**Minutes – Board Meeting**

**LAS VEGAS SENIOR SOFTBALL ASSOCIATION dba LVSSA**

Thursday, July 14, 2022

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.

**CALL TO ORDER AND ROLL CALL:** The meeting was called to order at 1:00 p.m. by Vice President Hjellum-Lim at 1:00 p.m. with the following Board members in attendance:

Vice President Renn Hjellum-Lim\*, 64 and Under Representative Mike Kaczer\*, 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. This provided six votes which constitutes a quorum.

President Kimbo Tenorio and At-Large Representative were absent.

The asterisk indicates a voting member.

Also in attendance were Dale Clem and Chuck Godman.

**ADOPTION OF AGENDA (previously emailed to the Board):** A motion was made by Erin Burgess, seconded by Scott Carr, and approved unanimously to approve the agenda as written.

**MEMBER PARTICIPATION:**

Chuck Godman said that he had been given a letter from Robert Beyer asking for an appeal to his expulsion. Chuck stated his opinion that Mr. Beyer was entitled to a hearing as there was not one with the discipline committee, that Mr. Beyer had not taken money, and that Mr. Beyer resigned before the attempted takeover of the Association. Vice President Hjellum-Lim answered that this matter would be discussed during the Executive Session following this Board meeting.

In response to a question from Dale Clem regarding upcoming elections, Ms. Burgess answered that the elections will be held in October. Mr. Clem also posed questions about why the Board has not answered his requests for information. Mr. Hellerstedt replied that the police investigation is ongoing. Ms. Hjellum-Lim added that all public information was available to him on the website. Ms. Freiheit explained that documents were not returned as Mr. Whipple has claimed. There was a discussion regarding the police investigation and member expulsions.

**APPROVAL OF MINUTES OF JUNE 8, 2022, REGULAR MEETING AND JUNE 8, 2022, EXECUTIE MEETING (previously emailed to the Board):**

* **June 8, 2022, Regular Meeting:** A motion was made by Representative Carr, seconded by Representative Kluever, and approved unanimously to approve the minutes of the June 8, 2022, Regular Meeting.
* **June 8, 2022, Executive Meeting:** A motion was made by Treasurer Burgess, seconded by Secretary Freiheit, and approved unanimously to approve the minutes of the June 8, 2022, Executive Meeting.

**OFFICERS’ REPORTS:**

* **President:** With President Tenorio absent, Vice President Hjellum-Lim reported for him that a copy of the reverse side of the cashier’s check was sent to the police detective in charge of the case and information regarding that account is being requested.
* **Vice-President:** Vice President Hjellum-Lim announced that the insurance for the coming year has been secured but that the City of Las Vegas is asking for an additional document from the insurance company before issuing permits.
* **64 and Under Representative:** Representative Kaczer said things were going well. He continued that he would like us to increase the membership. In response to a question from Mr. Kaczer regarding future tournaments, Ms. Burgess answered that we cannot at this time because it’s not possible under a 501c3.
* **65 and Over Representative:** Representative Carr voiced that a new season just started and that they regularly have three teams participating.
* **Ladies’ Representative:** Representative Kluever shared that the Flag Day games were very successful.
* **Treasurer:** Treasurer Burgess shared that we are $1,001 to the good and our balances currently are $78,309 in checking and $676 in Paypal for a total of $78,985. The conversation continued and is included in the Flag Day section of the minutes.
* **Secretary:**
1. **Board Member Binders:** Secretary Freiheit collected the forms binders from Board members and they are being rebuilt to follow the recommendations of a non-profit consultant.
2. **Old Records from Paul Rubin:** She continued that Paul Rubin’s family provided his records and they include old minutes, Articles of Incorporation, rosters, contracts, etc., which will all be sorted and filed.

**COMMITTEE REPORTS:**

* **Merchandise and Shed:** Rod reported that we have 15 cases of softballs and a discussion followed with suggestions for using them. Erin Burgess reminded the group again that we need documentation for transactions using the forms created.
* **Website:** Rod continued that we increased website visitations to 1146 in June and improved the GoDaddy rating to 94. He added that he has moved the home page, changed the color of the background, added birthdays, added agendas, and added pictures from Flag Day and the scrimmages.
* **Publicity:**  Mike Kaczer said that he has contacted the Redrock, sent letters to various media, and checked into the Summerlin Parade. He discovered that the deadline to enter the parade is February and will pursue it for 2023. Mr. Carr pointed out that our Association needs to be more competitive with other organizations in membership fees and amenities. Mr. Adams expressed concern that no money has been spent on growing the membership.
* **Goodwill/Welfare:** Mr. Adams commented that, while most injured and ill folks are back out on the field, Star Golia is still out with her shoulder surgery.
* **Membership:** Rod shared that our membership is 211, with a goal of 225.
* **Rules and Regulations:** Ms. Burgess opined that the Rules and Regulations Committee is not making additional changes until the suggestions from the non-profit consultant have been finalized.
* **Hall of Fame:** Ms. Freiheit explained that it is time to begin creating a review committee for Hall of Fame nominations and that this is the 25th year of the Neons team playing together and there are plans to celebrate them. Board members suggested members for the review committee.
* **Banquet:** There was a discussion that there is no banquet committee and banquet was not budgeted. However, the By-Laws require an annual meeting. After this discussion, it was agreed that Board members would attempt to find volunteers to work on a committee.

