Minutes

**BOARD OF DIRECTORS**

**LVSSA dba Las Vegas Senior Softball Association, Inc.**

Tuesday, August 15, 2023

10368 Pima Crossing Avenue, Las Vegas, NV

\*BOD meetings are recorded for the purposes of preparing minutes. Recordings are deleted after minutes are approved.

**CALL TO ORDER AND ROLL CALL:**

The meeting was called to order at 12:34 p.m. by President Renn Hjellum-Lim with the following Board members in attendance:

President Renn Hjellum-Lim, Vice President Rod Adams\*, 64 and Under Representative Mike Kaczer\*, 65 and Over Representative Scott Carr\*, Recording Secretary Louise Freiheit\*, Treasurer George Kuehnel\*, Parliamentarian George Fernandes, Historian Jim Hellerstedt, and Records Manager John Vernagus.

Ladies’ Representative Pinky Rogers was absent.

This roll call showed six votes, which constituted a quorum. The asterisk indicates a voting member.

Also in attendance was Jan Adams.

**ADOPTION OF AGENDA (previously emailed to the Board):** The following amendments were made to the agenda:

* The game with the Bavarian Royals was added to Old Business;
* Code of Conduct and Bylaws were moved from Officers’ Reports to New Business;
* The approval of minutes was edited to read July 19, 2023, instead of May 17, 2023;
* Adding Election Committee to New Business.

A motion was made by Louise Freiheit, seconded by George Kuehnel, and approved unanimously that the agenda be approved as amended.

**MEMBER PARTICIPATION:** There were no members present who wished to speak.

**APPROVAL OF MINUTES OF JULY 19, 2023, REGULAR MEETING AND EXECUTIVE MEETING OF JULY 19, 2023 (previously emailed to the Board):**

* **Regular Meeting:** A motion was made by Representative Scott Carr, seconded by Vice President Rod Adams, and approved unanimously that the regular meeting minutes of July 19, 2023, be approved as written.
* **Executive Meeting:** A motion was made by Representative Mike Kaczer, seconded by Treasurer George Kuehnel, and approved unanimously that the executive meeting minutes of July 19, 2023, be approved as written.

**OFFICERS’ REPORTS:**

* **President:** President Hjellum-Lim shared that she had spent time with John Vernagus on the updating of the Bylaws. She continued that she had spoken with representatives from the Directors and Officers With Crime insurance provider. The claim forms have been sent in and she was informed that the claim is under review. Also, she reminded the Board that this insurance policy is up for renewal in October and that it would cover Board members if legal action is taken against them.
* **Vice President:** Vice President Adams said that his work with the banquet and Bavarian Royals will be given during that portion of the meeting. He continued that he is being copied with the President’s work, selling merchandise, updating the website, Facebook, Goodwill, Tournament Teams, and membership.
* **64 and Under Representative:** Mr. Kaczer reported that things are good.
* **65 and Over Representative:** Mr. Carr shared that everything is good at the fields and that one of our tournament teams took the gold medal at the Prescott, AZ, tournament.
* **Parliamentarian:** Mr. Fernandes had no concerns to discuss.
* **Treasurer:** Treasurer Kuehnel distributed a report on our accounts: the checking account balance is $854.17, the savings account balance is $45,381.29, and the certificate balance is $30,245.68, for a total of $76,481.13.
* **Secretary:** Mrs. Freiheit voiced that she will be out of town September 9-20. It was decided that the September meeting should be held the first week of September.
* **Historian:** Mr. Hellerstedt said he had no issues.
* **Records Manager:** Mr. Vernagus explained that he and the committee are presenting proposals for changes to Code of Conduct, Membership Rules, and Bylaws, and they will be discussed at that portion of the meeting. He also shared that he has researched the Nevada Statutes regarding records retention and that they are very similar to the Federal guidelines presented at an earlier meeting.

