



## Board Meeting Agenda

July 9, 2014

56 Arbor Street, Suite 310A, Hartford

6:30 pm **Call to order; establish quorum - Laura**

**Board update**

**Review and approve minutes of May 14 2014 - Laura**

**Review and adopt financials – defer to next meeting**

**Membership, reporting updates - Kelly**

6:40 pm **Business Planning Discussion & Adoption**

- Next steps – add tasks we committed to in the Business Plan to the calendar and strive collectively to meet them

7:00 pm **Program Updates and Next Steps**

- Complete Streets Campaign/DPH Grant – Yr 1, Yr 2 - Kelly
- Another DPH Grant Possibility? – Kelly (meeting on July 9 am)
- Bike Ed Planning– Kelly (Richard, but will be absent)
- Statewide Tour – Chris Skelly, Kelly

7:40 pm **Operational Updates and Next Steps**

- FOR Discussion: Conflict of interest, whistleblower, document retention policies; board agreement - Laura
- For Approval: Evaluation Memo (attached) – Laura
- Resume discussion about board liaisons to bike shops, chapter concept - Laura
- Board Calendar – Laura
- Fundraising Hire – was supposed to be our first to-do task
- Succession planning for Treasurer position

8:20 pm **CALENDAR: Annual Dinner & Silent Auction scheduled for Monday 11/24 at CCSU. Do we have recruits for the silent auction committee?**

**CALENDAR: Next Board meeting: Wed. SEPT 10, 2014; Exec. Comm. Meeting Wed. AUG 13, 2014.**

8:25 pm **Review and schedule action steps coming out of this meeting and May meeting.**

8:30 pm **Adjourn**

Bike Walk Connecticut

**Bike Walk Connecticut  
Meeting of the Board of Directors  
Wednesday, May 14, 2014 7:00 – 9:00 pm  
Sheldon Oak Central, Inc. Conference Room  
54 South Prospect Street, Hartford, CT 06106**

Attendees:

Board: Laura Baum, Chris Brown, Richard Durishin, Kelly Kennedy, Ken Livingston, Chris Skelly, MaryEllen Thibodeau, Emily Wolfe

Guest: Barry Finkelstein

- 1) The meeting was called to order at 6:35 by Laura Baum.
- 2) Business Planning Discussions and Decisions

Barry Finkelstein, the business planning consultant, reviewed the business planning process and findings (contained in Business Plan, distributed in advance).

The main points were:

- The Board has defined what Bike Walk's areas of focus should be including: Advocacy (including expanding grassroots advocacy, implementing Complete Streets, filling board vacancies with advocacy experts), Education (educational offerings that BWCT is uniquely positioned to deliver); and Fundraising (focus on expanding capacity for growth and sustainability).
- The Board's goals should be to spend more time and resources on the focus areas and drastically eliminate or scale back on other activities.
- The Board should focus on developing its own leadership capacity, recruitment and increasing expertise on the Board.

Board discussion touched on the following:

- The Board needs to assess what time/effort expectations need to be established for Board members
- The Board should consider changing meeting schedules to quarterly – fewer time in meetings and more time doing the work
- Board should consider a task force structure to do the work now done by committees
- Laura will contact each Board member to discuss commitments and interests and have a conference call to include members who were not present at this meeting
- Need commitments from members on specific projects especially the 1) Annual Dinner and 2) study of the feasibility of a statewide ride, which the Board agreed should be done before the July meeting

- Since a priority is to invest in a professional fundraiser; a working group should be established develop criteria and implement the search. Considerations include what kind of experience (grant writing, major gifts?); contacts; geographical area of the state

### 3) Discover Hartford Discussion and Decision

The Board discussed the pros and cons of partnering with the Connecticut Cycling Advancement Program (CCAP) to co-sponsor and promote the Connecticut Gran Fondo and the Discover Hartford Tour on September 21.

Pros: The Tour is an important part of BWCT identity and branding  
It gets families and children on bikes for recreation in a fun and safe way  
It is a fundraiser and promotional tool  
If we don't do it in 2014 may lose the event completely

Cons: The Gran Fondo and Discover Hartford attract different audiences so promoting them together will be confusing  
The Gran Fondo is a race and may make the Discover Hartford Tour less safe/fun for the tour participants;  
The Gran Fondo and Discover Hartford have different goals;  
The Gran Fondo's fee structure is incompatible with BWCT's goals for the Discover Hartford Tour and they are too high for our audience

There was agreement that whatever the decision, the relationship between CCAP and BWCT is productive and positive and that we should invite CCAP to participate with BWCT as a business member.

A motion was made and seconded to take a "time out" in 2014 on the Discover Hartford tour and spend the year working on the business plan and analyzing how the Tour fits into the organization's larger goals. The motion passed unanimously.

### 4) Annual Review

Laura Baum reviewed the proposed process for Executive Director Performance Review and Pay Raise Evaluation (included in the Board packet).

Chris Brown moved to accept the process.

Emily Wolfe seconded.

Motion passed.

Next meeting: Wednesday July 9, 2014

Adjourn: 8:45

Respectfully submitted,  
Emily Wolfe



# Business Plan

## Bike Walk Connecticut 2014

### Introduction

---

Bike Walk CT developed this business plan to focus its resources and efforts to more effectively promote its mission, which is to “change the culture of transportation through advocacy and education to make bicycling safe, feasible, and attractive for a healthier, cleaner Connecticut.”

Great progress has been made over recent years, but there is a lingering feeling among the Executive Director (ED), board members, volunteers and members, that the staff is stretched thin and the organization’s impact has been broad and shallow rather than focused and dramatic. Bike Walk CT hopes that by executing this business plan, over the next 1-3 years, the organization will become more streamlined and focused on programs which we are uniquely positioned to execute exceptionally well and produce significant mission impact.

