

# MEETING MINUTES

WEDNESDAY, NOV 2<sup>nd</sup>, 6:30 PM, RED FORK DEPOT

Quorum Present via team roll call/sign in

## BYLAW AMENDMENTS VOTED ON:

**VOTE 1: Under "Article VI, Members", Section 1, Classes of Members...**

**RESOLVED TO ADD a third class of members** other than VOTING MEMBERS & NON VOTING MEMBERS, to identify the club's EXECUTIVE COUNCIL. Passed unanimous. Roll Call.

**VOTE #2: Under Article VII, Meetings of Members, Section 2, Special Meetings, Proposed to revise language to correctly call out Executive Council privilege to call "special meetings".** Passed unanimous. Roll Call.

**VOTE #3: Under Article VII, Meetings of Members, Resolved to add Electronic Voting as allowed.** Passed unanimous. Roll Call.

**VOTE #4: Under Article VII, Meetings of Members, Resolved to revise bylaws from 10th Edition of Roberts Rules of Order for meeting operations, to "most recently revised Roberts Rules of Order".** Add "business" in front of meetings to clarify other "meetings" occur without Roberts Rules of Order presiding. Also if VOTE #3 passes above, change Section 8 to Section 9 to accommodate the addition of Section 8. Passed unanimous. Roll Call.

## POLICY & PROCEDURES VOTE

**VOTE #5: Add WSA's Diversity & Inclusion Statement to the WSA Policy & Procedures.** Passed unanimous. Roll Call.

**Financial Report:** 3-year recovery report presented by Roger. P&L statement for last fiscal year prepared for next meeting. Flood19, Pandemic20, Integration21, Inflation22.

### **VOTE #6 & VOTE #7**

Kyle Cussen (VP of Development) & Daniel Gaddis (VP of Community Affairs) nominated and elected to WSA Board as Vice Presidents.

**Old Business** – Hot/Cold Weather Policy Tabled for review. WSA Pro-Rated Registration Fees presented for review for Executive Council.

### **Club Presentations.**

- a. Club & Team Fundraiser – 5K Give Away – Charity partnerships “Build the Community...”
- b. WSA Legacy Night & Reveal, Roger
- c. Capital Improvement Project Update (see attached)
- d. Director of Development, Kyle Cussen
- e. Indoor 3v3 Soccer League, Roger
- f. WSA Futsal Academy, Levi Coleman & Jimmy Gibbs
- g. 4v4 World Cup Tournament November 27 (U11-U14 & HS Ages), November 28 (Youth Academy)
- h. Christmas Break Camp Dec 27-30, 12-3 PM (HS Ages & 11U-14U), Alex McLaurin
- i. Sports Performance Training, John Rhein
- j. T90 & WSA Supplemental Training Program for Players, Alex McLaurin & Rafael Rivera
- k. Friday Night Drop-In at Soccer City, Kurt Quillman
- l. WSA Player’s Leadership Council, Roger Bush
- m. Goalkeeper Training, Jake Rogers

### **XI. Club Annual Calendar**

- a. T-Town Showcase, Jan 28-29, 2023, John Rhein, Levi Coleman
- b. Futures Cup, Feb 25-26, 2023, Paldin Khodabandeh
- c. WSA Cup, April 29-30, Roger Bush
- i. Teams should register NOW (deposit payment, pay at deadline April 1)
- d. National Signing Day, May 1
- e. Club-Wide Player Placement Process
- f. OPC State Cup, ~~May 20-21~~ Now June 3-4 at South Lakes – hotels sparse!!

### **XII. Meeting Adjournment**

WSA EXECUTIVE COUNCIL RATIFIED THE FOLLOWING POLICY JAN 16, 2023 at WSA EXECUTIVE COUNCIL MEETING.

## **FINANCIAL REGULATIONS & CONTROLS**

### **CASH WITHDRAWALS:**

All cash withdrawals must be reported to the club's executive leadership, accountant, and memorialized with details on purpose of cash usage. Receipts for cash payments should be filed and memorialized to correspond to withdrawals. All records of cash withdrawals should be provided to the club accountant for proper debiting and crediting in bookkeeping. All exchanges of cash between club agents should be documented with signatures of the person handing over the cash, and the club agent receiving the cash. The documentation should include date, time, amount of cash transferring between agents, purpose of the cash exchange, and signatures of both club agents.

