



**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS
March 12, 2011**

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 March 12, 2011 at the Corporate Office in Fullerton, CA. President and Chairman of the Board, Johnnie Garza, called the meeting to order at 9:06 a.m. A quorum was present.

Johnnie Garza, President
Derek Barraza, Vice President
Roy Carlson, Vice President-Youth
Brett Wood, Vice President-Adults (absent)
Ken Goldman, Treasurer
Lila Smith, Secretary

Mark Flahan, District 1 Commissioner
John Mullen, District 2, Commissioner
Sue Abadie, District 3 Commissioner (absent)
Vacant, District 4 Commissioner
Rick McCown, District 5 Commissioner (arr 9:41 a.m.)
Ann Shoemake, District 6 Commissioner
Rick Velasco, District 7 Commissioner

Also present for various parts of the meeting:

John Weinerth, Chief Executive Officer
Steve Marquez, Director of Registration
Frank Sanford, Tournaments
Lucinda Williams, Secretariat

Public Comments

None.

Approval of Minutes

Motion #1 Derek Barraza moved to approve the February 13, 2011 Meeting Minutes.
Roy Carlson seconded.
Motion unanimously carried.

President's Report

President Garza reported that he has had a busy month since the last board meeting. He attended a United States Soccer Federation meeting which had good attendance from unrepresented adult leagues that wanted to air issues. Overall, the meeting was disappointing and showed the fractious nature of the group. One attendee noted that soccer is a business but the Federation and Cal South are not aligned to best conduct business. Mr. Garza informally talked with some of the unaffiliated groups to let them know Cal South is not the enemy and wants to find a way to resolve the issues.

Mr. Garza reported that he and John Weinerth met with Jim Cosgrove at the U.S. Youth workshop. It was a productive trip in terms of networking. The Memorial Day ODP event will include North Texas, Cal North, Cal South and Washington.

There was a lot of discussion about the new So Cal Developmental Soccer League. He received an email from the new league letting him know they are in the application process. The Board will consider the application once submitted.

Mr. Garza had the opportunity to meet with Coast Soccer League representatives and has committed to meeting with Presidio Soccer League at a date to be determined. He has made no commitments to the leagues

but did quell rumors that Cal South hired staff for the league. Mr. Garza noted that CSL had some valid concerns.

Consent Calendar

Staff Reports

Mr. Garza suggested removing staff reports from future consent calendars. Staff would continue to forward reports to the Board as informational items and Board Members could ask questions directly of staff. The Board agreed to remove staff reports from the consent calendar.

John Mullen encouraged Board Members to watch the US Youth Soccer presentation. He also reported on a presentation from Bill Cameron on data mining and noted that the upcoming U.S. Census numbers will show the number of children in various age groups by zip code. Staff will follow up on tracking this information.

Derek Barraza commented that some unaffiliated adult teams feel Cal South is forcing them to become members. He noted that there is a certain amount of politicking in how Cal South says things.

CEO Update: Presented by John Weinerth. See written report

Corporate Office Update: Presented by John Weinerth. See written report

Sales & Marketing Update: Presented by John Weinerth. See written report

Competition and Membership Dev. Update: Presented by John Weinerth. See written report

League Accounts Management Update: Presented by John Weinerth. See written report

Coaching Education and ODP Update: Presented by John Weinerth. See written report

State Tournaments Update: Presented by John Weinerth. See written report

Committee Reports

Mr. Weinerth reported that he and legal counsel have reviewed the Soccerland letter of intent and find nothing binding in the letter.

John Mullen reported that one of the Soccer Foundation members has expressed concern with the outreach activities of the Foundation.

Sanctioned Tournaments Update - Presented by John Weinerth. See written report.

SRC Update - Rick Velasco noted that the Referee Report should include professional development in Kern, San Luis Obispo and Santa Barbara counties. Mr. Garza asked Mr. Velasco to follow up on the report.

TOPSoccer Update - Presented by John Weinerth. See written report.

