

## **Draft Minutes – ACA Board of Directors Meeting February 6 and 7, 2016**

### **Roll call, introductions, and conflict of interest statements**

#### ***Physically present***

Wade Blackwood (executive director) – ACA employee

Chris Stec (chief operating officer) – ACA employee

Anne Maleady (president) – no conflicts

Robin Pope (secretary, past president) – paid paddling and medical instruction

Vice president – open position

Steve Hutton (SEIC chair) – no conflicts

Kirk Havens – no conflicts

Charlie Strauss – no conflicts

Jerry Dunne – no conflicts

Bill Banholzer – no conflicts

Bill Micks – owns a paddling livery

Tom Uebel (Sugar Island Representative) – no conflicts

#### ***By phone***

Peter Sloan – no conflicts

Colin Trost – no conflicts

#### ***Absent***

Andrew Tush

#### ***Guests***

Anne Barry

Marcia Banholzer

Ed Sharp

### **President's welcome and goals – Anne Maleady**

Meeting called to order at 0835; attendance and conflict of interest statements given as above.

### **Treasurer's report – Peter Sloan**

0845 – Peter gave an overview of the attached treasurer's report. Net income was about \$154,000.

Summary points – focus on membership growth has led to increased income (increased effort to improve member retention is showing results); ACA has improved bankability which will improve our ability to lower interest rates on our lines of credit.

Staff is up to 14 as of yesterday, several are time limited, grant funded positions

Wade is working to lower our debt (currently about \$150K). Rainy day fund continues to grow. We could potentially pay off entire debt if needed (although this would wipe out our rainy day fund).

***Secretary's report*** – Robin Pope

Minutes from last meeting approved by acclamation

***Properties report*** – Bill Banholzer

Bill Micks discussed status of possible land swap with City of Fredericksburg and submitted a written report. He noted that Maynard Ball, who did the initial building design when ACA first came to Fredericksburg, is interested in helping now. Mr. Ball is interested in speaking with us about new construction.

Value of our currently owned property is roughly the same as the proposed property owned by Fredericksburg. Although there are some issues with the site, there are 4 acres that can be used for construction. The balance is potentially floodable, but could be use for river access, camp sites, etc. Local BSA troops have been active in constructing campsites and trails for Friends of the Rappahannock and hopefully will be able to assist with projects at the proposed site.

Discussion followed about parking; Bill and Wade believed it won't be an issue.

Appraisal report suggested that this exchange would be a good use of the property.

Discussion then followed about what we'd need for the building. Wade suggested we'd like 10,000 to 15,000 square feet (compared to the current 3,000 or so square feet). This will be affected by the shape of the buildable land. Building will need to be on stilts, with the basement level open, allowing water to pass through during flood stage.

Current rent is about \$3000 per month; goal would be to keep payments about this level. Partnerships with other organizations would be added to this. Partnership opportunities include University of Mary Washington and retailers.

Discussed that making the swap is not as simple as just doing it; Fredericksburg will want a clear plan for what we'll do with it. Options include building in stages. No matter what, we'll need some type of formal resolution today.

Charlie noted that we likely should create a multi-tiered proposal, describing what we could do on our own, and what we could further do with help from others.

Anne asked us to back up and consider our bandwidth. Do we have the capacity to take on a major building project?

Jerry asked about how we'd be affected by Olympic activities, and asked if we'd be committed to move to Oklahoma City. Or, are we potentially missing an opportunity to inexpensively move

to Oklahoma City? General feeling was that Oklahoma City will be a high performance center, not a center of recreational boating.

Charlie asked what Fredericksburg wants from us in terms of the site. Bill Micks noted that the city wants a high quality building that we can all be proud of, and to develop the rest of the property for limited use activities by groups such as Boy Scouts.

Discussion then followed on what it would cost to get this started, and that we need a Board resolution to move forward. Moving forward will require a clear flood map and description of exactly where we could build.

***Motion 0216-1:*** The ACA Board of Directors authorizes Wade Blackwood to move forward on the discussed land swap between ACA and the City of Fredericksburg, and construction of a new ACA office. The Board authorizes expenditures up to \$10,000 with additional funds available as needed upon request to the ACA Board Executive Committee.

Motion by Robin Pope, second by Steve Hutton

Bill Micks abstains due to possible conflict of interest, all other board members present voted in favor.

The Board requests that Wade provide updates on this project, including financial updates, at monthly board calls.

### ***Jerry Dunne – Camp Sebago***

This year, camp was profitable, in contrast to the past two years. Repairs have been made to the camp after damage from several storms.

Camp Sebago held at least 94 events in the last season, ranging from instruction, competition, kid's events, ... This required at least 3,000 volunteer hours, in addition to time from paid staff on-site.

Also looked at who comes to camp. Wide range of participants, mostly urban/suburban  
Discussed that there have been lots of kids at Sebago.

Discussed need for a uniform branding look, so Camp Sebago looks like an ACA program rather than an independent program.

### ***Tom Uebel – Sugar Island***

Working on a new website

Contacted a number of state representatives; two came up and looked. State reps have been offered free lodging and water taxis to look at the island.

Outreach is going on to clubs, and inviting them to come up to Sugar Island for events. Tom asked for a list of PACs for him to do outreach.

Noted that at the fall meeting there will be additional discussion about cabin leasing

Two kayak fishing events are scheduled in summer of 2016. Tom asked advertising in Rapid Media; Wade asked for information as soon as possible.

Tom asked about updating the ACA page on Sugar Island.

Tom provided a written summary of his report.

0942, Executive Director's Report – Wade Blackwood

Wade first gave an overview of where we stand with USACK, including an historical overview. His take home message is that he still believes that working with USACK and Olympic competition is good for ACA and paddle sports as a whole.

USACK was discovered to have not met USOC financial and reporting requirements, including annual audits (last submitted to USOC was 2011). Membership was reported to us to be about 3000 people; in reality about 800.

Appears that USACK had been largely operating under the radar due to poor performance – for example, no men's medals since 1992 (when ACA last was the paddling NGB). When USOC noted this and demanded required documentation, USACK was unable to provide them.