**OLD BUSINESS:**

* **State of Nevada Tax Filings:** Ms. Burgess stated that she is working on it and all she has to report is income and expenses.
* **City of Las Vegas Memorandum of Understanding:** Ms. Hjellum-Lim aired that, despite requests for information, the attorney has not responded.
* **Flag Day Tournament Report:** In a texted report, President Tenorio stated that he collected $340, paid $210 for umpire fees and $60 for awards, and has $70 cash to deposit. There was a discussion about concerns that included: the expenses weren’t budgeted or approved by the Board, the money paid is not documented, having two days of barbeque was more expensive, and that members were separated rather than unified. After this discussion, a motion was made by Erin Burgess, seconded by Scott Carr, and approved unanimously that a Flag Day Committee be created consisting of the representatives and other volunteers and that this committee will begin making plans in January of each year.
* **Weekend Scrimmage Report:** Mr. Adams aired that the weekend scrimmage of July 2 and 3 had four teams, a check-in table, and was self-umpired. He added that he is planning another for August.
* **Discussion Regarding Non-Profit Consultation:**
1. **Articles of Incorporation:** Articles of Incorporation were discovered in the Paul Rubin paperwork.
2. **Position-Specific Binders:** Binders are currently being developed for each Board member with information suggested by the consultant.
3. **Tournaments:** After a discussion regarding that 501c3 rules do not allow profitable tournaments, a motion was made by Erin Burgess, seconded by Scott Carr, and approved unanimously that references to tournaments be removed from the By-Laws.
4. **Bank Account:** There was a discussion regarding credit unions that can serve our membership, is Federally-insured, is non-profit, and has locations convenient to us. A motion was made by Erin Burgess, seconded by Louise Freiheit, and approved unanimously that our bank account be changed to a non-profit, Federally-insured credit union and that the best option for us be investigated.
5. **Accounting Software:** Ms. Burgess shared her research regarding accounting programs that would fulfill the non-profit requirements. She recommended Quicken Home and Office as it is shareable, low-cost, appropriate for our volume of transactions, and can be set up in the name of LVSSA. Ms. Freiheit made a motion to purchase Quicken Home and Office for a first time fee of $72 per year (probably $110 for the second year). The motion was seconded by Mr. Kaczer and approved unanimously.
6. **Board Meeting Schedule:** The consultant recommended that Board meetings be held quarterly. After a discussion, it was agreed that we wait to make this change until the reorganization is completed.
7. **Structure of Board:** A motion was made by Treasurer Burgess, seconded by Representative Carr, and approved unanimously that the By-Laws be changed to reflect that the Board Members are President, Vice-President, Secretary and Treasurer; the three representatives are directors with voting privileges; and the Historian and At-Large Representative are Advisors without voting privileges.
8. **Secretary of State and 501c3:** Ms. Burgess and Ms. Hjellum-Lim voiced a concern of the non-profit consultant that we completely dissolve the Secretary of State and 501c3 and create new ones in order to guarantee that Jim Whipple’s name is no longer associated with either.
9. **Bank and Financial Statements:** There was a discussion about creating habits that provide double-checks on the accounts like providing bank statements to the Board every month, having two signers, etc.

**NEW BUSINESS:**

* **Use of Screen:** There was a discussion regarding the safety of using pitching screens. It was agreed that use of the screens should be added to the By-Laws.
* **Ball Caddies:** Rod voiced that the ball caddies need to be replaced and he will research costs and options and report back to the Board.
* **State of Nevada Tax-Free Designation:** Vice President Hjellum-Lim shared that we cannot apply for a State of Nevada tax exemption until we can provide By-Laws, Articles of Incorporation, and financial statements for a full year.

**SUSPENSION OF MEETING FOR PURPOSES OF AN EXECUTIVE SESSION:** A motion was made by Ms. Freiheit, seconded by Mr. Carr, and approved unanimously to move into an Executive Session.

**REGULAR MEETING RECONVENED:** The Regular Meeting was reconvened at 3:52 p.m. with the same Board members in attendance as originally named.

**ADJOURNMENT:** A motion was made by Louise Freiheit, seconded by Kathy Kluever, and approved unanimously to adjourn the meeting. The meeting was adjourned at 3:54 p.m. with the next meeting set for August 11.