### **CASH COLLECTIONS DEPOSITS:**

Cash collections and deposits should be signed off on, prior to deposit, by two club officials (club official is any person associated in WSA leadership, paid or non paid, and/or any co-leader or co-participant in the organization or leadership of the event). The deposit record should include detail of the sources of the cash collection, with date and approximate time. Deposits should be made within 24 hours of receipt of cash. These records should be filed with the club secretary. All records of such cash deposits will be made available to the club accountant for proper bookkeeping.

### **PURCHASING PROCESSES:**

#### **Club Credit Cards**

All club credit cards require prior approval by any two assignees of the club financial committee. Club credit cards will only be issued to those club leaders who are authorized for purchases, who sign the club's "credit card agreement" and who have received a list of "approved purchases" for the club credit card. Any user of the club credit card who violates the "credit card agreement" will have credit card privileges revoked.

#### **Authority to Purchase & Enter Long Term Financial Commitments**

The club's board has appointed the club's Executive Council authority to authorize and pass on to Executive Directors the authority to authorize and execute payments and agreements of long term financial commitment on behalf of the club that are considered "daily operations" and also any "seasonal operations" that do not exceed \$5,000 or 2 years in commitment.

The club's Executive Council has appointed the club's Executive Directors authority to purchase and enter into long term financial agreements of up to \$20,000 or up to 3 years in commitment.

The majority of the Executive Directors must be in agreement to execute these decision.

Any purchase of greater than \$20,000 or commitment longer than 3 years, requires an approval process by the WSA Executive Council, with a proposal rendered by the club's Executive Directors. Executive Directors are authorized to execute agreements with Executive Council approval and participation. At any stage of negotiations the club's Executive Council may authorize the club's Executive Directors to act on behalf of the best interest of the organization, once the Executive Council believes a reasonable threshold of information has been made privy to the Executive Council.

These same authorities shall assume to be in place for any "renewals" of contracts and agreements without a written request for new discussion.

The above authority is conferred by the WSA Board (assembled by team reps of coaches and managers) to the WSA Executive Council (the elected President, Vice Presidents, Secretaries, Treasurers and representatives) and then therefore to the Executive Directors.

All purchases inside of the domain of "Cost Center" and falling under the scope of a fiscal year approved budget, and are routine and necessary to the operation of the Cost Center's programming, are pre-approved via this policy. Cost Center managers are responsible for record keeping regarding their own cost centers and will be subject to review and audit by the WSA Finance Committee.

Notwithstanding, none of this language is intended to confer authorization of the club's Executive Directors, or Executive Council, to make significant changes to club structure, considered to be significant and critical to the operating directives and mission of the organization, this includes revisions to bylaws, such as amendments, dissolution of the organization, relocation of the organization, a significant revision to the organization's mission of origin.

### **BUDGETS, PAYROLL APPROVAL**

The WSA Fiscal Year Budget shall exist in 4 phases of form:

**Preliminary Budget**– the first draft of the budget, due by February 1 of the current year and preceding the June 1 date of the upcoming fiscal year

**Proposed Budget** -- the proposed rendering of the budget, which includes adjustments for forecasts and assumptions, due by March 1 of the current year and preceding the June 1 date of the upcoming fiscal year.

**Operating Budget** – the final version of the budget after revisions for forecasts and assumptions that is due by June 1, of the current year and preceding the June 1 date of the upcoming fiscal year.

**Final Budget** – the final rendering, of which it cannot be altered, version of the budget, due by August 1, of the current year and preceding the Sept 1 date of the upcoming fiscal year. Once “final” any major changes to cost centers require Executive Director and Executive Council approval.

**The budget** shall serve to generate cost center budgets. Each cost center manager is requested to submit their cost center budget for the subsequent year, prior to February 1 of the current year. The cost center budgets will be approved and/or revised by Executive Directors (or authorities they confer to other club administrators or directors) via a process established by the Executive Directors.

**The WSA Coaching and Staff Payroll**, including administrators, assignors, coordinators, and directors, including third-party vendors or contractors, will be established by the WSA Executive Directors, via a process involving various Coaching Directors and Program Coordinators.