While some financial investment is required to implement this plan and move the organization where we think we need to go, a greater focus on fundraising is critical now and in the future. Additionally, Bike Walk CT has significant reserve funds from which to draw for sound investments.

This plan is ambitious and, in some cases, represents a dramatic shift in what we do and how we operate as an organization. This change will require commitment and flexibility from both the board and ED, as the culture, roles, responsibilities, and expectations are likely to change.

### ***Summary of Plan and Vision for Future***

Rather than doing a variety of things fairly well, and in some cases not very well, Bike Walk CT has identified two major programmatic areas that are central to its mission, where we alone can excel in Connecticut: advocacy and education. With that in mind, we are going to operate with a singular focus of developing those offerings and executing them with excellence.

In order to be THE go-to organization representing biking and walking as active transportation and providing relevant education in Connecticut, we are eliminating or drastically scaling back all activities that do not contribute *directly* to advocacy and education so that the staff and board can dedicate their time most effectively. Bike Walk CT will develop and strengthen relationships with policy makers as well as donors throughout the state in pursuit of the organization’s mission.

### ***Organizational Development and Transformation***

In order to successfully implement this plan and improve the effectiveness and scale on which Bike Walk Connecticut achieves its mission, significant organizational changes are required, including, but not limited to:



- **Staff Size and Allocation**
  - Additional staff resources are required for fundraising, education, and potentially advocacy, communications, and planning (note that adding staff may require upgrading internal policies, procedures, and systems)
  - The Executive Director’s time should be focused much more on program priorities rather than organizational and board management, which should require no more than 20% rather than the current 40% or more<sup>1</sup>
  
- **Board Role and Function**
  - Board leadership and enthusiastic commitment to the mission and this plan are critical
  - Existing board vacancies should be filled as soon as possible with fundraising and advocacy experts to help advance the mission
  - Board function should be streamlined to decrease the staff time required to organize, prepare for, and facilitate meetings and respond to board requests. Specific ideas to be considered:
    - Setting a calendar for board meetings to promote focus and efficiency
    - Adopting processes to streamline discussion and decision-making
    - Upgrading board member agreement to clarify and document expectations for time commitment, specific roles (e.g., bike shop liaison, stakeholder/donor cultivation, participation on task forces), and fund raising, beginning with \$2,000/board member/year
  
- **Mission-Vigilance**
  - Bike Walk Connecticut should vigilantly review activities on an ongoing basis to ensure they are driving and not distracting from the mission, and if they are not, figure out ways to stop doing them immediately. Some specific questions:
    - Does Bike Walk Connecticut NEED to produce newsletters twice a month?
    - Does the board NEED to meet in full monthly?

**Resulting Programs**

Program/Initiative	Description
Advocacy	Relationships and presence with state level policymakers, and an active grassroots constituency, to proactively advance biking and walking as transportation options throughout the state. Will require increased focus on relationship building, policy networking, and organizing the bike/ped community.
Education	Provide statewide bicycle and pedestrian safety education, emphasizing Bike Walk CT’s unique offerings. Will require new funding to cover education staff and resources.
Fundraising	Bike Walk CT must develop new and more stable sources of revenue to further professionalize and expand staffing.
Explore Statewide Event	The board and Executive Director will explore the feasibility of a potentially game-changing annual statewide ride to generate significant revenue, build



	relationships throughout the state, and make CT a more bike-friendly state.
--	---

**Resource Allocation**

It is essential that Bike Walk CT have adequate resources firmly in place before taking on any initiative or program. The table below lays out estimates for the future allocation of staff time associated with each of the initiatives in this plan. This is intended to be used as a living document and updated as progress is made and staff requirements are clarified.

Program	Executive Director	Administrative Assistant	Other	Board
<b>Advocacy</b>				
Year 1	35%			15% (engaging bike shops, clubs & their members and customers; responding to calls to action)
Year 2	35%			15%
Year 3	35%			15%
<b>Education</b>				
Year 1	10% to hire and manage staff	5% (registrations)	50% coordinating classes, building new business, securing grants	15% (conference and/or bike ed)
Year 2	10% to manage staff	5% (registrations)	50% coordinating classes, building new business, securing grants	15% (conference and/or bike ed)
Year 3	5% to manage staff	5% (registrations)	50% coordinating classes, building new business, securing grants	15% (conference and/or bike ed)
<b>Fundraising</b>				
Year 1	25% building capacity, hiring fundraiser, cultivating donors		30% dedicated resource	10% fundraising targets and cultivating major donors
Year 2	20% managing fundraiser, engaging major donors		50% dedicated resource	10%
Year 3	15%		75% dedicated resource	5%
<b>Statewide Fundraising Event</b>				



Year 1	10%		n/a	80% assessing feasibility and then running
Year 2	15%		50%	20%
Year 3	10%		75%	5%
<b>Management &amp; Admin</b>				
Year 1	20%	95% (admin, member mgmt, communications)	—	5% (governance, policy)
Year 2	20%	95% (admin, member mgmt, communications)	—	5% (governance, policy)
Year 3	20%	95% (admin, member mgmt, communications)	—	5% (governance, policy)

## Advocacy Program: Promoting bicycling and walking as active transportation

---

### Overview:

Advocacy is ongoing and is core to Bike Walk CT’s mission. “Advocacy” means recommending specific policies or taking actions that advance the interests of cyclists, pedestrians and the active transportation movement, building public support for those policies, and influencing policymakers to adopt and enforce them. Whereas local groups are best positioned to do this work at the local level, Bike Walk CT is uniquely positioned to do this work at the state level. With adequate staffing, Bike Walk CT could be well-positioned to help build capacity at the local level.