Currently, USACK has run out of money. ACA has taken over covering insurance for athletes and clubs, costing us about \$1900. USACK was not billed for this, due to our on-going partnership.

Extensive discussion followed regarding USACK's interactions with ACA and USOC, and with Wade. Eventually discussed Bob Lalley terminating Wade, thus effectively terminating ACA's relationship with USACK; Mr. Lalley reported this was a result of a unanimous USACK Board vote. Subsequent discussion with several USACK Board members indicated that they were unaware of the vote.

At this point, after much discussion, Wade now is operating as USACK's ED and ACA is managing USACK's business interests. Wade along with Kirk, Peter and Anne, continue to work on logistics and expense of how to take on NGB roles. We need to consider the cost of managing an NGB, including the cost of required reporting and of paying coaches and support staff.

Peter discussed how to best for ACA to assume NGB status. Ideally, this would be done with USACK's blessing, and allow ACA to do little or no change to ACA bylaws. He also discussed the need for due diligence, examining what our obligations will be in terms of supporting Olympic level competition. He feels this is not a merger or purchase and instead is a case of ACA taking over the NGB responsibilities. He also felt it would be reasonable to not take on NGB status if it would negatively impact ACA's other operations.

1033 – Auditor’s report

Jorge Estrada called in to discuss the auditor’s report

Jorge reported that since he became involved with ACA audits, ACA has steadily improved. He discussed the role an auditor takes in reviewing accounts. In general, ACA is doing well. Audit for 2015 should be completed in March. Jorge discussed the ACA’s form 990 and recommended that Board members review the form. He noted that the 990 is in agreement with the audit. He also discussed the importance of correctly filing the 990. If a non-profit does not file a 990 for three years in a row, they lose their non-profit status.

Kirk asked if Jorge had any recommendations. Jorge discussed divisional bank accounts; he noted that things have improved, but that it is important to maintain appropriate control. Even though those separate accounts may be run independently, ACA is the ultimately responsible organization.

He also noted that it is important to keep up to date lists of signatories for accounts.

For credit cards and reimbursements, noted that it is important to maintain all receipts.

He noted that we may want a whistle blower policy. However he also noted that may be overkill for an organization the size of ACA.

Jorge suggested that we have a documented review process for Wade, including salary review.

Wade and the Board expressed thanks for Jorge’s work and his help in improving ACA’s operations.

### **Break at 1053, return to meeting at 1119**

Subaru – 226 VIP sales occurred in 2015, (roughly 5.6 million in sales, highest ever; we had 90 the year Wade started); we continue to have a strong relationship with Subaru.

Staff 403b – continue to be funded at 5%.

Staff wellness plan – offering in house yoga classes twice a month; walking programs, Frisbee golf, etc. (all done on paid time)

Staff time off – generally pretty liberal so long as people get their job done, allowing better lifestyle; still offering six week paid sabbatical after five years

Staff education – offered for anything to improve themselves (e.g.; ACA purchased a high performance boat for a staff member) or their job improvement.

Better swag and apparel – New sweatshirts, other products

Monroe case – staff updated on status of a current lawsuit against ACA; currently being handled by our insurance company.

### ***ACA by the Numbers – as of 1/31/2016***

4,471 instructors (fully paid), 9036 current certifications (paid AND not current); continues to increase steadily, almost doubled since five years ago

125 OLG members (eligible for purchasing ACA insurance) @ \$125 per member; 20 policies bound

42 State Directors  
Currently in 40 countries

23,821 members – January (project 31,700 at year's end; discrepancy due to way event members are tabulated) – 3500 family,

343 PAC

Hang tags – 768 returns in 2015; 68 in 2014

Top five – NY, CA, PA TX, VA

567 water trails

Yearbook – in the past, ACA published a yearbook listing members and clubs; worked as an outreach program.

Flags – ACA has had a series of flags for members and leadership. Hoping to bring them back.

### **Stewardship**

Continue to work on Paddle Green bags; hoping to track with Paddle Ready App

Water trails – still working to create a plan

Goal to develop a strategic plan for our stewardship program; we have set aside \$25K for stewardship programs.

Hokulea update – Wade shared a video update of 2015 highlights. Discussed plans for ACA's interactions with the Hokulea, and plans for Hokulea landings in 2016.

Hokulea should be in Charleston on April 14-17, for the Charleston Outdoor Festival. From there, they'll travel to several locations in Virginia, including Washington DC. From there, they travel to New York City.

ACA would like to have local paddlers welcoming and escorting them at each location. Discussed that we should send material to local clubs who might get involved.

Break for lunch at 1224, with brainstorming session during lunch.

Returned to discussion at 1250

Wade gave an overview of Paddle magazine, noted that it now is published bimonthly.

He then discussed how we process members.

New members are entered in the database within a week of joining.

At 90 days prior to end of membership, renewal contacts start, including emails, postcards and letters. We don't yet have good renewal data.

Raise Your Paddle program is spinning up, and marketing requests will go out in the next 6 months.

Next Steps

Continue current programming.

How do we develop coaching, kayak fishing, adaptive paddling and stewardship?

SEIC is developing an angling curriculum.

Continue to work on event support.

Again offer expedition programs, including kayak fishing.

Continue to support membership growth through high quality customer service. Work on sustainable membership, with members highly invested in success of paddling as a whole.

Grants – about \$225K for adaptive paddling through club programs

Sponsors – still looking at larger corporations including Chiquita and Cigna

Consider interactions with USACK, consider exit strategies

Wade concluded his report at 1305.

Steve then gave the SEIC report.

Discipline committees met on Thursday, and the full SEIC met on Friday, with all but two disciplines (rafting and surf kayak) represented. Unfortunately, only one Divisional Instructional Facilitator present, highlighting ongoing problems with Divisional involvement.

SEIC will be voting on new officers before the next Annual Meeting. Steve is in his second term as chair. Although there are no term limits, he'd like to bring in new people to help lead SEIC.

