

1987 NATIONAL MEMBERS MEETING  
July 25, 1987  
Boston, Massachussets

1. Quorum

A meeting of the membership as called for by the bylaws was held July 25th 1987, at the Hyatt Regency hotel, Cambridge, Massachussets. The following region representatives with corresponding membership votes were present:

HCAA Jim Jacobson - 32 votes & Dave Riley 1;  
BACAA - Frank Hunt - 25 votes, Richard Speidel (Pac Tele), Kay Donnelly (SRI), Gerry O'Dwyer (DEC), Kevin Holtzclaw (GE), Dan Peters (AT&T).  
PNWCAA - Alex Johnston 25 votes.  
RMCAA - Bob Koenig, 18 votes.  
NECAA - Dick Joseph - 27 votes, Chet Bieganski (GE), Fran Brennan (UNUM), Bill Hudock (CIGNA).  
SECAA - Steve Bishop - 2 votes, Joel Dubow (Coke), Jim Sloan (AT&T), Roger Garrett (GE) and the team representative from Alachua Hospital Center.  
ICAA - Joe Robinson 29 votes.  
SCCAA - Katie Cunningham 15 votes, Robert Radnoti (EXXON), Jim Kanagy (SKB), Dietmar Oberhoessel (Hughes), John Younger (TRW), Micks Pernell (IBM).

One third of the membership is required to make a quorum. As greater than than percentage total membership was present, either directly, or by proxy, a quorum was present. The meeting was duly called to order by Robert Radnoti at approximately 6:30 PM Eastern Standard Time.

2. Introductions

Each of the persons in attendance was asked to introduce him or herself. Brooks Johnson the track coach at Stanford University and Mr. Fox from the Corporate Olympics were in attendance. Bob Rodriguez and Keith Pharr, candidates for the board of directors from Texas Union Oil and Texas Instruments respectively also attended along with several team members from AT&T and several other corporations.

Brooks Johnson discussed his view of how he, Stanford and the USCAA could work together in to put on the 1988 national track championship.

3. Talk by Jim Kanagy

Jim Kanagy gave a brief talk on what the USCAA had accomplished to

date and plans for the immediate future. In summary, the contents of that talk are as follows:

I. Increasing the Number of Regional Organizations. - Presently there are 10 affiliated regions and 2 interactive regions, Chicago and New York/Philadelphia. In 1987 and 1988, the goal is to increase the number of active groups. This can be accomplished by developing Affiliate regions. Or through an Associate region concept in those geographic regions where corporate running has not yet taken firm root. A description of an Associate region is attached. The goal is to add 8 to 10 new groups in three years. Areas with the highest likelihood for setting up an Affiliate or Associate region are New York/Philadelphia, the Carolinas, Cincinnati, St Louis, Kansas City, Dallas, Oklahoma, New Mexico, Phoenix, and Oregon.

II. Funding.

Tax exempt status - Utilize the USCAA's 501(c)(3) status to obtain funds for all operations from corporations as would any other not for profit organization.

Member sponsorship of events - More actively solicit sponsorship of USCAA events and events in which the USCAA participates. Dick Joseph's efforts within Digital to obtain sponsorship for the national track meet, AT&T's donation for the 1986 track meet obtained by Dan Peters, Steve Bishop's efforts to bring in Delta' as the designated airline, Coor's donation of beer for the post-meet party, and CIGNA's sponsoring the 1985 national track meet party are examples of developing ecompmic support in-house. Goal - to expand membership funding of all events through soliciting support for local and national events from all levels of company management.

We can bring sponsorship to events in which we participate. For example, Houston/Tenneco, which is the 1988 marathon championship designate, is looking for an airline to be the designated carrier and someone to help sponsor the pre-race pasta party or the post-race USCAA awards ceremony. Any support in money, goods or services we bring to this marathon will greatly increase our visibility and future opportunities with the Houston/Tenneco marathon and other groups we wish to work with.

External Sponsorship - Third party sponsorship is critical to developing USCAA opportunities. A group or individual is needed to seek out sponsorship. Efforts to locate such groups or persons is badly needed. Frank Hunt has talked with International Management Group. It is hoped this contact will bear fruit. Other contacts need to be made and solicitations made to companies likely to be interested in supporting running.