Bike Walk CT’s advocacy program entails:

- Defining the organization’s concrete advocacy agenda, which may evolve from year to year as conditions and accomplishments merit. Examples include getting the VU bill enacted, promoting Complete Streets implementation via the five-year DPH contract, organizing a statewide Share the Road campaign, and drawing from other measures recommended by the League of American Bicyclists as part of CT’s Bike Friendly State Ranking.
- Government relations, primarily at the state legislative and executive branch levels
- Expanding and organizing the bike/ped community as grassroots advocates for active transportation
- Cultivating relationships to promote Bike Walk CT’s agenda and the organization itself:
  - Policy makers at the state and local levels



- Colleagues at related advocacy organizations
- Specific local governments or partners who can pursue these relationships
- Bike clubs
- Bike shops
- Potential partners and sponsors

### ***Current Situation:***

Bike Walk CT has been gaining visibility and name recognition with key policymakers, but still not at the level of comparable organizations in states like Delaware. There have been some notable wins, such as the recent passage of Vulnerable User bill, a five-year effort; and passage of the Complete Streets and the 3-foot passing laws in 2009. The board has a network of contacts among state leadership and corporations, but engaging those contacts in our work and translating them to action and policy has had limited traction.

### ***Target State 2017:***

Bike Walk CT will be the organization that key decision makers and constituents contact about bicycling and pedestrian interests. Additionally, Bike Walk CT will have such significant and strong relationships among the policymaking community, that we will be aware of and contributing to any policy that may have implications for our members and constituency. Cyclists, pedestrians, and smart growth advocates around the state will recognize the need for a statewide advocate and become members or donors. It will be the social norm for bike/ped enthusiasts to support Bike Walk CT financially and as grass roots activists.

### ***Ongoing Advocacy Initiatives***

- Launch complete streets advocacy contract with DPH, (conduct statewide survey; create scorecard; host advocacy workshop/s; create online toolbox).
- Promote bike commuting with National Bike to Work Day.
- Set and pursue legislative agenda based on current conditions
- Build grassroots advocacy corps

### ***Annual Advocacy Goals:***

- 2014: Get a vulnerable user law passed. Launch complete streets advocacy campaign through DPH contract. Recruit two new directors with expertise in government affairs or community organizing, or experience as a legislator, mayor or first-selectman.
- 2015: Launch grant-funded Share the Road multimedia campaign. Get DOT to adopt statewide mode share goals. Get dedicated state funding in DOT budget for bike/ped projects and programs. Get subcontract to promote National Bike to School Day and Walk to School Day.
- 2016: Get subcontract to promote National Bike to School Day and Walk to School Day.
- 2017: Compete for three-year Safe Routes to Schools contract.





***Near Term Advocacy Activities:***

<b>Activity</b>	<b>Lead</b>	<b>By</b>
Establish board task force to coordinate relationship cultivation with bike shops, bike clubs and their members (Recruit Task Force; Identify and assign contacts; Train board; Establish tracking mechanism)	ED, Board Chair	5/31/14
Announce, publicize Complete Streets advocacy campaign	ED	5/23/14
Develop, test and publicize statewide public opinion survey.	ED	5/30/14
Hire intern for complete streets campaign.	ED	5/16/14
Take municipal inventory of complete streets policies, bike/ped task forces,	Intern	6/1/14
Develop town by town complete streets scorecard	ED	6/30/14
Publicize online complete streets advocacy toolkit	AA	6/30/14
Hold complete streets leadership forum	ED	6/30/14
Define parameters of Share the Road campaign and funding partnership	ED	7/1/14

***Resources:***

ED 35%; 3-person board task force each spending 3-4 hours initially to organize, then 2 hours/month to keep the effort on track; 4 hours per month from board members as liaisons/ambassadors to bike shops and clubs.

***Assumptions and Dependencies:***

Expanding and more fully engaging bike/ped enthusiasts, such as bike shops and their customers, bike clubs and their members, and bike commuters as citizen activists, while continuing to build relationships and clout among policymakers, will generate more wins and a faster rate of progress for active transportation. It will also enable Bike Walk CT to make a stronger case to donors about the impact of their contributions.

## **Education Program: Educating to support bicycling and walking as active transportation**

---

***Overview:***

Education is ongoing and is core to Bike Walk CT’s mission, although it needs to be focused more sharply on areas where the organization is positioned to offer services not offered by others, for example, rigorous programs based on established national standards and curricula.



In addition to bike education, “education” also entails the semi-annual Bike Walk Summit, educating the public through a Share the Road campaign, and providing technical assistance and specialized expertise to communities, businesses, and schools that want to become bike- and walk-friendly. Taking our education work to the next level will require dedicated staff.

### ***Current Situation:***

Bike education has been among Bike Walk CT’s successes, but it has been a challenge to sustain a robust, ongoing program. The 4<sup>th</sup> grade bike education program, which was funded by a grant, was well received and fits squarely within the organization’s mission, but it has been dormant since the grant ended. Traffic Safety 101 classes are successful, although it requires some effort to organize instructors, locations, and advertising. There is interest in shorter, less intensive programs like lunch and learn clinics, but the lack of dedicated staff makes it difficult to deliver such programs on any regular basis.

### ***Target State 2017:***

Bike Walk CT provides bike education classes and clinics throughout the state, to 500 adults each year in TS 101, generating \$24,000<sup>1</sup>; to employers and groups in 28 clinics per year (one a week for 7 months), generating \$10,000; to \_\_\_ youth generating \_\_\_;<sup>2</sup> and via bike fleet rentals for 20 weeks, generating \$5000 per year<sup>3</sup>, being supported by one full-time staff whose position is funded by grants and registration fees, and by contractor instructors. Bike Walk CT is known throughout the state as the main supplier of certified courses. This program may represent a net cost for the first year or two as grant funding is secured and the program is expanded throughout the State, but after it is up and running. Staff resources will provide the entire infrastructure for the program, including maintaining an updated calendar of upcoming courses, promoting the offerings, maintaining grant funding, organizing and coordinating training delivery (facilities, equipment, instructors), and maintaining a database to track all aspects.

