

ASA Board Meeting

February 27, 2019

Minutes

Attendees: Allie Signorelli, Margaret Core, Kristin Hanmer, David Tyahla, Paul Bobeczko, Marc Garufi, Shaara Roman, John Mingus, Adam Brick.

Absent: Jason Mugg, Mia Petree, Sabine Schlorke.

Note: These minutes were transcribed by Mia Petree from an audio recording of the meeting.

The meeting was called to order by Allie at approximately 7:30 PM.

1. **Minutes:** The January 2019 minutes were approved pending one spelling correction and two edits.

2. Board Business

A. Bylaw Chang Votes:

- **Bylaw changes in 3 parts**

Part 1: Miscellaneous changes, including eliminating Roberts Rules of Order and making the use of "Director" consistent. Substantive changes, including incorporating the change of membership, number of travel, ADP and rec reps. Motion to adopt proposed changes to bylaws except Article 2, Section 5 (related to term limits) was seconded, and the motion was approved on a voice vote. The changes will be sent to the membership for a vote prior to the June meeting.

Part 2: The current bylaws provide that after completing their term limit, only at-large directors can return after a one-year absence – not directors who are program chairs. Motion to change the last sentence of Article 2, section 5 to read "Any director who reaches the term limit may return to the Board after a minimum of one year of absence" was seconded and approved on a voice vote.

Part 3: Should six-year term limits apply to program chairs, or should program committees be allowed to determine who their representative on the Board will be, and for how long? There was considerable discussion about a motion to modify Article 2, Section 5 of the bylaws to read "Program Committee chairpersons serve as directors as long as they hold the position of Program Committee chairperson and will be succeeded at the next Board of Directors meeting following their replacement by a new Program Committee chairperson." Arguments against the motion included that it would not conform to treatment of other directors, who are term-limited, and that term limits are healthy for the organization as they serve to bring new ideas to the board from time to time. An argument in favor of the motion is that Program Committees should be able to choose who represents them. The motion

further modify the language of Article 2, Section 5 of the bylaws to remove the phrase “up to a maximum of six years” with reference to Program Committee chairs was seconded, but the 5-3 vote means it will not go to the membership for a final vote.

- B. Travel Player Restriction Vote:** The Board further considered of the proposed recommendation from the Rec Committee that travel program players no longer be allowed to play on rec teams starting in 5th grade. In response to the Board's request at the January 2019 meeting, the Rec Committee voted at their February 12th meeting against implementing a parent survey. After further discussion and consideration of the length of time this policy decision was considered (more than a year) and given the affirmative votes of the Rec Committee, the Travel Committee and the Joint Program Committee, the Board affirmed the policy change on a majority vote. The change will take effect in Fall 2019 and will affect approximately 200 travel players.
- C. Board nomination process:** Kristin distributed criteria for the three June Board openings, including strategic thinking, communication, decision-making and collaboration. The Board particularly seeks candidates with expertise in financial forecasting and investments, human capital, and risk. Additional criteria are the ability to consider the entire club (rather than emphasizing a particular program), build relationships, devote the time necessary to Board responsibilities, and a willingness to demonstrate independence and speak up with contrasting viewpoints. Applications (in Adobe fillable format and going to the Nominating Committee email box) will open April 1, with interviews the week of May 13.
- D. Charters:** Current committee chairs have given Kristin draft charters. Kristin proposes that the charters have consistent structure, comprised of the following sections: purpose, composition of committee, meeting operations, roles and responsibilities, code of conduct/operating principles, what the committee's authority is, frequency of charter renewal, how to amend the charter. The language in some sections (e.g., code of conduct) will be the same in all charters. Each committee chair should redraft their charter to include the components listed above, then send to Kristin for review. It was noted that the Travel Committee continues to consider its role; these deliberations will affect their charter. It was also decided that the Risk and Finance committees will remain separate.

3. Executive Director report

- Distributed via email.
- Rec program registrations are at 5,200 and are on track for 5,800 total for the spring.
- Coaches working at summer camps will receive some first aid training.
- Arlington Soccer has issued an RFP for rebranding the club, in order to have consistent identity and messaging, and to speak with one voice. From seven responses, the field was narrowed to three, and after checking references and conducting interviews, a vendor was selected. The rebranding project will include a new logo and will impact colors, typography, images. The first stage will be to create a new logo; the consultant will produce two or three options for consideration, and Adam will recommend one option to the Board. The timing of this project is driven somewhat by the timeline for travel uniform selection, as it will impact the uniform design (colors, club name, logo placement). Consistency among difference program uniforms is one application of the brand that requires careful consideration. Another

consideration is the financial impact of changes.

- Gretchen Hamm has accepted a position elsewhere. While she wore many hats here, in considering her replacement, the Board feels that the club needs to separate

fundraising and sponsorship function from marketing and communications, and to have separate resources dedicated to those areas. The Board discussed some considerations, including the appropriate level of experience for new hires in these areas, compensation structure, aligning efforts with CRM software, whether to use a search firm to find good candidates, and how recent staffing updates may impact the scope of the new positions.

4. Program reports

A. Rec program – John Mingus.

- No written report this month as the program is very busy with spring registration.

B. Travel program – Marc Garufi.

- The Travel Committee this week met about the budget, focusing on the differences between the various tiers, and whether and how the fee structure reflects the level of service being provided.
- Arlington Soccer has been approved for a full Girls Development Academy program from U13 – U18/19. US Soccer is considering extending the exception that is currently given to players who attend private schools (permitting them to go inactive from their club team – but stay on the roster - during their high school soccer season) to all high school players. Will this negatively impact the number of active players on DA rosters at U15 – U18/19?
- Tier 1 teams, including DA, are being assessed for services provided by fitness/physical trainers, which is very expensive. These services are not optional for DA teams.

5. Committee Reports

A. Risk – Sabine Schlorke

- No report this month.

B. Community Outreach and Fields – David Tyahla

- Drafted the committee charter. The POPS vote is March 16; need to mobilize the membership to show support for the county's plan.

C. Finance – Paul Bobeczko

- After the March 13 Travel Committee meeting, staff will send a draft of the budget for consideration by the Board.
- The committee will report the charitable endowment business case in March.
- Arlington Soccer clubhouse – waiting on financing inputs.

D. Human Capital – Shaara Roman

- Met with Adam to review HR audit

Adjourned at approximately 9:30 PM.