

IRC Board Meeting

July 9, 2018 Minutes – DRAFT

Attending: Doug Stemmler, Janet Klochko, Andrew Purdie, John Baker, Lisa Lee, Tracy Barta.

Executive Director Report (attached)

Learn-to-row is attracting lots of new people. June's session had a waiting list! There are 16 juniors in novice summer camp.

Discussed increasing the fee for Juniors' program. Last year, it was \$1000. This is comparable to other rowing clubs and lower than most other travel sports.

John Baker moved that we authorize Andrew to increase the fee for Juniors' Fall session up to no more than \$1100. We encouraged Andrew to produce a simple description of the allocation of those funds for the parents to see. Vote to increase the juniors' fee will be by email, since we do not have a quorum.

ACCOUNTS RECEIVABLE stand at \$13,000. This is much better than our historic collection rates.

EVENTS: Andrew provided a spreadsheet of revenue and cost history for several hosted regattas (attached). There was less than \$1000 profit from the High School sprints. We might want to bid out some Audio-Visual big-ticket items to find a better price. Events committee should set up a budget for each type of regatta. The NCAA bid for 2019 includes a \$10,000 line-item fee paid to IRC. We supply the gasoline for launches, but everything else is paid through others.

OUTREACH: The VA program and Joseph Maley Foundation rowing experience are both going well. We should look into publicizing our VA outreach to the American Legion Headquarters, located here.

MAINTENANCE: Andrew is trying to get a meeting with the CIB. The starting platforms are falling apart and require an estimated \$150,000 to rebuild. The

coffer dam needs to be rebuilt. These things will be needed prior to the 2019 NCAA Championships.

Treasurer's Report (attached)

1099's for 2017 are nearly done. The conversion to QuickBooks is completed, and expenses are well tracked and clear. Income is still labor-intensive to categorize and track.

JUNIORS: The coaches met with Andrew and agreed that a set, budget amount will be transferred into a Booster account that will have a debit card linked to it. Expenses for the Junior program will be charged to the debit card, and receipts will go to Andrew for tracking.

Governance Committee

Janet Klochko and John Baker reviewed our IRC By-laws and updated them. The proposed by-laws are attached. We need an email vote on accepting the new by-laws.

Strategic Plan (attached)

Doug reviewed the process we used to come up with this strategic plan. We started of with SWOT analysis (Strengths, Weaknesses, Opportunities, Threats). The board decided that IRC should be committee-driven. Therefore; the strategic plan is derived from the planning templates of the committees. We hope that future strategic plans will maintain this format and the 90 day and 6 month accountabilities.

We will review and discuss the strategic plan at the next IRC Board meeting on Monday, September 10, 2018.

July 9th 2018

IRC Board of Directors – 6:00 p.m.

Meeting Agenda

1336 N. Delaware St., Rm 1346

1. Executive Director Report – Andrew
2. Finance Committee Report – John, Doug
3. Governance Committee Report – Janet, John
4. Review/Discuss of Strategic Plan

Executive Director Report
BOD Meeting – July 9th, 2018

Membership

- Currently we have 316 members with 1160 Contacts.
- I have been following up with individuals with lapsed/not renewed membership to clarify their intentions for 2018.
- We have 15 registered U23 rowers for the summer season
- Working on aging receivables...most outstanding balances are either brand new or over 90 days lapsed
- All private boat owners have paid their rack fees for 2018

Programs / Classes

- June Outdoor LTR - 25 (10 person waiting list at one point)
- July LTR - 17
- August LTR - 11
- NJSC Session 1 - 12 - June 11th-June 29th
- NJSC Session 2 - 16 - July 9th - July 27th
- Training Schedule –
 - Juniors – M-F, 6-8pm
 - Competitive Masters - T/Th, 6:30-8pm; Sat. 7-9am
 - Recreational Masters – M/W, 6:30-8pm; Sat. 8-10am
 - Yoga - Tuesday 5-6pm, Sat. 10-11am
 - NJSC - M-Fri., 4-6pm
- Surveys sent out to LTR people
- Cost –
 - Membership - \$400
 - Recreational or Competitive Masters - \$400
 - 30% off for Young Adults
 - Juniors for Fall 2018 - \$1100 (proposed)

Social Media

- IRC is active on Facebook and Twitter
- Facebook stats
 - In June on FB, this has happened
 - page views increased 62%
 - page likes increased 9%
 - we have reached 4,764 people through boosted posts
 - page followers increased 27%
 - 1020 followers on Twitter
- I have met with Brett Williams from Indiana Sports Corp. to help with Communications and enlist some volunteers with doing press write-ups etc.

Outreach

- Adaptive Rowing – Talking about this starting earlier next year in order for us to have adaptive events at Indy Summer Sprints
 - Joseph Maley Foundation - limited mobility youth summer camp
 - VA - We have a class set for 6 meetings in 2018 for VA participants...more information available upon request
- RowIndy –
 - We would like to implement a new model for this program...taking ergs to the schools...currently looking for funding to get this off the ground.
 - Met with Kathy Langdon on Friday March 16th - possible STEM tie-in
- Cancer Support Community
 - Will start back up with CSC class once a week right after Labor Day
- Pike Fire Department
 - Wellness Wednesdays -
- Veterans Administration
 - Class once a month from April to October for 2018
- Joseph Maley Foundation
 - once a week for 6 weeks in the summer 2018

Events

- Will start working on dates for 2019 events...
 - Indy Indoor Championships - January 26th, 2019 (tentative)
 - Junior Sculling - May 4th (tentative)
 - Junior Sprints - May 5th (tentative)
 - Big Ten's - not planning for 2019 but back in 2020
 - NCAA's - May 28th - June 2nd, 2019
 - Erik Johnson - Chair
 - I have had preliminary conversations
 - Indy Summer Sprints - June 23rd, 2018
 - 13 clubs - 76 entries
 - 2nd Annual Audrey Lupton 5K - October 20th

Fund Development

- Meeting with Anthem, CICF, Finish Line,
- Michael Browning - has tentatively committed to \$10,000/year over the next 5 years...working with Erik on agreement
- Mayor
- VisitIndy
- CIB

Boathouse Management

- Emmanuel and I will be working with an ongoing and constantly updating list of things that need to be done at the boathouse...this goes well beyond boat repairs.

