



Board of Directors

Wednesday, July 21, 2021, 6:30 PM | Via Zoom

MINUTES

IN ATTENDANCE	Jason Scalese (President), Karen Chen, Gordon Collins, Joshua Conlin, Suzy Cossette, Anoosh Davoudzadeh, Martha Ehrenfeld (Secretary), Ray Hixson (Vice President), Cheri King, Luis Reis, Bryn Powell, Pam Sloan, Sandy Tompkins (joined after meeting began), Jack Walker, Keith Wheeler (Delegate & Parliamentarian), Scott Winn (joined after meeting began).
ABSENT	Alvin Hom (Advisory Director absent)
ADVISORY DIRECTORS	Christine Costamagna, and Andrea Norman
NORCAL STAFF	Alison Vidal, Darren Wenger
LEGAL COUNSEL	Jonathan Madison, Esq., The Madison Firm
GUESTS	David Van Brunt
CALL TO ORDER	6:37 PM

I. Agenda Approval

MOTION	SECONDED	PASSED
Ms. King made a motion to approve the agenda.	Ms. Sloan	By a vote of 13 in favor, 0 opposed, and 0 abstentions.

II. Public Comments

DISCUSSION	President Scalese asked staff if there were any public comments submitted. Staff confirmed there were no comments submitted per the deadline of 2pm on July 21.
-------------------	---

III. Minutes Approval – March 17

DISCUSSION	There was a discussion regarding the board meeting minutes from March 17, 2021. Recommended edits that were presented were reviewed and updated.	
MOTION	SECONDED	PASSED
Vice President Hixson motioned to approve the March 17 minutes with recommended edits as presented.	Mr. Walker	By a vote of 13 in favor, 0 opposed, and 0 abstentions.

III. Minutes Approval – April 12

DISCUSSION	There was a discussion regarding the board meeting minutes from April 12, 2021. Recommended edits that were presented were reviewed and updated as agreed upon.	
MOTION	SECONDED	PASSED
Delegate & Parliamentarian Wheeler motioned to approve the April 12 minutes with recommended edits as presented.	Mr. Walker	By a vote of 13 in favor, 0 opposed, and 0 abstentions.

III. Minutes Approval – April 21

USTA Northern California Board of Directors

July 21, 2021 | Meeting Minutes

Page 2

DISCUSSION	There was a discussion regarding the board meeting minutes from April 21, 2021. Recommended edits that were presented were reviewed and updated as agreed upon.	
MOTION	SECONDED	PASSED
Mr. Walker motioned to approve the April 21 minutes with recommended edits as presented.	Ms. King	By a vote of 14 in favor, 0 opposed, and 0 abstentions. (It was noted that Ms. Tompkins joined the meeting and participated in this vote).

III. Minutes Approval – May 19

DISCUSSION	There was a discussion regarding the board meeting minutes from May 19, 2021. Recommended edits that were presented were reviewed and updated as agreed upon.	
MOTION	SECONDED	PASSED
Mr. King motioned to approve the May 19 minutes with recommended edits as presented.	Ms. Tompkins	By a vote of 14 in favor, 0 opposed, and 0 abstentions.

III. Minutes Approval – June 7

DISCUSSION	There was a discussion regarding the board meeting minutes from June 7, 2021. Recommended edits that were presented were reviewed and updated as agreed upon.	
MOTION	SECONDED	PASSED
Mr. Sloan motioned to approve the June 7 minutes with recommended edits as presented.	Mr. Walker	By a vote of 14 in favor, 0 opposed, and 0 abstentions.

IV. Committee Updates

DISCUSSION	Ms. Vidal introduced a guest, David Van Brunt, Chair of the Wheelchair Committee, to give an update to the board regarding committee initiatives. Updates included a history of wheelchair tournaments in NorCal, the desire for more tournaments in the Central Valley and Bay Area, and the need to develop more wheelchair leaders in the section. Ms. Costamagna, Chair of the Adaptive Committee, presented a few committee updates and summarized partnerships with three organizations in NorCal. Vice President Hixson provided updates regarding the Constitution & Rules Committee initiatives related to the NorCal bylaw review, research into the NorCal constitution, and a recommendation that the board put their support behind the Nomination Committee and recommended slate in future elections. Asked the board to do what is in the best interest of NorCal.
------------	--

V. Action Item I – Bylaw Interpretation

DISCUSSION	There was a discussion which involved a number of directors regarding interpreting the NorCal bylaws as written.
------------	--

USTA Northern California Board of Directors
July 21, 2021 | Meeting Minutes
Page 3

MOTION	SECONDED	PASSED
Mr. Sloan moved that the USTA NorCal Bylaws are interpreted to permit a person who has been elected to a term that is not a second consecutive term, and who immediately thereafter serves as an ex-officio Director, is eligible to serve an additional elected term immediately following the ex-officio period without sitting out two years. Following service for the second elected term, the person will need to sit out two years before re-election to be eligible.	Vice President Hixson	By a vote of 13 in favor, 0 opposed, and 1 abstention. (Delegate & Parliamentarian Wheeler abstained). It was noted that Ms. Cossette was not in attendance for this vote and Mr. Winn joined the meeting and participated in this vote.

