



**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS**

August 25, 2018

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 August 25, 2018 at the Marriott Hotel in Irvine, CA. President and Chairman of the Board, Cindy Quan, called the meeting to order at 9:03am. A quorum was present.

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| <input checked="" type="checkbox"/> Cindy Quan, President | <input checked="" type="checkbox"/> Mark Flahan, 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 (partial conference) | <input checked="" type="checkbox"/> Grant Nadell, District 3 Commissioner (partial conference) |
| <input type="checkbox"/> Chris Haitz, Vice President-Adults | <input checked="" type="checkbox"/> Humberto Jara, District 4 Commissioner |
| <input checked="" type="checkbox"/> Mike Green, Treasurer | <input checked="" type="checkbox"/> Louie de la Cruz, District 5 Commissioner (partial conference) |
| <input checked="" type="checkbox"/> Monica Jara Guerra, Secretary | <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, ASG Manager**
- Luis Salcedo, OSG Manager**
- Steve Marquez, IT Manager**
- Jonathan Smith, Accountant**

1. CALL TO ORDER at 9:03 am

2. PUBLIC COMMENTS

Monica Jara Guerra thanked the board for the opportunity to serve as secretary. She asked the board regarding audio recording policies and the detail of minutes. A discussion ensued regarding the level of detail and purpose of minutes.

Humberto Jara requested to add something to the report he sent. He was asked to add it to his district report later in the agenda.

3. APPROVAL OF PREVIOUS MINUTES

Motion #1 Roy Carlson moved to approve the Boards' meeting minutes for the month of May with no changes.
Jack Larkin seconded
Monica Jara Guerra abstained
Motion Passed

Motion #2 Roy Carlson moved to approve the Boards' meeting minutes for the month of July.
Grant Nadell seconded

Discussion of addition to proposed minutes.
Minutes approved as amended.
Monica Jara Guerra abstained
Motion Passed

The board discussed the purpose of the minutes and it was made clear that the only required items on minutes are official actions.

4. FINANCIALS (Budget Update)

Mike Green referred The Board to SharePoint for the Interim Financial Statements as of June 30, 2018. The budget cycle continues on track. The Finance committee met this last week and would meet again with the goal of having an operational budget sent to the Board and approved by September 1st.

A question regarding the budget of the 2019 President's Cup. Johnnie clarified that this is a USYS event and they are paying for it, however, Cal South is contributing to the funding. It was explained that Cal South's commitment would be increased from \$100,000 to \$120,000. Cindy Quan expressed the importance of not wanting to lose this opportunity over \$25,000.

Johnnie pointed out that there were eight strategic initiatives last year. There are two actualized this year, the Praesidium and tech initiatives. Praesidium work is half paid for, the other half will be paid when it is completed.

Revenue is currently down and has been consistently down for the last three months. Apparel sales are the major issue. Staff is working with Nike to make sure that doesn't happen again.

There is a variance in coaching program revenue. Historically money is recognized six months before the class is taught. This is being corrected and appears as a decrease. It is not a decrease, rather money will be counted when the class is taught later in the year.

It was noted that revenue for State Cup Entry Fees, District Revenues, CRL and Other/National Games Revenue are not recognized until the check arrives rather than when the game is played. This is being corrected by recognizing this as a receivable when the game is played.

Additionally, it was brought to light that many clubs do not pay the per team fee for tournaments until a year after the event when they try to register for another tournament. There are a significant number of tournament fees that have not been paid.

The Board discussed the history of Pro+ ODP fee, purpose and recent relevant history. Roy Carlson recommended if the Board were to reevaluate this tournament fee, then it too should reevaluate the subsidies that are being provided.

Motion #3 Luca Pacelli moved to eliminate tournament fee for ODP tax per team that is currently in place to take effect at the end of this tournament season. The tax should be collected through Labor Day and removed following Labor Day for the next fiscal year.
 Humbert Jara seconded
 7 approvals
 3 opposed
 Motion Passed

There were questions regarding the variances in reports. Mike Green committed to working with Jonathan Smith to create a more descriptive monthly report with a different format for financial reports.

The board engaged in a discussion regarding technology modernization.

5. Directors Report

Jack Larkin stated an amendment would be made to his report in SharePoint.

Humberto Jara brought up issue with three teams trying to play in the signature league. The board engaged in a lengthy discussion regarding process, policy and a potential solution.

Jonathan Smith brought forth the issue of under reporting and the possibility of carrying insurance for players who are not registered with Cal South. Jack Larkin recommended a register one, register all policy. Jonathan Smith recommended working with the cities to cross check the number of kids the organizations are reporting for the use of their fields and informing them of the liability they are also taking on. Mark Flahan recommended pushing the responsibility back down to the individual members with published contractual policies they need to read and understand; filling out a paper form does not mean they are covered, they need to be in the database. **Johnnie Garza recommended the Board give a policy teeth to be enforced.** The Board discussed several ideas as to how to ensure players are registered with Cal South, including a requirement to present rosters for field use, working with cities, setting clear expectations.