Indy High School Sprints
May 5th & 6th, 2018

Officials	9	
Number of competitors	700	
Number of clubs	17	
Number of Park Rangers	1	need 2

Expenses	Vendor	Actual 2016	Actual 2018
Admin		\$1,983.86	\$0.00
credit card fees	RegattaCentral	\$219.63	
Registration services	RegattaCentral	\$1,167.07	
Medals	Maxwell Medals	\$597.16	\$0.00
Facility		\$1,694.33	\$2,459.00
Portable toilets (25+1 handicap+handwash)	Indy Portables	\$1,445.00	\$1,159.00
Beach Shelter Rental	Indy Parks & Recreation	\$150.00	\$400.00
Gas	Speedway	\$99.33	\$100.00
Extra Launch (ECO)			\$800.00
Audio/Visual		\$760.00	\$1,230.00
Radio (rentals)	Infiniti Wireless	\$705.00	\$1,230.00
Radio (missing earpiece)	Infiniti Wireless	\$55.00	\$0.00
Event Personell		\$1,649.79	\$3,829.30
Officials - fees	\$75 (\$100 for Chief)	\$625.00	\$1,550.00
Officials - lodging	TownePlace Suites (3 rooms)	\$569.79	\$1,509.30
	Lynne Olson	\$209.43	
	Blake Ebright	\$150.93	
	Tom Broderick	\$209.43	
Park Ranger (\$35/hr effective 1/1/12)	Will Slayton (6am-7pm)	\$455.00	\$770.00
Hospitality		\$300.77	\$370.00
Food/Water	Costco	\$59.43	\$100.00
Ice	Speedway	\$17.91	\$20.00
	Subway (Sat) / Boosters (\$10 each)		
Lunch for refs & all day volunteers		\$223.43	\$250.00
TOTAL EXPENSE		\$6,388.75	\$7,888.30

Income	Vendor	Actual 2016	Actual 2018
Entry fees	RegattaCentral	\$8,480.00	\$6,458.87
Hotel rebates			\$1,840.93
	Holiday Inn Express	\$285.00	
Merchandise Sales	Northwest Designs Ink	\$1,181.57	\$524.25
TOTAL INCOME		\$9,946.57	\$8,824.05
PROFIT		\$3,557.82	\$935.75

check
#0345 from
Regatta
Central for
the May 6th
Junior
Sprints
check
#0344 from
Regatta
Central for
the May 5th
Sculling
Championsh
ips

FineDesigns

2016 Big Ten Rowing Championships Budget

Volunteers needed:

Saturday 60
Sunday 80

Officials needed

12

Medical

1 EMT on site / St. Vincent trainer on site

Park Rangers/Security

2 on land / 1 on water

EXPENSES	Categories	2011 Actual	2012 Actual	2013 Actual	2014 Actual	2015 Actual	2016 Quote	2018	Notes
Facility/Venue		\$4,209.00	\$4,195.00	\$3,012.00	\$3,401.00	\$3,131.25	\$3,200.00	\$4,056.00	
Portable toilets		\$1,907	\$1,700	\$1,180	\$1,420	\$1,395	\$1,370	\$1,586.00	25 + 2 handicap
Beach Shelter Rental		\$590	\$600	\$600	\$300	\$300	\$300	\$400.00	\$200/day
Tent (20'x20')		\$233	\$327	\$430	\$359	\$384	\$255	\$270.00	
Scales (boat & coxswain)				\$511	\$800	\$800	\$800	\$800.00	
Gas		\$474	\$314	\$100	\$193	\$152	\$200	\$200.00	
USRowing Registered Regatta/Insurance		\$500				\$100	\$100	\$0.00	
Marketing/Event materials		\$162	\$1,163	\$88	\$264		\$100	\$0.00	
Supplies		\$343	\$91	\$103	\$65		\$75	\$75.00	
Course Alignment								\$600.00	
Course Alignment Travel								\$125.00	
Timing		\$3,490	\$3,017	\$3,401	\$3,457	\$9,114	\$6,300	\$3,257	
Timing (fee)		\$3,370	\$2,925	\$3,225	\$3,350	\$8,310	\$4,100	\$1,616.50	Here Now
Timing (travel)		\$120	\$92	\$176	\$107	\$804	\$2,200	\$1,640.00	
Audio/Visual		\$4,519	\$2,280	\$4,597	\$12,624	\$13,771	\$14,542	\$18,060	
Radio rental		\$1,000	\$1,690	\$1,245	\$1,245	\$1,245	\$1,245	\$1,205.00	60 radios
Monitor for coaches tent, wireless mic		\$3,519	\$590	\$852	\$932	\$1,232	\$1,232	\$5,303.80	Markey's
Producer					\$1,790	\$1,640	\$1,640	\$1,640.00	Tom Opferman
Video Board				\$2,500	\$2,800	\$3,080	\$3,080	\$3,130.00	Neoti
Video Board camera/signal					\$4,501	\$5,218	\$5,945	\$5,781.00	Bexel
Additional Ins. For Bexel					\$1,356	\$1,356	\$1,400	\$1,000.00	
Event Personell		\$1,864	\$6,154	\$6,587	\$5,670	\$8,365	\$8,980	\$7,585	
Officials - fees		\$330	\$375	\$375	\$435	\$715	\$855	\$0.00	11
Officials - travel reimbursement		\$100	\$2,831	\$2,872	\$2,425	\$2,511	\$2,660	\$2,741.45	
Officials - per diem (food & lodging)			\$1,000	\$1,705	\$1,430	\$2,395	\$2,935	\$715.00	
Officials - hotels		\$435	\$667	\$99		\$347	\$0	\$1,779.57	
Security		\$100	\$280	\$280	\$245	\$1,050	\$1,050	\$560.00	2 on land / 1 on water (Sun)
Announcer			\$300	\$500	\$500	\$600	\$700	\$1,200.00	Mark Perzel
Announcer - hotel room				\$104	\$107	\$116	\$150	\$188.75	Sat night
T-shirts for volunteers		\$649	\$701	\$652	\$528	\$631	\$630	\$400.00	75 shirts
Online volunteer management		\$250							
Hospitality		\$172	\$256	\$264	\$396	\$306	\$925	\$1,197	
Volunteers/Referees/LOC		\$131	\$201	\$104	\$175	\$117	\$150	\$175.00	
Coaches			\$55	\$95	\$90	\$55	\$75	\$121.99	Ripple Bagel and Deli
Student-athlete snacks							\$600	\$600.00	
Lunch for all day volunteers, refs, LOC		\$41		\$65	\$131	\$135	\$100	\$300.00	
Launch Rental		\$0	\$494	\$848	\$600	\$2,464	\$3,000	\$1,500	
Launch Rental			\$494	\$848	\$600	\$1,464	\$1,500	\$1,500.00	
Pontoon rental & marina closure						\$1,000	\$1,500	\$0.00	
Banquet		\$14,588	\$17,629	no banquet after 2012					
Bracelets for Banquet			\$79						
Parking pass for Zoo (7 bus passes)			\$70						
Team Banquet - Dinner		\$12,402	\$15,959						
AV equip. for banquet		\$1,543	\$1,464						
Roses & vases		\$643	\$57						
TOTAL EXPENSE		\$28,842	\$34,025	\$18,709	\$26,148	\$37,152	\$36,947	\$35,654	
INCOME									
Big Ten - event fee		\$23,450	\$23,450	\$24,950	\$29,000	\$32,000	\$32,000	\$46,945.00	
Big Ten - jumbotron rental				\$2,000					
Banquet (team payments)		\$11,760	\$14,210						
Venue use fee							\$10,000		
							\$5,000		
Staff time (2 IRC F/T staff)									
	Jen Mike						\$1,500		
							\$750		
TOTAL INCOME		\$35,210	\$37,660	\$26,950	\$29,000	\$32,000	\$49,250	\$46,945	
PROFIT		\$6,368	\$3,635	\$8,241	\$2,852	-\$5,152	\$12,303	\$11,291	

Indy Summer Sprints
June 23rd, 2018

Income

Entry Fees	RegattaCentral	\$1,924.83
	IRC	\$600.00
	Checks	
	Cash	
Boat Rental	GCRA	
Total Income		\$2,524.83

Expenses

RegattaCentral	fees	
Hospitality	volunteer food	
Admin	heat sheets - FedEx	\$0.00
	medal inserts - A-1 Awards	\$200.00
Venue/Facility	Service Sanitation	\$144.00
	beach shelter rental	\$0.00
Radios	Infiniti wireless	\$402.00
USRowing Referees	Eric Chiang	\$100.00
	Gregg	\$75.00
	Dennis	\$75.00
	Melissa	\$75.00
	John	\$75.00
	Todd	\$0.00
	Lodging	\$682.59
Total Expenses		\$1,828.59

plus \$525 for a ^{broken} lost radio

PROFIT	\$696.24
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Memo

Date:	7/9/2018
To:	IRC Board
From:	John Murphy
Subject:	IRC July Treasurer Report

All,

The cash position as of Sunday is

- Club cash: \$35,309
 - \$14,000 in checking
 - \$5168 in Boosters
 - \$500 in Savings
 - \$15,641 in Capital funds
- Schwab: \$109.97

This is essentially flat to 1Q 2018. All expenses for Spring season are paid. I am working on a 2018 vs. 2017 period over period P&L and Balance Sheet report.

Agenda Items for the Treasurer/Finance Committee for the ongoing discussions are as follows:

- We are collecting various 990 components for July submission to Pile.
- Doug, Andrew and John discussed raising dues for the Fall season. We were all in agreement that this is a good idea. The range of increase discussed would put dues for Juniors at \$1050 to \$1100. The amount should be agreed on by the Board.

Respectfully,
John Murphy
Treasurer

CODE OF BY-LAWS
OF
INDIANAPOLIS ROWING CENTER, INC.

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Revised June 2018

CODE OF BY-LAWS
OF
INDIANAPOLIS ROWING CENTER, INC.

ARTICLE 1.

IDENTIFICATION AND PURPOSE

Section 1.01. **Name.** The name of the Corporation is INDIANAPOLIS ROWING CENTER, INC. (hereinafter referred to as the "Corporation").

