

Opening Statement
Louisville Bicycle Club General Meeting
May 15, 2011

Hello, and welcome to the highly-anticipated May General Meeting of the Louisville Bicycle Club. For those of you in the audience that don't know me, my name is Larry Pethick, and I am the VP of Racing.

The Club was formed because a group of likeminded folks wanted to have fun on their bikes. That vision was established years ago, and its sad to see that vision become clouded over the recent months.

Let's cut to the quick - Its been only four short months since the election of the current ExCom, and quite frankly, there have been moments where several leaders (along with some members of the Club) have behaved quite questionably. We take ownership as a leadership team for this and the resulting chaos and angst that has been felt across a wide swath of the membership. I could stand up here and get into details that would be based on opinions, perceptions and interpersonal difficulties. We could point fingers and carry on as schoolyard children. Or, we could choose to move forward with the intent of correcting the course. We're asking everyone to follow that last comment, and to move forward together.

The purpose of my opening statement is to give the audience a feel for where the ExCom has been, and where the remaining members of the group intend for it to go in the coming months, hopefully with your support. It is also to set expectations for the meeting itself, and to establish a few simple guidelines. I ask that you please hold your questions and comments while I read this brief document.

First, please let me share a couple points of business. As most of you are aware, Mr. Andy Murphy, the President of the Louisville Bicycle Club, tendered his resignation to the Executive Committee on May 8th. The members of the ExCom were surprised, saddened and disappointed with this announcement. We will miss his enthusiastic contribution to the leadership of the club.

Several calls by members of both the Club and ExCom attempted to convince Mr. Murphy to withdraw his resignation. As of Wednesday, May 11th, at 6:30pm, when the ExCom met in an emergency session, those attempts had failed. It was the opinion of the ExCom that we needed to accept his resignation and move forward with steps to fill the role and continue business in what had become a fairly "excited" environment. The ExCom resolved to accept Mr. Murphy's resignation with a unanimous vote.

As the ExCom went through this process, we realized that the Bylaws of the Club do not provide for the sudden loss of the President, nor do they contain any language for a succession of leadership or the replacement of this important role beyond the

language for the replacement of a voting member by appointment of the ExCom by majority vote. Many aspects of the Club and ExCom cannot continue without the role of President being occupied.

So, the First Point of Business for the ExCom in the next thirty days is to:

- Appoint an individual to fill the role of President of the Club.
- Propose language for the Bylaws that more clearly define the succession plan in the event of a future loss due to resignation, catastrophic accident, or removal from office.
- Subsequent to filling the President's role, immediately begin the process of forming a Nomination Committee to find candidates to permanently fill this (and potentially other) roles on the ExCom. According to the Bylaws, only the President of the Club can initiate this process.

As Mr. Murphy was also the OKHT Director, I need to provide you with an update on the progress of this event.

The OKHT is currently on track and generally on schedule for 2011. With Mr. Murphy's resignation from the role, we are actively searching for a qualified candidate to fill his role. If we cannot find a qualified candidate to continue the process of leading this event, we will likely be forced to cancel the ride for 2011.

It is also my unfortunate duty to announce the resignation of Mr. Jim Tretter, the Club's Treasurer. Mr. Tretter sent an official resignation letter to the ExCom last evening, and posted it more broadly this morning. Jim has spent over twenty years of his time "off the bike" giving to the club in a leadership role, and making the club the financially stable organization that it is today with *fifteen years* in the role of Treasurer. His contributions will be sorely missed. His technical expertise and attention to detail were sincerely appreciated and respected by the Executive Committee both past and present. The fact that nobody ran against him in the role says a lot, regardless of how folks felt about Jim personally.

{for reference only}

1985 vp communication

1986-1992 OKHT Director

1993-1994 president

1995 IPP

1996-present - treasurer

I feel its also important to recognize that Mr. Tretter shared a full list of Club financial accounts and a complete accounting statement with the Executive Committee as one of the first pieces of business at the first meeting of the current ExCom. Going beyond the extent that his role required at the time, he shared complete financial transparency with us as many of us transitioned into our new roles.

The ExCom had a good meeting this past Wednesday filled with calm candor and honesty. Along with discussing the President's role, we also discussed the possibility of losing other roles on the committee as a result of tonight's meeting. We recognized that the Treasurer's role is a function that John Q. Public would not be able to fill, and that there was a certain amount of technical expertise, business acumen, and functional attention to detail that required a bit more structure than the average ExCom role.

We also recognized that the Club had not built a system of oversight and accountability into the role of the Treasurer, primarily due to the trust it held in the person occupying that role. The Club has been poorly prepared in this area for many, many years, predating Mr. Tretter's holding of the title and the current ExCom. The ExCom further recognizes that with a six-digit budget, we need to add greater robustness to our accounting; add greater clarity of expectation and job requirements; and formulate stronger policies and practices to the function of the office. To that end:

The Second Point of Business for the ExCom in the next thirty days is to:

- Immediately work with the cooperation of Mr. Tretter to transfer all of the club's accounts and paperwork at the absolute earliest time.
- Appoint a qualified individual to fill the role of Treasurer for the Louisville Bicycle Club.
- Immediately begin the process of a third party audit as part of both our normal business practice as defined by the Bylaws, and as a measure of normal business security through the transition of role leadership.
- Prepare a plan to modify our Bylaws and financial accounts to require dual signatures for financial documents/payments greater than an amount to be determined.
- Write a functional job description for the role of Treasurer that defines the expectations and necessary skills required to fill this role. We feel as though there are numerous club members that have accounting skills or backgrounds that would be ideally prepared to volunteer and run for this office, and look forward to their contributions.
- Have greater enforcement of the three-year, third party audit practice, which needs to be initiated by the ExCom. (What that means is that the Treasurer is not responsible for initializing the audit)
- Enhance the Club's accounting system over the near-term future to more closely resemble the business world's Good Accounting Practices (aka GAP guidelines), including practices that closely emulate Sarbanes-Oxley guidelines for oversight and accountability.

