KRVA Board Meeting

Meeting Minutes
WEB

Meeting Date: January 10, 2009
Meeting Time: 1:00 PM
Teleconference Meeting

Call to Order @ 1:03 PM by: Steve Covert

In Attendance: Commissioner Steve Covert, Secretary Scott Witmer, Treasurer Michelle Carlton, Adult Chair Marty Lang, Junior Girls Chair Ray Reilly, Junior Boys Chair Brian Smith, High Performance Chair Howard Vernick, Outdoor / Beach Pat Chair Rucker, Referee Chair Mike McPoyle, Grass Roots Chair Dan Mickle, Coaches Development Chair Jack Damiano

Guests Roy Benasaraf

Board Actions between Meetings:

Motion on 11/28/2008 Approved Philadelphia Starlings reduced membership @ $20.
Motion on 12/02/2008 Approved Philadelphia Boys Club reduced membership @ $20.

Approval of Agenda: **Approved.**

Approval of Past Minutes:

10/19/2008 Meeting with Teleconference continuation on 11/02/2008. Approved.

Treasurer Report

Motion T1 : Uros Davidovic would like to purchase 24 of the Molten volleyballs used at the HP camp for $18.00 each. Approved.
Note: The Region will discontinue this practice hereafter.

Region Member Appeal

Motion: To uphold the Junior Girls Chairman's ruling regarding the request by (a Region Number) for the release of her daughter (*) from (xxxxxxx) Club. The Chair's ruling is to deny the release. Approved.

Grass Roots/Marketing/Web Report

Motion: To approve the expenditure of up to $21,000 to complete all of the programming proposed in Motions GR1 and T2. Approved.

Motion: To re-establish a Web Site Committee for the year. Members to be Mickle, Carlton and Blystone (Doug). Approved.

Commissioner's Report (Covert)

Motion: To add the wording in the new complaint procedure Paragraph 3 The panel shall meet and render their decision within ten(10) Business days of the panel being formed and receiving the appeal". Approved.

Motion: In the event of a power failure or the unexpected loss of a facility the following rules shall be in effect to determine placement.

If the power failure or loss occurs prior to playoffs the event is called and teams refunded a % of their entry fee as approved by the appropriate division chair.

If the power failure or loss occurs after playoffs begin, no refunds will be authorized and no awards shall be presented. For the purposes of future seeding and results ONLY, placement will be determined by the team records, using the regions tie breaking procedures, if needed. Approved.

Motion: To create a Summer Chaperone Membership, good from May 1st through October 31st, according to the Schedule of Fees: includes background screening fee to cover Chaperones for national championships and requires a 2 week Approval Period before any events in which they will be participating. The fee shall be $25.00 for 2009. Approved.

Committee Reports

Structure & Function Report ***(Motion details contained in the Appendix.)***

MOTION S&F-2009-0: Approve revised/updated By-Laws. Approved.

MOTION S&F-2009-1: Add requirement that an annual audit be performed. Approved.

MOTION S&F-2009-2: Modify the qualifications for Board membership. Approved.

MOTION S&F-2009-3: Require public posting of proposed changes to the Bylaws. Approved.

MOTION S&F-2009-4: Modify committee voting restrictions to allow the Treasurer to be a voting member of the Tom and May Ridge Memorial Endowment Committee in the event that the Treasurer is concurrently an Independent Contractor to the Region. Approved.

MOTION S&F-2009-5: Revise Dissolution Clause as required by USAV. Approved.

APPENDIX

MOTION S&F-2009-1: Add requirement that an annual audit be performed:

What: An Audit of the Region's financial records.

Why: To insure to the Region and its members that the Board is following sound financial practices with the Region's funds, and to make sure all transactions are properly accounted for. This is an essential step in properly preparing all government-required financial and tax filings.

L. ASSETS

The Commissioner, Treasurer, or other persons designated by the Board may endorse all checks drawn against the Region's checking accounts;

The Commissioner, Treasurer, or other persons designated by the Board may sign all deeds, mortgages, leases, tax returns. Contracts may be signed by the Commissioner or the Treasurer or by such other person or persons as the Board may from time to time authorize in writing;

Loans shall not be contracted on behalf of the Region or evidence of indebtedness issued in its name unless authorized by a specific resolution of the Board;

All funds of the Region shall be deposited as received in the Region's financial accounts with such bank, trust company or other depositories as the Treasurer or Commissioner may select with the approval of the Board;

To ensure the Region's continuity, solvency, and ability to carry out its functions, the Board may establish and maintain a permanent endowment;

Dues, annual or otherwise, shall be set by the Board and specified in the Operating Codes.

Within 45 days of the close of each fiscal year the Treasurer shall see that the financial records of the region for that year are turned over to a Board approved accountant for the purposes of performing an audit of the region and preparing any tax documents that the Region is obligated to file.

Other Impacted Section(s): G:4 – Add verbiage to the duties of the Treasurer

"Ensure that an annual audit is performed in accordance with the By-Laws."

