain an active on line presence via Facebook, where one can find pictures of events, race results, and information on community events.

Goals:

- Foster team development by securing the help for former professionals.
- Setting up training weekends.
- Secure increased coaching, a major investment for us.
- With such a good roster, we are eligible for participation in bigger races now, held as far away as Oregon or New Mexico. We would like to start attending these events on a more regular basis.
- We would like to find ways to make the sport less expensive for our riders. We are looking for ways to help fund equipment, travel and entry fees.
- DBC's contributions help out with this a lot. Even with no increase in assistance from DBC, "pre-reimbursement" would be very helpful for impecunious student racers.
- An overall goal, with the DBC Elite Team being a locally preeminent team, is to keep the sport alive and flourishing in our region.
- We are recruiting for our Junior program, and we are hoping to be able to turn the Dunlap Fund into an endowment.
- Atac clarified that while the Elite Team races very frequently, many members of the standard Race Team may race infrequently or not at all.
- The Race Team members were thanked for their presentation.

Phil's comments on the Race Team:

- Phil commented that after meeting with the Race Team he was very favorably impressed with their commitment, skill, and star power.

- Recognizing that some/many racers struggle financially to support their participation, Phil raised the possibility that there may be people in the DBC who would adopt or sponsor a rider. Perhaps an “adopt a racer” feature could be added to the website.

Using Excess Reserve to Further Goals and Objectives of Club:

- Phil reminded the board that a copy of this proposal was sent out earlier, and he does not wish to repeat it verbally at this point. (See appendix #2).
- Wil asked if the reserve will be used for one time capital expenditures or if the reserve could be used to fund an ongoing need. Phil answered that either type of expenditure could be considered, and that it would be up to the individual officer or director to present a plan to the board.
- At next month’s board meeting we will hear proposals from Philanthropy, the Race Team, and the Treasurer.
- Phil and Wil agree that DBC can spend \$50,000.00 without in any way jeopardizing our financial stability. Phil remains sanguine about the club’s future prospects for revenue generation.

Club website, Re-design and Administration:

- Phil mentioned that the entire issue has been summarized in the two page message that he sent out via email earlier. (See Appendix #3.)
- Phil emphasized that time is critical here, given that Deb Ford needs to withdraw from managing the calendar and rides, and that no new volunteer is forthcoming, even after an exhaustive search.
- We have a bid for this work from Simon Dvorak (see Appendix #4). John Steggall reports that he has a friend who is a computer science professional and who leads the UCD programmers group. Simon Dvorak was recommended by John’s friend. Simon runs about 500 different web sites at UCD and is considered the best webmaster on the UCD campus. He has a side business, and is willing to take on our project.
- The one time cost of converting the DBC and Race Team websites to a modern format (Wordpress) is \$4,400.00. The minimum monthly cost for maintenance will be \$200.00. The outlay for 2017, will thus be \$6,800.00.
- Rick raised the question of how directors and officers could make content changes to the proposed new website. John feels that Simon would expect a person or persons from DBC to make content changes. Phil notes that if one person took care of the ride calendar and events, that would handle 85% of the current website’s use. John feels that it is very likely that authorized individuals from DBC would be able to make changes in the website, restricted to their areas of responsibility.
- John suggests the formation of a committee from DBC to advise Simon on the features and appearance of the new website. We will also need to decide who is to have editing access to the new website. Most of this can be decided once the process is underway.
- A motion was made by Bill and seconded by Wil, that the club authorize the expenditure of \$7000.00 and accept the Bid proposed by Simon Dvorak for the conversion and maintenance of the DBC and Race Team websites.
- The motion passed unanimously.

Format for January (and Beyond) General Membership Meetings:

- Phil has asked Martin to have a goal of doubling the attendance at the general membership meetings.
- The membership meeting format has been static for many years, and Phil and Martin have discussed possible changes.
- The next membership meeting will be on Tuesday the 17th, rather than on Monday, which is the date of the Martin Luther King holiday.
- Wil suggested that we solicit input from the membership regarding use of reserve funds.
- Martha suggested we try a small group format (breakout groups) with reporting to the whole meeting by the meeting’s end. Results would be considered by the board.

- There was a consensus that the format should be open ended, rather than asking pre-formulated questions.