Section 1.02. **Principal Office and Resident Agent.** The post office address of the principal office of the Corporation is:

Indianapolis Rowing Center
7350 Eagle Beach Dr.
Indianapolis, IN 46254

and the name and mailing address of its Resident Agent is:

Andrew Purdie
P.O. Box 53223
Indianapolis, IN 46253

Section 1.03. **Mission Statement.** The mission of the Corporation shall be as follows:

To develop youth and adults of all social and economic backgrounds through the sport of rowing by providing experienced and knowledgeable instruction, a variety of skill-enhancing programs, and world-class facilities.

ARTICLE 2.

MEMBERSHIP

Section 2.01. **Qualification of Members.** The Corporation's members shall consist of the subscribing members and all other natural persons who pay the annual membership fee for themselves or members of their immediate family. The Board of Directors shall approve to full voting

membership all natural persons applying for membership who meet such other qualifications that apply to all members as may be set from time to time by the Board of Directors.

Section 2.02. Term. The term of membership of all members shall be one (1) year.

Section 2.03. Classes of Membership. The Corporation shall have two (2) classes of membership – voting and non-voting --- which shall consist of natural persons elected as such by the Board of Directors. Persons who pay the full membership fee shall be eligible for voting membership; persons who pay fees for instructional classes or boat rentals but do not pay the full membership fee shall be eligible only for non-voting membership.

Section 2.04. Rights of Members. The right of a member to vote and all his or her right, title and interest in or to the Corporation shall cease on the termination of his or her membership. No member shall be entitled to share in the distribution of the corporate assets upon the dissolution of the Corporation.

Section 2.05. Resignation from Membership. Any member may resign at any time by giving written notice of such resignation to the President, the Executive Director or the Secretary of the Corporation. Such resignation shall be made in writing and shall take effect at the time specified therein, and, if no time is specified, at the time of its receipt. The acceptance of a resignation shall not be necessary to make it effective. If a member serving as a Director resigns from membership in the Corporation, his or her term as a Director shall terminate at the time such resignation becomes effective.

Section 2.06. Termination of Membership. The Board of Directors may adopt such rules and regulations as it deems necessary or advisable for the suspension or termination of membership. Voting membership shall automatically terminate if a member does not pay the annual dues as of the date set by the Board of Directors.

Section 2.07. Period of Membership. The number of terms of membership which a person may serve is not limited.

ARTICLE 3.

MEETINGS OF MEMBERS

Section 3.01. Place of Meetings. All meetings of members shall be held either at the principal office of the Corporation in the State of Indiana, or at such a place within or without the State

of Indiana as may be designated by the Board of Directors and specified in the respective notices or waivers of notice thereof.

Section 3.02. Special Meeting. Meetings of the members may be called by the President of the Corporation, by a majority of the Board of Directors, or by a written petition signed by not less than one-tenth (1/10) of the outstanding members of the Corporation. Upon a request in writing delivered to the President or the Secretary by a person or persons entitled to call a meeting, it shall be the duty of the President or the Secretary to give notice of such meeting to the members, and, if such request is refused, the person or persons making such request may call a meeting by giving notice in the manner hereinafter provided. Business transacted at all such meetings shall be limited to the subjects in the call or waiver of notice and matters germane thereto.

Section 3.03. Notice of Meetings. A written or printed notice stating the place, day and hour of the meeting, the purpose or purposes for which such meeting is called, shall be delivered, e-mailed, or mailed by the Secretary or by the Officer or persons calling the meeting to each member of record of the Corporation at such address as appears on the records of the Corporation not more than thirty (30) nor less than ten (10) days before the date of the meeting. Notice of any such meeting may be waived in a document filed with the Secretary by any member if the waiver sets forth in reasonable detail the purposes for which the meeting is called and the time and place of the meeting. Attendance at any meeting shall constitute a waiver of notice of that meeting.

Section 3.04. Voting Lists. At least ten (10) days before each meeting of members, the Secretary shall make a complete list of members entitled to vote at the meeting, which list may be inspected by any member, for any proper purpose, at any reasonable time.

Section 3.05. Quorum. One-third (1/3) of the persons qualified to vote as members, represented in person or by written proxy, shall constitute a quorum for the transaction of business at any meeting of the members of the Corporation, except in cases of a meeting called for the purpose of voting on a proposed amendment to the articles of incorporation, merger, consolidation, reorganization, special corporate transaction, or voluntary dissolution at which such vote is conducted, for the purpose of voting on that matter only, a quorum shall be constituted by those members that are otherwise entitled to vote in respect thereof and that are present, in person or by written proxy, at the meeting at which such vote is conducted. The Secretary of the Corporation shall certify the number of members attending each scheduled meeting in the minutes prepared with respect to such meeting.

Section 3.06. Voting Rights. Each voting member present in person or by written proxy shall be entitled to cast one (1) vote upon each question voted upon at all meetings of the members.

Section 3.07. Action Without Meeting. Any action required or permitted to be taken at a meeting of the members of the Corporation may be taken without a meeting if, prior to such action,

a consent in writing, setting forth the action so taken, shall be signed by fifty-one percent (51%) of the members entitled to vote with respect to the subject matter thereof, and such written consent is filed with the minutes of the proceedings of the members.

ARTICLE 4.

BOARD OF DIRECTORS

Section 4.01. Functions. The business, property and affairs of the Corporation shall be managed and controlled by a Board of Directors as from time to time constituted.