Steve then provided an overview of the SEIC meeting.

Motions discussed included:

- Require L5 river kayak IT candidates to be current L4 ITs who have reported at least 2 IDW/ICEs
- Develop a Paddle Sport facilitator certification (on-land training only)
- Updated EEC for programming
- Updated Coastal Kayaking level 5 instructor prerequisites
- Revised level 3 Sit on Top Coastal program
- Removed references on Coastal curriculum (current are obsolete)

- Develop a provisional Kayak Fishing endorsement as a pilot program

Motion by Kirk to approve the consensus agenda from SEIC; motion passed unanimously by acclamation.

1320 – Attention then turned to long range strategic planning. Initially discussed Board recruiting and potential recruits

- Create a one page list of ACA accomplishments, and list of what we have coming up.
- Bring potential members in to a Board meeting
- Bring in advisors to the Board, in addition to actual Board members
- Invite recruits to apply – requires effort on their part, and indicates that we’re considering applications rather than taking anyone interested
- Consider local to Fredericksburg vs. national
- Consider athletes in paddling and other sports
- Look to increase diversity
- Look for board recruits who have adequate bandwidth
- Look at universities / academic programs
- Look at paddling legends
- Look for particular expertise – fundraising, events, properties, education (particularly children’s education), insurance, construction (for building an office), marketing and social media, clubs
- Recruit for specific projects, over a shorter time frame.

What do we offer a board member or advisor?

- Potential to help pay for travel
- Opportunity to support paddlesports
- ACA excursions
- Letterhead recognition
- Consider other options
- Olympic movement
- Be part of a long piece of history
- Founding member of Outdoor Alliance

What are our expectations?

- Big picture view, but willing to get down in the dirt and work
- Willing to participate
- Area of special expertise – fundraising, properties, construction, education, programming and events, insurance, marketing and social media, club representation
- Financial support for association (some donation expected, amount not set)
- Passionate about supporting and guiding ACA

Robin and Kirk will help keep recruitment on track



Next, we looked to where we want to go in the next 2 to 5 years, and what our goals should be

- Break ground on a national office
- Look for ways to build membership – direct support for clubs and individual members
- Look for pass-through grants (similar to our current L.L. Bean grants)
- Dramatically expand fundraising specifically for national office
- USOC
- Expand Board
- Improve operational systems
- Membership (see below)
- Capitalize on events

Bill discussed our current membership; he suggested that our existing programs won't help dramatic growth. He suggested that we need to be sure we're offering something for membership.

- Consider a non-voting, "affiliate" membership, at a lower cost
- Consider loss-leader programs, to bring members in to see what we offer
- Create an elevator speech – what are we offering members
- Experiential and aspirational benefits
- Demonstrate successes

Kirk noted two things bring people to an organization – passion for something, and fear that it will be taken away.

Robin discussed the perception that the ACA is top down, and that it offers little or no benefit to non-instructors. In contrast to some organizations, we have no local or regional branches who can carry out organizational goals. Clubs currently do that; paddlers join clubs instead of ACA.

Wade suggested using ACA's birthday (August 3, 1880) as a time to celebrate ACA activities.

Robin suggested that we need to work with our primary volunteers (actively involved instructors, active Divisional members, Board members, state directors) to achieve goals AND share results.

Break at 1458, returned at 1514

Discussed whether or not to hold a meeting in Oklahoma City, in association with the "Road to Rio"

There will be a wide range of Olympic associated festivities. There would not be a formal board meeting.

At this point, we'll pencil the meeting in, but anticipate that there won't be a full meeting.

Will consider holding meeting at Sugar Island in August

Meeting recessed at 1522.

**February 7, 2015**

**Meeting called back to order at: 0842**

***Physically present:***

Wade Blackwood, Anne Maleady, Robin Pope, Kirk Havens, Bill Micks, Charlie Strauss, Bill Banholzer, Tom Uebel, Jerry Dunne

***By phone***

none

***Guests***

Anne Barry, Marcia Banholzer

2016 meeting dates are on the website.

Considering holding the 2017 National Paddlesports Conference at Nantahala Outdoor Center

- Work to build relationships with large schools putting people on the water
- Plan for opportunities to interact with paddlers on the water
- Look for opportunities to hold events
- Look to involve local clubs with the program

Also looking at holding events on the Arkansas River, working with Arkansas Canoe Club

Charlie asked about going to both Camp Sebago and Sugar Island; we discussed logistics  
Tom offered to host the Board at no cost at Camp Sebago

For 2017, consider meeting in Fredericksburg the first week of March (March 3-5)  
Nantahala Outdoor Center, hopefully in October 2017 (tentatively October 13-15 or October 20-22)

Board members may receive an invitation to go to Hawaii in April 2017 for return of the Hokulea.

Tentatively looking for Arkansas River in 2018

Sebago/Sugar Island would be an alternative to Oklahoma City in May 2016.

Oklahoma City's value would be the opportunity to announce ACA taking over NGB status on a large public stage; discussed that we could go to Oklahoma City without making it an official Board meeting.

Bill Banholzer asked about how we'll be supporting Hokulea landings on the East Coast  
Discussed that we're encouraging ACA members support for each landing  
If individual Board members can make landings, let Kirk know and he'll notify the crew

Discussed Sugar Island and its 2015 use  
Encampment had 173 people, with 212 total people using the island during the season (roughly 1.4% of ACA's regular, non-event, membership).

Discussed possible path of Hokulea in the Saint Lawrence Seaway.

Two outdoor programs (Colgate and Cornell) often use the island but didn't in 2015 due to weather.

0945 – Attention then returned to strategic planning

Anne described what some other sports are doing

Tennis – build tennis courts in inner cities

Bicycling – create spectator-friendly events, offer wide range of schwag, create programs to support stronger citizen level racers

Can we create a program that offers “learn to paddle” programs, citizen racing, boat availability, centers of excellence, local coaching and other programs – which would nicely tie in to our general instructional program and member service

Can we partner with other sports (e.g., swimming) to identify potential athletes, particularly at the youth level?