### ***Ongoing Education Initiatives***

- TS 101, clinics, school-based programs; bike fleet rental
- Hold workshop(s) as part of DPH complete streets contract
- Hold semi-annual Bike Walk Summit, possibly as part of complete streets work

### ***Annual Education Goals:***

- 2014: Pursue funding for Share the Road campaign. Hold 10 TS101 trainings. Secure initial funding of \$25,000 for education program and staff. Identify and pursue recurring grant funding, with at least some successes. Develop initial education workplan and calendar.

---

<sup>1</sup> Based on 4 TS 101s per month from May thru Oct = 24 classes. At 20/class =480 people, x \$50 ea = \$24,000

<sup>2</sup> Those who were involved with the previous grant-funded bike ed program can advise on these projections.

<sup>3</sup> Based on current rate of \$250/week, guessing at rentals for 20 weeks /year? No idea. We need to consider market demands and ability to pay, especially as to school systems.



- 2015: Hire part-time bike education coordinator. Launch funded statewide Share the Road campaign. Solicit \$40,000 in funding to hire planner to provide technical assistance for local bike/ped projects.
- 2016: Expand bike education coordinator to full-time position. Hire planner to provide technical assistance for municipal bike/ped projects, bike friendly communities, businesses, schools and universities.
- 2017: Expand fee-for-service offerings; secure recurrent grant or contract funding.

***Near Term Education Activities:***

<b>Activity</b>	<b>Lead</b>	<b>By</b>
Recruit instructors, schedule TS 101s through October	ED	5/31/14
Publicize bike fleet rentals	AA	5/31/14
Arrange for bike maintenance between rentals	ED	5/31/14
Update template for bike fleet rental contracts	ED	5/31/14
Hire part-time fundraiser to solicit funds for education program and overhead	ED	6/30/14
Analyze realistic market demand and ability to pay for a suite of bike ed programs	Task Force, Fundraiser	7/31/14
Develop phased bike ed program plan, budget, and schedule	Task Force	8/31/14
Get ready to hire p/t bike ed – Research, write job description, research salary, advertise job, screen, interview, make offer	Task Force	11/30/14
Hire program manager - screen, interview, make offer	ED	1/31/15
Launch phased bike-ed program; recruit instructors; publicize; start sales calls with schools, camps, clubs	Bike Ed	2/15/15

***Resources:***

ED: 10%; Education Program Manager: 50%; AA: 5%; Board Task Force:

***Assumptions and Dependencies:***

Improving the extent of Bike Walk CT’s impact in this area will be linked to the organization’s ability to increase fundraising to support the hiring of staff to focus on education.

However, if this initiative is successful, it will greatly expand Bike Walk CT’s name recognition and constituent base. If Bike Walk CT is strategic about this exposure and support, it should be able to generate substantial additional funding through course fees, grants, and constituent support.



## Fundraising Program

---

### ***Overview:***

Achieving the goals of this business plan will require both additional paid staff and additional, but also more focused, involvement from Bike Walk CT's Board. Even with a narrower focus on advocacy and education, Bike Walk CT will likely need to augment existing staff with a fundraising specialist and additional administrative support. Board participation in fundraising will increase as well, with the fund raising specialist providing training, collateral materials, and support. Initial funding for these additional resources can be made available from Bike Walk CT's reserves until they become self-supporting, targeted for the end of Year 1 of this plan.

### ***Current Situation:***

By undertaking so many varied activities, Bike Walk CT has not focused on or excelled at fundraising in the past, and so the revenue stream has been unpredictable and vulnerable to dramatic swings due to weather or scheduling of competing events. The Board and ED have useful contacts among potential corporate sponsors, grant-making organizations, bike clubs, etc., but need professional expertise to capitalize on those relationships. See analytic tool at end of this document.<sup>2</sup>

### ***Target State 2017:***

By 2017, Bike Walk CT will have a well-established donor cultivation and fundraising program in place, with active Board involvement and support from professional fundraising staff. **We anticipate that executing this initiative effectively could increase revenues to around \$250,000 per year by 2017.**

### ***Ongoing Fundraising Initiatives***

- Annual appeal
- Annual dinner and silent auction
- Bike shop/bike club liaison program
- Business membership campaigns
- Business sponsorship appeals
- Fee for service contracts and programs (e.g. complete streets advocacy; share the road campaign; bike education programs)
- Grant seeking
- Individual membership campaigns

### ***Annual Fundraising Goals:***

Bike Walk CT would like to see aggressive increases in fundraising and budget size, along the lines of the following progression:

2014: Bring in revenue of \$135,000 (current budget). Recruit two directors with significant fundraising experience or significant fundraising connections. Hire part-time, experienced fundraising professional. Make go/no-go decision about a statewide tour.

2015: Increase annual revenue to \$160,000 or more.



2016: Increase annual revenue to \$190,000 or more.

2017: Increase annual revenue to \$230,000 or more.

***Near Term Fundraising Activities:***

<b>Activity</b>	<b>Lead</b>	<b>By</b>
Determine priority areas for revenue expansion	ED	6/30/2014
Hire Fundraising Resource – research compensation levels and job descriptions, advertise, screen, interview, make offer	ED	9/30/2014
Recruit two directors with significant fundraising experience or significant fundraising connections (e.g. strong corporate or health insurance prospect)		
Make go/no-go decision about statewide tour following due diligence research and exploring partnership possibilities with bike clubs, Tourism/DECD		9/1/2014
Develop 2015-17 Fundraising Plan	Fundraiser, ED, Board	11/30/2014
Review Progress To Date	Fundraiser/E D/Board	6/30/2015

***Resources:***

ED: 25% for fundraising generally, plus 10% for statewide event research and planning

Fundraiser: 50%

Board: Set \$2K goal, and an expectation of time devoted to donor cultivation, working with fundraiser

***Assumptions and Dependencies***

This initiative will represent a significant change for the organization – likely requiring a shift in culture and focus and the hiring of additional staff. Bike Walk CT’s ability to evolve into a successful fundraising organization will be critical to expanding mission reach and impact.