Section 4.02. Eligibility. A person who is not a member of the Corporation may be elected as a Director. At any time, no more than fifty percent (50%) may be non-members of the Corporation. The retiring President (Past President) shall be a non-voting member of the Board for one year after the end of his or her term as President, for the benefit of continuity of leadership for the Board. However, on the designation of the Board, any former Director may serve as set forth in Section 4.12 as a member of a Board Committee for such period as the Board may designate. At any time, no more than two (2) immediate family members may serve as Directors.

Section 4.03. Number. There shall be fifteen (15) Directors of the Corporation, which number may from time to time be increased or decreased by resolution adopted by not less than a majority of the Board of Directors, subject to the limitation that the Board of Directors shall never be reduced to less than five (5) Directors. In the event the number of Directors is increased as provided herein, the election of the additional Director or Directors shall be by a vote of the Board of Directors. Except as otherwise provided in the Code of By-Laws, all members of the Board of Directors shall have and be subject to the same and equal qualifications, rights, privileges, duties, limitations and restrictions.

Section 4.04. Election. The Board of Directors shall at regularly scheduled meetings elect the Directors eligible in accordance with Section 4.02 for the terms provided in Section 4.04 and in accordance with procedures established by the Board of Directors. The Boosters Club and the Masters Rowers shall each nominate one representative who shall upon being confirmed by the Board, be non-voting Directors for the term of one year.

Section 4.05. Term. Each member of the Board of Directors shall serve for a term of three (3) years or until his or her successor is elected and qualified. The number of terms a person may serve as a Director is not limited. A Director elected in the first six months of the calendar year shall have his or her term commence on the next July 1. Directors elected in the last six months of the calendar year shall have his or her term commence on the following January 1. Each elected Director

shall be eligible to participate at and vote at meetings of the Board in the period between election and the beginning of his or her term.

Section 4.06. Vacancies. Any vacancy among the Directors caused by death, resignation, removal or otherwise may be filled by a majority vote of the remaining members of the Board of Directors. A Director elected to fill a vacancy shall hold office for a full three-year term.

Section 4.07. Resignation. Any Director may resign at any time by giving written notice of such resignation to the President or the Secretary of the Corporation. Such resignation shall be made in writing and shall take effect at the time specified therein, and, if no time is specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

Section 4.08. Removal. Any Director may be removed, with or without cause, at a meeting of the Board of Directors called expressly for that purpose, through a vote of two-thirds (2/3) of all the members of the Board of Directors then serving.

Section 4.09. Meetings. The election of Officers may be held at any meeting of the Board of Directors specifically called in the manner set forth herein. There shall be at least four regular meetings of the Board each calendar year at times and places adopted by resolution of the Board. Meetings of the Board of Directors shall be called by the President, and shall be called by order thereof upon the written request of not less than one-third (1/3) of the membership of the Board of Directors, which request shall set forth the business to be conducted at such meeting.

Section 4.10. Notice of Meetings. Notice of all meetings of the Board of Directors except as herein otherwise provided, shall be given by mailing the same at least ten (10) days before or by phoning or emailing the same at least three (3) days before the meeting to the usual business or residence address of the Director as shown upon the records of the Corporation. Notice of any meeting of the Board of Directors may be waived in a document filed with the Secretary by any Director if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called and the time and place of the meeting. Attendance at any meeting of the Board of Directors shall constitute a waiver of notice of that meeting.

Section 4.11. Quorum. A quorum of the Board of Directors at any annual or special meeting of the Board of Directors shall be one-half (1/2) of the duly qualified members of the Board of Directors then occupying office, but in no case shall there be less than three (3) Directors present. The act of a majority of the Directors present at a meeting who constitute a quorum shall be an act of the Board of Directors.

Section 4.12. Committees. The Board of Directors, by resolution adopted by a majority of the Board, may designate an executive committee consisting of three (3) or more Directors, which committee, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation. When it is impractical for the Board to meet and act, and decisions must be made before the next board meeting, the executive committee may exercise the Board's powers but minutes shall be kept of all action taken and immediately provided to other members of the Board. Such committee shall make recommendations to the Board for action at their Board meetings. The Board may create such other committees as it deems necessary to pursue specific areas of the Board's business and to make recommendations to the Board for action at Board meetings. The designation of any such committee and the delegation thereof of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him or her by law. Former Directors and others who are not Board members may serve on one or more of such committees but shall neither be a chair of the committee nor have the right to vote with respect to the committee's business. However, the committee may authorize a former Director or other non-Board member to act on its behalf with respect to specific matters. Former Directors who so serve shall collectively be designated as The Advisory Board.

Section 4.13. Powers. All the corporate powers, except as otherwise provided herein or by law, shall be vested in and shall be exercised by the Board of Directors.

Section 4.14. Action Without Meeting. When action is desired to be taken on a recommendation of a committee before the next scheduled meeting of the board, the committee, with approval of the President or a Vice-President, may e-mail or otherwise transmit the recommendation to all members of the board and request each member to reply within a specified time as to whether he or she is in favor of or opposed to the recommendation. The recommendation shall be deemed adopted if a majority of all board members respond in the affirmative. The votes shall be delivered to the Secretary immediately after the reply date and kept until the next regular meeting at which time the vote shall be recorded in the numbers.

ARTICLE 5.

THE OFFICERS OF THE CORPORATION

Section 5.01. Officers and Agents. The Officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other Officers as the Board of Directors may, by resolution, designate from time to time. No person shall hold or perform the duties of two offices at the same time. The Board of Directors may, by resolution, create, appoint and define the duties and fix the compensation of such Officers and agents as, in its discretion, is deemed necessary, convenient or expedient for carrying out the purposes for which the Corporation is formed;

provided, however, that Officers and agents shall be compensated only for actual services performed on behalf of the Corporation.