Can we partner with camps and scouting programs to identify athletes, and to expand our programs?

Clubs, camps and colleges are potential sources of members.

How do we create an infrastructure that would support our paddling programs and our membership?

We need:

- Create aspirations
  - Opportunities – racing, competition, recreation,
- Recruit new paddlers
  - Create excitement
  - Demonstrate fun
- Identify coaches and trainers
  - Swim coaches vs. swimming instructors as a model for paddling coaches vs. instructors
  - Talent ID

- Provide boats and training venues
  - Centers of excellence at existing schools
  - Create a travelling program
  - Paddle camps
  - Elite paddling schools
  - Fleets of boats and barns of equipment
  - “learn to paddle” days

Fundamentally, how do we grab the existing paddling community?

Anne asked us to consider cycling – many people bike, but few belong to formal cycling program and even fewer that are involved in competition.

How do we get people to be involved with the ACA? How do we spread our word?

What exactly are we selling? What does the ACA offer local clubs that enhances what they’re already doing? What resources are we offering? How do we encourage our membership to be engaged and act as ambassadors for the sport and the association?

Can we create password protected information that increases the value of membership?

Can we create a non-voting supporter membership?

Discussed how we contact event members – we use the same process as for current full members?

What resources do our members need, and how to we provide them?

Break at 1022, returned at 1034

### **Action items**

- 1) Each Board member should come up with ideas to increase membership, and send them to Ann Barry. (Ann B)
- 2) Board recruitment (all, Kirk and Robin to supervise)
  - a. Tom Potter – Jerry Dunne
  - b.
- 3) Continue to work on marketing and sponsor development. (all)
- 4) Follow up with Wade and Bill Micks on progress with the Fredericksburg property. Bill Banholzer offered to help with this. (Wade, Bill M., Bill B.)
- 5) Wade to create a summary one page list of Board expectations and needs, and ACA’s accomplishments. (Wade)
- 6) Upgrade Hokulea presence on the ACA website (Wade)
- 7) Continue to work on NGB status (Wade, Anne, Kirk, Peter)

- 8) Create a mobile display describing ACA history (Wade)
- 9) Create a state director award (Wade)

Moved into executive session at 1054, motion by Robin, second by Jerry

Returned from executive session at 1139

Elections discussed – Peter Sloan has agreed to run for treasurer, nominated by Jerry, seconded by Kirk.

Discussion – Board agreed that Peter has done an excellent job  
Nominations closed, Peter re-elected by acclamation

Nominations opened for vice-president  
No candidates nominated, position will remain open for now.

Motion to adjourn by Bill Banholzer at 1146, second by Bill Micks  
Meeting adjourned at 1146 with wishes for safe travels to everyone

Minutes respectfully submitted by Robin Pope, Board secretary at 1149, 07 February 2016

## **Minutes – March Board Call, March 16, 2016**

Attending - Wade Blackwood, Robin Pope, Bill Banholzer, Steve Hutton, Jerry Dunne

Call convened at 1933

Wade discussed our hiring of a public policy director who will be working with ACA and the Outdoor Alliance. ACA is a founding member of OA.

He'll be working on a number of things, including work to protect stream gauge funding, a bill working to connect Americans to outdoor recreation, a bill in the Charleston area banning plastic bags. Wade will put together a more comprehensive list to be published in Rapid Media.

Wade then discussed property issues.

We're still working a property swap. There's concern that the property we'd pick up would be expensive to build on, due to the terrain. To build anything, we'd need to build 10 feet above the road, which creates some obvious hurdles. In addition, there would be a wetland impact, which would also significantly slow building. Bill B. expressed concerns that the property is significantly overvalued. These problems would impact our ability to gain funding. We're also speaking with adjoining property owners. This is still in the discussion and exploration phase. Bill B. suggested that we consider selling the property we currently own, and not pursue the trade. He pointed out that there are two-foot diameter logs on the property, that were floated by floods. Creating a foundation that would resist floods of that size would be challenging at best. Wade will continue looking into this.

Wade next discussed USACK. After the last call, Wade had moved forward exploring a minor Bylaw amendment that would put compliance with the Ted Stevens act as something managed under policy rather than bylaws. It looks like this is acceptable.

USACK has been asked to sign a letter agreeing with the above policy, and endorsing ACA as the new NGB. USACK has until midnight to sign the letter; if they don't, Wade plans to permanently back out of the agreement. If we do any further work, we'll plan to independently pursue NGB status.

Meeting closed at 2003

ACA Board Call – April 20, 2016

In attendance:

Wade Blackwood (CEO)

Anne Maleady (president)

Robin Pope (past president, secretary)

Peter Sloan (treasurer)

Jerry Dunne

Bill Micks

Charlie Strauss

Kirk Havens

Called to order at 1933. Thanks to Wade for participating on his son's birthday, and happy birthday to his son.

Wade started with a discussion on USACK. Adam van Grack (spelling?) will be joining the call at 1955; he is the new chair of USACK. Wade discussed that Adam recently took over as board chair at USACK and is currently in a clean-up and discovery mode.

He then discussed the Hokulea arrival in Charleston. Thanks to Steve Hutton for all his work making that a successful experience. The ship's time in Charleston apparently went very well, and they were well received.

Washington Canoe Club will allow the Hokulea to camp at the club during their visit to the DC area. Still working with the White House to help arrange a presidential visit.

Wade also noted that ACA will be getting more involved in invasive species issues. Initial plan is to provide information on how to prevent invasive "hitchhikers" as we take our boats from watershed to watershed. Currently, no national organization representing human powered boaters has been involved with this, although regional organizations (e.g., ACA Atlantic Division) have done so.

NOAA has expressed interest in doing a photo shoot with ACA. They're hoping to create a data base, particularly of paddlers in National Marine Sanctuaries. Ideally, we'd like to develop a photo campaign that would help both NOAA and ACA.

Office is working on tweaking our membership package so that new members (and renewing members) will be given a list of Paddle America clubs in their state. Ideally, they'll also have an option of joining those clubs.

