

# BAYS Board Meeting Minutes

## June 10, 2020



<b>Meeting Title:</b>	BAYS June 2020 Board Meeting
<b>Date:</b>	June 10, 2020
<b>Time:</b>	7:00 PM
<b>Location:</b>	Virtual via Zoom
<b>Facilitated by:</b>	Tony Loftis
<b>Notetaker:</b>	David Dalrymple

* BAYS BOD in Attendance							
<input type="checkbox"/>	Ken Abrahamsen	<input type="checkbox"/>	Desmond Doyle	<input type="checkbox"/>	Ken Mattes	<input type="checkbox"/>	Jeff Smagula
<input type="checkbox"/>	Al Antonitis	<input type="checkbox"/>	Waymond Eng	<input type="checkbox"/>	Ed McDonald	<input type="checkbox"/>	Steve Smoller
<input type="checkbox"/>	Michelle Barron	<input type="checkbox"/>	Gesse Faber	<input type="checkbox"/>	Wendy Murphy	<input type="checkbox"/>	Evelyn Somers
<input type="checkbox"/>	Anthony Barry	<input type="checkbox"/>	Kevin Glassman	<input type="checkbox"/>	Neritan Mustafa	<input type="checkbox"/>	Terry Stone
<input type="checkbox"/>	Dan Bielenin	<input type="checkbox"/>	David Gordon	<input type="checkbox"/>	Dick Penta	<input type="checkbox"/>	Richard Swallow
<input type="checkbox"/>	Katie Bigelow	<input type="checkbox"/>	Thomas Greene	<input type="checkbox"/>	Peter Pereira	<input type="checkbox"/>	Ming Tang
<input type="checkbox"/>	Mary Bishop	<input type="checkbox"/>	Melissa Hart	<input type="checkbox"/>	Mark Plecinoga	<input type="checkbox"/>	Logan Thomison
<input type="checkbox"/>	Sid Bloom	<input type="checkbox"/>	Toby Hawkes	<input type="checkbox"/>	Teresa Prego	<input type="checkbox"/>	Patricia Trumm
<input type="checkbox"/>	Michael Calnan	<input type="checkbox"/>	Mike Hazeltine	<input type="checkbox"/>	Ted Ritchie	<input type="checkbox"/>	Don Wendt
<input type="checkbox"/>	Anthony Capela	<input type="checkbox"/>	Heather Hsu	<input type="checkbox"/>	Mary Jane Scofield	<input type="checkbox"/>	Jennifer Whelan
<input type="checkbox"/>	Tara Capobianco	<input type="checkbox"/>	Charlie Hurwitch	<input type="checkbox"/>	Joe Seidel	<input type="checkbox"/>	Reg Wilcox
<input type="checkbox"/>	Joe D'Amico	<input type="checkbox"/>	Claudette Kokolski	<input type="checkbox"/>	Mike Shepard	<input type="checkbox"/>	Dick Williams
<input type="checkbox"/>	David Dalrymple	<input type="checkbox"/>	Tony Loftis	<input type="checkbox"/>	Iain Shipperd	<input type="checkbox"/>	Karen Young
<input type="checkbox"/>	Peter DeNatale	<input type="checkbox"/>	Melissa Maling	<input type="checkbox"/>		<input type="checkbox"/>	
<input type="checkbox"/>		<input type="checkbox"/>		<input type="checkbox"/>		<input type="checkbox"/>	
<input type="checkbox"/>	GUESTS	<input type="checkbox"/>	Scott Baetz	<input type="checkbox"/>		<input type="checkbox"/>	

### Next Steps/Action Items

Activity	Due Date	Responsible parties
Review and Approve April 2020 Meeting Minutes	7/15/20	Tony Loftis
Sign 6 month contract for remainder of CY2020 with SX		Charlie Hurwitch
Explore multi-year contract with SX		Charlie Hurwitch
Sign 12 month contract through July 2021 with Baumann & Baumann		Charlie Hurwitch
Explore Multi-year contract with Baumann & Baumann		Charlie Hurwitch

