



**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS
September 21, 2019**

The Directors named in these minutes of the California State Soccer Association-South, constituting the Board of Directors of said California Corporation, held its regular meeting on September 21, 2019 at the corporate office in Fullerton. President and Chairman of the Board, Cindy Quan, called the meeting to order at 9:04 am. A quorum was present.

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| <input checked="" type="checkbox"/> Cindy Quan, President left at 1:45 | <input checked="" type="checkbox"/> Robert Pennoyer, District 1 Commissioner |
| <input checked="" type="checkbox"/> Roy Carlson, Exec. Vice President | <input checked="" type="checkbox"/> Luca Pacelli, District 2, Commissioner |
| <input checked="" type="checkbox"/> Jerry Selby, VP-Youth left at 3:20 | <input checked="" type="checkbox"/> Grant Nadell, District 3 Commissioner [via telephone] |
| Nick Webster, Vice President-Adults | <input checked="" type="checkbox"/> Anthony Piscicoli, District 4 Commissioner left at 12:20 |
| <input checked="" type="checkbox"/> Mike Green, Treasurer | <input checked="" type="checkbox"/> Louie de la Cruz, District 5 Commissioner |
| <input checked="" type="checkbox"/> Monica Jara Guerra, Secretary 9:39-9:42 | <input checked="" type="checkbox"/> Jack Larkin, District 6 Commissioner |
| <input checked="" type="checkbox"/> Johnnie Garza, Chief Executive Officer | <input type="checkbox"/> Christie Paulson, District 7, Commissioner |

Also present for various parts of the meeting:

Adrian Marquez, Cal South Compliance Manager left at 1:04
Jonathan Smith, Cal South Chief Financial Officer left at 2:31
Steve Hoffman, Cal South Director of Coaching Education and Player Development left at 2:31

1. CALL TO ORDER at 9:04am

2. PUBLIC COMMENTS

There were no public comments.

3. AGENDA

Agenda has some items struck through because the supporting documents were not in Sharepoint by Wednesday. Discussion of process for setting agenda and having information posted.

Struggling with getting the agenda set with relevant items.

Suggestion that we start setting an annual calendar of recurring events so that we can make sure we give items sufficient lead time.

Trying to figure out the best way to move forward.

Per Mike, schedule set for receiving financial reports. Five days before the end of the month, treasurer to receive the financial documents from the prior month.

Process should be formalized for the agenda.

Luca to draft the agenda process.

4. APPROVAL OF MINUTES

Motion #1 Motion to approve minutes of January 23, 2019. Motion by Cindy Quan, Second by Jerry Selby – passes with no objection, abstentions by Roy Carlson, Robert Pennoyer and Anthony Piscicoli.

Motion #2 Motion to approve minutes of March 24, 2019. Motion by Cindy Quan, Second by Jerry Selby – passes with correction to public comments to state “move State Cup up to December” – no objection, abstentions by Roy Carlson and Anthony Piscicoli.

Motion #3 Motion to approve minutes of April 29, 2019. Motion by Cindy Quan, Second by Mike Green – lengthy discussion of motion that was made at that meeting and the discussion points– passes with objections by Mike Green and Luca Pacelli, abstention by Anthony Piscicoli.

Roy Carlson to attempt to clean up the minutes from the May 4, 2019 meeting.

Approval of the June 15 and June 19, 2019 minutes tabled.

Monica Jara Guerra announced her resignation due to personal matters.

5. FINANCIALS

Not a lot to report. Budget delivered on August 28. Sent to financial committee on September 18. Needs a finance committee meeting to discuss the budget. May need to set a special meeting to discuss the budget in two weeks.

Is there stability in the system to receive the financial statements more timely? Internally making some changes, hired a new staff accountant, should be timely by October and possibly September.

Need to more quickly provide financial information to the board.

Luca had requested information on trends and patterns to see where we are having issues. Luca wanted a timeline for this information so we can understand the issues and seek solutions. To understand why and go after that market and reverse the trend. Looking for an analysis of performance. Johnnie is working on it. Adrian will provide a timeline by Wednesday.

Mike indicates that the treasurer doesn't have the job of preparing the budget. That is staff's job and then he will review it and point out issues.

Under-reporting of numbers in the rec programs is an issue. How do we solve that?

Mike has been asking for an org chart since he joined the board and has not received it. Johnnie will provide it.