Vice President, Michael Martin:

- Michael has come up with some novel meeting formats we could consider. In general, he is interested in formats that would encourage more interaction, even competitive interaction.
 - Using a “speed dating” format to stimulate discussion.
 - Bringing in speakers who would be a draw for attendance.
 - Monthly or annual events: Perhaps a “member of the month”.
 - A trivia night.
 - Perhaps a photo collection of DBC jerseys being worn around the globe, to be place on the website.
 - Put on a charity event, perhaps called “a thousand miles for a thousand dollars”. This could involve stationary bikes with DBC volunteers, taking charity subscriptions for each mile pedaled.

Adjournment: meeting adjourned at 9:35 pm.

Respectfully submitted,

Jack Berger
Secretary, DBC Board of Directors.

Next membership meeting: Tuesday, January 17th, 7pm, Club Room, Veterans Memorial Building, Davis Ca.

Next Board meeting: Monday, February 6th, 7pm, Tandem Properties, 3500 Anderson Road, Davis, Ca.

APPENDIX #1

For Discussion by DBC Board: Sales and Use Tax

The issue of whether the Club is legally required to pay sales and use tax was raised by Rick Waters last year. Subsequently, Rick Waters, Rob Josephson, and Wil Uecker attended a workshop for non-profits on the California Sales and Use tax. All three concluded from the workshop that the Club’s legal obligation to pay sales and use taxes was clear. The Davis Bike Club now has a seller’s permit issued by the California State Board of Equalization and will file its first sales and use tax return this month and annually thereafter. In 2017, the sales and use tax rate is 8.25 percent in Davis. To maintain adequate records to support the Club’s filing, several procedures will have to be implemented.

- Sales of t-shirts and caps at events, e.g., Davis Double and Fall Foxy, will incur sales tax. If a price is stated that is to include the sales tax, an explicit statement that sales tax is included is required. If the t-shirts or caps are included with the event registration fee, the amount of the fee that is attributable to the cap or t-shirt must be stipulated. An accurate record of the number sold and the price per unit must be made.

- Those t-shirts given to volunteers incur use tax based upon the purchase price. Because of the difficulty of keeping track of the number of t-shirts given away, it is preferable that sales taxes be paid when the t-shirts are purchased. If the purchase is from a local vendor, e.g., Ink Monkey, the 8.25% sales tax paid will offset the use tax incurred when giving the t-shirts to volunteers.
- Hot meals provided along with dining facilities as a part of Club events like the Davis Double and Fall Foxy are subject to sales tax. If the hot meals are included as part of the registration fee, the amount of the fee that is attributable to the hot meal must be stipulated. If sales tax is included in the stipulated amount, an explicit statement that sales tax is included is required. An accurate record of the number sold and the price per unit must be made.
- Items to be used or given away are subject to use tax based on the purchase price. If purchased locally it is preferable that these items be purchased with paying sales tax so the sales tax rate will be the one that applies, i.e. the Davis sales tax rate of 8.25% in 2017.
- Items for resale, give away, or use that are not purchased in Davis, e.g., the Tiles are purchased in Indiana, should be purchased without paying the sales tax at the out of local area facility. To purchase without paying sales taxes, a copy of the Club's seller's permit must be provided. Provide the Club Treasurer with the vendor name, address, and a description of the item(s) being purchased. He will fill out the permit email it to the vendor.
- Any event for which donations are accepted must clearly indicate that money accepted is a donation to distinguish it from a sale. For example, donations are accepted at the Tile distributions. A can marked for donations should be provided.

Items for which the Club is not subject to sales and use tax:

- Cold foods and snacks served at rest stops. Club pays sales tax on purchase.
- DBC clothing purchased from Voler by members. Voler pays the sales tax.
- Food provided by a caterer. The caterer is responsible for collecting the sales tax from the Club.
- The limited snacks that are provided at the monthly membership meetings. Club pays sales taxes on purchase.

APPENDIX #2

Supplemental Expenditure Proposal

Phil Coleman, January, 2017

Summary of Proposal to the Board of Directors

All Club operations and responsibilities shall be reviewed for the purpose of enhancement through supplemental appropriations.

Board Officers and Directors are encouraged to submit proposals for supplemental funding during the First Quarter of 2017. The sequence of presentations will be determined by the Board and President, and included as part of the standard Board Agenda format.