Risk Management Update - Roy Carlson said he appreciated the information Paul Doty now provides to the Board. Ken Goldman noted that Mr. Doty's report indicates that Cal South gets pulled into financial disputes between players / parents and clubs. He cautioned against this becoming standard practice.

Mr. Weinerth updated the Board on a lawsuit. He is in communications with the Cal South insurance broker regarding alternatives to using social security numbers for player insurance.

Protests, Appeals, Discipline Update - Presented by John Weinerth. See written report.

Nominations Committee Update - Presented by John Weinerth. See written report.

RECURRING MONTHLY BUSINESS

Youth Club Affiliate Approvals

Motion #2 Mark Flahan moved to approve all Youth Leagues except #0425, #0591 and #0720.

Rick Velasco seconded.

Motion unanimously carried.

Derek Barraza asked to agendize for staff to demonstrate the various Coris business models at a future Board meeting.

Adult Club Affiliate Approvals

None.

Sanctioned Tournament Approvals

Motion #3 John Mullen moved to approve the Youth Sanctioned Tournaments.
Roy Carlson seconded.
Motion unanimously carried.

Motion #4 Derek Barraza moved to approve the Adult Sanctioned Tournaments.
Roy Carlson seconded.
Motion unanimously carried.

Old Business Items

RTF Recommendation Discussion [11-02-001]

The Board continued review of the RTF Recommendation document and took the following steps:

- Staff will investigate whether reallocation of current staffing levels could accommodate the level of personnel needed for recreational soccer programs.
- President Garza will pursue formation of a Cal South recreational advisory committee.
- The Board will move forward with a recreational soccer page on the website.
- Change "Recreational League of Excellence" award to "Recreational Award of Excellence."
- Pursue a recreational news section in the Cal South newsletter.
(Suspended discussion at this point to jump forward in the agenda to consider appeals)
- Board may consider policy to change registration deadline at a future date.
- Derek Barraza will work on creating a club pass for recreational teams.
- Assign recreation starter kit to recreational advisory committee.
- Consider coaches clinics on weeknights as an informational item.
- Online coaching certification in progress.
- John Weinerth will research placing the Cal South logo on uniforms and report back to the Board.
- Consider Cal South banners for leagues in conjunction with budget discussions
- Direct discussion of 50% and 75% playing requirements to the recreational advisory committee.
- Tie the CORIS discussion into the discussion of Policies 2-4.

Reset / Establish Cal South Standing & Advisory Committees for 2011 [11-02-004]

President Garza reviewed committee composition and assignments with the Board.

Motion #5 Ken Goldman moved to appoint Mark Flahan to the Executive Committee as the District Commissioner representative.
John Mullen seconded.
Motion unanimously carried.

Johnnie Garza noted that the Board should provide committees with expectations or a charter.

Motion #6: Derek Barraza moved to approve the following committees and assignments:
Executive Committee: Done
Finance Committee: Leave as is
Audit Committee: Derek Barraza, Rick Velasco, John Mullen

Risk Management: Derek Barraza, Lila Smith
Personnel: Ann Shoemake, Ken Goldman (Chair), Johnnie Garza, Derek Barraza, Sue Abadie
Appeals: Paul Doty (Chair), Derek Barraza, Lila Smith
Bylaws: Roy Carlson (Chair), Rick McCown
Nominations: Composed of Board Members not running for election
TopSoccer: Sandy Castillo (Chair), Lila Smith
Sanctioned Tournaments: Frank Sanford (Chair), John Mullen
State Tournaments: Sue Abadie
Coaching Committee: Roy Carlson
Referee Committee: Mark Flahan
Hall of Fame Committee: Rick Velasco (Chair), John Mullen, Ken Goldman
Recreation Program Committee: Rick McCown (Chair), Sharon Kornfield
Adult Soccer Committee: Brett Wood, Derek Barraza

Roy Carlson seconded.

Motion unanimously carried.

Mr. Weinerth will follow up with Johnnie Garza regarding committee staff liaisons.

Mr. Garza added Derek Barraza as Chair of the Audit Committee, added Rick Velasco to the recreational programs committee and said he plans to create a competition committee.