III. New Events.- There are more runners participate in road races than in any other running venue. For every track runner, each corporation probably can find a dozen or more road racers, of all types. How true is this? In its second year, the USCAA's marathon championship drew 42 full teams and 11 other incomplete teams. Tandem Computer fielded a team of 35 runners. And that number for a 26.2 mile run.

Road Race Series. The board earlier this year decided to develop a road race series to be implemented in 1987 or 1988. At this juncture, 1988 is the only feasible time frame, and the fall of '88 seems best given the ground work needed to set up a series. Several types of road races were reviewed by the board out of which a relay series was made the first choice. A number of requests for proposals to work with the USCAA on this project have been distributed and are due back September 1st. From these responses, a group or groups will be selected to work with the USCAA on developing a relay series. Presently, the relay concept is that of ten people running 2.62 miles each to make a marathon distance. It would be limited to corporations unless a primary sponsor absolutely insisted otherwise. We are looking to have several sponsors if possible, with local sponsor involvement where appropriate. More specific information will be distributed as the programs develop.

IV. Communication. Communication equals opportunity and support. It is the life blood of any group. USCAA members must expand our network to grow to our potential.

Phone Conference Calls. You've all seen those TV ads where the banker is relating how he stayed in touch with his capital fund buddy. How one had heard of a small start-up computer company in need of capital. How the old friendship kept alive by staying in touch by phone led to an investment of capital with the the personal computer firm, now called Apple. This isn't a commercial for AT&T, GTE Sprint or any other phone companies, but a plug for staying in touch. It happens phones are the best way.

Local AT&T team captains have access to a switching service which can handle more than twenty persons on one conference call without losing people. That capability has played a major role in keeping their team strong. But more importantly, that switching service has made the USCAA possible. This service has been the life line between USCAA board members since the USCA's inception. In fact, phones provided the means for bringing together the original six regional groups to form the USCAA. AT&T's switching service made it possible to hold the first board meeting where the USCAA was formally born.

This device can work for you within your corporation, within your regional association, and nationally in your corporation or just to stay in touch with friends made at a national meet. Call that team captain in your sister division. Do it on a regular basis. Make it a point of having a monthly or bimonthly conference call among the several team captains in your corporation, particularly if they are at remote locations. Perhaps you have never met these people face to face. That's alright. Several board members were elected and participated in board meetings for over a year before finally meeting other board members in person. Stay in touch on a regular basis. Maybe your team will become an AT&T as a result.

Your regional organization can meet by phone on a regular basis interspersed with sit down meetings. Most regions are huge. Every one

is an hour drive from each other and its hard to find that kind of time evenings. Why not set up regular selected times during the day for a meeting. Have a forty-five minute meeting to go over established activities or exchange information. But have an agenda in hand when you call; much more efficient. Phones are efficient. They are critical to us. Use them.

If you wish help on large conference calls, something might be worked out with AT&T. Sorry no free long-distance services yet. Check with a board member if you are interested.

Of Newsletters and other Writings. A newsletter has been established this year. Two will be issued. We welcome any contributions at any time on all matters of corporate running interest.

If we better tell others about our activities, more will want to participate. We have a lot to learn about pre-event publicity, something more money would help solve. BACAA has obtained an excellent run-down of how to get post-race publicity which we have used sparingly. The ground work has been laid. Now we need to more effectively use what we know and have access to to tell our story. Invite your local newspaper and running magazine to your events. Let the TV stations know of it. At worst, they will ignore you. Several groups have gotten local TV coverage by simply asking. It never hurts to ask.

#### SUMMARY

- \* Expand USCAA activities to road racing.
- \* Increase the number of locales; Associate regional concept.
- \* Funding development: i.) Contributions; ii) Member company sponsorships; ii) Renew third party sponsorship efforts.
- \* Increase internal and external communications.

### 3. Comments by Gerry O'Dwyer of Digital Equipment Corporation in San Jose.

Gerry O'Dwyer is the DEC team representative to BACAA. Gerry worked with BACAA this year on DEC's sponsorship of BACAA's track championship. He is DEC's representative on future BACAA/DEC interactions. He was in Boston to observe this year's track championship and gather information on our series for use in support of proposals to DEC for possible future sponsorship.