Financially, "we're doing okay" and doing better than this time last year. Expenses, particularly in stewardship, have been a bit higher.

Membership is at about 25,000 (inclusive of full and event members), higher than this time last year.

Discussed what we need to do for our next board meeting. We still can go to Oklahoma City if we'd like. However, this would be largely focused around the Olympic event. Wade will be attending.

Adam van Grack joined the call at 7:58 pm.

Adam noted that everyone he's spoken with in USACK has expressed appreciation for ACA's work.

Adam is working hard to make sure that USACK is working in compliance with their bylaws. After that, they can look toward future plans. He expressed appreciation for Wade's work as CEO of USACK.

Adam offered to speak with any of us privately, at [adam@usack.org](mailto:adam@usack.org) or [vangrack@gmail.com](mailto:vangrack@gmail.com)

He asked that we give USACK some time to work on their bylaw compliance, and then move forward on our partnership after that. Following discussion supported this approach. Adam indicated his timeline is to focus on finishing all needed corrections within the next 60 days, and then resign and bring in an independent director as Board chair. At that point, we'll be close to the Olympics, and also will have an number of other competitions, and USACK have to be focused on competition. After the Olympics, USACK and ACA can re-examined, probably in the fall.

Further discussion emphasized the importance of linking competitive and recreational boating.

After Adam left the call, discussion followed on NGB status for paddlesports. We need to decide if we want to pursue a partnership with USACK, a true merger, or something else?

Anne asked that we meet next week to discuss this further, at 8:15 pm on Wednesday evening.

On other topics, Kirk asked about Wade providing a list of bullet points for Board recruitment, so that he and Robin can begin recruiting new Board members.

On May 2, ACA staff will be taking Hokulea crew down the Rappahannock. Any Board member able to attend is invited.

Meeting adjourned at 8:35 pm.

Minutes respectfully submitted by Robin Pope, Board secretary.



Board Minutes, June 15, 2016

866-316-1519, Pin. 88455447#

### **Attendees**

Wade Blackwood, Anne Maleady, Robin Pope, Jerry Dunne, Kirk Havens, Bill Banholzer

Absent: Peter Sloan, Steve Hutton, Charlie Strauss, Bill Micks, Roby Hackney, Colin Trost, Andrew Tush

Called to order at 1935

### **Financials** – spreadsheets distributed separately

Subaru has elected to not renew their ACA contract, along with contracts with a number of other outdoor organizations. This was the result of a corporate shift in focus, not due to any problems with ACA. This will impact staffing in membership and finances.

We're now looking for similar support. Wade hopes to have additional details soon.

Anne asked about how we're going to notify membership. Subaru is going to keep offering VIP sales as a member benefit, although we won't receive any funding from them.

One way to reduce costs would be to reduce complexity of membership. Wade suggested dropping total cost to about \$25, and simplifying the numerous membership levels. Discussion followed on the exact number we should shoot for, with consensus that we be competitive with other organizations and carefully consider the impact of a change. Consensus was that it would be difficult to raise prices in the short term, after dropping them.

### **Stewardship hire and focus**

Focus is evolving. ACA is involved with Land-heist issues (keeping public land public). We continue to work with the Outdoor Alliance in stewardship issues. Also working on bridge access issues (creating river access during bridge repair, when appropriate). Bridge access would include both fresh and salt water, and could serve as another national issue (in addition to Stream-to-Sea) that ACA members could both support and benefit from.

### **Education. TJ and Coast Guard**

Coast Guard grants are pending. We've developed a children's program aimed at introducing paddling to youth. ACA WebTV also has released a number of clips. These have received positive feedback in NASBLA's email newsletter and in Scouting blogs.

### **Board Recruitment**

Wade has created a document for Robin and Kirk to review. People to consider include Jon Lugbill (Kirk and Wade to approach). Also suggested a Wachovia employee with an Olympic swimming background. Kirk and Robin will review Wade's document and finalize it in the next week or so.

### **Hokule'a**

Wade will be sailing from New York to Block Island, and will discuss what happens after this trip. Particular focus on having ACA programs in several schools, in New York and Hawaii. President of University of Hawaii will also be on the trip. Discussion also will look at how to better work with the Hawaiian paddling community.

Kirk noted that he's spoken with the leadership of the Mariner's Museum. The Hokule'a will be dry docked there for about a month, and the museum will have a temporary ACA exhibit at that time.

### **USACK/ACA funds pull and investment**

Details of the funds requested were distributed earlier today by Wade. Plan includes funding to explore how best to incorporate recreational boating. USACK's leadership now seems to strongly support joining forces. Total request is for about \$155,000, and would help cover costs for a number of critical operations.

This removal would drop the fund balance by about 50%. Wade's feeling is that this drop would be designed to bridge things over the course of a year.

Discussion followed that we would need a vote on how to do that. Both ACA and USACK's Boards must approve the request. Consensus was that this could be approved by the Executive Committee.

Motion by Jerry Dunne to approve the request, seconded by Anne Maleady. 3 Excom members are present on the call, forming a quorum. Motion carried.

### **Legal case drags on**

Ed Monroe case continues to drag on. Hearing judge chose to have a trial (reported normal by all involved lawyers). ACA is going through discovery phase and Wade, Kelsey and Chris will be deposed. Other ACA personnel may be deposed. Robin Pope and Sam Fowlkes have been notified that they may be deposed.

**Rock the River**

Event on the Rappahannock River in Fredericksburg. Wade reports there were some logistics issues that can be improved upon but overall had good turnout and was well received.

**Other Business**

Kirk discussed a Native American women's group that walks the headwaters of a stream to the river mouth and suggested ACA could be involved.

Robin discussed ACA's developing relationship with Sea Scouting. Anne suggested seeking a Scout for Board membership. There was strong support for good relationships between ACA, BSA and Sea Scouts.

**Next meeting to be July 20<sup>th</sup> teleconference.**

Meeting closed at 2051.