The Board requested the creation of a task force to further look into this problem through analysis and creation of a plan to resolve it. The task force was asked to report back in 30 days with recommendations. If more time is needed, that can be communicated at the next board meeting. Board members on this committee would include Jonathan Smith Grant Nadell and Jerry Selby.

Roy Carlson added to his written report the status of the pending questions to the USSF Rules Committee on the jurisdiction of State Associations to hear cases of referee assault coming from unsanctioned events and the need for more open and clear communication from the Federation to all members on these issues, instead of solely responding to the member asking the question.

Cindy Quan welcomed Monica Jara Guerra to the Board.

Luca Pacelli brought up the need for a streamlined onboarding process. He will draft something through the policy committee.

6. Committee Reports

The BRPC committee presented state cup approval of rules and regulations, rules and regulations policy changes and play up play down form review.

Motion #4 Luca Pacelli moved to accept U9 – U14 for Mayor’s cup for one year, extended the division to U14.
Grant Nadell seconded
Motion Passed unanimously

The Board engaged in discussion regarding changes in State Cup rules, especially as they pertain to match fixing clause and clause regarding illegal drug, alcohol and weapons

Motion #5 Luca Pacelli moved to approve changes to State Cup rules 2018-19 as they have been presented with the pending update that they waiting to hear from the attorney on the alcohol/drug statement.
Mark Flahan seconded
Motion Passed unanimously

Motion #6 Luca Pacelli moved to approve rules for National Cup 2019 with changes noted.
Mark Flahan seconded
Motion Passed unanimously

The Board discussed minor changes to the play up/play down form for players looking to play up 3 years. The Board engaged in an in-depth discussion focused on question regarding allowing players to move from a non-heading to a heading age group. The bylaws committee will draft a policy to be presented in the October meeting.

7. Considerations for September 15th board meeting

Cindy Quan communicated to the Board that the September meeting would function as a strategic planning meeting. No objections were made.

8. CEO REPORT

Johnnie Garza referred The Board to SharePoint for the CEO Report.

The Board discussed requirements for all volunteers.

9. Executive Session

Motion #7 Humberto Jara moved to go into an executive session.
Luca Pacelli seconded
Motion Passed and staff were excused

Motion #8 Mark Flahan moved to exit the executive session.
Jerry Selby seconded
Motion Passed

No motions were made during the executive session.

Motion #9 Mark Flahan moved to go into an executive session.
Roy Carlson seconded
Motion Passed

Motion #10 Mark Flahan moved to exit the executive session.
Roy Carlson seconded
Motion Passed

No motions were made during the executive session.

10. Unfinished Business

Adrian Marquez is moving forward with US soccer and Affinity to set up our affiliates and set up comp IDs and move over with data transfer on October 1st.

The Board discussed the reporting of information to the Federation and USYS and the need to communicate this appropriately to families. Cal South will need to report citizenship information beginning 2020. The federation has shared that this is a FIFA requirement. Johnnie Garza will check with counsel for Cal South’s responsibility with data.

Cindy Quan provided a Cal South Foundation update. Some names have been received, but she still needs to reach out.

Motion #11 Mark Flahan moved to enter into an executive session.
Roy Carlson seconded
Motion Passed

Motion #12 Luca Pacelli moved to come out of the executive session.
Louie de la Cruz seconded
Motion Passed

11. New Business

Johnnie shared that registration for Federation AGM is open and in Phoenix, AZ this year. He will send out information for the United Soccer Coaches in Chicago in January. There are price points for different sessions. Those who want to register can register themselves, an email will be sent to the Board.

Mark Flahan requested a timeline for elections. Humberto Jara confirmed that it was on the calendar.

Monica Jara Guerra suggested that there be Emergency Contact Information for all board members, so someone may be reached in the event of an emergency.

Johnnie Garza shared information regarding a fee increase for the next cycle. He advised that we need to notify members by mid-October if the Board is going to approve of this.

Cindy Quan asked the board to approve Johnnie Garza to be authorized to commit additional funds to contribute to the Regional Presidents Cup. Luca Pacelli requested to see a financial statement for the President's Cup. Cindy was concerned about emails discussing the possibility of moving the President's Cup and wanted to make sure the Board was committed to doing what needed to be done.

12. Adjournment

Motion #13 Luca Pacelli moved to adjourn the meeting.
 Louie de la Cruz seconded
 Meeting adjourned at 5:45pm