This payroll shall be submitted categorically as:

**Coaching Pay (aka Wages)** Detailed by summary of Recreational, Competitive, Youth Academy coaching staffs, including “directors of coaching”.

**Administrative Pay (aka Salary)** including registrars, administrative assistants, schedulers, coordinators, directors, and managers (i.e. facility managers or event managers).

**Staff Pay (aka Wages)**, including assignors, facility and field maintenance contractors, mowing, painting, custodial staff, safety coordinators, and other support staff.

**CONTEXT TO MEMORIALIZE RATIONALE:** This payroll budget does not require individualized pay amounts to be submitted for review. That information can be requested by the Executive Council with necessary cause. The purpose of this process is to create a transparent disclosure of pay, regulating pay setting methods, and holding accountable those authorized to determine pay, but also restricting access to the private information of pay amounts that have been known to influence opinions of volunteer “board” members (i.e. WSA Executive Council) whose first role is protected as “parent” to the participating child. This process allows honorable participation by parents in leadership positions inside the organization for youth, but without compromising the professional integrity of professional decisions regarding compensation of coaches who work with the parent’s children. This creates the best balance of a professional, transparent environment, with parent engagement, and insulation from parent bias.

## **Team Budgets**

Teams shall submit a budget for their forecasted team expenses, schedule of events and functions, which renders a per player expense and schedule of payment installments. These budgets shall be submitted via club process established annually at the direction of the club’s Executive Directors (who may pass this authority to Directors of Coaching or Administrative Staff).

Team budgets shall be reviewed and approved during the period of May 1 thru August 1 of any calendar year. Team budget process shall abide by the particular program requirements in which the team belongs (i.e. ECNL, OPC, Youth Academy, Boys, Girls, etc).

*(Ratified January 15, 2023)*

## **CEO COMPENSATION POLICY**

### **Policy for Board Approval of Compensation**

The Executive Director of WSA Soccer Nonprofit (the “Nonprofit”) is the principal representative of WSA Soccer Nonprofit, and the person responsible for the efficient operation of the Nonprofit. Therefore, it is the desire of the Nonprofit to provide a fair yet reasonable and not excessive compensation for the Executive Director (and any other highly compensated employees and consultants).

The annual process for determining compensation is as follows: The Nonprofit shall [either the full Executive Council or a compensation committee/executive committee] annually evaluate the Executive Director on his/her performance, and ask for his/her input on matters of performance and compensation.

Executive Council Approval. The [human resource or executive committee] will obtain research and information to make a recommendation to the full board for the compensation (salary and benefits) of the Executive Director (and other highly compensated employees or consultants) based on a review of comparability data. For example, the [human resource/executive/compensation] Committee will secure data that documents compensation levels and benefits for similarly qualified individuals in comparable positions at similar organizations. This data may include the following:

1. Salary and benefit compensation studies by independent sources;
2. Written job offers for positions at similar organizations;
3. Documented telephone calls about similar positions at both nonprofit and for-profit organizations; and
4. Information obtained from the IRS Form 990 filings of similar organizations.

Concurrent Documentation. To approve the compensation for the Executive Director (and other highly compensated employees and consultants) the Executive Council must document how it reached its decisions, including the data on which it relied, in minutes of the meeting during which the compensation was approved. Documentation will include:

- a) A description of the compensation and benefits and the date it was approved;
- b) The members of the board who were present during the discussion about compensation and benefits, and the results of the vote;
- c) A description of the comparability data relied upon and how the data was obtained; and
- d) Any actions taken (such as abstaining from discussion and vote) with respect to consideration of the compensation by anyone who is otherwise a member of the board but who had a conflict of interest with respect to the decision on the compensation and benefits.

Independence in Setting Compensation: The Chair of the board of directors (WSA Executive Council), who is a volunteer and not compensated by the Nonprofit, will operate independently without undue influence from the Executive Director.

No member of the Executive or Human Resources Committee will be a staff member, the relative of a staff member, or have any relationship with staff that could present a conflict of interest.