MOTION S&F-2009-2: Modify the qualifications for Board membership:

What: Require that membership in the region as a prerequisite for Board membership be Adult membership, and that membership be current in relationship to the time period of election.

Why: This refinement of the By-Laws eliminates use of years as a Junior member as qualifying. It also requires the candidate to have been a member continuously for the most recent required period (two (2) or five (5) years).

G. BOARD QUALIFICATIONS AND DUTIES

Qualifications for all Board positions:

Be a citizen or a legal resident of the United States, and age 21 or older by or before the start of the term of office.

Member of the Region in good standing at the time of nomination and election; and throughout term of office.

Be registered as an Adult Member of the Region for a minimum of two (2) years immediately preceding the election year. In addition, the Office of Commissioner shall require registration as an Adult member ~~membership~~ for a minimum of five (5) years immediately preceding the election year.

Attend at least one-half (1/2) of all Regular Meetings of the Board in any term year while in office.

Clear all current KRVA and USAV background screening requirements.

The Board's members shall be elected without regard to race, gender, color, religion or national origin.

In addition to any additional duties assigned by the Board, or the Region Operating Codes, each Board member shall have the following specific responsibilities and, if identified, special qualifications.

MOTION S&F-2009-3: Require public posting of proposed changes to the Bylaws:

What: Require that By-Law changes be posted on the Region's web site during the 30 day notification period.

Why: This improves the Board's communication with the membership at large.

T. AMENDMENTS TO BY-LAWS & OPERATING CODES

1. These By-Laws may be amended, altered or repealed, and new By-Laws may be adopted by the majority of all Board members, the vote to take place during any regular or special Board meeting. However, notice of the proposed amendment(s) must be submitted to all board members in writing, either delivered in person or mailed and postmarked using first class mail, and posted on the Region's web site, at least thirty (30) days prior to the meeting.

2. The Operating Code(s) may be amended, altered or repealed, and a new Operating Code(s) may be adopted by a majority of the quorum of the Board members present at any regular or special Board meeting. However, notice of the proposed operating code changes must be submitted to all board members in writing, at least three (3) days prior to the meeting.

MOTION S&F-2009-4: Modify committee voting restrictions to allow the Treasurer to be a voting member of the Tom and May Ridge Memorial Endowment Committee in the event that the Treasurer is concurrently an Independent Contractor to the Region:

What: Allow the Treasurer to vote within the Ridge Committee while serving as an Independent Contractor (currently prohibited).

Why: Since the Treasurer is appointed to serve on this committee by the Bylaws, there is no option to replace the Treasurer with anyone else. The By-Laws further state that the Treasurer may not serve as Chair of this committee. If the Treasurer also is engaged by the Region as an Independent Contractor, (s)he would not have a vote on decisions made by this committee. Since it is important that all members of the committee (who are, essentially, trustees of the Endowment) have an equal say in how the Endowment is administered, there needs to be an exception in this instance.

R. STANDING COMMITTEES

The Commissioner appoints the chairpersons of all Standing Committees …

Standing Committees will consist of a minimum of three members, and not more than five members, unless otherwise directed.

The Commissioner is an ex-officio member of all Standing Committees.

Any voting member of a Standing Committee may request a special meeting of that committee.

Each Standing Committee shall have the authority to delegate any of its responsibilities to a sub-committee or individual member as the committee deems appropriate.

Committee members shall deliberate, advocate and act for the overall good of the Region and the sport.

If a Board member is serving as an Independent Contractor to the Region, he/she cannot serve as a voting member of any committee other than a Standing Committee they are responsible to Chair.
Exception: If the Treasurer is also serving as an Independent Contractor, in the capacity of serving on the Tom and May Ridge Memorial Endowment Committee (as required by the By-Laws), (s)he will be afforded the full privileges as all other Trustees/members of that committee.

MOTION S&F-2009-5: Revise Dissolution Clause as required by USAV:

X. DISSOLUTION

~~In the event of the dissolution of the Region, a non-profit corporation, after its just debts and obligations have been paid or adequately provided for, its remaining assets shall be distributed exclusively to one or more funds, foundations or corporations (as determined by the last Board members) exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 as now in effect or as subsequently amended and, if possible, with a stated goal of conducting volleyball activities in the geographic area defining the Region.~~

In the event of the dissolution of the Corporation/Region, or termination of recognition as a USA Volleyball Regional Association by USA Volleyball, the Board of Directors shall, after paying and/or providing for any liabilities of the Corporation/Region, distribute all remaining assets to an organization or organizations which possess "not-for-profit" status (as defined by appropriate Internal Revenue Service codes) at the time of dissolution. Such organization(s) shall share the purposes and objectives for the development and furtherance of Volleyball as set forth in the Articles of Incorporation and the Bylaws of KRVA, and shall be located within the geographic served by the KRVA.

In lieu of a qualified recipient(s) of the assets, any and all remaining assets shall be distributed to USA Volleyball.