Establish Future Club / League “Minimum” Sanctioning Requirement [11-03-006]

Johnnie Garza noted that the Board began this discussion at their prior meeting. The Board discussed the need to balance giving clubs time to grow their leagues and mitigate costs versus allowing clubs to operate with too few teams.

Annual Conflict & Non-Disclosure Statements [11-02-003]

Johnnie Garza reminded Board Members to turn in their statements at this meeting.

District Meeting Feedback and Takeaways [11-02-002]

The Board reviewed the list of comments compiled from the recent district meetings. Mr. Weinerth noted that implementing the suggestion to cap the number of votes would require a bylaw amendment.

The Board considered the suggestion to reduce the minimum number of attendees at coaching clinics in outlying areas. Mr. Garza said the Board will continue this item on the next agenda.

Board Credit Card proposal / Analysis of DC Funds [11-03-005]

Mr. Garza cautioned that Cal South needs to be sure anyone receiving a Cal South subsidy receives a Form 1099. He also wants to see all expenses reported correctly and in compliance with all reporting requirements.

Mr. Garza suggested consolidating the way Cal South pays for Board Member travel, noting that Cal South should only pay for travel that benefits the corporation.

NEW BUSINESS ITEMS

Transfer Waiver Appeal Boris Todorov – Real SoCal BU14 Intra Club Transfer [11-03-007] *(Item taken out of order)*

Rick Velasco reported that Boris Todorov plays on an u16 team going to State Cup and wants to transfer to an u14 team going to National Cup.

Rick Velasco introduced Mike Ell who spoke on behalf of the appellant. Mr. Ell explained that the u14 team did not have a spot available for the player at the time of registration, so he played with the u16 team with the intent of transferring the player to an age appropriate team when space became available. When a player moved off the u14 team, Mr. Ell had the impression that he had until March 12, 2011 to transfer the player. Due to a series of errors by the registrar, manager and himself, they did not transfer the player in time.

Motion #7 Rick Velasco moved to accept the transfer waiver appeal for Boris Todorov.
Roy Carlson seconded.
Motion failed as all present voted against the motion.

Transfer Waiver Appeal Britain Chaputa [11-03-008] (Item taken out of order)

Derek Barraza reported that he excused the parent from attending this appeal due to the distance he would have to travel.

Motion #8 Derek Barraza moved to grant the transfer waiver appeal for Britain Chaputa.
Rick Velasco seconded.
All members voted against except Derek Barraza who abstained. Motion failed.

Transfer Waiver Appeal Brooke Cause [11-03-009] (Item taken out of order)

Rick Velasco reported that this player quit her team but the team never processed the paperwork and the player remains cup tied to the team.

Motion #9 Rick Velasco moved to accept the transfer waiver appeal for Brooke Cause.
Roy Carlson seconded.
Roy Carlson voted in favor of the motion. Rick Velasco abstained. All others voted against.
Motion failed.

Transfer Waiver Appeal Emily Curtis [11-03-010] (Item taken out of order)

No appellant present.

Motion #10 Rick Velasco moved to accept the transfer waiver appeal for Emily Curtis.
Roy Carlson seconded.
Roy Carlson voted in favor of the motion. Rick Velasco abstained. All others voted against.
Motion failed.

DC 4 Candidate Interviews [11-03-019 & 11-03-020]

District 4 Commissioner Candidates John Piraino and Sharon Kornfield spoke about their qualifications for the DC 4 position.

Motion #11 Ken Goldman moved to appoint Sharon Kornfield as the District #4 Commissioner.
Ann Shoemake seconded.
Motion unanimously carried.

Johnnie Garza will encourage Mr. Piraino to get more involved with Cal South, especially adult leagues.

Bylaw Rieman Typo Clean-up [11-03-011]

Mr. Weinerth shared a list of typos and reference errors discovered by attorney Arthur Rieman in the recent bylaws update. He apologized for the oversight and notes that the corrections would not make substantive changes to the bylaws.

