

**Minutes of
The Cleveland Darter Club
December 4, 2009 - APPROVED
Board of Directors Meeting**

The December 4, 2009 Board of Directors Meeting was called to order by President Jeff Inman at 6:18 pm:

Roll Call:

President:	Jeff Inman [JI]	Vice Pres:	Jon Molnar [JM]
Bd Member:	Rose Scott [RS]	Treasurer:	Paul Hansen [PH]
Bd Member:	Dave Ellis [DE], Late	Bd Member:	Audra Heath [AH], Excused
Bd Member:	Jeff Heath [JH], Excused	Bd Member:	Dave Rook [DR], Excused
Rec Sec:	Sue Russano [SR], Excused		

Also present:
Eric Belloma [EB], Missy London (ML)

After referencing the By-Laws, JI indicated that a minimum of 4 BOD members were necessary in order to achieve a quorum.

JI indicated that SR and DR would not be present due to work although DR might be able to make it to the meeting later. DE also would be late due to work. JH and AH had car issues.

SR, DR, DE, JH and AH all excused by votes of 4-0.

Reading/Approval of Previous Minutes:

The Minutes of the November BOD Meeting were previously emailed to all BOD members for review. Motion was made by JI, seconded by RS, and approved by a vote of 4-0, to accept the previous minutes as previously emailed to BOD members.

President's Report [JI]:

- JI summarized President's Report as previously emailed to the BOD. See attached Report.

Financial Report [PH]:

Total Cash in Bank	\$44,964.42
Less Cash designated for:	
Tournament Trails	(9,425.10)
All-Stars	(610.14)
Hall of Fame	(307.64)

Net Cash Available	\$34,621.54
	=====
NCB Bank Loan	\$35,052.16
	=====

RS inquired about what our liability was for Fall League payouts. PH informed us that the amount of payouts will be approximately \$16,100.

DE inquired about the "Go To Meeting" expense of \$400 (\$33.33 per month). EB explained that "Go To Meeting" is a software application that allows for on-line meetings from the participant's computer. This application has already been used for a few past meetings, with some success, and there are plans to use it further throughout the year. At year's end, we'll evaluate whether the benefits justify the costs of this software.

DE inquired about the \$1,200 "Team Folders" expense and wondered if we could get our folders donated by Staples or other similar office supply company. ML explained that the folders were relatively cheap (approximately 10-cents each); however, the bulk of the \$1,200 consists of all the other costs associated with putting the folders together, such as paper and printing costs.

RS inquired about Extravaganza fund. PH acknowledged that approximately \$3,700 of funds earmarked for the Extravaganza (left over from last year) is included in the "Total Cash in Bank" line. This amount will itemized as a separate line item next time.

PH suggested an idea of charging the Trails Fund a nominal administrative fee (possibly 5% of gross revenues). A discussion ensued, with JI suggesting that perhaps an overall policy should be adopted that would apply to all committees who raise and disperse funds. JI will work with PH in developing an overall policy to be discussed at January's BOD meeting.

PH indicated that he and JI have been considering strategies for paying down our debt and lowering our interest rate. PH & JI met with NCB on December 3 and NCB has agreed to review our loan and get back to us, with potentially new terms, including a lower interest rate. PH and JI also briefed the Board on other alternatives for lowering the Club's interest cost if NCB doesn't come back with an acceptable proposal.

JI indicated that the Club's nonprofit tax return (Form 990) for the fiscal year ending April 30, 2009 has been completed (by JI) and given to PH for signature and filing. It is due December 15, 2009.

JI/PH also discussed the Club's plan to change its fiscal year from an April 30 year-end to an August 31 year-end. The change in fiscal year is necessary in order to match our fiscal year with our membership year and will benefit us when preparing and reviewing our annual budget.

Khuns & Associates (our accounting firm) is currently in the process of preparing financial statements for the short period beginning May 1, 2009 and ending on August 31, 2009. JI will then prepare a Form 990 for this short period, based on these financial statements. This short-period Form 990 will be due January 15, 2010, although the due date can be extended until April 15, 2010.

LEAGUE REPORT [ML]:

ML read the League Report for December (previously emailed to the BOD) which can be summarized as follows:

- Fall Session is winding down / only one team dropped out (Lois Place, due to change in work schedule of several of their players).
- The rule change that assesses a dollar amount to all penalty points (instead of affecting the team's points for purposes of standings placement) has so far resulted in the Club saving approximately \$900 in prize money, which will ultimately benefit our members through lower fees and higher payouts.
- Fall League Doubles Tournament promotion has been going well and we hope to have a nice turnout. Thanks was given to West Park Slovenian Home for being such a generous host. Thanks was also given to those BOD members who have assisted in promoting the tournament.
- Winter Promotional Mailers have been submitted to the printer today (Friday, December 4) for production and distribution. They should be in members' mailboxes by next week.
- Winter League Folders will be available for pick-up on Saturday, January 9 at Anglo-American from 10 am - 1 pm. Folders can also be picked up at Brookview Tavern on this same day beginning at 5 pm. A blind draw will also be held (registration closes at 7 pm).
- Summer League Promotion. A meeting has been scheduled for Saturday, January 23 at Panera Bread to discuss marketing ideas.
- The pros and cons of offering prorated (or discounted) memberships were discussed. EB and ML will work on specific proposal and email the BOD for their consideration.
- ML now has a cell phone to be used for receiving redirected phone calls from the Club Line.
- ML received a suggestion from a bar owner to provide each bar a coupon book to help bar owners with paying their league fees.