Mr. O'Dwyer spoke about the several approaches one might use to develop and secure sponsorship. The primary concept from his remarks was that of forming a cooperative relationship between a sponsor and a media group to maximize the exposure of all concerned. Activities with and between BACAA and DEC for sponsorship in some form for the 1988 track championship were also discussed.

4. Track and Field Revisions Proposal.

Dick Joseph presented brief remarks arising from NECAA, and others, regarding revamping and revising the track championship events. Specifics were not discussed in detail. Rather, it was agreed to carry out a survey of the membership soliciting event change proposals and make a considered decision later this year or early next year.

5. Board Elections.

Seven positions were up for election this year. Two persons had earlier in the year resigned from the board but the term of both expired this year anyway.

As per the required candidate solicitation procedure, five names had been placed in nomination prior to the meeting:

| <u>Name</u>         | <u>Company</u>        | <u>Division</u> | <u>Region</u> |
|---------------------|-----------------------|-----------------|---------------|
| Katie Cunningham    | Aerospace Corporation | II              | SCCAA         |
| Hank Lawson         | Hewlett-Packard       | I               | BACAA         |
| Keith Pharr         | Texas Instruments     | I               | HCAA          |
| Dietmar Oberhoessel | Hughes Aircraft       | I               | SCCAA         |
| Bob Rodriguez       | Union Texas Petroleum | I (?)           | HCAA          |

As per the rules allowing nomination from the floor, the following additional names were placed in nomination:

|                 |                    |    |       |
|-----------------|--------------------|----|-------|
| Fran Brennan    | UNUM               | II | NECAA |
| Frank Burnette  | Nyemaster law firm | II | ICAA  |
| Kevin Holtzclaw | General Electric   | I  | BACAA |
| Kay Donnelley   | SRI International  | II | BACAA |

After the nomination of each candidate was duly seconded, a vote was taken by written ballot, non-cummulative voting. Results were:

|                     |                       |    |       |
|---------------------|-----------------------|----|-------|
| Fran Brennan        | UNUM                  | II | NECAA |
| Katie Cunningham    | Aerospace Corporation | II | SCCAA |
| Kay Donnelley       | SRI International     | II | BACAA |
| Hank Lawson         | Hewlett-Packard       | I  | BACAA |
| Keith Pharr         | Texas Instruments     | I  | HCAA  |
| Dietmar Oberhoessel | Hughes Aircraft       | I  | SCCAA |
| Kevin Holtzclaw     | General Electric      | I  | BACAA |

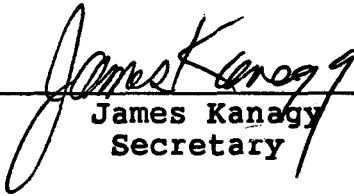
Congratulations to these seven people, each of whom will serve a three year term on the USCAA board of directors starting from the date of their election.

6. Open Forum.

The open forum was conducted while the secretary was counting votes so no record was made of the discussions during this period.

7. Adjournment.

On motion duly made and seconded, the 1987 national members meeting was duly adjourned.

  
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James Kanagy  
Secretary

USCAA Board Meeting  
App. 7:30 PM  
July 25, 1987  
Hyatt Regency Hotel, Cambridge, Massachusetts

Roll Call.

The July meeting was held immediately following the national members' meeting.

Quorum: The following board members were present:

Steve Bishop, Fran Brennan, Katie Cunningham, Kay Donnelley, Joel Dubow, Kevin Holtzclaw, Frank Hunt, Jim Jacobson, Dick Joseph, Jim Kanagy, Dietmar Oberhoessel, Keith Pharr, Lou Putnam, Robert Radnoti, Patty Ross, Richard Speidel, John Younger.

Not present: Bob Koenig, Kevin Holtzclaw, Hank Lawson, Louie van Staveren.

Seventeen being a quorum, the meeting was duly called to order by the chair, Robert Radnoti.

Election of Officers.