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Presentation of web-site activities with an emphasis on any projects in excess of \$2500.		Evelyn Somers
File and Sign MYSA COVID-19 Safety Officer paperwork	6/17/20	David Dalrymple
Send out Proposed Bylaw link to BOD	by 6/17/20	Tony Loftis
Review and Comment on proposed Bylaws	by 7/8/20	All BOD
Send MYSA Registration Link to BOD	When known	David Dalrymple

Motions This Meeting	Passed	Not Passed
Adopt Board Discussion Rules	Adopted on roll call vote	
Approve May 2020 Meeting Minutes as amended	Unanimous	
Approve 6 month SX Contract extension	Unanimous	
Approve 1 year Bauman & Bauman contract	Unanimous	
Approve up to \$5,000 for 990 (tax) generation expenses	Unanimous	
Appoint David Dalrymple as BAYS COVID-19 Safety Officer	Unanimous	
Approve Amended Code of Conduct Policy	Unanimous	
Approve Amended Conflict of Interest Policy	Unanimous	
Approve Whistleblower Policy	Unanimous	
Approve Document Retention Policy	Unanimous	
Approve Expenditure Policy	Majority	

Agenda items	Time	Speaker	Notes
Call to order	7:01	Tony Loftis	
Debate Rules	7:02	Tony Loftis	Moved by Joe D'Amico, seconded by Dan Bielenin to adopt the Board Discussion Rules

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			<p>as presented in the Agenda.</p> <p>Peter DeNatale requested a roll call vote which was accepted by the Chair.</p> <p>After some discussion, Evelyn Somers moved, seconded by Teresa Prego to go to the vote. Chair moved to main motion vote</p> <p>Main motion passed 29-2 with 4 abstentions</p>
April 2020 Meeting Minutes	7:12	Tony Loftis	<p>Tony Loftis indicated the minutes had not been distributed so they will be held until the next meeting</p>
May 2020 Meeting Minutes	7:12	Tony Loftis	<p>Peter DeNatale requested these be held until he was ready to discuss. The chair agreed.</p>
Fall Season Planning	7:13	Evelyn Somers	<p>Evelyn Somers reported that we are waiting for more guidance. She noted that the Registrar report noted that all organizations including BAYS needed to have a COVID-19 Safety officer. She nominated David Dalrymple, seconded by Teresa Prego.</p> <p>Approved by unanimous voice vote</p>
May 2020 Meeting Minutes	7:16	Tony Loftis	<p>Peter DeNatale moved that the sentence “Some members were certainly frustrated with the amount of time spent on discussing the process of the minutes and not addressing any real business to move the BOD forward or preparing for our players to play soccer. “</p> <p>be deleted from the section of the minutes that was reporting on the approval of the April 2020 minutes.</p> <p>Seconded by Teresa Prego.</p> <p>Correction accepted on voice vote.</p> <p>Minutes accepted on a unanimous voice vote.</p>
Treasurer’s report	7:19	Charlie Hurwitch	<p>Charlie Hurwitch presented BAYS finances</p> <ul style="list-style-type: none"> <li>● Currently \$340K in bank</li> </ul>

