

**MEETING OF  
THE BOARD OF DIRECTORS OF  
NORTHERN CALIFORNIA VELODROME ASSOCIATION**

***A California nonprofit corporation***  
**January 20, 2011**

Pursuant to notice duly given, a meeting of the Board of Directors (the “Board”) of the NORTHERN CALIFORNIA VELODROME ASSOCIATION, a nonprofit California corporation (the “NCVA”), was held at 2475 Hanover Street, Palo Alto CA at approximately 7:00 PM.

Board members Rick Adams, Pete Billington, Peter Bohl, Daniel Farinha, Warren Geissert, Cathy Morgan, Beth Newell, Jay Parkhill and Brian Peterson were present in person. Board members Lisa Hern and Giovanni Rey were absent. Mr. Peterson acted as Chair of the meeting and Mr. Parkhill acted as Secretary. Steve Jones, Dave McCook, Mark Rodamaker and John Simmons attended as guests.

**Race Promoter Guidelines**

Ms. Newell presented a draft of race promoter guidelines. The Board discussed the guidelines extensively, asked numerous questions of the guest promoters and track supervisors and recommended certain changes to the final guidelines. Following such discussion and upon motion duly made, seconded and unanimously carried, the promoter guidelines were approved in the form attached as Exhibit A and the Race Programs Committee was directed to circulate the guidelines to the NCVA community.

**County Liaison**

Mr. Peterson then noted that some confusion had arisen regarding appropriate lines of communication with Santa Clara County officials regarding NCVA matters. Following discussion, the Board affirmed that communications regarding facilities, lease and other structural matters should be handled by Mr. Simmons, and communication regarding schedules for training, races and other cycling-related matters should be handled by the chair of the Race Programs Committee.

**Renaming of Race Programs Committee**

Upon motion duly made, seconded and unanimously approved, the name of the Race Programs Committee was changed to Track Scheduling Committee, effective immediately.

Mssrs. Rodamaker and Jones departed the meeting following this discussion.

**Approval of December 2010 Meeting Minutes**

Upon motion duly made, seconded and unanimously carried, minutes of the December 16, 2010 meeting were approved.

## **Financial Update**

Mr. Adams offered a summary of the NCVA's financial activity during December and a review of the NCVA's financial results for 2010, which are attached as Exhibit B. Discussion followed regarding 2010 performance and anticipated 2011 income and expenses.

## **Communications Committee Update**

The Communications Committee described steps it has taken toward integration of the NCVA's website with the NCNCA website. The Communications Committee also described other technical activities it has undertaken, including the ability to accept electronically signed county waivers.

## **Facilities Committee Update**

The Facilities Committee described progress toward installing a shade structure on the velodrome's infield. A motion was made to cease further work toward installing the shade structure. The motion was seconded and did not pass. Two directors voted for the proposal, six directors voted against and one director abstained from voting on the issue.

## **Track Scheduling Committee Update**

The Track Scheduling Committee described a recent request to open the track for evening training sessions, explained to the Board that it had decided not to approve the request, and asked the Board's approval of its decision.

Upon motion duly made, seconded and unanimously approved, the Board delegated to the Track Scheduling Committee full authority to approve or disapprove after-hours training sessions without full Board review.

The Track Scheduling Committee then presented a draft of the 2011 race schedule. Following motion duly made, seconded and unanimously approved, the Board approved the provisional race calendar presented and authorized the Track Scheduling Committee to (i) solicit promoters and additional proposals for races and training within the general parameters described, and (ii) to post the provisional race calendar to the NCVA's website.

## **Marketing Committee Update**

The Marketing Committee presented a proposal to govern solicitation of advertising on wall signs around the velodrome and the distribution of proceeds therefrom. The Board extensively discussed the manner of solicitation and use of proceeds and Board members proposed certain changes to the circulated proposal. Following motion duly made and seconded, the Board approved the proposal wall signs procedure in the form set forth on Exhibit C by a vote of eight to one. Mr. Geissert wished to be recorded in the minutes as voting against the proposal.

### **Testarossa Velodrome Challenge**

As promoter of the Testarossa Velodrome Challenge, Mr. Adams requested that the Board provide \$7,000 toward expenses of the event. Discussion ensued regarding the proposed expense, the NCVA's budget, the combined budget for the Testarossa Velodrome Challenge and the Get Ready for Summer Series (both of which are promoted by Mr. Adams), the event itself and appropriate uses of NCVA funds. Following this discussion, a motion was made and seconded to advance \$7,000 toward collective promotion of the Get Ready for Summer Series and the Testarossa Velodrome Challenge. The motion passed by a vote of eight to zero, with Mr. Adams abstaining.

### **Adjournment**

There being no further business for discussion, the meeting was adjourned at approximately 9:45 PM.

Respectfully submitted,

*Jay Parkhill*  
Secretary of the Meeting

Exhibit A

Race Promoter Guidelines

Exhibit B

2010 Income and Expense Statement

Exhibit B

Race Promoter Guidelines

Exhibit C

Wall Sign Advertising Protocol