



**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS
January 11, 2014**

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 January 11, 2014 at the Corporate Office in Fullerton, CA. President and Chairman of the Board, John Mullen, called the meeting to order at 9:02 a.m. A quorum was present.

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| <input checked="" type="checkbox"/> John Mullen, President | <input checked="" type="checkbox"/> Mark Flahan, District 1 Commissioner |
| <input checked="" type="checkbox"/> Derek Barraza, Vice President | <input checked="" type="checkbox"/> Luca Pacelli, District 2, Commissioner |
| <input checked="" type="checkbox"/> Roy Carlson, VP-Youth | <input checked="" type="checkbox"/> Sue Abadie, District 3 Commissioner |
| <input checked="" type="checkbox"/> Brett Wood, VP-Adults | <input checked="" type="checkbox"/> Sharon Kornfield, District 4 Commissioner (left 11:20) |
| Ken Goldman, Treasurer (absent) | <input checked="" type="checkbox"/> Cindy Quan, District 5 Commissioner (arrived 9:21) |
| <input checked="" type="checkbox"/> Lila Smith, Secretary | <input checked="" type="checkbox"/> Ann Young, District 6, Commissioner |
| | <input checked="" type="checkbox"/> Rick Velasco, District 7, Commissioner |

Also present for various parts of the meeting:

John Weinerth, Chief Executive Officer
Adrian Marquez, Office Manager
Bill Lewis, Director of Marketing
Luis Salcedo, Director of Membership Development
Steve Marquez, Director of Registration & Affiliate Account Management
Jeff Dyrek, Director of Tournaments & Competition
Brandy Buell, Executive Assistant to the CEO
Bob Turner, Presidio Soccer League President
Nancy Wagner, SCDSL Administrative Assistant
Humberto Jara, Inter-America Soccer League President
Amanda Schlank, SingerLewak
Lewis Sharpstone, SingerLewak

Public Comments:

Bob Turner, Presidio Soccer League President, passed out notes to the Board regarding billing emails along with notes from the Cal South Bylaws. Adrian Marquez, Cal South Office Manager, responded and noted that the election calendar was posted on the website in August. The good standing and appeals processes were discussed and clarified.

Humberto Jara, Inter-America Soccer League President, inquired about his request for the VIP list. It was noted that this was on the agenda for Board discussion this afternoon.

President's Report:

John Mullen reported on the US Adult Soccer Association Region IV Workshop in San Diego.

Derek Barraza added that the Dwarf Athletic Association of America plans to have a meeting in San Diego July 4th-11th and are looking at possible affiliation or assistance on the soccer side. Mr. Mullen commented that he was certain Cal South could help in some capacity.

Brett Wood added that USASA is looking to have a national championship weekend that would combine their existing adult cups rather than having them all separated. Mr. Mullen commented that he was sure Cal South would support such a venture.

Mr. Barraza also mentioned fliers that he collected for a USASA women's soccer tournament in Hawaii and the 2014 Veteran's Cup in Virginia Beach.

CEO Report:

John Weinerth reported on the US Soccer Elite Identification Camp for girls recently approved by US Soccer and hosted by Cal South in the summer of 2014. All other Region IV states will be invited to send one or two of their top players. Cal South will support the event with teams in each age group. All costs for players to attend must be covered by their respective state association and no national team pool players will be allowed in camp as they have already been identified. The curriculum and sessions will be conducted by the US Soccer Technical Staff.

Steve Hoffman and George Noujaim were at the Region IV ODP Championships, and as of this meeting all ten Cal South teams were in the semi-finals.

Mr. Weinerth gave an update on the NSCAA/USYS Workshop. Schedule reminders and documents were sent to all Board members. Cal South will be co-sponsoring the NSCAA College Coaches Awards Reception Thursday.

David De Leon, Cal South Soccer Foundation President submitted a report on the Foundation Symposium that took place in November and information on the US Youth Soccer - Soccer Across America committee to which he is Chair.

Mr. Weinerth also noted that we are working with USASA and California Soccer Association North on an agreement regarding college players and their registration.

Luis Salcedo hosted a meeting at the Cal South office with Special Olympics and Sandy Castillo, TOPSoccer Chair, to explore providing better opportunities for these athletes.