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			<ul style="list-style-type: none"><li>● Spring refunds still have \$112,710 in uncleared refunds to 20 towns</li><li>● Forecast a cash position of \$237K</li><li>● Highlighted that a double payment from a club was uncovered and has been resolved.</li><li>● Had three requests of the Board<ul style="list-style-type: none"><li>○ Contract extension for SX</li><li>○ 1 year contract with Baumann &amp; Baumann</li><li>○ \$5K for 990 prep</li></ul></li></ul> <p>Moved by Dan Bielenin, seconded by Gesse Faber to approve a six month extension for SX</p> <p>Noted that it is for the second half of 2020</p> <p>Motion approved on unanimous voice vote</p> <p>Moved by Peter DeNatale, seconded by Gesse Faber to approve a new one year contract for Bauman &amp; Bauman.</p> <p>Noted that this is for July 2020 through July 2021</p> <p>Motion approved on unanimous voice vote.</p> <p>There was some discussion and the consensus of the Board is that Charlie should sign these and follow up to get a longer term contract and bring back to the Board for approval.</p> <p>Peter DeNatale requested that Evelyn Somers prepare a presentation of web-site activities with an emphasis on any projects in excess of \$2500.</p> <p>Charlie gave an update on the audit and indicated that Baumann &amp; Baumann had quoted \$3000 for 990 preparation. Charlie requested a \$5,000 authorization in case</p>
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			<p>something unforeseen came up.</p> <p>Moved by Peter DeNatale, seconded by Teresa Prego to authorize up to \$5000 for 990 generation.</p> <p>Approved by unanimous voice vote</p>
Registrar Report	7:43	David Dalrymple	<p>In addition to his written report, David Dalrymple announced that he had confirmed MYSA will make a replay of tonight's webinar on opening up soccer. As of the writing of his report, that was not known.</p> <p>Peter DeNatale asked about sending out the registration link to the Board. David Dalrymple committed to doing that when the system opens for the Fall.</p>
Governance Documents	7:45	Tony Loftis	<p>Tony Loftis outlined the process and that each responsible document manager would present their document for consideration.</p>
Code of Conduct	7:47	Teresa Prego	<p>Moved by Teresa Prego, seconded by Reg Wilcox to approve the Code of Conduct as presented.</p> <p>Teresa Prego outlined there were three areas of concern</p> <ul style="list-style-type: none"> <li>● Financial issues</li> <li>● Respect and Courtesy</li> <li>● Personal gain as it applies to referees and referee assignors</li> </ul> <p>Peter DeNatale requested the line " I will treat my fellow board members with respect and courtesy." be changed to " I will strive to treat my fellow board members with respect."</p> <p>Teresa accepted the change.</p>

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			With the change made the main motion was approved on a unanimous voice vote
Conflict of Interest	7:55	Mark Plecinoga	<p>Gesse Faber moved, seconded by Steve Smoller to accept the Conflict of Interest Policy as presented.</p> <p>Peter DeNatale asked about his edits on de minimus. Mark believed they had been incorporated</p> <p>David Gordon asked about the changes he had recommended. Based on the answer David Godon moved, seconded by Teresa Prego to incorporate David Gordon's edits.</p> <p>Amendment approved on unanimous voice vote</p> <p>Main motion with both David Gordon amendment and Peter DeNatale edits was approved on unanimous voice vote</p>
Whistleblower	8:08	Evelyn Somers	<p>Evelyn Somers moved, seconded by Peter DeNatale to approve Whistleblower Policy as presented.</p> <p>Approved on unanimous voice vote</p>
Document Retention	8:14	MJ Scofield	<p>MJ Scofield moved, Reg Wilcox seconded that the Document Retention Policy be approved as presented.</p> <p>Peter DeNatale moved some changes but withdrew them after clarification</p> <p>Approved on unanimous voice vote</p>

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Expenditure	8:23	Dick Penta	<p>Dick Penta moved, Gesse Faber seconded motion "Accept the Expenditure Policy dated June 10 distributed via email to the Board earlier in the day."</p> <p>Dick explained the process of getting to this revision through group discussion initially and further discussion regarding additional comments received earlier in the week.</p> <p>Amendment offered by Peter DeNatale, seconded by MJ Scofield "to include his rewritten sections in the marked up document on the web."</p> <p>During the discussion Mike Hazeltine moved that Peter DeNatale be allowed an additional 2 minutes to present his amendment. The chair accepted the suggestion without a vote</p> <p>Vote on amendment failed by majority voice vote</p> <p>Main motion approved by majority voice vote</p>
Announcements & Presidential Remarks	8:57	Tony Loftis	<ul style="list-style-type: none"> <li>● Next Meeting will be July 15 to review and approve new bylaws</li> <li>● Agenda states that next meeting will be August 12 - that is incorrect and Evelyn will be communicating the date for the August Placement/Board Meeting</li> <li>● President would like BAYS to respond to recent events and take action</li> </ul>
Adjourn	9:02	Tony Loftis	

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**Revision: Final**

**Date of Revision: 17-July-2020**

**Approved Unanimously at 15-July-2020 BAYS Meeting with no revisions**