Board members will review each proposal in open session. Proposals can be approved, disapproved, modified or deferred by voter majority. Determination of additional funding proposals will be guided by the following values:

- Meeting Bike Club Objectives as specified in the By-laws
- Proposals that have potential for increased revenue (i.e., capital investment)

- Funding that may reduce existing costs, or reduce or eliminate volunteer workloads
- Promote the Davis Bike Club's positive image in the community and increase membership

Approved supplemental funding will be transferred from the Club's money surplus. The total expenditures for this supplemental budget authorization shall be **\$50 thousand**.

Background and Relevant Points

1. The DBC money surplus exceeds \$120 thousand. Using a standard budget formula to calculate a "healthy reserve" and applying it to our quarter-million dollar Total Budget, we are adequately protected from future financial calamities with a reserve allocation of \$30-45 thousand.
2. Surplus funds have not been required for a financial or other emergency in the past 20 years, and probably longer. Our longstanding superabundant cash reserve has been a topic of discussion with past Boards innumerable times. There is one historical precedent over a span of three years. The DBC budget was intentionally underfunded. The effort failed, one year the surplus increased in spite of the deliberate spend-down. Today, the DBC money surplus is at an all-time high.
3. Prospects for increased revenue for the Club from current operations are promising, and several operational costs have been reduced or eliminated.
4. Caution and concerns have been expressed from some members about our non-profit status. Our surplus is almost half the total annual operational budget. Philanthropy allotments are marginal compared to the overall budget. Some members have urged increases in our philanthropy allocations.
5. Tangible recognition or give-back to our volunteer labor has been limited to the Tour Subsidy Policy. Additional surplus allocations to recognize and reward the Club's entire labor force have been proposed in the form of a Volunteer Appreciation Dinner.

APPENDIX #3

Proposal:

A Professionally Designed and Administered Club Website

Prepared by Phil Coleman, January, 2017

EXECUTIVE SUMMARY

After thorough review and consultation with approximately 20 knowledgeable persons, I ask that the Board of Directors authorize replacement of our current volunteer-supported website. The successor website would be newly designed, created, and maintained by a professional website administrator. Volunteer website administration would cease. \$6,000 would be transferred from the Club's Reserve Fund to pay this transition to an updated website.

Two persons primarily involved with the administration and maintenance of the Club website resigned due to excessive workload. Weeks of recruitment for a suitable replacement—inside and outside the

membership—found no persons willing to accept what has become an increasingly complex and time-consuming responsibility.

There has been on-going dialog and advocacy within our family of website volunteers for a professionally administered Club Website. This idea now must be examined out of practical necessity--no other alternative is available.

Two bids were sought and received from professional website designers. A comparison analysis was made, with John Steggall being the President's primary advisor. Both bids meet the Club's website needs. This week, one of the two bidders withdrew. The President and Race Team Website Administrator recommend the remaining bid be approved and funded. The recommended bidder will begin an immediate conversation upon Board approval, with completion by the end of January, 2017.

BACKGROUND

Our DBC website has become consumed by its enormous success and acceptance by the membership. Created several years ago, the DBC website has been forced to expand in size and complexity. Website maintenance and refinements created a proportional workload increase for our Website Administrator.

Scott Alambaugh performed this task for much of this growth period. Deservedly and belatedly he should be applauded for keeping everything in order despite the increasing number of hours he found necessary to accommodate growing demands (e.g., Ride Calendar, Bike routes, Club Tours, and specific events such as Foxy and Davis Double). Ultimately, the demand exceeded the time available from our sole volunteer webmaster; and responsibility for specific website entries was delegated to others.

While this sharing of responsibility distributed the workload of the website maintenance, it required Scott to individually train each helper in the nuances of website entry format. More important, the delegation of responsibility violated a fundamental requirement of all website operations. There should be only one person responsible and accountable for all aspects of a website. Today, there are more than 14 persons who have access to various domains of the Club website and who can make amendments.

Scott resigned as Website Administrator, lacking the time to devote to our webpage, and assisting in direction of the Davis Double Century. Jason Fearing, himself a professional webmaster, accepted the role in 2016. Jason performed the webmaster role ably by all accounts, and added refinements and additional features to our website. Unfortunately, Jason's professional duties with the University of California administration increased markedly. He was compelled to submit his resignation as Club Webmaster to the Club President after one year of service.