Motion #12 Mark Flahan moved to accept the grammatical, non-substantive corrections to the Cal South bylaws as attached at the conclusion of these minutes.
Ken Goldman seconded.
Motion unanimously carried.

Review of AGM Minutes [11-03-012]

The Board noted that a simple majority for elections was 77 not 78, as announced at the AGM, and asked for an editorial comment added to the minutes for clarification.

Cal South / Cal North Joint Meeting [11-03-013]

Johnnie Garza reviewed committee assignments for the joint meeting with Cal North in April. He encouraged members to reach out to their committees to begin discussions. He did not favor sharing District 6 and 7 leagues with Cal North.

CSP Transfer / Waiver Procedure [11-03-014]

Johnnie Garza noted that players may transfer if they move out of the area, suffer an injury or face disciplinary action. He proposed changing the transfer request fee from \$25 to a nonrefundable \$100, charging a nonrefundable \$200 for appeals and forming a subcommittee to consider transfer and waiver requests. He also suggested using the funds collected for a college scholarship fund.

Ken Goldman thought Cal South should return the appeal fee when the Board votes in favor of an appeal. Mr. Garza will draft a policy for the Board to review at the next meeting.

Rick McCown noted that some districts use CORIS to begin the player transfer process using the pending status. John Weinerth will turn on the affiliated CORIS alerts for District Commissioners.

Adult League Outreach [11-03-015]

Johnnie Garza reported that he would like an adult league committee to consider issues that affect adult teams including incorporation requirements, teams operating as independent businesses, processing registrations through Cal South and creating registration and cup tournament incentives. He asked staff to research the adult registration requirements of other associations and will carry this item to the next agenda.

BOD Pics / Bios / Info [11-03-016]

Johnnie Garza would like Board members to submit their pictures and biographies for posting on the website.

CSP League & Tournament Sanctioning Requirement [11-04-017]

Johnnie Garza suggested making AGM attendance a sanctioning requirement to drive attendance at the AGM. Mark Flahan offered that the AGM event should have content to draw attendance rather than be a requirement. The Board considered moving the AGM to Saturday to increase attendance.

Inter-America Spring League Fee [11-03-018]

Derek Barraza explained that the Inter-America Spring League is having trouble attracting players in the younger age brackets.

Motion #13 Derek Barraza moved to reduce the Inter-America Spring League registration fee for U6 and U7 from \$10 to \$5 for the 2011 season only.
Roy Carlson seconded.
Motion unanimously carried.

CSP: Travel Policy [11-03-019]

Derek Barraza, Rick Velasco and Johnnie Garza will prepare a travel policy and report back to the Board.

457 Deferred Compensation Plan Agreements [11-03-020]

Ken Goldman provided the Board with a resolution to create a deferred compensation plan for John Weinerth in accordance with his employment agreement. Cal South will pay the administration cost for the plan.

Motion #14 Ken Goldman moved to adopt a resolution to enact a 457 Deferred Compensation Plan Agreement for John Weinerth in accordance with his employee agreement, naming Johnnie Garza and Ken Goldman as trustees.

Ann Shoemake seconded.

Motion unanimously carried.

Motion #15 Rick Velasco moved to enter Closed Session at 3:42 p.m.

Roy Carlson seconded.

Motion unanimously carried.

Motion #16 John Mullen moved to exit Closed Session at 5:01 p.m.

Derek Barraza seconded.

Motion unanimously carried.

Motion #17 Ken Goldman moved to adjourn the meeting at 5:01 p.m.

Roy Carlson seconded.

Motion unanimously carried.