## PERFORMANCE APPRAISAL PROCESS FOR CEO

CEO performance appraisal process A committee or ad hoc task force of the Board of Directors manages the performance appraisal process of the CEO and conducts the performance appraisal interview. Typically, the Chair of the Board establishes this task force or committee. Considerations for the task force include: experience with the CEO including chairing a committee, working on a project; someone with HR expertise; possibly experience managing a nonprofit. Oftentimes the Board Chair serves on the task. It's also useful to include the incoming Board chair, if that person has been identified. To assure continuity, at least two members of the task force who participated in the immediate prior year review should participate in the process in the subsequent year. To assure new perspective, at least two of the members of the task force should change every year or two. The task force must remember that it works on behalf of the Board. The task force can neither assume – nor can the Board delegate – its authority regarding the CEO. The total Board serves as the evaluator and final arbiter of any issues related to performance of the Executive Director.

*(Proposed 2019, Ratified Executive Council January 15, 2023)*

## WSA Coaches Travel Expenses Schedule

Coach Travel Expenses should be provided for coaches for any travel event of 100 miles roundtrip or greater.

For statewide league play, many single games may require travel between 200-300 mile roundtrip (i.e. Tulsa to Norman) The club recommendation is that mileage is provided at the rate listed below for these single games. For league games, since these are often unplanned and unbudgeted then coaches should expect that on occasion the funds will be reimbursed, rather than paid up front. No lodging or food per diem is expected to be paid for league games.

It is important for the team to **PAY THE COACH BEFORE DEPARTURE** of any traveling tournament. The expectation is that the coach should not be out any “out of pocket” expenses for travel, lodging, or food. These monies should be collected per player by the team as part of the team’s tournament “entry fee” expenses (divide total cost among number of players on team). **IT IS REQUIRED TO COLLECT WELL IN ADVANCE FOR TRAVEL EVENTS and to collect "installments" at 4 different times of the year to cover all "travel" and "team" expenses (see WSA Managers page and team budget spreadsheet).**

Please communicate closely with your coach on all tournament schedules and events so that you can “plan” for travel expenses. Teams who compete in "national qualifying" leagues should pre-budget 50% of the potential costs of coach travel if the team were to qualify for regional or national finals.. If the team qualifies the remaining 50% should be collected upon qualification. If the team does not qualify the 50% collected will "roll-over" to the next year, or be applied to team expenses in the current year. It will not become reimbursable to families at the end of the year.

Please use the following schedule for determining coach’s travel expenses:

## CALCULATING COACH TRAVEL EXPENSES

- 1) The team will cover the coach’s entire **motel/hotel expense**. It is expected that the team will reserve the room, secure payment methods with the motel/hotel on the coach’s behalf before departure, and supply the coach with the confirmation number required at check-in. The expenses should only include “cost of the room” and no extra fees such as phone usage, internet connections, etc...
- 2) For trips to team games over 100 miles the team is expected to pay the coach mileage. The team will pay the coach **30 cents per mile (teams may pay the IRS rate if they wish to)**. Miles calculated should include the “round trip”. The team can increase this rate if they wish to. The rate applied here is the minimum expected rate. If the team chooses to fly, the team is expected to handle the coach’s roundtrip airline ticket and rental car expenses. If the team travels by bus, the team is expected to pay the coach's portion of bus fare.  
-- OR -- Teams may choose to pay via gas receipts or by utilizing the team debit card for gas purchases for the coach's travel. NOTE: IF the IRS rate for mileage is not applied then the coach may still claim the appropriate mileage expense deduction during tax filing.
- 3) The coach’s **per diem** is assigned as **\$40 per day**. For Example: breakfast - \$7, lunch \$12, dinner - \$20. For each “full day” that the coach is with the team \$40 should be allotted. The team may and can pay a higher per diem.

4) Team manager's are expected to record and keep records of receipts with team files.

*Teams with same gender coaches are expected to "share" in travel expenses. The team should calculate the standard expense, and multiply by no more than 1.5 to arrive at the final expense for the team.*

If you have any questions on the above policy please contact a WSA Director of Coaching.

#### **NOTES:**

Make sure your coach plans to drive before you pay his mileage. IF YOUR COACH DOES NOT PLAN TO DRIVE (i.e. rides with a parent or other staff member) THE TEAM SHOULD NOT PAY THE COACH MILEAGE.