Respectfully submitted at 2054 by Robin Pope, Board Secretary.

Minutes – ACA Board Conference Call / Summer Board Meeting July 27, 2016.

Present:

Anne Maleady (president), Wade Blackwood (Executive Director), Robin Pope (secretary), Peter Sloan (treasurer), Jerry Dunne, Bill Banholzer, Charlie Strauss, Bill Micks, Kirk Havens

Meeting called to order at 2005

1) Wade opened discussing financials, which were sent out today. Wade and Peter have worked on how to address Subaru's loss. We have a significant reserve fund, and we're taking steps for cost cutting. Elected to not rehire our stewardship director and one membership/insurance employee. Will make an effort to involve state directors more for stewardship programs.

To help speed office processes, the office is investing in a handwriting program, that can read handwritten notes and transcribe it into typewritten text.

Subaru's loss means we need to streamline options. Wade is currently focusing on this now. In particular, will focus on reaching out to all people we've had contact with for the past several years.

Membership revenue has doubled over the past five years. Wade is working to continue this trend.

Losing Subaru does mean that we no longer need to attend Subaru events, which will help office logistics a bit, but also will mean we may have fewer outreach opportunities.

Discussion on budget specifics followed.

2) Our insurance subsidiary is now fully functioning. Discussion followed on how the program is working. This year, it looks like we'll gain about 15K in premiums, and that we can probably increase that over time.

3) MOU has been established with the International Whitewater Hall of Fame, and we will function at the official stewards of the program.

4) Grants – We have about 350K in grants from USCG. The first is to continue the Paddle Safe web TV program. Second is to produce graphics for paddlesports. Other grants include work for adaptive paddling and SUP rescue training.

5) Awards deadline is this Friday.

6) Information for the meeting is on the Intranet.

7) Elections timeline – October 3, nominating committee must provide a slate with bio.

Wade has spoken with Bill Irving, the president of NOC, who like to be considered for the Board. David Bell from BSA and Chris Hipgrave from NOC also have expressed interest. A number of other people, including Jon Lugbill, have expressed interest.

We will try to have several Board members speak with candidates, and also can offer them a chance to attend a meeting or a Board call.

Kirk noted that we should be working to build a relationship with people, and establish a long term relationship with strong possible candidates. Anne noted we should invite people to apply, not offer a position.

Anne asked that anyone whose term is ending let her know if they'd like to continue serving. Bill Banholzer indicated he's probably not planning to return.

Wade discussed our bridge access efforts. These are being coordinated with OA, and include efforts for waterway access as well as foot and bike access. Staff will make an effort to provide links to access points that have been built, and create a way to encourage feedback to legislators to encourage access.

Kirk noted that he's spoken with the Hokulea crew, and they're still hoping to sail by Sugar Island in late August.

Jerry Dunne noted that he's been asked to assist with reviewing US Weightlifting's bylaw review committee, and asked about potential conflict of interest. General consensus was this is not a conflict. Congratulations!

Discussion followed on general paddling topics.

Wade will send out a calendar of upcoming events and dates.

BoD12ACA – Board intranet password

ACABoD – Board intranet password

Meeting adjourned at 2111.

American Canoe Association Board of Directors Conference Call 09 September 2016

Draft Minutes

Meeting called to order at 1931

Attending included

**(present in bold, absent in italics)**

**Wade Blackwood** – Executive Director

**Anne Maleady** - President

**Robin Pope** - Past-president / Secretary

**Peter Sloan** - Treasurer

*Andrew Tush*

**Bill Banholzer**

**Bill Micks**

*Charles Strauss*

*Colin Trost*

**Jerry Dunne**

*Jim Ditzel*

*Jim Virgin*

*Roby Hackney*

*Sam Fowlkes*

**Steve Hutton**

Quorum of the executive committee was present

Agenda:

Wade initially mentioned that bios for ACA awards have been available for the past 40 days. We have a great pool of outstanding applicants for awards.

Each award was discussed and the recipients below approved. Please do not distribute the list of recipients, or the list of nominees.

Excellence in Instruction: Tom Burroughs

Green Paddle for Waterway Conservation: Maine Island Trail Association

J. Henry Rushton: Nebraska Game and Parks Commission

Joe Pina Volunteer of the Year: Sherrie Johnson, Noah Hussein

Legends of Paddling: Kent Ford

Sanctioned Event of the Year: Penobscot River Whitewater Nationals Regatta

Stroke of Achievement: Cross Currents Sea Kayaking and Foothills Paddling Club

USACK/ACA merger(see documents attached) – 20 min

Wade emphasized that we have 30 days to respond to the documents provided and that is very important we evaluate the documents. Wade will work on an outline looking at how we'd address bylaws.

Under this agreement, USACK would fold into ACA. USACK and USOC have agreed to this. This would require changes to our bylaws to allow ACA be recognized as the NGB.

We will need to have two public hearings to address the proposed changes before USOC will approve.

Jerry noted that "suggested" changes to bylaws would largely be required by the Ted Stevens Act – we really wouldn't have any choice in the matter. The real question is "do we want to be the paddling NGB?" If the answer is yes, then the by-law changes pretty much write themselves.

Wade noted that he is working on creating a structure so we know exactly what we need the organization to look like.

Jerry noted that a merger decision should be made by the Board as a whole, and not only by the Executive Committee. Bill B. asked about the speed of a merger, and asked about the potential benefits to the ACA.

Wade noted that merger would help provide international recognition to ACA, and allow us to gain credibility when we can say "we train our Olympic athletes". If we do it now, we can make a difference for 2020. The longer we wait, the more difficult it will be to produce athletes and the higher risk of not having US paddling in the Olympics. Wade noted this has been discussed for some time.

Jerry noted that we also had discussed a wide range of options less than a merger, and reiterated the importance of total Board support along with thorough discussion. Much discussion about this followed.

Peter noted that it would be important to look at the actual questions people have, and the structure we'd end up with. We've had general consensus that this is a good direction, but we're not at the point where we need specifics.