Section 5.02. Election, Term of Office and Qualifications. All Officers shall be chosen by the Board of Directors at a meeting of the Board of Directors. Each Officer shall serve for a term of two (2) years or until his or her successor is chosen and qualified. The term of one Vice-President shall be staggered with that of the President so that each term will not depart from the Board at the same time. No Officer of the Corporation may serve more than two (2) consecutive terms. No person may hold more than one office of the Corporation at any time. At any time, no more than two (2) immediate family members may hold Offices of the Corporation.

Section 5.03. Vacancies. In the event an office of the Corporation becomes vacant by death, resignation, disqualification or any other cause, the Board of Directors shall elect a person to fill such vacancy, and the person so elected shall hold office until his or her successor is elected and qualified or until the next annual meeting of the Board of Directors. Vacancies may only be filled by individuals eligible to hold Offices of the Corporation as provided in Section 5.02.

Section 5.04. President. The President shall be the chief executive officer of the Corporation; shall have and exercise general charge and supervision of the conduct of the ordinary business of the Corporation; and shall do and perform such other duties as the Code of By-Laws provides or as may be assigned to the President by the Board of Directors.

Section 5.05. Vice President. Any Vice President may perform all duties incumbent upon the President and shall perform such other duties as the Code of By-Laws may require or as may be assigned to him by the President or the Board of Directors.

Section 5.06. Secretary. The Secretary shall have the custody and care of the corporate records and the minute books of the Corporation. He or she shall attend all the meetings of the Board of Directors and members of the Corporation, and shall keep, or cause to be kept in a book provided for the purpose, a true and complete record of the proceedings of such meetings, and shall perform a like duty for all standing committees of the Board of Directors when required. He or she shall attend to the giving and serving of all notices of the Corporation, shall file and take care of all papers and documents belonging to the Corporation, and shall perform such other duties as may be required by the Code of By-Laws or as may be prescribed by the Board of Directors.

Section 5.07. Treasurer. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Corporation. He or she shall be the legal custodian of all monies, notes, securities, and other valuables which may, from time to time, come into possession of the Corporation. He or she shall immediately deposit all funds of the Corporation in a reliable bank or other depository as may be designated by the Board of Directors, and

shall keep such bank account in the name of the Corporation. He or she shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of the Corporation and shall perform such other duties as may be required by the Code of By-Laws or as may be prescribed by the Board of Directors.

Section 5.08. Removal. Any Officer may be removed, with or without cause, from office by the affirmative vote of two-thirds (2/3) of all the Directors at any regular or special meeting of the Board of Directors called for that purpose.

Section 5.09. Resignations. Any Officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, and, if no time is specified, at the time of its receipt by the President or the Secretary of the Corporation. The acceptance of a resignation shall not be necessary to make it effective.

ARTICLE 6.

EXECUTIVE DIRECTOR

The Executive Director shall be the chief operating officer and shall direct the day-to-day operations of the Corporation under the direction of the President and the Board. He or she shall not be a Director of the Corporation.

ARTICLE 7.

LOANS TO OFFICERS AND DIRECTORS

The Corporation shall not make any advancement for services to be performed in the future, nor shall it make any loan of money or property to any Officer or Director of the Corporation.

ARTICLE 8.

CORPORATE BOOKS

Except as otherwise provided by the laws of the State of Indiana, by the Articles of Incorporation of the Corporation, or by the Code of By-Laws, the books and records of the Corporation may be kept at such place or places, within or without the State of Indiana, as the Board of Directors may from time to time by resolution determine.

ARTICLE 9.

FINANCIAL AFFAIRS

Section 9.01. **Contracts.** The Board of Directors may authorize any Officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance; and unless so authorized by the Board of Directors, no Officer, agent or employee shall have any power of authority to bind the Corporation by any contract or engagement, or to pledge its credit or render it liable peculiarly for any purpose or to any amount.

Section 9.02. **Checks, etc.** All checks, drafts, notes, bonds, bills of exchange, and orders for the payment of money shall, unless otherwise directed by the Board of Directors or required by law, be signed by either the President or Treasurer. The Board of Directors may, however, designate the Executive Director or other employees of the Corporation, other than those names above, who may, in the name of the Corporation, execute drafts, checks and orders for the payment of money on its behalf.

Section 9.03. **Investments.** The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors.

Section 9.04. **Fiscal Year.** The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December each year.

ARTICLE 10.

PROHIBITED ACTIVITIES

Notwithstanding any other provision of the Code of By-Laws, no member, Director, Officer, employee or agent of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization described in Sections 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986, as amended, or any successor provision or provisions thereto.

ARTICLE 11.

AMENDMENTS

The power to make, alter, amend or repeal the Code of By-Laws is vested in the Board of Directors, which power shall be exercised by affirmative vote of a two-thirds (2/3) majority of the members present at any meeting of the Board of Directors, provided, however, that the proposed amendment shall be included in the notice of such meeting. If notice of a proposed amendment to the Code of By-Laws is included in the notice of any meeting of the Board of Directors, it shall be in order to consider and adopt at that meeting any amendment to the Code of By-Laws dealing with the subject matter with which the proposed amendment is concerned.