A few more things left...

We fervently believe that the Club's ride schedule is the heart of our Organization, and should be protected, developed and nurtured accordingly. We recognize that

this has not taken place recently. We also recognize that the lack of a plan and guidelines can and will lead to a disjointed schedule without vision and purpose.

The ExCom further recognizes that we need to continue to “fill in the gaps”, if you will, on the current schedule by offering more rides starting at locations around the perimeter of the Louisville area such as the Farnsley-Moorman, Vettiner Park, and TSP start points. We also recognize the need for more rides in the 50-80-mile range, as well as the need for more entry-level rides with sensitivity to newer riders so that we continue to welcome new members and riders with supported routes and rides. To this end;

The Third Order of Business for the ExCom in the next thirty days is to:

- Better define the role of the VP of Touring and provide greater clarity and guidance to the person in this role to better fulfill the needs of the Club and its membership.
- Form a short-term sub-committee of no more than twelve people, three of which will be ExCom members, to establish general touring guidelines that the Club will use as a foundation to establish the touring plan and schedule for the foreseeable future.
- These guidelines will be evolved as needed, and reviewed annually.
- These guidelines will also recognize that they need to be in response to the perceived needs of the Club’s membership, along with the long-term health of the organization and its most important feature, the ride schedule.

Almost done...

Service on the Executive Committee is a sacrifice of personal time for the betterment of the Club overall. Every member of the ExCom has, and continues, to act in a manner that they personally believe is in the best interest of the Club and its future. The Committee is formed with the intent that each individual manages their area of responsibility independently, with relatively little oversight by the rest of the Committee according to the Bylaws. We are elected by the Membership to fulfill these roles. This election process requires us to post our vision for the role, and to have this vision come under the scrutiny of the Club Membership. This has worked for many years.

It is very easy to complain and object to the job that someone has done in these roles. We’re human, and we’re only volunteers. We’ve had two emergency meetings in the last sixty days, and the roles have required tremendous amounts of our personal time in our four short months in office to deal with one opportunity after another.

What we have to admit as an organization is that there is a definite lack of people willing to step-up and take on this responsibility of time “off the bike” for the benefit of the majority “on the bike”. These are not easy roles, and we are not paid or compensated in any way. With only a few exceptions, there have been single

candidates on the ballot for every role for many years. We need your involvement in the leadership of this organization. Part of that is to understand the people running for the roles, and to make sure that you, the membership, understand the vision of those in the role before voting for them. If you object to the vision, we strongly encourage you to run against them in the next election.

To that end, the ExCom will be taking applications for appointment to the vacant roles in the ExCom, the OKHT Director, and for the formation of the Touring Committee. These should be e-mailed to the remaining members of the ExCom, and should include your vision for the role, your desired outcome for the role, and what you bring to the table for the fulfillment of the role. You have until the end of the month to do this.

The ExCom will meet in early June to review and appoint individuals to the roles, determine the fate of the OKHT, and to build the formalized Touring Committee.

Last point...

Things have not been easy or smooth for the club these last few months. Folks on both sides of the debate have strong opinions, and neither side has conducted itself well. Tonight's meeting will not solve all of the issues and opportunities, but will hopefully reflect a turning of the ship to move forward in a paced, positive and productive manner.

We have proposed that this meeting be conducted in strict accordance to Robert's Rules of Order. Let's face it; none of us on the ExCom are true Parliamentarians. Nor do we want to be, for that matter. We're going to make mistakes in the execution of the meeting, and we ask for your forgiveness before we even begin.

Let's also recognize what the original intent for the motion was: to keep order and to establish some curbs to operate within. I personally think it's hopelessly optimistic of us to believe we can enact a RRoO-style meeting with the flip of a switch. I was elected to the City Council in Illinois years ago, and we struggled to maintain the process after years of practice. Please allow us some latitude as we attempt to conduct this meeting in peaceful, positive manner.

What we firmly ask for from each of you is that you conduct yourself in a polite, constructive, civil manner, and avoid the personal attacks and foul language that seem to pervade our culture these days. If you are unable to respect each other's opinions and views, and do so in a calm, respectable way, you will be warned once, and then asked to leave. By leave, we mean leave the property, not lurk in the hall. Severe infractions will be asked to leave immediately. This will be at the sole judgment of the meeting chair. ExCom members are not exempt from this guideline.

We sincerely appreciate the work of various members to submit their motions in writing with arguments attached in advance of tonight's meeting. That should help

us facilitate the meeting in a much swifter fashion. We remind everyone that debates will be kept to two minutes. In the event that a motion to impeach is brought to light, the subject of that impeachment will have ten minutes to voice their case before the motion goes to vote. Voting will be done by written ballot. The Secretary will be responsible for the execution of that process. [section edited during live presentation] This will be decided by the Chairman and Club Secretary. [I will read the voting rules from the invitation.]

Lastly, we need to be out of this room by eight this evening. To meet that expectation, this meeting will end promptly and possibly abruptly at 7:45 to facilitate the clearing and cleaning of the room before our departure. Thanks again to Martin Kaelin for helping us find tonight's location. Mr. Kaelin is being reimbursed by the club for the expense.

So let's continue by shifting into the small ring and spinning easy for the rest of our time here together. With that, I thank you for allowing me to read this statement, and look forward to the future of the Club.

Mark Luking will guide us through the rest of our agenda...