Jerry discussed the purpose of NGBs – to develop elite athletes and win Olympic medals. He asked about the potential to fold USACK in to ACA as a subsidiary organization. Discussion followed on how USOC would provide funds to ACA, how ACA would support events, the exact duties of an NGB, and the challenges of (re?)building elite

paddling competition in the US. There was discussion of potentially having an exit strategy. Bill B. noted that our current 3 year agreement was an effort to have an exit strategy. Wade discussed the successes of our current partnership, including large grants for adaptive competition.

Bill B. noted that he is uncomfortable about the time pressure to make a rapid decision. Jerry noted that this could be the most important step the ACA takes this decade. Jerry discussed the importance of full Board discussion and asked about holding USACK as a subsidiary of the ACA, rather than as a full partner. There was a discussion about USOC's control over funds that they don't provide. There also was discussion about how elite paddlers would have to be represented on ACA committees and councils. Jerry and Wade will work on providing more data. Jerry suggested reading section 8.8.1 of USOC bylaws, which parallels language of the Ted Stevens act. USOC bylaws can be found by Googling USOC bylaws.

Wade and Jerry discussed the status of the bylaw draft submitted for our review. Jerry noted that the document is still in rough draft form. Wade emphasized that he's looking for feedback and comments on the document. Bill B. again noted that we need to discuss this face to face in Charleston. Wade asked that we submit concerns and feedback within 30 days so he can obtain answers in a timely fashion.

Wade will plan to speak with Board members individually to answer questions and ensure support for our current direction.

Board members are encouraged to read the Ted Stevens act, the proposed Bylaw changes, and the timeline, and make sure their questions are answered. Peter noted the apparent importance of changing Bylaws to meet regulatory issues.

February dates – in person meeting February 5 to 7.

Meeting closed at 2124

- Merger timeline – USOC lawyers proposed the attached timeline. We will move pretty quickly and there are good reasons for the timing which I will talk about on the call
- Proposed bylaws changes - The merger involves folding USACK into ACA so we have to look at the ACA bylaws and make sure the Ted Stevens Act can be incorporated. The redlines attached are USOC comments, which are straight forward and some comments still need to be worked out
- I need comments back from each of you by October 14(30 days). Please send your Track Changes comments back to me so I can compile all comments by October 14th. If you cannot use Track Changes please mark up, scan, and email back to me. I will send all board recommended changes to both lawyers (and members of the USACAK and ACA Boards) on October 15<sup>th</sup>. We should have a lawyer(s) approved draft to review before the board meeting, which we will be able to discuss in person at the October board meeting in Charleston.
- Over the next 15 days, I would like to schedule a time to have individual talks with each of you about the merger. Those attending the call tomorrow (Sept 16<sup>th</sup>) please have a date and time in mind we can talk.

#### **Appendix One – Executive Director's Monthly Report**

Fun Facts: Membership revenue is up 9% YTD (Sept 9 2015). We have about \$ 700K YTD in member revenue. In 2008 we had about \$440K



Grants: In the last 2 months we received in partnership with USACK \$275K for adaptive programs and equipment from Veterans Administration and the Foundation. We received \$325K from the USCG for next year, which is the largest grant received in 8 years

We hired our first Stewardship Director, Chris Rabb – starts tomorrow. Memo to the staff was the following: Chris Rabb joins the staff in September as the ACA's Stewardship Director. With degrees in Business Administration, Environmental Science and Conservation Biology, combined with experience with the U.S. Fish & Wildlife Service and L.L.Bean's Outdoor Discovery School, Chris brings a unique skill set to this position. He also has extensive experience with mapping software and holds a Geographic Information Systems certification. In addition, Chris is an ACA Instructor Trainer in kayaking, canoeing and stand-up paddleboarding and has been active with many local and regional paddling clubs. Chris will oversee all of the ACA's stewardship related project and initiatives, including the L.L.Bean CFS Grant, Water Trail mapping, the Paddle Green Bag Program, and the Stream to Sea Initiative as well as help with office management as a full time employee in Fredericksburg, VA office.

Marcel Beige and Whit Overstreet joined the new "ACA Office" in the North West. Those positions were funded through Outdoor Alliance and USCG grants.

Click on the link – our new kayak fishing partners:

[https://drive.google.com/file/d/0BybADpi83\\_Kkely2aXFEUUR3bUU/view?usp=sharing](https://drive.google.com/file/d/0BybADpi83_Kkely2aXFEUUR3bUU/view?usp=sharing)

It's been an exciting couple of months with the USACK partnership and hiring specific staff to help grow initiatives. In summary please be ready to vote on the awards tomorrow, give dates for individual USACK/ACA conversation, approve the February meeting date, and discuss questions about the bylaw homework assignment due in 30 days.

If you can't make the call please send me your votes, time for our 1 on1 meeting, and download the bylaws to start your notes😊

Looking forward to the call tomorrow night – I hope all is well.

Board Teleconference -21 SEP 2016

Participants – Anne Maleady, Robin Pope, Peter Sloan, Jerry Dunne, Steve Hutton, Bill Micks

Discussion started at 1933

Jerry discussed the ballot, which is being finalized. Charlie Strauss and Bill Banholzer are stepping down, and the Board greatly appreciates their contributions to the ACA.

Kirk is meeting with representatives from NOC this weekend, to discuss their application for the Board.

The ballot has been submitted to Chris Stec who will format it for submission to the membership.

Discussion followed on specific candidates, and noted that we've been successful at recruiting new Board members and increasing improving our diversity.

Jerry noted that Camp Sebago is doing exceptionally well this year. Sugar Island also is doing better this summer. Tom Uebell has been an integral part of Sugar Island's improvement.

Jerry also noted that we have one year from the end of the Summer Olympics to see a change in Olympic NGB for paddling, creating a time constraint.

