**Minutes**

**BOARD OF DIRECTORS**

**LAS VEGAS SENIOR SOFTBALL ASSOCIATION, INC., dba LVSSA**

Wednesday, June 8, 2022 – 3:00 p.m.

Skinny Dugans, 4127 West Charleston Blvd., Las Vegas, NV

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

The meeting was called to order at 3:01 p.m. by President Kimbo Tenorio with the following Board members in attendance:

President Kimbo Tenorio, Vice President Renn Hjellum-Lim, 65 and Over Representative Scott Carr, Ladies’ Representative Kathy Kluever, Recording Secretary Louise Freiheit, Historian Jim Hellerstedt, Treasurer Erin Burgess, and Assistant Treasurer Rod Adams. 64 and Under Representative Mike Kaczer and At-Large Representative George Fernandes were absent.

Also in attendance, according to a sign-in sheet were John Vernagus, Dale Clem, Chuck Godman, and Alan Melnick.

**ADOPTION OF AGENDA (previously emailed to the Board):** A motion was made by Vice President Hjellum-Lim, seconded by Representative Kluever, and approved unanimously to adopt the agenda as written.

**MEMBER PARTICIPATION (Members are welcome to speak. Discussion and time allotted are at the discretion of the presiding officer.)**

* **Flag Day Celebration:**  Chuck Godman, John Vernagis, Alan Melnick, and Scott Carr brought out concerns regarding the plans for the Flag Day celebration that included age/skill differences between the invited teams and the member teams, the fact that the member teams don’t want to play the more competitive teams, and safety. It was agreed that changes would be made to take everyone’s concerns into account. It was pointed out that the discussions regarding safety and age/skill differences should also be addressed regarding Lorenzi Park play.
* **Future Tournaments:** In response to a question from Alan Melnick regarding tournaments being hosted by LVSSA before the end of the year, President Tenorio responded that he is partnering with USSSA with a focus on developing senior play. The conversation continued regarding available tournaments this year with a realization that LVSSA probably will not host men’s tournaments this calendar year.

**APPROVAL OF MINUTES OF MAY 12, 2022, REGULAR MEETING AND MAY 12, 2022, EXECUTIVE MEETING (previously emailed to the Board):** A motion was made by Kathy Kluever, seconded by Scott Carr, and approved unanimously to approve the minutes of the May 12, 2022, regular meeting as written. A motion was made by Renn Hjellum-Lim, seconded by Kathy Kluever, and approved unanimously to approve the May 12, 2022, executive meeting as written.

**OFFICERS’ REPORTS:**

* **President:** President Tenorio voiced that he is pursuing some partnerships to have jerseys, etc., donated.
* **Vice President:**
1. **Business License and Permits:** Vice President Hjellum-Lim reported that the business license with the City of Las Vegas has been finalized which made it possible for her to complete the application for permits.
2. **Insurance:** She continued that she approached Farmers’ Insurance and was told that they could not match the prices/coverage we are getting from
Gallagher. Therefore, she will pursue renewing with Gallagher.
* **65 and Over Representative:**
1. **Shirts/Hats/Recruitment:** Representative Carr said he has seen some Lorenzi shirts with geese that it good looking and he would like to investigate buying some as a recruiting tool. He suggested that specialized hats be provided for the 75+ players so that the outfield knows where to play the ball
2. **Field Maintenance:** Scott also brought up that two men are working regularly maintaining the fields for $1.00 per person and they do not want to continue unless the payment is increased. He continued that they are asking for $200 per month. During the discussion it was pointed out that this would be $2400 not budgeted, about $12 per person additional annually in membership fees. Treasurer Burgess agreed to look again at the budget.
* **Ladies’ Representative:** Representative Kluever voiced that things are fine and that members are looking forward to Flag Day.
* **Treasurer:**
1. **Flag Day:** In response to questions from Treasurer Burgess regarding no budgeted item for Flag Day, President Tenorio reminded the group that he plans to ask $10.00 from each non-member participant to offset his planned expenses of $500-$600 for the food and a couple hundred for the umpires. Ms. Burgess asked to be better informed regarding expenditures.
2. **Bank Records/Tax Filings:** Ms. Burgess continued that she has reviewed the 2020 and 2021 bank records and presented income/expenses reports which show a deficit of $4288.34 for 2020 and a deficit of $1488.04 for 2021. She also presented an income/expense report for 2022 through April 30. She continued that no form 990 for was in 2020 or 2021 and that she filed for an extension so these can be completed. Ms. Burgess shared that the bank and Paypal accounts have a balance of $80,237 with an income of $2,252.