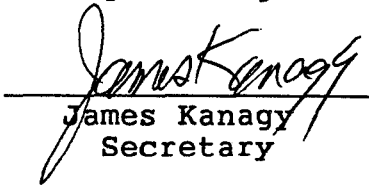
The only order of business was the election of officers. The following nominations were made and seconded:

|            |                 |
|------------|-----------------|
| Chairman   | Robert Radnoti  |
| President  | Lou Putnam      |
| Vice Pres. | Richard Speidel |
| Secretary  | Jim Kanagy      |
| Treasurer  | Bob Koenig      |

By voice vote, these nominees were duly elected to the respective positions for which they were nominated.

Adjournment.

On motion duly made and seconded, the meeting was adjourned.

  
James Kanagy  
Secretary

NOTE: Subsequent to the meeting Jim Kanagy and Hank Lawson have resigned from the board.





## ARTICLE VIII

### CONSTITUENCY

#### SECTION 1. REGIONAL AFFILIATIONS

A. Regional Affiliates. The basic constituency of the USCAA shall consist of groups (Affiliates) organized into mutually exclusive geographic areas of the United States and its possessions, the membership of which is open to any group qualifying as per Article IX and which is physically located in that area.

B. Regional Documents. When any group wishes to be recognized by the Board as a new regional Association, it shall be required to submit a copy of its articles, charter, constitution or other organic document to the Secretary of the Board. Such document shall demonstrate by its terms the following: (1) agreement of the regional Association to abide by the provisions of the Articles of Incorporation of the USCAA, its bylaws, rules and standards; (2) membership qualifications consistent with the provisions of Article IX of these bylaws; (3) statements of purpose, powers and autonomy consistent on a regional basis with those appearing in these bylaws; (4) provisions for the democratic election of directors and officers of the regional Association; (5) evidence that the regional Association will have at least 8 memberships; and (6) such other provisions as may be prescribed by the Board of the USCAA. Any regional Association failing to comply with the foregoing requirements shall not be entitled to participate in the affairs of the USCAA until such compliance is achieved. Each Association shall promptly notify the Secretary of the USCAA of any changes in its organic document; submitting the copy of such change with the notification as well as a copy of this communication to the President of the USCAA.

C. (Delete this section.)

#### Section 2. REGIONAL ASSOCIATIONS

A. Regional Associates. Upon request of three or more corporate team representatives in a geographical area, the board may designate that group as an unofficial affiliate (Associate) of the USCAA for the purpose of working with the USCAA to put on USCAA sponsored events in that area and to support further organizational development for the purpose of becoming an Affiliate.

B. Rights and Privileges. An Associate shall have the following limited rights and privileges: the right to request

the USCAA to put on events in that geographic area in conjunction with a particular USCAA national event series; the right to use the USCAA name and logo for such events; the right to an equal share of any economic or organizational opportunities available to an Affiliate for such events. The USCAA name and logo shall be used by the Associate in conjunction with such events. USCAA rules and standards shall be the standard for participation in and administration of such events, including payment of dues and fees set by the board. Teams participating in an event in an Associate region shall be eligible to compete at national championships in that event.

C. Limitations. Other than the rights and privileges provided for in paragraph B. above, no other rights, privileges or benefits are hereby given to an Associate or its member corporations. An Associate region may not be the site of or host a national championship.

D. Term of Associate Status. A group may maintain Associate status for up to three years measured from the date of the first event is staged under the auspice of that Associate, after which the Associate must obtain Affiliate status or lose its right to have USCAA events staged in that geographic area.

## ARTICLE IX

### SECTION 1. QUALIFICATIONS

D. LIMITATIONS ON MEMBERS OF ASSOCIATE REGIONALS. Members of an Associate region shall have only those rights and privileges granted under Article VIII, Section 2. B above. In addition, Members in an Associate region shall not be enfranchised or have the right to have its members sit on the board.

Steve Bishop  
Delta Airlines  
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Fran Brennan  
UNUM Corporation  
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Kevin Browning  
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Frank Burnette  
Nymaster, Goode, et al  
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Houston, TX 77009

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San Ramon, CA 94583

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John Younger  
TRW  
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