Consent Calendar

Luca Pacelli noted that he wanted to see additional detail within the minutes. Mr. Mullen responded that as noted in past months the minutes are not a transcript, but a record of Board actions. Brett Wood concurred and commented that this is a major difference between being a strategic Board and a governance Board, and at the last meeting a majority vote confirmed the Board wanted to be strategic. Mark Flahan commented that the minutes are to be a record of actions taken by the Board. Derek Barraza noted that he felt the minutes should capture the participation and should be a record of the knowledge that the Board acquires. Brett Wood responded that the knowledge should be documented separately from the minutes. Roy Carlson agreed with Mr. Wood, and noted that the minutes are meant to reflect Board action and not the process behind the actions. Mr. Velasco is working on a policy manual which will be discussed later in the meeting.

Motion #1: Sharon Kornfield made a motion to approve the consent calendar including the tournaments up for approval, draft December minutes and facility partnership for approval.
Roy Carlson seconded.
Motion passed with Rick Velasco abstaining and Derek Barraza and Luca Pacelli voting no.

Luis Salcedo thanked Roy Carlson for the facility partnership referral and assistance.

Humberto Jara

Humberto Jara, Inter-America Soccer League President, reported his concerns with the four dollar late fee that is assessed to recreational players that are registered after August 31st and the LA Futbol Circuit teams and some of the facility playing conditions. Mr. Jara also commented on the Cal South inclusion in membership of certain non-profit organizations he believes are not in compliance with the Cal South rules.

John Weinerth explained that the Board enacted the four dollar fee as an incentive for leagues to enter players at the beginning instead of the conclusion of the fall season. This is important for insurance coverage and getting the players in prior to the season not at the conclusion. The policy is fairly liberal and Cal South has historically worked with any league that has a season that falls outside of a normal fall schedule and has waived the fee upon request.

Cindy Quan suggested sending a request to their DC. Luca Pacelli commented that the fee should be eliminated.

Derek Barraza stated that the Board should consider waiving the fee completely and was willing to support a motion to permanently waive the fee for Humberto Jara's league.

Motion #2: Derek Barraza moved to permanently waive the late fee for Inter-America Soccer League.
Sue Abadie seconded.

Sharon Kornfield commented that prior to voting on such a motion the staff should be given a chance to collect further information on how many leagues this impacts. John Mullen agreed and asked the staff to come back to the March Meeting with the requested information.

Motion tabled until March Meeting.

John Mullen requested that the Corporate Staff not charge the four dollar fee in the interim until the Board can discuss further.

John Mullen also requested that the staff come back to the March Board meeting with a report on the Los Angeles Futbol Circuit and municipal based soccer programs.

Quarterly Strategic Review

John Weinerth presented a marketing piece that was prepared for college coaches to be handed out at the NSCAA convention. Brett Wood commented that he carries the Cal South welcome kit flier with him to show to anyone that asks about Cal South.

Mr. Weinerth reminded the Board that the financial initiatives are on a September 1st through August 31st cycle, and the strategic initiatives are on a January 1st to December 31st cycle. The membership grew by three percent last year, and our current numbers look solid.

Next, Mr. Weinerth and staff directors reported on their respective strategic initiatives, what they learned in the past year, and how they intend to move forward.

Recommendations for the coming year's strategic initiatives were passed out to the Board for their consideration. These recommendations included a focus on Cal South brand recognition, formation of a policy manual, and a player safety initiative in the form of concussion baseline testing program.

Rick Velasco distributed a confidential printed draft of a policy manual to the Board for their review prior to the March Board meeting. Roy Carlson commented that there should be three references, Rules, Policies, and Procedures. Currently, all of these are in the Rules and Regulations, and this will take time to create and clean up.

Motion #3: Roy Carlson moved to adopt the recommendations from staff for Strategic Priority Initiatives with a friendly amendment from Brett Wood to include two categories within the leadership initiative: one for the Board and one for the staff.
Rick Velasco seconded.
Motion passed unanimously.

Sharon Kornfield was excused from the meeting.

Website Review & Member Survey Briefing

Bill Lewis reported the trends that were revealed from the fall recap survey that was sent to all Cal South parents. Mr. Lewis then reviewed the website analytics, feedback, and next steps.

