

USTA NORTHERN CALIFORNIA 2021 Annual Meeting
November 6, 2021
VIA – ZOOM

Call to Order: Jason Scalese, President, called the meeting to order at 9:03am, with a quorum of the organization members/proxy holders.

Introduction of Guests and Introductory Comments: The President, Jason Scalese recognized the directors (Gordon Collins, Joshua Conlin, Suzy Cossette, Martha Ehrenfeld, Ray Hixson, Cheri King, Luis Reis, Pamela Sloan, Jack Walker, Keith Wheeler, Scott Winn), proxy holders and organizations, Election Committee members (Linda Peltz, Chair, Martha Ehrenfeld), staff and guest (Michael Cooke, Michele Bakkila and Kevin Nguyen) in attendance. He also recognized Brian Vahaly, USTA Board Member, Jonathan Madison, General Counsel of USTA NorCal and Sam Bavely (Corporate Elections Services).

Roll Call of Active Organization Members: Noting the presence of a quorum, the Mr Bavely then called the roll of the proxy holders present by presenting a list on the zoom screen. Proxy holders and organizations representatives present validated a quorum.

Approval of the Agenda: President asked for approval of the agenda and was unanimously approved.

Approval of Minutes: The minutes of November 7, 2020 Annual Meeting were presented for approval. On motion duly made, seconded, and carried, the minutes of the November 7, 2020 meeting were unanimously approved.

Appeals: The President noted that there were none to report.

Secretary's Report: It was noted that there was not a Secretary's report.

Treasurer Report: The President called upon Mr. Walker, Treasurer, to provide a report covering NorCal's financial status. Mr. Walker provide a high level overview of the financial status of NorCal. He noted that in 2020 audited financial statements have been received. The report shown a deficit of \$170,911 for 2020 compared to a surplus of \$303,762 for 2019. Due to Covid-19 pandemic, revenues declined by approximately \$2 million in 2020. Forgiven PPP loan funds f

\$532,000 and \$1 million in expense reductions helped trim the deficit to \$170,911. The December 31, 2020 showed ca of \$2.1 million, fixed assets of \$1.6 million and net assets of \$3.9 million.

Mr. Walker reported that in spite of the 2020 deficit, USTA NorCal is on solid financial footing. Current financial projections for 2021 project a surplus in excess of \$500,000 including a forgiven PPP loan of \$450,000. NorCals latest financial statements show a cash balance of \$3.2 million. The 2022 budget process has been completed and approved by the Board.

Committee Reports: The President noted that Committee Reports of the 2021 Committees were available for review.

Special Guest: The President introduced Brian Vahaly, Secretary/Treasurer USTA, who discussed his background and updates as a result of the 2021 US Open. Mr. Vahaly shared that in 2020 the USTA lost \$180M because there was no US Open. It was very difficult to budget due to the validity of the situation. The 2021 US Open was the best event ever in history generating \$381M with sponsorship and broadcast revenue up from 2020. The USTA Board is bringing section representation to provide input into the budget. The Board is looking into Player Development and Digital/IT space to determine if funds are being spent correctly. The recent Bylaw call item has brought a lot of awareness to the section funding scenario.

Mr. Vahaly then fielded questions from the annual meeting attendees. He shared that the USTA is keeping UTR under their radar and in the process of determining their relationship. The USTA have a meeting scheduled in the near future to discuss what to do with the additional funds produced from the successful US Open. As for the WTN system, work is continuing to refine the system with a projected rollout in 2022.

Old Business/New Business: the President noted that there was no old or new business to be brought up at the meeting.

Election of Directors: The President introduced Mr. Sam Bavely from Corporate Election Services who was hired to handle the voting process. M. Bavely described the process used during the election. He noted that quorum was established 54.99% and DocuSign ballots will be emailed to organizational members or their representatives.

He noted that 7,036 votes were the maximum number of votes represented by organization members and that 49,252 vote represented the quorum.

Mr. Bavely noted that there were 7 director positions to be filled and a slate of six was proposed by the Election Committee. The candidates for the 2022 USTA Northern California Board are:

2022 USTA Northern California Slate of candidates represented the following:

Christine Costamagna
Michelle Nicholson
Andrea Norman
Craig Pasqua
Pamela Sloan
Jack Walker

Other nominees who submitted applications:

Mary Ryniewicz

It was noted that candidates on the slate received 6,155 votes per board position to be elected and 49,252 votes in total. One hour was allotted to the voting process pursuant to the election procedures. Completed ballots were to be given to the Nominating Committee.

Voting began at 9:50 am and was to be completed by 10:50am.

At 10:10am, The President reconvened the meeting and called the meeting to order. The President read the following results:

Directors elected to the Board and the number of votes received:

Jack Walker	11,761
Pamela Sloan	8,209
Craig Pasqua	7,246
Michelle Nicholson	6,984
Christine Costamagna	6,722
Andrea Norman	6,722
Mary Ryniewicz	1,606

The President congratulated the new directors and thanked Election Committee and Mr. Bavely for their services.

Co-Interim Executive Director announced the next Board meeting will be November 17, 2021 at 6:30pm. The Board packet will be emailed on November 10, 2021. The December Board meeting will be December 8, 2021 at 6:30pm.

Adjournment: On motion duly made, seconded, and carried, the meeting was adjourned. At 10:14am.

Respectfully submitted,

Pamela Sloan

Pamela Sloan
Secretary