Indianapolis Rowing Center

STRATEGIC PLAN 2018 - 2021

The Indiana Rowing Center's (IRC) three year Strategic Plan is a layered, committee driven plan. The foundation for the plan is based on the; Strengths – Weakness – Opportunities – Threats (S.W.O.T.) as identified by Board of Directors and Committee Chairs in 2018. The attached Goals and Action items were developed through the S.W.O.T analysis

As a layered document, the flow starts at the top with the IRC mission and works through to specific action items for each committee as follows:

- 1. IRC Mission Statement**
 - 2. Four Central Pillars of IRC**
 - 3. Specific Committee Functions**
 - 4. Specific Committee Goals – Based on One Year Goals – Based on continued S.W.O.T. Analysis**
 - 5. Specific Committee Actions to Achieve Stated Goals**
- **IRC's Mission Statement is the foundation that guides the purpose and actions of all IRC activities.**
 - **Committee's purpose and function are guided by the Pillars of IRC through its Mission Statement.**
 - **Committee goals and specific actions are created to full fill the Pillars of IRC as guided by its Mission Statement.**

Conceptually, this document was created as an ongoing template that could last through 2021 and beyond. Obviously the S.W.O.T, goals and specific actions toward stated goals will change and can be updated, however the basic function of the **Strategic Plan** could stay as is.

The **Strategic Plan** is also meant as a document that could be quickly read by a possible donor, new board member, parent or rower, giving them an overview of the purpose and direction of IRC.

While the Mission Statement, Central Pillars and Committee functions serve as the template for the Strategic Plan, the real substance is found in the separate Committee Planning Templates.

Only guidance and action from the Board, Executive Director and Committee members toward the specific and identified goals will bring life to the plan and ultimately to the Mission of the Indianapolis Rowing Center.

IRC Mission Statement

Our mission is to develop youth and adults of all backgrounds and all abilities through the sport of rowing, by providing experienced and knowledgeable instruction and a variety of skill-enhancing programs.

Central Pillars of Indianapolis Rowing Center

1. Leadership – Culture - Membership

Grow and support the rowing community through strong leadership; effective communications; and an inclusive atmosphere

2. Financial Strength

Use responsible fiscal management for both short and long term and to foster a culture of philanthropy

3. Programs - Infrastructure

Provide facilities, equipment and staff to support programs and events

4. Marketing - Outreach

Increase IRC visibility, community connections, and membership by creating or promoting programs and events

Governance Committee

Review and update the IRC by-laws

Monitor compliance to IRC by-laws

Identify and recruit future board members

Identify and resolve any Board member conflict of interests

Safety

Review, maintain and update safety procedures to align with US Rowing standards

Ensure that established procedures are communicated to all IRC members

Facilitate training for volunteers and members in safety procedures and practices

IRC 2018 Planning template

Mission Stmt: To develop youth & adults of all backgrounds and abilities through the sport of rowing, by providing experienced and knowledgeable instruction and a variety of skill-enhancing programs.

Pillars

1. **Leadership, Culture, and Membership:** Grow & Support the rowing community through strong leadership, great communications, and an Inclusive atmosphere.
 2. **Financial Strength:** Use responsible fiscal management for both short and long term, and foster a culture of philanthropy.
 3. **Programs and Infrastructure:** Facilities, Equipment, and staff to support programs and events.
 4. **Marketing and Outreach:** Increase IRC visibility, community connections, and membership by creating or promoting programs.
-

Committee: Safety

Measurables

1. Review safety procedures, safety information
2. Check / restock safety supplies (first aid kits, life jacket bags)
3. Coaches safety meeting

One Year Goals: Report Date December____, 2018

One year Goals	Addresses Pillar #
Up to date safety information	1
Coaches attend safety meeting	1

90 Day Goals: REPORT DATE May, 2018

ACTIONS	Responsible Person
Review safety procedures and information	Willie/Andrew
Check and restock safety supplies	Sandy
Coaches safety meeting	Andrew

Events

Plan and execute IRC regattas

Ensure that all IRC regattas are profit based

Facilitate volunteer requirement and training

IRC 2018 Planning template

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-

Committee: EVENTS

Measurables

1. Profits to IRC
2. Number of clubs and entries per event
3. Participant satisfaction

Committee Planning template: page two of two

One Year Goals: Report Date December _____, 2018

One year Goals	Addresses Pillar #
Make money with our 2018 events	2
Increase participation in our events	1,2,4
Get satisfied participants	1,2
Train more volunteers for skilled regatta tasks	3

90 Day Goals: REPORT DATE _____ JUNE 30 _____, 2018

ACTIONS	Responsible Person
Identify Westerville Regatta participants and invite them to the Indy HS regattas May 5-6	Tracy Barta
Set up timing training session with Mike Burroughs and/or Joe and get vols to attend - Ed Set up launch driver training on April 21 and get vols to attend - Tracy & Ed	Ed Couch and Tracy Barta
Conduct market analysis of regatta fees and determine if there is room to increase our fees in order to increase our income from each event.	Sue Iffert
Set up a survey mechanism for polling the coaches and club leaders about regatta satisfaction and how we can improve	Sue Iffert
Reach out to Greater Dayton Rowing to establish ties and coordination with them.	Andrew Purdie

Fund Development

Secure ongoing funding to support IRC's priorities

Support development of Audrey Lupton Scholarship

Support development of specific Capital Campaigns

Support development of Endowment Fund

Clearly communicate IRCs fund raising goals to general and targeted stakeholders

Develop culture of giving through communications and through recognition of donors

TO: IRC board

FROM: Liz Kryder-Reid and Steve Kerr, co-chairs, IRC Fund Raising Committee

DATE: March 13, 2017

RE: preliminary strategic plan for IRC fund raising 2017

Goal: To increase IRC's fund raising for the short and long-term sustainability of the organization.