Tournament Manual Approval

Jeff Dyrek gave background on the process that went into the youth sanctioned tournament manual rewrite including the requirements that were approved by the Board at the previous meeting. In an effort to listen to our members and streamline the process, tournaments will no longer have to wait for a Board meeting to obtain final approval. The Board will still set the policy, and the staff will execute the policy.

Luca Pacelli noted his desire for the Board to still approve all tournaments in order to determine how many tournaments take place in an area each weekend. John Mullen responded that the Board adopted the policy many years ago to allow the market to determine whether a tournament is successful or not; if the Board would like to change this policy, then that is something that can be discussed at a future meeting.

Derek Barraza noted his desire for the Board to continue to approve all tournaments. Roy Carlson responded that the Board establishes the criteria, and the staff executes the policy, which allows the Board to be more strategic. Jeff Dyrek pointed out the District Commissioners will still be notified of tournaments taking place in their Districts. Cindy Quan commented that the Board has not denied approval of any tournaments that met the approved guidelines, so there is no need for the Board to be a part of the day to day process. Mr. Barraza asked for clarification on the updated tournament classifications.

Motion #4: Roy Carlson moved to approve the youth sanctioned tournament manual as presented.
Ann Young seconded.
Motion passed with Derek Barraza and Luca Pacelli voting no.

Communication Task Force Recommendation

Derek Barraza asked the Board to look at the document that had been uploaded that morning and the documents from the December meeting. Mr. Barraza requested a motion for the Board to approve the recommended project timeline. After some discussion the Board determined it was best to table the recommendation until the March meeting to provide ample time for review.

Auditor Exit Conference

Derek Barraza introduced Amanda Schlank and Lewis Sharpstone from SingerLewak. Mr. Sharpstone thanked the Board for allowing them to serve the organization as the auditors. They held a conference call with members of the audit committee earlier in the week, and therefore gave a high level briefing of the independent audit report. Mr. Sharpstone commented that Cal South received a clean opinion which is the highest level opinion an auditor can give and also credited Cal South for their continued growth which is a positive for any non-profit in this current environment.

Birth Certificate Policy Recommendation

Steve Marquez requested approval of the birth certificate retention policy that had been presented in December.

Motion #5 Mark Flahan made a motion to approve the birth certificate retention policy with a note of original or certified copy of birth certificates.
Cindy Quan seconded.
Motion passed unanimously.

Election Update

Mark Flahan and Sue Abadie counted the ballots at the Corporate Office on January 8th. Jack Larkin won the District 6 Commissioner election. There was a tie in the District 4 election, so one revote will take place. If it is still tied, then the Board will have a final vote. The new ballots were mailed on January 10th with a return deadline of the 24th. Ballots will be counted on January 27th. The District 4 VIPs were notified by email and a second reminder email will go out.

Motion #6 Roy Carlson moved to approve the recommendation of the election committee.
Ann Young seconded.
Motion passed with Derek Barraza and Luca Pacelli voting no.

Mark Flahan then read the slate of Executive candidates: John Mullen and Derek Barraza for President, Lila Smith and Ann Young for Secretary, and Brett Wood for Vice President of Adults.

Motion #7 Rick Velasco moved to approve the slate of candidates.
Roy Carlson seconded.
Motion passed unanimously.

Executive Session

Motion #8 Roy Carlson moved to enter executive session to discuss the Hall of Fame recommendation and the VIP list policy at 2:15 PM.
Derek Barraza seconded.
Motion passed unanimously.

The Board exited executive session at 2:40 PM.

Motion #9 Roy Carlson moved to ratify the Hall of Fame inductee recommendation.
Rick Velasco seconded.
Motion passed unanimously.

Motion #10 Roy Carlson moved to ratify all decisions made in executive session.
Brett Wood seconded.
Motion passed unanimously.

New Business

Roy Carlson had a discussion at the Region IV Adult meeting on developing programming for female players, as we have hundreds of competitive players that age out of the youth programs.

Discussion took place on the Recreation task force and selection of the Chair.

Adjournment

Motion # 11: Mark Flahan moved to adjourn the meeting.
Roy Carlson seconded.
Motion passed unanimously.

Meeting adjourned at 2:46 PM.