## **Fundraising Initiative: Explore Major Statewide Touring Event**

---

***Overview:***

This is a new potentially high priority initiative to investigate the feasibility of Bike Walk CT organizing and running an annual statewide touring event as is done in Virginia and Iowa. If successful, the event would be a major fundraiser, raise the profile of Bike Walk CT statewide and promote key mission areas of Bike Walk CT, fostering partnerships with local bike groups, corporate interests, and tourism agencies, while promoting bicycling culture in Connecticut.



**Current Situation:**

This event would replace Discover Hartford with a much larger activity with a more ambitious geographic scope and substantially more revenue. Discover Hartford, while popular with members and board, is local, labor-intensive, and not particularly fruitful from a fundraising perspective. When staff time required is considered, the event often operates at a net loss.

**Target State 2017:**

If determined to be feasible, Bike Walk CT is running an annual major event that attracts participants from across the state and beyond, and is generating substantial revenue in the neighborhood of \$150,000 net by FY 2017.

**Annual Goals:**

2014: Decision on whether and how to proceed, and detailed plan, budget, schedule

2015: Inaugural event, raising a net of \$25,000

2016: Revenues increase from a combination of grants, sponsors, local organizations, and registration fees. Raise a net of \$75,000.

2017: Running event is starting to become routine, generating consistent and significant revenues and resulting in robust relationships with new constituencies throughout the state. Raise a net of \$150,000.

It will be critical that this be a profitable event that covers hiring staff or a contractor who will be dedicated to running it, allowing the Executive Director and other staff to focus on growing the organization in the areas of advocacy, education, and fundraising.

**Near Term Activities:**

Activity	Lead	By
Conduct research and formulate a recommendation – Research other state programs; engage DECD, state tourism office, experienced large scale tour organizers. Develop business plan that DECD will invest in.	ED, Board TF	7/31/14
If going forward, develop and execute detailed plan for 2015 event. Consider strategic partners around the State to help with detailed planning and execution	ED, Board TF	8/31/14
Evaluate 2015 event and develop a plan for 2016 and beyond		8/31/15

**Resources:**

Year 1: ED 10%; Board 75% (**3-person board task force**<sup>3</sup> each spending up to 10 hours/month; 2 hours per month from other board members.

**Assumptions and Dependencies**

It is critical that Bike Walk CT frame this initiative so it advances the organization’s mission of promoting biking (and walking?) as active transportation. While it has the potential to raise significant revenue and increase awareness and impact of Bike Walk CT– making it truly a



game-changer for the organization – it is important to recognize that it is a dramatic departure from current operations and will take considerable effort and planning and partnering with other experienced organizations to ensure success. It is critical to do all this while not drawing staff time away from the core mission-critical initiatives of advocacy and education.

## Points of Clarification Needed

---

When we refer to percentages for board time, what do we mean? The board member agreement talks about a commitment of 5 hours per month on average.

At what point should the possibility of a second education staff person be evaluated?

Do we want to hire the fundraiser first, then a bike ed person? Could we even afford to hire both simultaneously? We should prepare a cash flow analysis. Responses are expected from the LAB and Alliance about fundraiser recommendatons and what salary we should be prepared to offer.

Can we undertake Discover Hartford at the same time that we are evaluating the feasibility of a statewide event?

---

<sup>1</sup> Examples of Management & overflow Admin tasks that can't be done in 15-20 hrs per week by AA (who also handles communications, social media and event planning):

- Prepare materials for outreach
- Strategic/business planning
- Budget development
- Performance evaluation & goal setting
- Develop & maintain membership management system
- Investigate, test, migrate to new member management system
- Monthly board and executive committee meetings – attend, plan for, prepare agendas and board packages, get food, drinks, supplies; clean up
- Committee meetings – schedule, help plan agendas, recruit for tasks
- Develop policies – conflict of interest, document retention,
- Recruit new board members – eg. Leadership Greater Hartford application system
- Board Room page – update with minutes, agendas, reports, important organizational info
- Reports and filings – quarterly and annual lobbying, SOTS
- Obtain & renew GL, D&O, property insurance
- Landlord/lease discussions
- Get new storage facility
- Recruit board reps for various public meetings and outreach events
- Design and write annual report (still in draft)
- Create board manual
- Member management
- Mail, banking, recordkeeping
- Meeting rsvps
- Recruit committee members and chairs
- Grassroots advocacy – getting directors and members to contact legislators
- Collect minutes from secretary
- Collect financials from treasurer
- Get checks issued
- Issue, Collect w9s from contractors



<sup>2</sup> The following table will enable Bike Walk CT to examine its current fundraising streams and evaluate the potential for expansion and the resulting potential impact.

Category	2013	% of total	Effort to Grow	Potential Impact	Comment
Rides & Walks	\$ 26,477	24%			
Corporate Contributions	\$ 21,129	19%			
Dinner/Auction	\$ 18,398	17%			
Memberships	\$ 11,949	11%			
Individual Contributions	\$ 7,346	7%			
Bike Education	\$ 6,247	6%			
Grants	\$ 5,000	5%			
Bike Walk Summit	\$ 4,745	4%			
Bike to Work	\$ 2,575	2%			
<b>Total</b>	<b>\$ 103,866</b>	<b>95%</b>			
<b>Other</b>	<b>\$ 5,541</b>	<b>5%</b>			
<b>Total</b>	<b>\$ 109,407</b>	<b>100%</b>			



## **BIKE WALK CONNECTICUT CONFLICT OF INTEREST POLICY**

### **Purpose**

This policy recognizes that a “conflict of interest” may exist whenever the personal or professional interests of a director or officer are potentially at odds with Bike Walk Connecticut’s (“the Organization’s”) interests. The purpose of this policy is to put into place mechanisms by which relationships, financial interests or business affiliations that could result in conflicts of interest between the Organization and an individual are identified and resolved in a manner that ensures that any such transactions are in the best interests of the Organization, over and above the interests of the Interested Party.

