

Minutes of the Regular Meeting of Cal South Board of Directors

April 4, 2020

09:00 A.M. to 02:40 P.M.

1. Call to Order/Welcome/Roll Call – The following members were present.
 - a. President – Cindy Quan
 - b. Executive Vice President – Roy Carlson
 - c. Vice President Youth – Jerry Selby
 - d. Vice President Adults – Nick Webster
 - e. Treasurer – Mike Green
 - f. Secretary – Dan Sobieski
 - g. District 1 Commissioner – Robert Pennoyer
 - h. District 2 Commissioner – Luca Pacelli
 - i. District 3 Commissioner – Grant Nadell
 - j. District 4 Commissioner – Tony Pisicoli
 - k. District 5 Commissioner – Louie De La Cruz
 - l. District 6 Commissioner – Jack Larkin
 - m. District 7 Commissioner – Christie Paulson
 - n. Chief Executive Officer – Johnnie Garza
2. Approval of Minutes – (Roy) – The prior minutes were not reviewed due to time constraints.
3. Election Results – options, future course of action – (Mike) **Roy Carlson moved that BOD go to Executive session to discussion the recent election, specifically the President election. The motion was seconded and approved.**
4. **The regular session of the Board of Directors session resumed at 10:45 AM.** Cindy Quan and Grant Nadell rejoined the session. They were joined by the following Staff personnel.
 - a. Steve Hoffman - Technical Director
 - b. Carlos Torres - Creative Services Manager
 - c. Luis Salcedo - Operational Support Manager
 - d. Deboraha Mora – Administrative Services Group Manager
 - e. Jonathan Smith – Chief Financial Officer
 - f. Steve Marquez – IT Manager
 - g. Adrian Marquez – Safe Sport Compliance Manager
 - h. Juan Guzman, Jr. – State Referee Administrator

Roy Carlson moved to take agenda items out of order for attendees' convenience. The motion was seconded and approved.

5. COVID-19 – (Johnnie)

Johnnie indicated that the Cal South activities including practices, office hours and Cup play were suspended through April 17th. Johnnie also confirmed that USYS cancelled the National tournaments for the President Cup and National Cup. Several Comments followed.

Luis Salcedo indicated that three alternate State Cup schedules have been developed. Several points were raised by the Board of Directors.

- Are fees being considered for adjust?
- Will roster freezes be relaxed?
- What is the cut-off date?
- What is the drop-dead date for Cup cancellation?
- For age groups, Youngers and Adults, already near completion be given priority scheduling? There was considerable support for the affirmative.
- The BOD is maintaining its position of being consistent with Government-Agency directives.

Luca Pacelli moved that suspension of Cal South play be consistent with Government-Agency directives. It is Cal South's expectation that no teams be practicing or playing until Government-Agency directives are relaxed to permit these activities. The motion was seconded and passed. Further specific related discussion to State Cup and National Cup play was deferred to Executive Session.

Carlos Torres indicated that he has been working on an eSports initiative. Further, he has visited with several other State Soccer organization and none are utilizing the platform as a revenue opportunity.

Johnnie urged Steve Hoffman and Juan Guzman to continue to utilize eLearning as alternatives for future Coach and Referee educational opportunities.

Johnnie called on Juan Guzman to present his State Referee Committee membership recommendations.

Juan recommended the following persons be appointed.

- State Director of Instruction – Lee Eichenbaum
- State Director of Assessments – Rich Rehm
- State Director of Assignors – Ian Anderson

After a brief discussion, Robert Pennoyer moved that Juan's recommendations be approved. The motion was seconded and approved.

Johnnie called on Jonathan Smith to brief the Board of Directors on the Small Business Administration (SBA) COVID-19 paycheck protection program. Jonathan explained that Cal South applied to Union Bank for a SBA loan that will approval is expected for an amount ranging from \$425,000 to \$450,000. The vast majority of the loan will be largely forgiven, subject to employment constraints.

Michael Green moved that the Board of Directors ratify the Treasurer's action SBA COVID-19 actions. The motion was seconded and approved.

Johnnie briefly discussed Californian Assembly Bill 5 (AB5), which impacts independent contractors including coaches and referees. Johnnie indicated that the California North Referee Association has engaged a lobbyist to advocate positions on AB5. The Board of Directors did not take a position on AB5 beyond continue to monitor the legislative process.

Roy Carlson moved that the regular session of the Board of Directors meeting be closed and that an Executive session be opened. The motion was seconded and passed. The regular session ended at 12:50 PM.

Roy Carlson moved that the executive session be closed. The motion was seconded and passed.

Roy Carlson moved that the actions from the Executive session be ratified. The motion was seconded and passed. The following actions were ratified from the Executive Session.

- a. Robert Pennoyer moved that discussions related to the Foundation be deferred to Saturday April 11th specifically to accommodate using the week for scenario development and understanding the Foundation so a 'Foundation Grant Program' could be developed. The motion was seconded and passed.
- b. After a general discussion about the viability of the State Cup, Tony Pisicoli made the following motion. Tony moved that activities related to the Older's State and National Cups be suspended indefinitely until Government-Agency regulations permit such events. Further any Club that wants to withdraw the Older's State and National Cup will be refunded their fees or credited for their fees. The motion was seconded and passed.

Roy Carlson moved that the next meeting of the Board of Directors be scheduled for Saturday April 11th beginning at 09:00 AM. The motion was seconded and passed.

6. Adjournment - Roy Carlson moved that the Board of Directors meeting be adjourned at 2:40 PM. The motion was seconded and approved. The meeting was adjourned.