**COMMITTEE REPORTS:**

* **Merchandise:** Mr. Adams said that the Merchandise page on the website has been updated and that we currently have keychain/bottle openers, 300 magnets, and 30 Lorenzi shirts.
* **Shed:** He reported that the new ball caddies have arrived. He added that the schedule for taking the defibrillator home each night has been working and that he has been adding new softballs.
* **Website:** Rod shared that August has received 582 hits so far this month and he has added Board agendas, birthdays, new jokes, banquet and Hall of Fame notices, and pictures from the Prescott tournament.
* **Goodwill/Welfare:** He said that Dale Palmer, Don Sobieray, Charlotte Mitchell, Felix Mendiola, Joe Calzadillas, Dave Barnes, Norman Anderson and Jo Smith need our thoughts. Mr. Vernagus added that Gary Carfagno is having surgery. Ms. Hjellum-Lim shared information on Jo Smith and Charlotte Mitchell’s recoveries. There was a discussion about holding a ceremony at Lorenzi Park to memorialize Joe Pellegrino.
* **Membership:** Mr. Adams also voiced that we currently have 233 members and that the 2024 membership drive will begin October 15.
* **Tournament Teams:** He continued that tournament teams continue to practice on Saturdays, requesting timeslots through him. In response to a question from John Vernagus regarding how new players are covered under insurance, President Hjellum-Lim responded that these players are asked to become short-term members.
* **Publicity:** Mr. Kaczer had no business other than the payment to American Pin and Patch, which is delineated in an Old Business agenda item.
* **Banquet/Annual Meeting:** Vice President Adams said that he and Treasurer Kuehnel met with a representative of the Italian American Club during which the deposit of $500 was made and the decision was made to hire Kirk Adams as DJ. In addition, he explained that the tip is included in the cost of the venue. So far the money allotted is $5,241.20 which includes the venue/food, Hall of Fame Trophies, and Octogenarian Awards. There was a discussion about guests costing $25 to be paid at the door, information to be included in the flier, and the problem of people not showing up. In response to a point raised by John Vernagus regarding members not being charged for attending the annual meeting, it was agreed that the meeting portion of the evening will be held first.
* **Flag Day Celebration:** Several concerns were raised about the Flag Day Celebration:
1. There still is no official accounting of the expenses and this needs to be completed;
2. Shirts that were supposed to be sold at $30 apiece were raffled off and the $150 for the shirts needed to be refunded;
3. Raffle rules will be clarified for the future;
4. People were observed taking food to their cars and non-members were observed eating.
5. Thanks need to be given to Lou Bellino for his food service. A letter will be written.
* **Hall of Fame:** Chairperson George Fernandes reported that the committee has a meeting scheduled for the following weekend. He continued that he is hoping to make Hall of Fame inductions more dependent on service to the Association. George told the Board that he and the committee would have proposals ready for the next Board meeting and, in the meantime, the website says that the rules and procedures are under review.

**OLD BUSINESS:**

* **Payment to American Pin and Patch:** There was a discussion led by Representative Kaczer regarding the invoice from American Pin and Patch for the magnets that were ordered but shipped late. The discussion included the emails sent and received, the invoice for $515 which included $25 for shipping, documentation of charges, cost vs profit, the circumstances surrounding the magnets being ordered in early June and not shipped until July 1. A motion was made by Mike Kaczer and seconded by Scott Carr that we pay $490 which was the invoice amount minus the shipping. A voice vote showed Vice President Adams voting no and the rest of the Board present voting yes. The motion passed with a vote of 4 to 1.
* **Liability Insurance Renewal:** President Hjellum-Lim said the insurance has been renewed.
* **Bylaws Oversight Committee:** Mrs. Hjellum-Lim stated that she and Mr. Vernagus have been working on updates to the bylaws and a copy of the proposed bylaws was distributed to members for review. Mr. Vernagus discussed the new bylaws by summarizing each section. Board members suggested changes as they were being discussed including determining if “Southern Nevada” might be better than “Clark County,” and the president not making motions. In response to a question from Mr. Hellerstedt regarding our status with the phrase “dba,” Mrs. Hjellum-Lim responded that she had secured that wording with the Secretary of State. These proposed bylaws will be reviewed by Board members and placed on the September agenda.
* **Online Records Account:** Mr. Adams shared his work with creating new online storage accounts as directed previously by the Board. He has created a new account with Microsoft for Non-Profits and has been transferring folders, bylaws, bank records, membership, forms, etc., from the Google accounts.
* **Game with Bavarian Royals:** Rod Adams reminded the Board that the Bavarian Royals from Germany will be in Las Vegas to play in the Worlds Tournament. He added that we will have fun co-ed games LVSSA vs. Bavarian Royals at Lorenzi Park on September 28 and 29. He reported that lunch is being planned for September 28, international rules will be used, the Royals players will sign waivers, and shirts are being prepared.

**NEW BUSINESS:**

* **Code of Conduct:** Committee Chairperson John Vernagus referred to a proposed Code of Conduct that has previously been submitted to the Board. He shared that the committee perused several documents for consistency. There was a discussion that included the phrase “pattern of behavior” and the difference between Lorenzi Park rules and City of Las Vegas Parks rules. A motion was made by George Kuehnel, seconded by Mike Kaczer, and approved unanimously that the Code of Conduct be approved unanimously provided that Mr. Vernagus research and make accurate whether the document should read “Lorenzi Park” rules or “City of Las Vegas Park” rules. A copy of the Code of Conduct is included with the official copy of these minutes.
* **Raffle Guidelines:** Mr. Adams presented guidelines for future raffles. There was a discussion about the raffle to be held at the annual meeting that included asking members and the community for donations to be raffled, assigning a person to be in charge, problems that occurred with the Flag Day raffle, and not selling items at the same time/table.
* **Election Committee:** President Hjellum-Lim appointed Louise Freiheit, John Vernagus, and George Fernandes as the Election Committee and Erin Burgess will be invited to join.
* **Rules - Membership and Participation:** Mr. Vernagus discussed the proposed LVSSA Rules for Membership and Participation that were previously emailed to the Board for review. Changes that suggested are making the effective date October 15, having the date range for people joining in the last quarter to be October 15-December 31, and clarifying the wording for field allocation and scrimmage/practice schedules to mean dates rather than starting times. A motion was made by Rod Adams, seconded by Scott Carr, and approved unanimously that these rules be approved with the changes suggested. A copy of this document is attached to the official minutes of the meeting.

**ADJOURNMENT AND NEXT MEETING:** A motion was made by Louise Freiheit, seconded by Mike Kaczer, and approved unanimously to adjourn the meeting. The meeting adjourned at 2:40 p.m. The next meeting will occur the first week of September depending upon room availability.