### **Definitions**

- a. “Interested Party” means a director or officer, or an immediate family member of a director or officer.
- b. “Related Party” means any party, group or organization to which an Interested Party has an allegiance or affiliation.

### **Conflicts of Interest**

A potential conflict of interest exists when actions, contracts, transactions or other dealings between the Organization and an Interested Party or a Related Party may result in a personal benefit to the Interested Party. A potential conflict of interest may also exist when an Interested Party serves as director, officer, or staff member of an organization which competes with the Organization or when an Interested Party or Related Party aids, financially or otherwise, such competing organization.

Although it is impossible to list every circumstance, the following activities by an Interested Party or a Related Party appear to involve a potential conflict and should be disclosed:

#### a. Outside Interests

- (i) To hold, directly or indirectly, a financial interest or any position in any concern with which the Organization does business (or is considering doing business) or that provides services in competition with the Organization.
- (ii) To compete, directly or indirectly, with the Organization in the purchase or sale of property or property rights, interests or services.

#### b. Outside Activities

- (i) To render services to any outside concern that does business with or competes with the Organization.

c. Gifts, Gratuities, and Entertainment

- (i) To accept gifts, entertainment, or other favors from any concern that does, or seeks to do, business with the Organization or is a competitor, under circumstances that might influence the performance of the individual's duties for the Organization.

d. Confidential or Proprietary Information.

- (i) It is improper for an Interested Party or a Related Party to disclose or use confidential or proprietary information relating to the Organization for personal profit or advantage of the Interested Party or Related Party.

**Disclosure Requirements**

a. Initial and Annual Disclosure of Relevant Interests.

1. Immediately upon election or appointment as a director or officer, all directors and officers shall disclose any relevant interest of an Interested Party or Related Party as they relate to such director or officer which may pose a potential conflict of interest. Said disclosure statements shall be updated at least annually.

b. Disclosure of Potential Conflicts of Interest

1. If any question may arise in the mind of any director or officer of the Organization as to a potential conflict between his or her own individual interest, those of an immediate family member, or those of a Related Party and the interest of the Organization, full disclosure of all facts pertaining to such potential conflict shall be made to the Board of Directors. Fact-gathering and subsequent review by the Board of Directors will determine whether or not an actual conflict exists or would occur.

**Procedures for Addressing Potential Conflicts of Interest**

- a. The Board of Directors of the Organization (or a duly appointed Committee of the Board) shall investigate the potential conflict of interest.
- b. The director or officer to whom the potential conflict of interest relates may offer factual information to the Board or Committee; but no such director or officer shall vote on such matter. The Board or Committee may, by majority vote, ask any such director or officer not to participate in any discussion relating to the conflict, or to leave the room in which such discussion is carried on; provided, however, that the interested Director may participate in any discussion regarding his or her exclusion.
- c. Directors and officers to whom the potential conflict of interest relates shall not attempt to influence other Directors regarding such matter.

- d. After conducting due diligence, the Board or Committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest and for its own benefit and whether the transaction is fair and reasonable to the Organization and shall make its decision as to whether to enter into or allow the transaction or arrangement in conformity with such determination. As part of its due diligence efforts, the Board or Committee shall determine whether the Organization can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- e. The following information shall be recorded in the minutes of the meeting of the Board or Committee:
  - i. the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or Committee's decision as to whether a conflict of interest in fact existed; and
  - ii. the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

Adopted: XX

BIKE WALK CONNECTICUT

Potential Conflict of Interest Disclosure Form

Name: \_\_\_\_\_

In responding to these questions, please note that a “yes” answer does not imply that the relationship or transaction is necessarily inappropriate.

1. Are you an officer or director, shareholder or principal in any corporation or business with which Bike Walk Connecticut has had business dealings?

Yes \_\_\_\_\_ No \_\_\_\_\_

If the answer is “yes” please list the names of such corporations, your affiliation with that corporation or organization, and the approximate dollar amount of business involved with Bike Walk Connecticut in the past year:

2. Do you or does any member of your family have a financial interest in, or receive any remuneration or income from any business organization with which Bike Walk Connecticut has or had business dealings?

Yes \_\_\_\_\_ No \_\_\_\_\_

If the answer is “yes”, please supply the following information:

Names of the business organization(s) in which such interest is held and the person(s) by whom such interest is held:

Nature and amount of each financial interest, compensation or income:

3. Have you, or any member of your family, received anything of value, including any gifts, services, loans or compensation of any kind, from any source from which Bike

Walk Connecticut buys goods or services, or from any individual, organization or entity with which Organization has a significant business relationship?

Yes \_\_\_\_\_

No \_\_\_\_\_

If the answer is “yes”, list each such gift or loan as follows:

Name of Source	Item	Approximate Value
----------------	------	-------------------

4. Do you foresee involvement in the coming year, or have you been involved during the past year, in any other activity or relationship, business or otherwise, that might be interpreted as a possible conflict of interest with your role and responsibilities to Bike Walk Connecticut, including your or an immediate family member’s service as a trustee of another nonprofit organization?

Yes \_\_\_\_\_

No \_\_\_\_\_

If “yes”, please describe:

I certify that the foregoing information is true and complete to the best of my knowledge and that should any of my responses to this questionnaire change at any time, I will notify the Board president of Bike Walk Connecticut.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

## **BIKE WALK CONNECTICUT RECORD RETENTION POLICY**

The Bike Walk Connecticut (the “Organization”), takes seriously its obligations to preserve information relating to litigation, audits, and investigations.

The information listed in the retention schedule below is intended as a guideline and may not contain all the records the Organization may be required to keep in the future. Questions regarding the retention of documents not listed in this chart should be directed to the Executive Director.