Meeting closed at 2007

Board of Directors Call Wednesday November 16

Present

Wade Blackwood, Robin Pope, Bill Micks, Anne Maleady, Steve Hutton, David Bell, Tom Uebell, Bill Banholzer, Jerry Dunne, William Irving, Kirk Havens, Lili Colby

Thanks to everyone for calling in. Special thanks to our newly elected Board members for calling in. Congratulations to newly elected Board members, and thanks for taking on this opportunity to support ACA and paddling as a whole.

Anne opened the call at 1934 speaking about how well she felt the Sausalito meeting went.

Wade then took over the meeting. He initially worked with Steve to discuss SEIC resolutions.

Steve provided an overview of SEIC discussion and will send motions out for voting at our next call in two weeks. Incoming officers are Steve Hutton returning as chair and Robin Pope is returning as past chair. Trey Knight was elected to vice-chair and C.C. Williams was elected to secretary.

Most of the SEIC motions were minor curriculum issues. Major issues include the creation of a surf-ski discipline, creation of a kayak fishing endorsement, and major revision to SEIC bylaws. Steve credited Chris Stec for his hard work on updating the bylaws. All SEIC motions had strong SEIC support. Steve will send out more details in the next two weeks, so we can vote on the motions at our next call.

Wade then discussed the status of USACK. ACA staff are working on what changes if any need to be done to our bylaws. USOC requires specific bylaw changes for any organization to be recognized as a national governing body. Tentatively, we're looking at 15 board members total, including 3 athlete representatives and 2 competitive directors responsible. Currently, ACA has one slot for competition. USACK has asked if we could add a third director for competition and increase the overall board size.

Kirk noted that increasing the board size means we'd have to add another athlete for representation to meet USOC requirements. Robin noted that SEIC has a single representative for our 4000+ instructors, and that ACA staff handles many of the tasks that USACK Board members currently handle. Jerry noted that adding representation should be taken slowly.

Bill B asked for clarification on USACK's current status. Wade reported that USACK is still the NGB for paddling, and will continue until challenged or they choose to drop NGB status. They have no clear pathway forward outside of a merger with ACA. USOC is currently performing an audit of ACA, which shows ACA has fulfilled all our obligations to both USOC and USACK. Bill B suggested that we should state what we're willing to accept.

Kirk suggested that we communicate to USACK that ACA believes it is important all voices be heard, that we have a strong process in place to ensure those voices are heard, and that we would like them to be a part of our existing process. There was general agreement here.

Wade then turned attention to our upcoming audit. We plan to start our annual audit on 28 Nov and then will consider a USACK audit depending on what happens moving forward.

Wade then opened the floor for discussion.

Kirk asked about ongoing work to gain support from another car company. Wade indicated that is a high priority, and is working on establishing a contact with Ford's Board. He hopes to have progress in a few weeks.

Wade also noted that ACA will be sending out a holiday donation request.

Kirk asked about our "Raise the Paddle" campaign. It is currently on hold.

Our next call will have more information about the audit.

Discussion returned to USACK and Board representation. William Irving has experience with USOC and felt that they probably wouldn't push for more representation. There was general agreement to stay with the proposed 15 member group unless pressing evidence suggested we should do otherwise.

Anne closed by thanking staff for their hard work at the National Paddlesport Conference.

Meeting adjourned at 2013.

Minutes respectfully submitted by Robin Pope, ACA Board Secretary

## Board Minutes – 07 Dec 2016 (revised 11 Dec 2016)

**Additions in bold, removals in underlined italics**

Present: Anne Maleady, Robin Pope, Bill Micks, Steve Hutton, David Bell, Bill Banholzer, William Irving, Peter Sloan, Lili Colby, Jerry Dunne

Meeting called to order at 1933

Wade is working on our audit and will not be able to attend.

Steve Hutton opened the meeting, discussing the proposed changes to SEIC Bylaws.

(Info: SEI = Safety, Education Instruction – ACA paid staff supporting and overseeing ACA’s instructional program;

SEIC = Safety Education and instruction Council – volunteer ACA members overseeing ACA’s instructional program;

Skills course – students learn skills

Assessment course – students learn skill and receive a test on the skills. If they pass, they receive an assessment card;

Certification course – students learn skills regarding performing and teaching paddling skills. Successful completion leads to instructor certification.

Endorsement – a subtype of instructor certification that is attached to an existing certification (e.g., a kayak fishing endorsement)

At most recent SEIC meeting, 7 proposals were passed and need final approval from the ACA Board. Steve reviewed each of these. Document had previously been sent to Board members for review.

Lili mentioned support for developing a kayak fishing endorsement (one of the proposals).

Steve took some time reviewing proposed SEIC bylaws. He thanked Chris Stec and the SEI staff for their impressive work on the bylaws. A major change will be dropping Divisional representation (due to low participation) and adding at-large membership.

Bill Banholzer moved to accept the SEIC proposals as a consent agenda. Motions were passed unanimously. Several Board members noted their appreciation for Steve’s work and for SEIC’s professionalism.

Anne then moved to discussion of USACK. The only update is that USACK has agreed to having three **(athlete representatives) members** on the Board, meeting the requirements of the Ted Stevens act **(as well as a maximum of two competition directors (one Olympic/Paralympic and one World Discipline))**. Further updates are pending. If we move to take over as the Olympic paddle sport NGB, we need to act within 12 months of the summer Olympics, so there is something of a time press. Discussion followed that USACK needs to step forward with this, or decide not to. Anne will contact USACK’s Board chair to follow up.

Board elections are upcoming. Anne is currently president and has met her term limit. Robin is currently secretary **(and also has met his term limit)**. In addition, the vice president position is currently

vacant. If anyone is interested in serving in these roles, please contact Anne, Jerry or Robin. Our bylaws indicate terms end at the end of December, but historically we've held off on elections until our first meeting of the year. There was general agreement to doing this again.

Finally, Anne reviewed our audit status. To date, no red flags have been identified. We are financially solvent. Peter will present more information at our next call in two weeks.

No new business was presented.

Meeting adjourned at 2016. Thanks to everyone who participated.

Next call will be 21 December 2016 at 1930 EST.

Minutes respectfully submitted,  
Robin Pope, ACA Board Secretary