Objectives:

1. To increase the number of IRC donors and the amount of annual charitable contributions
2. To grow IRC's endowment to a min. of \$100,000 to increase fleet development (and scholarship support?)
3. To diversify the sources of charitable income for the organization (individual donors, corporations, foundations, and grant-making organizations).
4. To build IRC's internal capacity for efficient and effective fund raising through leadership development, information management, and strategic planning.

Strategies (Tactics for each TBD):

1. Increase committee capacity by recruiting new members with expertise in a) planned giving and b) annual campaigns to targeted audiences
2. Develop database to document and track giving and potential givers over time
3. Develop case statements that clearly define and distinguish areas of fund raising among:
 - o Annual campaign – for general operating support and scholarships
 - o Special projects – raising funds to purchase boats and other targeted capital purchases (new docks, starting platforms, etc.) that exceed means of the annual operating budget
 - o Endowment – grow through planned giving and major gifts (explore the feasibility/benefit of distinguishing fleet and scholarship endowment funds?)
4. Develop an annual plan that maps out the sequence and timing of these three areas.
5. Identify opportunities for juniors and other members and friends to be involved in philanthropic fundraising (examples from the past include "rent-a-rower" and "ergathon")
6. Build capacity for board to engage in fund raising as donors, "friend raising", and increasing corporate support/sponsorship.
7. Support ED and relevant committees (esp. Outreach) in grant proposal writing and grants administration.
8. Support ED and relevant committees (esp. events) in securing corporate sponsorship for events and other opportunities that provide public exposure (ex. website?)

IRC 2018 Planning template

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-

Committee: Fund Raising

Measurables

1. \$ raised in charitable giving and grants
 2. # asks for major gifts
 3. # entries in database of prospective donors
 4. # of donors
 5. # grant proposals submitted
-

Pg 1 of 2

Committee Planning template: page two of two

One Year Goals: Report Date December , 2018

One year Goals	
1) Secure funding to support IRC's priorities (finish tower repairs, start dock, start tower platform, stabilization, fleet development) through the following strategies:	
2) Support continued development of endowed Audrey Lupton scholarship	
3) Support continued development of fleet development endowment	
4) Clearly communicate IRCs fund raising goals to general and targeted stakeholders	
5) Develop culture of giving through communications and recognition of donors	

90 Day Goals: REPORT DATE _____, 2018

ACTIONS
1) Explore feasibility of a capital campaign for a capital endowment to support course & facilities maintenance (parallel Natatorium, Velodrome as Pan Am legacies)
2) Increase major gift asks (to high net worth individuals) to 10/year
3) Develop database of prospective donors
4) Develop database of historic giving (5 year) to track trends and identify key donors
5) Increase funding of Audrey Lupton scholarship through 2 nd annual run, inclusion in appeals, revised case statement
6) Establish clear and segregated accounting of restricted funds (scholarship, capital endowment)
7) Work with communications committee to acknowledge donors in newsletter and annual report and other ways to communicate giving to the membership
8) Support Andrew in boat dedication event with recognition of donors
9) Develop boat fund campaign plan for next addition to the fleet (pending Andrew's fleet dev. plan)
10) Launch spring appeal follow up to Fall annual appeal (electronically only) thanking donors, reporting progress, and asking for contributions.

Outreach

Identify the local groups that may be interested in IRC services

Introduce and support rowing to people who may not realize rowing is a local option

Recruit and train volunteers to support the outreach rowing experience

Identify facility or equipment adaptations that IRC may need to support outreach groups.

Identify and apply for grant funding for outreach programs

Finance

Oversee proper accounting and financial controls

Report to board on IRC financial condition

Facilitate financial budgeting

Coordinate with Fund Development committee on needs and goals

IRC 2018 Planning template

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-

Committee: Finance

Measurables

1. Return Financial Performance in line with Budget or have explainable, actionable variances
2. Return accounting and financial activities to a state of control
3. Work toward having 3 months operating cash on hand. This should be about \$60,000
4. Track restricted funds discretely for reporting to auditors, donors and managers

Pg 1 of 2

Committee Planning template: page two of two

One Year Goals: Report Date December _____ **, 2018**

One year Goals		Addresses Pillar #
Make money with our 2018 events		2, 3

FINANCE

Create 2018 990s by typical April 15 deadline (get book keeping under control)	2
Return club to positive cash flow and earnings	2, 3

90 Day Goals: REPORT DATE JUNE 30, 2018

ACTIONS	Responsible Person
Bring book keeping up to date by end of April 2018	Doug Semmler, Dawn Collins, John Murphy
Complete 990 Document collection	Doug, John
Conduct market analysis of club fees to see if there is precedent for \$1100 dues in other Midwest clubs. Goal is to see what the net dues to Juniors and Adults are around the area.	Andrew, John
Track Spring profit to ensure cash position is improving	Andrew, Jon
Begin to track donor and grant activity to determine effect on cash position	Fund Raising, Andrew, John

Communications and Marketing

Facilitate internal and external IRC communication

Use various communication and marketing techniques to increase IRC visibility

Maintain relationships with other Indianapolis sports clubs

Maintain relationships with Indianapolis sports media

Executive Committee

Exercise powers of the board between regularly scheduled meetings

Provide guidance and oversight to committees

Provide assistance, guidance and oversight to Executive Director

Provide mechanism for board to meet, communicate and facilitate IRC's mission