

USTA NorCal Board of Directors Meeting Minutes
October 15, 2008
Four Points Sheraton, Pleasanton, Ca
6:00 Dinner
6:30 Meeting

Call to order at 6:35 PM by President Margie Peterman

USTA NorCal Board of Directors Present: Margie Peterman, Rosie Bareis, Karla Barnette, Brian Berry, Michael Cooke, Suzy Cossette, Terry Cossette, Mike Dickey, Hunter Gallaway, Bill Hansen, Rick Kepler, Patrick King, Madhu Kohli, Mark Mosley, Bill Schoen, Erika Smith.

USTA NorCal Past Presidents Present: John Frank, Paul Kepler, Gary Lee, Don Jacobus, Mark Manning

USTA NorCal Board of Directors Absent: Pam Sloan

Staff Present: Steve Leube ED

Legal Council: Michael Harrison

Guests Present: Lita Anderson, Jim Coyne, Anna Elefant, Kate Walker, Bob Manalo, Sue Leo, Thor Holt, Deline Davis, Dale Russell

Public Comments: Thor Holt asked for a list of member organizations that includes their e-mail address. Margie explained that we receive the list from the USTA, and it does not include the e-mail addresses. Furthermore, any e-mail blasts we send out must go through the USTA.

Reading of USTA NorCal Mission Statement: Bill Hansen read the mission statement.

Approval of Minutes: The April Minutes were approved as corrected. Page 2 New Business: Add last names "Schoen" and "Mosley" to first names "Bill" and "Mark."

H.R.Update: Kate Walker, H.R. Director - Kate distributed a quarterly update of her job duties in various functional areas. She also noted the % of time she spent in each area.

Michael Harrison Update: The board welcomed Michael back after his recent surgery.

T-Mobile Sponsorship: Bob Manalo – Bob explained and reviewed the benefits of a partnership between USTA NorCal and T-Mobile. The T-Mobile member benefit

program will enable us to generate revenue while offering a great benefit to our members. The following motion was made:

“To approve the T-Mobile Member Benefit Program contract subject to Michael Harrison’s review. This contract is for one year.” Motion passed 15 – 0

2009 Budget: Mike Dickey - The proposed 2009 NorCal budget was presented to the Board for approval by Treasurer Mike Dickey. Mike reported that the proposed Budget was presented in detail at the September Board meeting. He then presented a balanced budget proposal. Mike cautioned the board that significant economic turmoil had arisen in the last 30 days, and that the Board would need to keep a close eye on changing economic conditions in 2009, particularly with respect to paying membership and participation. The following topics were highlighted as areas deserving continuing scrutiny in 2009:

1. Paying participating trends
2. Marketing costs and increases for NorCal Call portion of Inside Tennis publication and yearbook
3. Size and scope of Junior player development costs and plans
4. Information Technology personnel costs and transition to outsource resource costs,
5. ALT marketing firm program, costs, and effectiveness
6. 2nd half of 2008 “Fund for Growth”
7. Review of 2007 staff reorganization and realignment effectiveness
8. Further progress on the 2009 planning process
9. The plan for transition of activities and funding from the Section to Foundation
10. NorCal real estate project and related financial considerations

Significant discussion ensued.

The following motions were made:

“To approve the 2009 NorCal budget with the exception of the Inside Tennis and yearbook budget line items. The monies saved on the above line items will be put into the Fund for Growth 2009 budget.” Motion passed 19 – 0

“To include the Executive Director goals and the department and committee operating plans as part of the 2009 budget documentation.” Motion passed 18 - 0

Action Items:

The following motions were made concerning a Bonus Program and Economic Agreements.

1. “To set aside the entire 2009 compensation increase recommended by the ERC/Budget Committee for existing staff and create a new bonus plan at least as large as the amount recommended. The details of the new bonus plan must be approved by the existing Budget Committee prior to being submitted to the new Board of Directors for its approval at its December 2008 meeting.” Motion passed 9-7.

2. “Prior to USTA NorCal entering into a contract with a third party that:
- is for a period of less than one year; and
 - has Economic Consequences (defined as a contract that has a dollar value of \$10,000 or more, excluding those that have damages provisions in the event of a breach of the contract, such as a Non-Disclosure Agreement).
- such contract shall be required to be entered into in writing and such contract shall be provided to the President, Vice President, Secretary and Treasurer for their review and input.

AND

The Board shall be promptly notified of all contracts with Economic Consequences entered into between USTA NorCal and a third party for a period of less than one year and shall be entitled to a copy of such contract if it is in written form.” Motion passed 16-3

Treasurer’s Report: Mike Dickey

Financial Statements - Mike Dickey presented statements of our financial position. The impact on the budget of the previous month’s Board actions was represented in the revised budget. Questions were asked. Discussion included Tournament revenues and Leagues program expenses year-to-date.

Monthly Grants – There was a brief discussion and Mark Mosley, Grants Committee Chair, explained the process of awarding various amounts of monies to the various applicants.

President’s Report: Margie Peterman asked the board not to micro-manage.

Delegate’s Report: There was none.

Executive Directors Report: Steve Leube reported that the IT firm “Giant Rabbit” has been hired temporarily to maintain our desktop system. Mike Friedman is willing to work 10 hours a week for the next 6 months to maintain the rest of our system.

Mark Mosley is preparing a 501C3 application to form a tax-exempt corporation for a USTA NorCal Foundation. It is hoped that all the necessary documentation will be in place by Jan. 1, 2009, and that the foundation will be ready to begin accepting donations at this date

Committee Reports: Election Committee

The committee distributed copies of the proxy forms as well as the election committee rules. Discussion followed on the proxy forms for the annual meeting as to the confusion over the choices under “appointment of proxy” as the choices were changed from the form used last year. Therefore, the following motion was made.

“To use the 2004 NorCal proxy form that will be amended for the 2008 election.”

Motion passed 8-6

The new proxy form will be immediately sent out to all member organizations and only this form will be valid for the election.

There was discussion on the Election committee rules. Some may need to be changed for 2009. Rule #12 will be changed immediately and posted on the web to read “If an organization is not a current member *by Sept 30*, the proxy made by such organization is not valid.”

Executive Session – Guests were dismissed and the board went into executive session.

Adjournment of meeting: The meeting was adjourned at 11:30

The Annual meeting will be November 8, 2008 at 10:00 AM at Four Points by Sheraton Pleasanton, Ca.

The next regular meeting will be December 17, 2008 at Four Points by Sheraton, Pleasanton, CA.

Respectively Submitted,
Suzy Cossette
USTA NorCal Board of Directors Secretary