Attachments:

Club Affiliate Approval List

DISTRICT	LEAGUE	LEAGUE NAME
1	7	Poway Youth Soccer League
1	8	Mesa Soccer Association
1	9	Peninsula Soccer League
1	15	San Diego Soccer Club
1	17	Scripps Ranch Soccer Club
1	18	Crusaders Soccer Club
1	32	Carmel Valley Manchester
1	34	Nomads Soccer Club
1	46	San Diego Spirit Soccer Club
2	4	Soccer Club of Oceanside
2	5	Escondido Soccer League
2	8	Valley Center Youth Soccer League
2	9	Carlsbad Wave Soccer
2	14	Carlsbad Lightning Soccer Club
2	15	Rancho Santa Fe Soccer League
2	24	San Marcos Youth Soccer
3	4	Orange Junior Soccer Club

3	22	Fountain Valley Wolfpack Soccer Club
3	52	So Cal Blues
4	15	Los Angeles Futbol Club
4	20	Burbank Soccer League
4	67	La Mirada Soccer Assoc.
4	69	CZ Elite Soccer
4	71	FC Golden State
4	87	Fram CQ
4	89	PVSC Exiles
4	90	MB Sand & Surf
4	99	LA Futbol Circuit
6	7	Palmdale Youth Soccer League
6	33	South Valley Soccer Club
7	7	South Bay Soccer Association
7	40	Santa Maria Valley YS

Sanctioned Tournaments:

Tournament Name	Ages	District	Start Date	End Date
2011 So Cal Cup	U8/U9B-U19	2	7/8/2011	7/10/2011
LNFA Spring Futsal Tournament 2011	Open	3	5/14/2011	5/16/2011

Grammatical Bylaw Errors:

Resolved, that the following technical (i.e., non-substantive) corrections be made to the Bylaws of the corporation adopted by its Members on February 13, 2011:

1. In the Preamble, replace the word "is" in the third line with the word "are".
2. In Article I, in the definition of "Player", change the letter "P" in the second word following the defined term to lower case.
3. In Article IV, Section 1, subsection (b), insert the words "Affiliate Members is an" after the word "An" at the beginning of the subsection.
4. In Article IV, Section 1, subsection (c), in the second line, delete the word "term" and in the third line, insert a period between the word "Nonvoting" and the quotation mark that immediately follows it.
5. In Article IV, Section 4, insert a period at the end of the text.
6. In Article IV, Section 7, in the first sentence, change the letter "M" in the word "Membership" to lower case, and replace the period at the end of section (a) to a semi-colon.

7. In Article IV, Section 9, subsection (a), capitalize the first letters in the words "league," "club," "team" and "player".
8. In Article IV, Section 9, subsection (b), paragraph (ii), transpose the apostrophe and s in the word "attorney's".
9. In Article V, Section 4, subsection (d), paragraph (iii), subparagraph (A), replace the word "nonelectric" with "non-electronic".
10. In Article V, Section 7, subsection (a), paragraph (I), replace the period at the end of the text with a semi-colon.
11. In Article V, Section 7, subsection (e), in the first line, insert "An" at the beginning of the sentence, delete the "s" in "Members", replace the word "their" with "its", and insert "the" between the words "if" and "Affiliate".
12. In Article V, Section 10, subsection (c), add a period at the end of the second sentence.
13. In Article VI, section 1, subsection (c), paragraph (iv), in the next to last line, insert the word "means" between "electronic" and "shall".
14. In Article VI, Section 9, subsection (a), paragraph (iii), delete the hyphen in "e-mail".
15. In Article VI, Section 15, in the first sentence replace the first occurrence of the word "of" with "in".
16. In Article VI, Section 22, subsection (e), paragraph (I), in the seventh line, delete "or she".
17. In Article VI, Section 22, subsection (H), paragraph (I), change the period at the end of the paragraph to a semi-colon.
18. In Article VII, Section 5, subsection (b), delete the first sentence before the colon and in its place insert "The standing Advisory Committees are as follows".
19. In Article VIII, Section 3, change the semi-colon at the end of each subsection to a period, add double spaces between each subsection, and insert the word "and" after the semi-colon at the end of subsection (f).
20. In Article VIII, Section 7, change the "S" in the word "shall" to lower case.
21. In Article IX, Section 4, subsection (e), paragraph (I), change the word "Memberships" to "Members".

22. In Article X, Section 9, subsection b, in the third line, strike the word “this” and insert the term “VI” between the words “Article” and “of”, and strike the word “the” and insert in its place the word “these”.
23. In Article XI, Section 1, subsection (e), replace the word “voter” with “votes”.