ALL-STAR COMMITTEE [Jamie Mawson]

JI summarized the All-Star Committee Report prepared by Jamie Mawson and previously emailed to the BOD (see attached).

A "Thank You from the All-Stars" tournament will be held on December 12, 2009.

Jamie will present a final All-Star Financial Report at the January BOD meeting. It is estimated that All-Star fund will end up with a surplus of approximately \$650.

PH indicated that once again, he was very pleased with Jamie's due diligence with regard to the All-Star fund accounting. Several BOD members, EB and ML all expressed appreciation for the effort put forth by Jamie and her committee.

Hall of Fame Report. [JI]

No written report prepared.

JI indicated that an organizing meeting will likely be scheduled in January. DE and JI will take the lead on this.

It is hopeful that Jane Boyd will be able to remain as HOF chair. We'll wait until January to see if a new appointment is necessary or not.

Extravaganza [SR] - No Report.

TRAILS [JI]

No written report prepared, but JI provided the following Trails Update:

- All outstanding trails moneys have been received from Aaron Mason. No suspension or further BOD action is required. Per Jane Boyd, Aaron is suspended from running trails but remains eligible to play trails.
- Double Your Points Night was held at Fat Guys on Wednesday, November 4. Future Double Your Points nights will be planned for the other four trails locations. JI will solicit proposed dates from each of the other the Trails Directors. *[Note: There was some confusion about whether multiple "Double Your Points" nights were held at Fat Guys. JI has assured that only November 4 points were doubled at Fat Guys and all other trails locations will receive a similar promotion].*
- Jane Boyd's recommended changes to the "Responsibilities of Trails Directors" and "Trails Rules" were finalized (and approved via email vote) on November 12, 2009, effective December 1, 2009.
- On November 26, JH informed JI of intention to resign as Trails Director at Fat Guys (Wednesdays). JI will take over until a permanent replacement can be found.
- As of December 4, all trails sheets and money have been turned in, with the exception of Rookies which recently were mailed in. However, SR provided JI with copies of Rookies' trails sheets allowing JI to enter all trails points through November 30, 2009.
- Trails points lists for the November 30 cut-off have been completed and submitted to EB for posting on the web site.
- JI will be working on preparing the trails trip letters and hopes to get them out by Tuesday (December 8) with a return due date of December 23.
- Trails participation and funds are on the rise with a year-over-year increase of approximately \$3,000 (that's about a 40% increase over last year).

ADO [SR]. - No Report.

Old Business

None.

New Business

- A proposed discussion regarding the process and timing of a new All-Star Chairperson has been tabled due to AH not being in attendance.
- PH inquired about the status of the new Web Page. EB informed that it is a work-in-progress (about 75% complete) and it is difficult to put an exact time frame on it, although he will keep BOD informed as to its progress.
- PH asked that we reconsider permanently moving our future BOD meetings to Sunday mornings. JI indicated that the reason for the Friday evening meetings was the result of a consensus reached at the July BOD meeting. However, with only 5 of 9 BOD members present at this BOD meeting, reconsideration is warranted. JI also indicated, based on a recommendation by Jane Boyd, that whatever day is decided, it be permanent and reflected in the by-laws, thus giving all interested volunteers notice and no excuse for not being able to attend meetings. JI will follow up on this issue.
- A discussion was held regarding recent allegations of inappropriate behavior of two BOD members. While the source of allegations was from many individuals, specific documentation was lacking. Also, since this topic was not presented ahead of time as an Agenda item, and the two BOD members in question were not present, it was agreed that any current BOD action should be limited to a preliminary, fact-gathering investigation. Also, any action to be taken by the BOD would require that proper procedures be followed and that the BOD members in question be given ample opportunity to defend themselves against these allegations.

As a result of this discussion, the following motions was made, seconded and approved by a 5-0 vote:

"Motion to further investigate allegations of inappropriate behavior by BOD Members _____ and _____ during Quad City/Buckeye Open as well as inappropriate public statements and other communications regarding Club business; and to determine appropriate sanctions if allegations are founded."

The goal will be to hold a Special BOD Meeting within the next few weeks.

Seeing no further business, meeting was adjourned at approximately 8:30 pm.

Next meeting will be held on Friday, January 8, 2010 at Panera Bread (Brooklyn) beginning at 6 pm.

Minutes Prepared by: Jeff Inman, President