From time to time, the Executive Director may issue a notice, known as a “legal hold,” suspending the destruction of records due to pending, threatened, or otherwise reasonably foreseeable litigation, audits, government investigations, or similar proceedings. No records specified in any legal hold may be destroyed, even if the scheduled destruction date has passed, until the legal hold is withdrawn in writing by the Executive Director.

<b>File Category</b>	<b>Item</b>	<b>Retention Period</b>
<b>Corporate Records</b>	Bylaws and Articles of Incorporation	Permanent
	Corporate resolutions	Permanent
	Board and committee meeting agendas and minutes	Permanent
	Conflict-of-interest disclosure forms	4 years
	Board Policies	Permanent
<b>Finance and Administration</b>	Financial statements (audited)	7 years
	Auditor management letters	7 years
	Payroll records	7 years
	Check register and checks	7 years
	Bank deposits and statements	7 years
	Chart of accounts	7 years
	General ledgers and journals (includes bank reconciliations)	7 years
	Investment performance reports	7 years
	Equipment files and maintenance records	7 years after disposition
	Contracts and agreements	7 years after all obligations end
	Correspondence — general	3 years
	Donor Records	7 years
	Acknowledgement Letters	7 years

	Grant Applications and Records relating thereto	7 years
<b>Insurance Records</b>	Policies — occurrence type	Permanent
	Policies — claims-made type	Permanent
	Accident reports	7 years
	Safety (OSHA) reports	7 years
	Claims (after settlement)	7 years
	Group disability records	7 years after end of benefits
<b>Real Estate</b>	Deeds	Permanent
	Leases (expired)	7 years after all obligations end
	Mortgages, security agreements	7 years after all obligations end
<b>Tax</b>	Form 1023 Application IRS exemption determination and related correspondence	Permanent
	IRS Form 990s	7 years
	Charitable Organizations Registration Statements (filed with Minnesota Attorney General)	7 years
<b>Human Resources</b>	Employee personnel files	7 years after termination of employment
	Retirement plan benefits (plan descriptions, plan documents)	Permanent
	Retirement plan election forms	7 years after employee takes distribution of entire benefit
	Other employee benefit plan election forms (e.g. health, disability, flexible benefit)	7 years after the year to which the election applies
	Employee handbooks	7 years after the handbook ceases to be used
	Workers comp claims (after settlement)	7 years
	Employee orientation and training materials	7 years after use ends
	Employment applications	3 years
	IRS Form I-9 (store separate from personnel file)	Greater of 1 year after end of service, or three years
	Withholding tax statements	7 years
	Timecards	3 years
	Payroll Tax Returns	7 years
<b>Technology</b>	Software licenses and support agreements	7 years after all obligations end

**1. Electronic Documents and Records.**

Electronic documents will be retained as if they were paper documents. Therefore, any electronic files that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an “archive” computer file folder. Backup and recovery methods will be tested on a regular basis.

**2. Emergency Planning.**

The Organization’s records will be stored in a safe, secure, and accessible manner. Documents and financial files that are essential to keeping the Organization operating in an emergency will be duplicated or backed up at least every week and maintained off-site.

**3. Document Destruction.**

The Executive Director is responsible for the ongoing process of identifying its records, which have met the required retention period, and overseeing their destruction. Destruction of financial and personnel-related documents will be accomplished by shredding.

Document destruction will be suspended immediately, upon any indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation.

**4. Compliance.**

Failure on the part of employees to follow this policy can result in possible civil and criminal sanctions against the Organization and its employees and possible disciplinary action against responsible individuals. The Executive Director and Board Chair will periodically review these procedures with legal counsel or the Organization’s certified public accountant to ensure that they are in compliance with new or revised regulations.

Adopted: XX



## **MassBike Board Member Agreement**

I, \_\_\_\_\_, understand that as a member of the Board of Directors of MassBike, I have a responsibility to ensure that the organization is carrying out its mission and goals, and bear fiduciary responsibility for the organization. I believe in the purpose and mission of the organization, and I will act responsibly and prudently as one of its leaders.

As part of my responsibilities as a MassBike Board Member, I will:

- Keep my MassBike membership current
- Attend all board meetings (six per year, plus a January board retreat), except with prior notice given to the Executive Director.
- Provide fiscal, strategic, and policy oversight to the organization.
- Make a financial commitment to the organization that is significant to me.
- Actively assist with fundraising and ensure that the organization has the resources necessary to carry out its mission
- Represent the organization and conduct outreach on its behalf.
- Recuse myself from discussions and votes where I have a conflict of interest.

MassBike will provide me with financial information and updates of organizational activities necessary for me to perform my duties.

### **Ten Basic Responsibilities of Nonprofit Boards ([www.boardsource.org](http://www.boardsource.org))**

1. Determine the organization's mission and purpose. It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. Select the chief executive. Boards must reach consensus on the chief executive's responsibilities and undertake a careful search to find the most qualified individual for the position.
3. Provide proper financial oversight. The board must assist in developing the annual budget and ensuring that proper financial controls are in place.
4. Ensure adequate resources. One of the board's foremost responsibilities is to provide adequate resources for the organization to fulfill its mission.
5. Ensure legal and ethical integrity and maintain accountability. The board is ultimately responsible for ensuring adherence to legal standards and ethical norms.
6. Ensure effective organizational planning. Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.

7. Recruit and orient new board members and assess board performance. All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate its own performance.
8. Enhance the organization's public standing. The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community.
9. Determine, monitor, and strengthen the organization's programs and services. The board's responsibility is to determine which programs are consistent with the organization's mission and to monitor their effectiveness.
10. Support the chief executive and assess his or her performance. The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the organization.

Board Member Signature: \_\_\_\_\_

Date: \_\_\_\_\_

# Connecticut Power and Energy Society, Inc. Board of Directors Conflict of Interest Policy



## Purpose of this Policy

Officers and directors of the Connecticut Power and Energy Society, Inc. (CPES) have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. Federal law and IRS regulations impose penalties on individuals who profit unduly from nonprofit organizations.

