

Minutes - regular meeting of the Board of Directors of the Southern California / Nevada Cycling Association – December 4, 2023 - 7:30pm by Zoom

Invited: Chris Black, Melissa Locher, Freddy Lindo, David Huntsman, Armin Rahm, Jeff Shein, Scott Johnson, Alfie Sanchez, Jeff Prinz, all interested SCNCA members

Present: Chris Black, Melissa Locher, Freddy Lindo, David Huntsman, Alfie Sanchez, Jeff Prinz

Call to Order 7:35

1. Approve Minutes of the November 6, 2023 meeting (attached) unanimously approved

2. Treasurer report (David):

Income

11/10/23 \$2,516.40 USAC Q3 Rebate

12/6/23 \$30 Padyak Racing Team – EACC

Expenses

None

Bank balance at today's COB: \$80,565.54

Other

USAC SafeSport Stipend status (David) – all SafeSport current, USAC indicates we will receive stipend (\$450) with 2023 Q4 payment mid-January

Tax / Compliance

RRF-1 compliance submissions from 2016 and 2019 have been prepared by accountant and will be submitted to State of California OAG shortly with \$25 payment per

3. 2024 BOD Election Report (David/Chris) - new directors are Cameron Bond, Julie Simms, Armin Rahm and Bret Hoffer

4. Budget Report from Committee (Armin et alia) – no report

5. Officials Assignment Committee Report (Committee – Armin, Jeff P, Freddy, Jeff DeGuide) – no meeting – David to set up group on BaseCamp – with new members Jan 8

6. Uncollected surcharges report (David) – per Surcharge ledger in BaseCamp – SCNCA will send letters (email) to delinquent races

7. USAC SafeSport Stipend status (David) – all SafeSport current, USAC indicates we will receive stipend with 2023 Q4 payment mid-January

8. Insurance – see quote from Jennifer Bond – David will Fairly (USAC) and McKay Insurance

9. Website / webmaster – with Jeff S departing... ask Jeff what he wants to maintain

10. Social Media – let's get started... Chris Jennings has some passwords – to start Jan 8

11. Bank Resolutions (David)

“The chair stated a depository for the funds of Corporation, Bank of America, requires confirmation of Officers of the Corporation designated persons authorized to manage its accounts at that bank. The following resolutions were moved, seconded and adopted:

RESOLVED, that any two officers of the Corporation, acting together, are authorized to:

- (a) designate one or more banks, trust companies, or other similar institutions as depositories of the funds, including without limitation, cash and cash equivalents of the Corporation;*
- (b) open, keep and close general and special bank accounts, including general deposit accounts, payroll accounts and working fund accounts with any such depository;*
- (c) from time to time, designate or change the designation of the officers and agents of the Corporation who will be authorized to sign or countersign checks, drafts or other orders for the payment of money issued in the name of the Corporation against any funds deposited in any of such accounts, and to revoke any such designation;*
- (d) cause to be deposited in such accounts with any such depository, from time to time, such funds, including without limitations, cash and cash equivalents of the Corporation as such officers deem necessary or advisable, and to designate or change the designation of the officer or officers and agent or agents of the Corporation who would be authorized to make such deposits and to endorse checks, drafts or other instruments for such deposits;*
- (e) To authorize the use of facsimile signatures for the signing or countersigning of checks, drafts or other orders for the payment of money, and to enter into such agreements as banks and trust companies customarily require as a condition for permitting the use of facsimile signatures;*
- (f) make such general and special rules and regulations with respect to such accounts as such officers may deem necessary or advisable; and*
- (g) complete and execute printed blank signature card forms in order to conveniently exercise the authority granted by this resolution, and any resolutions printed thereon shall be deemed adopted as a part hereof.*

RESOLVED FURTHER, that all form resolutions required by any such depository as presented to and considered by such officers prior to the date of these minutes are hereby adopted in such forms utilized by the depository, and the Secretary of the

Corporation is hereby authorized to certify such resolutions as having been adopted by the Directors of the Corporation and is directed to attach such forms to these minutes as Exhibit "A" and insert the forms of such resolutions in the Record Book of the Corporation; and

RESOLVED FURTHER, that any such depository to which a copy of these resolutions, certified by the Secretary of the Corporation shall have been delivered, shall be entitled to rely thereon for all purposes until it shall have received written notice of the revocation or amendment of these resolutions by the Directors of the Corporation.

RESOLVED FURTHER, that both Chief Financial Officer David Huntsman and Chief Executive Officer Christopher Black are appointed to manage the Corporation's bank accounts and specifically Bank of America Business Advantage checking account number 3251 6740 8411.

RESOLVED FURTHER, that David Huntsman and Christopher Black are directed to take any actions and execute any documents required by Bank of America to manage said bank account."

On motion by CB, seconded by DH, the above resolutions were unanimously approved.

12. Open Discussion

Chris: refund surcharge for SCNCA events that have junior category - CB will write up proposal on BaseCamp.

Freddy: need to get women's racing networked to encourage and facilitate more women racing. Women's Committee

Set next regular board meeting for January 8, 2024

On Jeff P motion, Alfie seconding, meeting adjourned at 9:15PM