

**MINUTES OF
THE BOARD OF DIRECTORS OF
THE INTERNATIONAL UNICYCLING FEDERATION, INC.**

1 February 2015
1:00p Central Time
Via Skype

A meeting of the Board of Directors (the "Board") of the International Unicycling Federation, Inc., a New York corporation (the "IUF"), was held on 1 February 2015 via Skype.

Board Attendance:

Name	Present	Absent - Excused	Absent - Unexcused
Olaf Schlote, President	X		
Scott Wilton, Vice President	X		
Ryan Woessner, Secretary	X		
Jim Sowers, Treasurer	X		
Ken Looi, Director		X	
Haruko Matsunaga, Director		X	
David Weichenberger, Director	X		

I. Approval of the Board of Directors:

- Olaf made a motion to approve the new Board of the IUF for 2015
- Jim had a question regarding the addition of Board members
- We would like to receive a resume and written application, as well as a list of expectations, for each incoming Board member
- The Board voiced concerns with transparency and the opening up of the Board process
- Potentially create an open period for applications in which applicant directors can come forward
- Jim makes a motion to vote for the above referenced Board, including David
- Motion seconded by Scott
- Vote passes unanimously

[David added to the call]

- David will be asked to complete an application and participate the formal process of becoming a member of the Board

II. Officer Updates

President's Report

- Franck and JH left the Board effective today but they would like to continue to be active in the Board's activities
- European Championships registration will be opening soon – they will take place the first two weeks of August in Italy
- World Record Committee continues to move forward, they are hoping to verify some open requests soon
 - Mariam Lips is going to become more involved in the process

Vice President's Report

- Scott created an IUF Structure flow chart – helpful tool in understanding the overall structure of the IUF
- Rulebook Committee is moving forward. End of proposals will be relatively soon. The information in the Rulebook is being restructured to make it clearer for riders. Goal is to make it more accessible for competitors in the various disciplines.
- Unicon 2016 – Scott visited in early October to work with the organizers. Need an official position that works between the Board and the Unicon organizers. The IUF should be doing something more to help and support the organizers.
 - Scott suggests someone as Unicon Correspondent to work between the Board and the Group
 - Help with who should be directors in each discipline and connect the organizers with other people; answer rules questions and clarify the relationship; ensure that Unicon is running on track and that the facilities are appropriate
 - Assist the organizers in establishing a budget
 - Jim requests that Scott draft a short summary of what exactly the role is and what support he expects from the IUF

Treasurer's Report

- Jim has a written treasurer report for 2013 that he will send out later today
- Financial Update
 - In 2013, we loaned Montreal about \$2,000 to secure a facility for Unicon 2014
 - In 2014, Montreal paid us back for the loan and paid us for membership fees
 - Expenses for 2014 – paid for a German translation of the Rulebook; renewed the mailbox; purchased checks to be able to pay certain fees; hired a consultant (non-profit paralegal) to assist in the next steps on the corporate side of the IUF
 - As of today, we have a total of \$32,385.00 in our various accounts (i.e. Bank of America and PayPal)
 - We do not have transparency in terms of accounting for membership dues
 - We do not have D&O insurance – we need to get this ASAP
 - We do not have a budget – we need to create a specified budget for 2015
- Corporate Update
 - The IUF is a New York state corporation, filed in 1985, nothing filed since 2000
 - File New York certificate of change and foreign qualification filing in California
 - Jim wants to get board approval necessary to ensure that the status of the corporation is in compliance in New York and California
 - Jim will forward along an email from the consultant regarding the status of the corporate entity

- Jim would also like to determine a principal place of business of the corporation
- Jim will send out documents to address most of the items he addressed in his report
- David will contact some individuals in regards to costs relating to establishing a corporation in Switzerland

III. Bylaws

- Ryan will work with Jim to discuss any particular changes to the Bylaws in relation to the corporate updating and will circulate a revised draft prior to the April 2015 meeting of the Board
- Changes to be considered include: agent for service of process; principal place of business; unanimous consent for written actions; number of meetings per year; responsibilities of board members; meeting attendance

IV. Skill Level Correspondent

- Ingrid Kruetzer would like to be an assistant skill level director; Jamey Mossengren would like to be director
- Should offer some form of a coordinator to keep skill levels going on the international level
- International rules but the national bodies can run the testing and certification by themselves
- New Skill Level Correspondent will give more power in the national bodies but be a point person at the IUF to take questions
- Ask Jamey to write a description of what he expects the Skill Level Correspondent
- Motion to make Jamey the Skill Correspondent for 2015
- Jamey unanimously approved as Skill Level Correspondent for the next year

V. IT Project

- One of the main things the IUF can offer is a compute/IT system that keeps track of event results and a way to register and run the competition. Robin has been working on this for the last 4 years as a volunteer. We want a way to keep track of all of the members (i.e. skill level, performance in events, rankings, comparisons from year to year. Unfair to ask them to help without giving them something in return.
- Robin has presented a budget for the IT project, as well as a list of what we would want in the system.
- The goal is for anyone running the event could use the software.
- The cost of the development will be approximately \$3,700. Gossi is also developing an alternative proposal.
- Scott makes a proposal of \$3,000 for 2015. Jim counters with \$4,000 for 2015.
- Motion for the 2015 budget for IT related projects is \$4,000.00
- Motion passed unanimously by the Board

VI. Unicon Liaison

- Scott will provide a definition summary of the position in the next few weeks
- Need to be clear with what authority we are giving Scott.
- Scott not allowed to do anything legally binding on behalf of the board

- Proposal: Scott to be appointed as Unicon Liason with the 2016 Unicon Organizing Committee (support role to ensure that they put on the best Unicon possible)
- Passes unanimously (Scott abstains)

VII. Other Business

- Spending Plan
 - Controls over how money gets spent
 - Any expenditure over \$X requires the signature of two members of the Board
 - Build into the budget these nominal costs, such as skill level certifications, world records and various postage costs
- IUF Newsletter
 - Individuals from Sweden would like to try to have a newsletter for 6 months, and then re-evaluate from there.
 - Questions of how much we would want to pay for that service
 - Jim: potentially create a quarterly newsletter from the Board that is released to members - newsletter should discuss more about just the IUF Board and related items
 - Scott: More people would be interested in reading about other items in the general unicycle community, such as events and various disciplines
 - Jim requests that Olaf provide the parameters: quarterly newsletter, three to five pages, focus on IUF Board and then a different discipline each time.
 - Ask for first newsletter end of March
 - Olaf will follow-up on this item with the Swedish team
- Unicycling Marketing
 - Jim would like to get more involved in marketing or other visible activities
 - Not a specific time when we will see 12-15 minute documentary on Unicon, but Jim will follow-up with him
 - Should make a 2-minute highlight promo from the footage that describes what unicycling is
 - There is a need to build marketing into the budget
- Olaf would like to have quarterly meetings in 2015 – next meeting will be in April

VIII. Adjournment

- There being no other business to consider, the meeting was adjourned at 3:18p Central Time.

Respectfully submitted,

Ryan R. Woessner, Secretary