**COMMITTEE REPORTS:**

* **Merchandise:**  Mr. Adams voiced that we have approximately 100 softballs, batting gloves and fielder’s gloves for sale.
* **Shed:** Mr. Adams said that supplies for Flag Day are being stored so it will be cluttered until then. He also said the first aid kit has been replenished and reminded people to sign equipment out on the clipboard.
* **Website:** Rod reported that visitors on the website are down, Flag Day information and birthdays have been added.
* **Publicity:** Although Mr. Kaczer was not present, he had checked into the July 4th parade and found that we were too late for this year.
* **Goodwill/Welfare:** Mr. Adams announced that Eli Bazan, Bob Lane and Star Golia are out with injuries.
* **Membership:** Mr. Adams continued that we currently have 203 members.

**OLD BUSINESS:**

* **City of Las Vegas Business License:** Ms. Hjellum-Lim said that the business license has been finalized.
* **Memorandum of Understanding:** President Tenorio reminded the Board that all information has been given to the attorneys for the Memorandum of Understanding with the City of Las Vegas and that he will check with them about the status.
* **Flag Day Tournament:** President Tenorio expressed that he is advertising the Flag Day celebration on his Facebook page and players have expressed interest. He continued that the schedule is changing to accommodate the needs of everyone in coordination with Rod Adams and Chuck Godman and that there might be barbeque served both Friday and Saturday. There was a discussion among Mr. Adams, Mr. Tenorio, Mr. Godman, and Mr. Carr regarding adjustments to the schedules.
* **Secretary of State Filings/Consultation with Non-Profit Expert:** Vice President Hjellum-Lim and Treasurer Burgess voiced that they had a consultation with Shelly Weiner, a non-profit expert, and received advice including:
1. Tournaments are for profit and should be in a separate organization.
2. Our bank account should be with a credit union that is non-profit and federally insured.
3. We should be using an accounting software that is specifically for non-profits.
4. The Form 990 for 2020 needs to be filed under 501c3 rather than 501c4.
5. Binders should be developed for each officer than include list of the officer’s duties, current bylaws, is attached to the officer and goes to the new officer when changes occur.
6. Board meetings should be quarterly.
7. The Board should be structured with President, Vice President, Secretary and Treasurer as officers and other members such as Representatives and Historians as Directors, and that every officer/director should have a vote except the President. She continued that the consultant said that, if members are not voting members, their titles should be Consultant.
8. The Secretary of State and 501c4 should be dissolved and redone.
9. Articles of Incorporation need to be written and Bylaws redone according to templates specific to non-profits.
10. Treasurer should be a voting member of the Board with check writing privileges.
11. There needs to be a policy that transfers all critical documents to the new president with his/her home address.

After a discussion, a motion was made by Representative Kluever, seconded by Representative Carr, and approved unanimously to make the Treasurer a voting member of the Board. It was agreed that the other items be investigated and revisited at the next month’s meeting.

**NEW BUSINESS:**

* **Mini Weekend Scheduled Scrimmages:** Rod Adams voiced that he is arranging some weekend scrimmages among four-five teams 60+ teams at Lorenzi on Saturdays and Sundays. Any non-members will sign waivers and be charged the $20.00 quarterly membership fee and the games will be self-umpired. The first weekend will be July 2 and 3. Ms. Hjellum-Lim said she has requested the permits.

**SUSPENSION OF MEETING FOR PURPOSES OF AN EXECUTIVE SESSION:** A motion was made by Secretary Freiheit, seconded by Representative Kluever, and approved unanimously to suspend the regular session for the purpose of an executive session.

**REGULAR SESSION RECONVENED:** The regular session of the Board was reconvened at 5:15 p.m. with the same members in attendance as listed at the beginning of these minutes.

**ADJOURNMENT:** A motion was made by Louise Freiheit, seconded by Scott Carr, and approved unanimously that the meeting be adjourned. The meeting adjourned at 5:20 p.m.

**NEXT MEETING:** The next meeting will be held on July 13, 2022.