

West Volusia-Daytona Beach  
Report to Merger Committee  
August 14, 2007

Sub-Committee: Governance

Date: 8/14/07

Benefits of Merger

The Governance structure of the two Associations has raised some interesting and different ways of approaching the delivery of services to the community.

Areas the sub-committee reviewed.

This Sub-Committee has had extensive discussion on the by-laws of the two Associations. They did a side-by-side mapping of the issues related to governance according to the by-laws. They did a SWOT analysis of the "Withdrawing from the Association" section of the West Volusia by-laws. They have surfaced some "key issues" related to the implementation of the governance structure that reflect on the potential difference in corporate culture.

Key Issues

The Sub-Committee has identified two key issues:

Voting Rights This is a fundamental way that the YMCA recognizes the member involvement in the leadership of the corporate organization.

Withdrawing from Association This is language in the West Volusia by-laws that allows and supports the withdrawing of any Branch or Extension from the Association and be a separate YMCA or any other legal entity. The language even requires the corporate organization to support this activity.

Proposed "potential reasonable resolutions"

The sub-committee is not ready to present potential reasonable resolutions at this time. They believe the Voting Rights issues can be resolved with further discussion. The Withdrawing from Association needs further discussion. We generally feel that the current language is not where either Associations wants to be but we have not resolved where we want to be and if there are any fundamental difference in that position.

Directions on other identified areas of concern

There are a number of areas that still need to be resolved but all appear to be resolvable once we resolve the basic issues of Branch/Corporate relationships.

Recommendation on Letter of Intent

The Membership and Program Sub-Committee is not prepared to recommend moving forward without further review.