The purpose of the policy is to protect CPES and its tax-exempt organization status when it contemplates entering into a transaction or arrangement that might benefit the private interest of an officer or director of CPES or might result in excess benefits to a party to a transaction with CPES.

This policy establishes only the framework within which CPES wishes its business to operate. This policy is intended to provide general direction so that directors and officers of CPES can seek further clarification on issues related to the subject of acceptable standards of operation.

This policy is intended to supplement, but not to replace, any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

## CPES Conflict of Interest Policy

A conflict of interest may exist when the interests or concerns of any Director or Director's immediate family, or any party, group, employer, client or other organization to which a Director has allegiance, may be seen as competing with the interest or concerns of CPES.

When a potential conflict of interest arises, the affected Board member shall immediately disclose such possible conflict to the President and Secretary of the Board, who shall take appropriate action. If the possible conflict of interest is relevant to a matter requiring action by the Board of Directors, or one of its Committees, the Director shall disclose the conflict and shall not vote on the matter.

Moreover, the director having a conflict shall retire from the room in which the Board (or its Committee) is meeting and shall not participate in the final deliberation or decision regarding the matter under consideration.

The minutes of the meeting of the Board or Committee shall reflect that the conflict of interest was disclosed and that the interested person was not present during the final discussion or vote and did not vote.

When there is doubt as to whether a conflict of interest exists, the matter shall be resolved by a vote of the Board of Directors (or its Committee), excluding the person concerning whose situation the question has arisen.

## Annual Statements Required

Each CPES director and officer shall annually sign a statement that affirms such person

- a. Has received a copy of this conflict-of-interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the organization is exempt from federal income taxation and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

## Affirmation

I have read the above statement, understand it, agree to comply, and agree to make appropriate good faith efforts to disclose my possible conflicts of interest.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

## MEMORANDUM

TO: Board of Directors, Bike Walk Connecticut

FROM: Laura Baum, President, Bike Walk Connecticut

DATE: 7/5/2014

SUBJECT: ED Salary Increase & Performance Review Process Update

---

I worked with the Executive Committee to set the timeline for the ED Evaluation, which we're recommending should occur each year beginning in January, with any salary increases to be voted on by the board at the March meeting. We felt that moving to a calendar year process would be advantageous since year-end financials would be available at that time.

At this time, I am proposing an interim year salary adjustment to bridge the gap between the 2013 adjustment and any adjustments that may occur as part of the evaluation process in early 2015. I

**propose a 2.2% increase in Kelly's salary, effective August 1, 2014, with the following stipulations/assumptions:**

- At the time of the 2015 ED Evaluation, a salary increase will be considered based on the figures in Table 1 of this memo. The table shows a breakdown of increase percentages based on the extent to which the director meets expectations as well as the director's current salary (currently in "first third" range).
- The 2.2% increase recommended now is not a reflection of an evaluation process and therefore should not be read as such. It is meant to be a baseline increase that can be added to in early 2015 following the review. In future years no increase is expected in the summer. This is meant as a stop-gap measure to get us synced to a calendar-year process.
- Once a percentage increase is determined in early 2015, we will subtract out the increase that went into effect in August 2014, and only increase the salary by the remainder.
  - For example, if we increase by 2.2% in August 2014 and recommend a 3.0% increase in early 2015 based on performance, the salary will actually be increased by 0.8%.
- Table 1 is recommended as a guideline only and is not meant to establish official policy of the organization. Adjustments outside of these ranges may also occur depending on circumstances and the organization's budget and available resources.

**Executive Director Performance Review and Pay Raise Evaluation Process**

This document was shared with the board at the May 2014 meeting. I've added dates based on recommendations from the Executive Committee and discussion with ED.

1. Performance review criteria, timeline and process discussed and agreed upon by President and Executive Director.	
2. Executive Director provides self-assessment, based on current year's goals/plan using an instrument/template to be determined by President with input from Executive Director and Executive Committee.	January
3. Preliminary review of self-assessment by President and Immediate Past President.	January
4. Executive Director's performance review assessment form distributed to Board members. Input may also be solicited from staff and/or outside stakeholders.	January
5. Board member assessments are compiled and distributed to Executive Committee.	February
6. Executive Committee completes review of Board member assessments and self-assessment; agrees on key points to be covered in the review meeting.	February
7. Performance review meeting: President, Immediate Past President (or other board representative) and Executive Director.	February
8. Executive Director will have the opportunity to respond in writing to any points of disagreement.	February/March
9. President reports to Board regarding performance review and merit pay increase recommendation	March
10. Performance review document completed, signed and filed. Following the evaluation, ED signs the evaluation, indicating acknowledgment of review; the signature does not necessarily indicate that E.D. agrees with the evaluation.	March
11. Performance plan/Goals for next year completed and submitted to Executive Committee/Board for approval.	March

**Table 1: Suggested Salary Increase Ranges** - note that any salary adjustments will be made only if prudent considering the financial condition of the organization

<b>Performance Level</b>	<b>First Third (&lt;\$60,000)</b>	<b>Middle Third (\$60,000-\$80,000)</b>	<b>Top Third (&gt;\$80,000)</b>
Far Exceeds Expectations	5.2% to 6.2%	3.5% to 5.2%	3.0% to 3.6%
Exceeds Most Expectations	4.3% to 5.2%	2.9% to 4.3%	2.5% to 3.0%
Substantially Meets Expectations	3.6% to 4.3%	2.4% to 3.6%	2.1% to 2.5%
Somewhat Below Expectations	2.2% to 2.6%	1.4% to 2.2%	1.3% to 1.5%
Below Expectations	0	0	0

Source: Adapted from document by Smith Compensation Consulting (<http://www.nonprofitmusings.com>)