Luca asked if we are still operating under the shared services model. Johnnie says there is some overlap between departments, but no.

US Adult Soccer AGM – discussion of bylaw changes and elections. Will set a special meeting for this week if possible to discuss candidates and bylaw amendments, information to be sent to board.

NEC – Mike received some proposed dates for an AGM/election from staff.

Discussion of third party to handle election process. Mechanics and deployment of online system to third party, but oversight by NEC.

At October 19, 2019 meeting, NEC to make presentation of third party options.

6. CONFLICT OF INTEREST REVIEWS

Motion #4 Motion to accept Conflict of Interest Disclosure Form for Nick Webster. Motion by Cindy Quan, Second by Robert Pennoyer – passes with no objections or abstentions.

Motion #5 Motion to accept Conflict of Interest Disclosure Form for Anthony Piscoli. Motion by Cindy Quan, Second by Robert Pennoyer – passes with no objections and abstention by Anthony Piscoli.

7. INSURANCE UPDATE

Active assailant policy, premium of six figures originally presented. Staff looked at the coverage in more detail and presented four options. Discussion of risk assessment and adding policy. Raising umbrella vs. adding this type of policy. Response management and cost mitigation. Need more information on best amount of coverage. Tabled.

Should we require as a requirement to sanction a tournament that the event has a security plan?

Report back at next meeting with recommendation on active assailant policy coverage amount.

Insurance at a glance – finished but not posted to sharepoint yet. Will send it out to board before posting for members.

8. FEE INCREASE

Options include: registration fee increase, affiliate renewal fee increase and tournament fee increase. Have not increased for some time. USYS increased their registration fee by \$1.25. We have not passed that along yet. Registration fee increase must be notified to members by December 15.

Luca – ok with the pass through of the USYS fee increase. Finance Committee should look at the other proposed fee increases. Needs an analysis on revenue decreases and cost increases. Needs more information.

Motion #6 Motion to increase registration fee to add USYS increase for 20/21 registration season. An additional \$1.25 per player. Motion by Luca Pacelli, Second by Anthony Piscoli - Passes without objection or abstention.

Staff needs to make recommendation to the Finance Committee regarding other possible fee increases.

9. CEO REPORT

Draft agreement from Stack Sports received. Task Force has a copy.

Dick's interested in being apparel vendor. Luca: this should be decoupled from the Affinity agreement. No longer needs to be part of the task force.

SafeSport has provided info sheets that will be sent out in the Hot Sheet.

Will send Praesadium info to the BRCP.

Discussion of SafeSport processes. Work flow and case management system to maintain records.

Report on numbers of SafeSport training led to discussion.

Names in database vs. active participants. Is everyone in the system compliant with RM?

Discussion of approved referee lists.

If not riskmanaged and SafeSport compliant, will give notice to clubs to obtain compliance and then remove administrators and coaches and referees from the system at a date certain.

Deboraha working the accommodations for the USSF AGM in Nashville next February.

USASA AGM in Indian Wells and will provide Nick with introductions.

USASA made arrangements with Escondido for the SoccerFest without prior notice to Cal South.

Need clarity on what licenses are now required for coaches to be on the sideline. Need to provide something to members.

Luca raised an issue about a player whose parents are divorced and player lives in two different cities that are not close. Trying to find a solution for the player and will bring a proposal to the board at an upcoming meeting.

Lunch at 12:15

Motion #7 Motion to go into executive session at 1:01 pm. Steve Hoffman and Jonathan Smith invited to stay. Motion by Cindy Quan, Second by Jack Larkin – passes with no objection or abstentions.

Motion #8 Motion to exit executive session at 3:20 pm. Motion by Jerry Selby, Second by Jack Larkin – passes with no objection or abstentions.

Motion #9 Motion to ratify motions passed during executive session. Motion by Jack Larkin, Second by Jerry Selby – passes with no objection or abstentions.

10. NEW BUSINESS

Louie brought up a problem with referee association listed in tournament application not actually working the sanctioned tournaments. Not always sure what referee associations are doing the tournaments. Wants to require contract to be submitted 30-60 days prior to the event.

Louie brought up a discussion regarding the roster freeze date – There are differences between the Cal South roster freeze date and gaming circuit dates. Grant expressed interest in being a part of a potential task force to tackle the issue.

11. Adjournment

Motion #10 Motion to adjourn the meeting at 3:52 pm. Motion by Luca Pacelli, Second by Mike Green – passes.