SOFTWARE LIMITATIONS

Our first website administrator, Dan Shadoan, employed the "Plone" software in the creation of the Club's website, the popular website software for the time. As with all things involving computer technology, the Plone software has since become obsolete by several succeeding generations of website software.

Both bids from website designers stressed the need to update our website software. None of our website volunteers dispute this assessment. Both independent bids recommended we use "WordPress" as our

website software. John Steggall reviewed both bids and agrees that WordPress software is a vast improvement over what we now use and would meet Club demands now and in the future.

COST COMPARISON

The predecessor to our Website/E-mail List was the Club Newsletter. Each month, a summary of **some** of the features we enjoy today in real time was published and mailed to each Club member. Steve McAuley, our Newsletter Publisher of years past, says the hard-dollar cost to publish and mail the Newsletter was approximately \$600 a month.

CONCLUSION AND RECOMMENDATION

The only reason our Club website was not reconfigured years ago, was an oft-heard comment by most DBC website volunteers: "I don't have the necessary time to do this!" Our website helpers were crying for help, and we must now listen.

Simply stated, the 2017 Board of Directors must find the time that volunteers no longer have. Now we've run out of volunteers. We have to acknowledge today's website design and maintenance is a commodity, and must be purchased to effectively serve the Club's growing needs.

FUTURE CONSIDERATIONS

Merging the Race Team website with the Club website

The Battle of the DBC Facebook Pages

APPENDIX #4

DAVIS BIKE CLUB WEBSITE PROPOSAL

Prepared by: Simon Dvorak
Tuesday, November 22, 2016

OVERVIEW

Objective

To create a Wordpress based website for the Davis Bike Club and migrate existing content from dbracetteam.org and davisbikeclub.org websites.

Solution

Using the open source content management software Wordpress, a new website will be created for davisbikeclub.org. The site template will be designed using the Bootstrap layout framework and will utilize responsive design patterns making it accessible from both mobile and desktop devices. The site will be hosted by a third party hosting service such as SiteGround.com

Content from the existing site, as well as dbcraceteam.org will be migrated to the new site through a combination of scripted import and manual methods.

When the new site is complete, the existing domain names will be updated to point to the new site.

Maintenance to update the site software and plugins as well as any content updates will be performed as needed and billed monthly.

SCOPE

Wordpress website installation and template design

Wordpress will be installed and configured to use a template based on the Bootstrap framework. The site layout and design will be customized to include branding elements, images, colors, etc. related to the Davis Bike Club and Davis Bike Club Racing Team.

Content migration from Plone and Drupal

As there is no automated method for content migration from Plone to Wordpress, the migration process will require manually copying and pasting content from the existing Plone site to Wordpress. Existing plugin functionality will be matched as close as possible. However, alternative Wordpress plugins may be used to provide similar features where necessary.

Migration from Drupal to Wordpress will be done using an automated export/import script. However, manual cleanup and adjustment of the imported data may be required. As with the Plone migration, existing plugin functionality will be matched with similar Wordpress plugins.

Hosting set up and domain name changes

The new site will be hosted by a third party web hosting service. I suggest SiteGround.com, however, this can be decided at a later date. When the site development work is completed, the hosting account will be created, the new site installed, and the existing domain names will be updated to point to the new site. At that point, the new site will be live and replace the old sites.

Maintenance and updates

In order to ensure security the Wordpress software and plugins will require maintenance throughout each month. A minimum of 2 hours per month of maintenance time will be required. Additionally, if there are any content updates required these will be billed at the hourly rate of \$100/hr.

Project Budget

The following table lists the costs associated with this project.

Description	Quantity	Unit Price	Cost
Wordpress website installation and template design	16	\$100.00	\$1,600.00
Content migration from Plone and Drupal	24	\$100.00	\$2,400.00
Hosting setup and domain name changes	4	\$100.00	\$400.00
		Total	\$4,400.00

Site Maintenance and Updates

The site will require regular maintenance to keep the software updated. Maintenance will be billed monthly on an hourly basis at \$100/hr. with a minimum of 2 hours per month. Content additions or updates will also be performed at a rate of \$100 should they exceed the 2 hour monthly minimum.