Action Item II – NorCal Junior Tournament Regulations

DISCUSSION	There was a discussion regarding the USTA NorCal Junior Tournament regulations that were presented by Ms. Norman, Chair of the NorCal Junior Council.	
MOTION	SECONDED	PASSED
Ms. Cossette moved to approve the amendments to the NorCal Junior Tournament Regulations as presented.	Ms. Chen	By a vote of 14 in favor, 0 opposed, and 1 abstentions. (Vice President Hixson abstained).

Action Item III – NorCal Board Member Conflict of Interest re: Financial Benefits

DISCUSSION	Vice President Hixson presented on a topic regarding prevention of direct offers of financial benefits to directors of the board by Executive Directors or NorCal staff. He would like to see more transparency in NorCal overall and intends to bring an official policy to the board for review at a future meeting.
------------	--

VI. Executive Committee Report

DISCUSSION	President Scalese reported on the actions taken by the Executive Committee at meetings held June 28 and July 12, 2021.
------------	--

VII. Committee Decisions

DISCUSSION	President Scalese gave an overview of the Committee Decisions summary document and asked if anyone had comments or questions. There were no additional comments or questions about what was presented to the board.
------------	---

VIII. Election of Treasurer

DISCUSSION	President Scalese updated the board regarding the resignation of the past Treasurer, Josh Conlin, and thanked him for his service in the role. President Scalese asked for the board to discuss nominating another director to fill the position. Vice President Hixson moved to nominate Mr. Walker as Treasurer, seconded by Ms. Sloan. Mr. Walker accepted the nomination. President Scalese asked if there were any additional nominations; none were made.	
MOTION	SECONDED	PASSED
Vice President Hixson motioned to vote by acclamation for Mr. Walker as the new Treasurer.	Ms. King	By a vote of 14 in favor, 0 opposed, and 0 abstentions.

USTA Northern California Board of Directors

July 21, 2021 | Meeting Minutes

Page 4

IX. Treasurer's Report		
DISCUSSION	Treasurer Walker gave an update on new income and expense forecasts and noted that there were a number of items in the originally approved budget that needed thorough review by Mr. Wenger and Ms. Vidal due to errors in the original budget spreadsheet. Mr. Wenger updated the board that the Budget & Finance committee just approved the new updated forecast that detailed a net deficit for the year, however, USTA National is expected to send the section additional monies that were originally owed to the section and were withheld at the beginning of the year due to budget cuts. With this increase in income from the USTA, the forecasted budget would now show a small surplus or close to break even for the year based on forecasted outcomes. Treasurer Walker noted that the PPP loan was very important for the organization and that Adult League revenue was lower than expected in past years. Mr. Wenger presented that the amount of 2022 USTA section funding is not finalized and that staff will use a conservative approach when developing the 2022 NorCal budget. This includes taking a conservative approach on Adult League revenue as it's too early to accurately forecast what percentage of players will return from previous years.	
X. President's Report		
DISCUSSION	President Scalese provided his report including updates on National meetings that he attended, an update regarding the upcoming WTA Mubadala tournament and staff/board retreat, and US Open ticket update regarding the NorCal loge box.	
XI. Executive Director's Report		
DISCUSSION	Ms. Vidal and Mr. Wenger gave an update regarding a number of items they are working on for the organization and provided participation numbers for key programs. One item in particular was a discussion regarding the USTA NorCal sport court and thoughts on donating to a CTA or Member Org. that could use it to grow the game in line with our mission. Other topics included updates on the status of the board room for future meetings, new Member Orgs. and an update on the annual audit in which USTA extended the deadline to August 31, 2021.	
XII. Delegate's Report		
DISCUSSION	Delegate & Parliamentarian Wheeler gave an update on the national bylaw change proposals that are being circulated and provided a timeline on when NorCal needs to make a decision on how the section chooses to vote, which will be at the next board meeting.	
XIII. Executive Session		
DISCUSSION	There was a discussion regarding the old business agenda topics and incorporating them into an Executive Session.	
MOTION	SECONDED	PASSED
Ms. King motioned to move into Executive Session.	Mr. Walker	By a vote of 15 in favor, 0 opposed, and 0 abstentions.
ADJOURNMENT	11:58 PM	