

**2/15/2006**

USTA Northern California Board of Directors  
Minutes of Meeting of February 15th, 2006  
Held at the Four Points by Sheraton in Pleasanton

Members Present: Rosie Bareis, Liz Blum, Terry Cossette, Dale Evans, John Frank, Hunter Gallaway, Bill Hansen, Jean Hassoun, Don Jacobus, Dwight Johnson, Paul Kepler, Gary Lee, Mark Manning, Dale Miller, Sherri Nordahl, Linda Peltz, Margie Peterman, Deb Petersen, Micheal Quintana, Francisco Ruiz, Pam Sloan and Fred Tierney.

Parliamentarian: John Togasaki

General Counsel: Michael Harrison.

Staff: Executive Director Bruce Hunt.

Special Guests from USTA: Lucy Garvin and Staciellen Heasley

Guests: Ron Denevi, Alvin Hom, Patrick King, Valena Williams Jr.

The meeting of the USTA Northern California Board of Directors was called to order by President Margie Peterman at 6:35PM.

Note: Sherri Nordahl and Francisco Ruiz did not participate in the votes until after their Board membership issue was resolved.

Liz Blum requested that the agenda be modified to address first the issue of election irregularities. After some process objection, Margie Peterman decided to put the issue to a vote. The motion was defeated by a vote of 7-9. Liz Blum also requested that the Board deal with the Old Business B issue "Charges Against Dwight Johnson and Fred Tierney". The motion failed by a vote of 7-9. Liz Blum then requested for the replacement for the position open by Jack Drimmer's resignation to be postponed to allow the identification of all possible candidates. The motion failed 7-9.

Approval of Minutes

Board meeting 1/18/06: Sherri Nordahl and Deb Petersen made the motion to approve the minutes. Motion passed by 12 to 0.

Fred Tierney objected that Dwight Johnson and he should be listed as present at that meeting. Margie Peterman explained that the two meetings (Special and Normal) were scheduled at a regular scheduled dates and that they were both invited and elected to not attend.

Special Board meeting 1/12/06: It was noted that the actual roll calls should have been listed in the minutes. Paul Kepler and Mark Manning made the motion to approve the minutes. Motion passed by a 13-1 vote. The roll calls will be added to the minutes will be edited and resubmitted for approval.

Board meeting 1/18/06: Sherri and Terry made the motion to approve the minutes. Motion passed by a 13-0 vote..

Special Board meeting 2/6/06: Rosie Bareis motioned to approve the minutes. Motion passed by a 14-0 vote.

Michael Harrison as General Counsel

Michael Harrison ask the Board if anyone had any objection in his serving as General Counsel, as related to his playing in a USTA League team captained by Fred Tierney. No one objected.

Election of a Board member as Replacement for Jack Drimmer

Mark Manning nominated Micheal Quintana and Linda Peltz nominated Patrick King. The candidates introduced themselves. Don Jacobus requested secret ballots. Margie Peterman asked if there was any objection. There wasn't any. Liz Blum questioned again the legality of allowing the vote to go on. Micheal Quintana was elected to serve the remainder of Jack Drimmer term on the Board which will end at the 2006 Annual Meeting.

Election Irregularities Report

Jean Hassoun explained that due to the unknowns around the NorCal presidency, the committee could not conclude its work and decided to wait until it knew that it was still charted with the task. The committee will be ready for the next meeting.

Election Irregularities Regarding Sitting Board Members

The issue concerned three sitting board members (Tom Martin, Sherri

Nordahl and Francisco Ruiz) who did not have a valid USTA individual membership at the time of the election on 11/5/05. It was explained how this had occurred due to mistake, or oversight, or misunderstanding, and that in all three cases it was inadvertent and without wrongful intent. Upon learning of the problem, all three persons had established current USTA individual memberships.

Mark Manning made the motion (and Rosie Bareis seconded) that:

The elections of Tom Martin, Sherri Nordahl and Francisco Ruiz to the NorCal board of directors be confirmed, and that;

In the alternative, should it ever be determined that there was any invalidity in the election of Tom Martin, or Sherri Nordahl, or Francisco Ruiz, which invalidity impaired election to or service in the board position to which that person had been nominally elected, and which caused the position nominally held by that person to be vacant at the time of this motion, then, to fill such vacancy, by this motion and pursuant to the bylaws provisions governing the filling of vacancies on the board, the NorCal board of directors nominates and elects that person to be a director on the NorCal board of directors.

After some discussions, including a request by John Frank to redo the Annual Meeting Elections, Rosie Bareis called the question. Passed 10-5.

Motion passed by 10-5-1. Fred Tierney requested to be listed as opposing the motion.

Charges Against Dwight Johnson and Fred Tierney  
It was discovered then that the charges against Fred Tierney were not included in the package distributed to the Board.

Mark Manning explained that he wrote the charges as spokesperson of the Board. He then read, in part, the charges against Dwight Johnson. Margie Peterman asked Dwight Johnson if he intended to respond to the charges. He said that he would in a week, after he would be informed who generated the charges.

Don Jacobus and Linda Peltz made the motion to ask Lucy Garvin, Joe Grover and Staciellen Heasley to mediate the issue of the charges against Dwight Johnson and Fred Tierney.

Liz Blum and Linda Peltz made the motion that the outcome of the mediation would be binding to the NorCal Board. Motion failed by 8-8-1 with one person abstaining. (Staciellen Heasley informed the Board that abstentions should be counted against the motion). A request to recount came up as 9-8-1. Margie Peterman, as chair, then voted YES to break the tie and so the motion passed.

The main motion (by Don Jacobus and Linda Peltz), after the addition to request Margie Peterman to nominate 2 NorCal members to represent NorCal at the mediation, was voted on and passed by 17-1.

Executive Session (Board Members Only)  
The Board went in executive session at 10:18PM.  
The Board returned to a Normal session at 10:30PM.

Meeting was adjourned at 10:35pm

Respectfully submitted  
Jean Hassoun, Secretary

#### BOARD OF DIRECTORS' MEETING AGENDA

Wednesday, February 15, 2006  
Four Points by Sheraton Pleasanton  
5115 Hopyard Road, Pleasanton, 94588  
925-469-5950

Directions: Driving West on 580, take the Hopyard Rd exit, turn left on Hopyard Rd and go .3 miles, 5115 Hopyard Rd is on the left.  
Driving East on 580, take the Hopyard Rd/Dougherty Rd exit, turn right on Hopyard Rd, go .3 miles, 5115 Hopyard Rd is on the left.

- I. Food and Beverage—6 PM
- II. Call to Order—6:30 PM
- III. Introduction of Guests
- IV. Public Comments-10 minutes, 2 minutes per speaker

- V. Approval of Minutes
- VI. Action Items (Blue)
  - A. Mileage Reimbursement Option for Directors
- VII. Old Business—
  - A. Election Irregularities Report
  - B. Charges Against Dwight Johnson and Fred Tierney
- VIII. Treasurer's Report
  - A. Monthly Financial Statements (Green)
  - B. Monthly Grants (Red)
- IX. Committee Decisions/Reports (Yellow)
- X. Executive Committee Activity
- XI. President's Report
- XII. Delegate's Report
- XIII. Executive Director's Report
- XIV. New Business
- XV. Adjournment of Meeting

Next Regular Meeting: Scheduled for Wed., Mar. 15 at Four Points by Sheraton Pleasanton (same place as Feb)

Mission: To Promote and Develop the Growth of Tennis  
Vision: 30 Million Tennis Players by 2010

One Vision, One Team. Victory for One, Victory for All.