PLEASE MAKE SURE YOUR COACH HAS TRAVEL EXPENSE MONEY IN HAND BEFORE LEAVING FOR THE TOURNAMENT.

#### **POLICY FOR COACHES WITH CHILDREN PARTICIPATING:**

If a coach's child is participating in the team that is traveling, or if the coach's child is participating with another team traveling to the same event then the following application of travel expenses is expected:

The team shall reimburse (or advance) the coach in accordance with the Coach Travel Expense Policy (herein), IF coach is current with team fees and dues.

Teams are expected to cover the amounts listed above. The above is applicable to all teams, but might be overridden by a particular club demographic, such as a certain league platform, or community club. There should never be an instance where per diem amounts listed above are less than the rates listed unless the coach has expressly informed the team that she/he will not be accepting portions of the per diem rates.

#### **POLICY FOR TEAMS WITH MULTIPLE COACHES:**

Teams with multiple coaches should anticipate covering food expense for both coaches. If coaches are both same gender and can share a room, then it is expected coaches share a room, or receive 50% of lodging. When possible coaches should be expected to travel together sharing expenses for travel. When not possible, for example when using airline travel or when coaches are traveling from different locations, then the team should cover both coaches expenses. The total expense burden of the team should not be expected to exceed more than 150% of the total per diems for one coach (i.e. if the total food, lodging, and travel comes to \$500 for one coach, then the team would cover both coaches by multiplying \$500 X 1.5, which is \$750 total, and apply 50% of \$750, or \$375 to each coach's expense). The coaches must collaborate on travel and lodging.

#### **POLICY FOR TEAMS WITH MULTIPLE COACHES, DIFFERENT GENDER:**

If coaches are not the same gender, then the team is expected to cover 100% of the lodging for both coaches, 100% of the food for both coaches, and 50% of the travel for both coaches.

#### **POLICY FOR STAFF COACHES** (i.e. Sports Performance, GK Training, Athletic Training/Medics, or Technical Directors):

Coaches who are not assigned to a team, but spend time with a team in some significant role such as goalkeeper training, technical directing, athletic training/medics, sports performance, or other roles, may travel with teams to significant events such as National or Regional finals, major college showcases, or league promotion matches.

#### **POLICY FOR NATIONAL FINALS and/or REGIONAL FINALS**

Teams qualifying for National Finals (or Regional Finals) are expected to cover 100% of coach travel expenses. In various league platforms the club may help offset expenses. Typically the club will cover the "entry fee" for the National or Regional event. In some cases the club will pay for additional chaperones, media relations coordinators, or possibly additional staff to travel. Teams will typically know prior to event registration if WSA will cover any of the coach travel, lodging, or food expenses for a national qualifier. The allocation of other club personnel resources will be dependent on the club's resource availability at the time, often times dictated by timing of the National Finals event.

(Revised 2019, Ratified Jan 15, 2023, Executive Council)

#### **POLICY FOR COACH WITH MULTIPLE TEAMS TRAVELING TO SAME LOCATION**

Coaches who coach more than one team, when teams are simultaneously traveling to the same location, and the coach hotel location can serve both teams, the teams should split the cost of the event. If the coach coaches two teams in this scenario each team would each cover 50%. If the coach is assigned to three teams in this scenario, the teams would cover 33.33%. If the coach is assigned to four teams in this scenario, the teams would cover 25%.

The team managers of the coach's teams should collaborate on a best method to remit payment to the coach. It is permissible for each team manager to pay their portion to the coach, and request the coach to execute payments for lodging, and applicable travel. (Proposed 2023, January)

## REGISTRATION & MEMBERSHIP FEE PRO-RATION POLICY

**Purpose:** Create reasonable fee structure for onboarding players registering to WSA team rosters later than the initial “signing period”, or later in the seasonal year.

**Signing Period:** Defined as first day players can sign, until the 3<sup>rd</sup> weekend of regular season play. For purposes of 2020 and onward, this is defined as May 1 thru Sept 15. Should the calendar year adjust, these dates may adjust.

### Pro Ration Periods and Step Down Increments:

#### **SIGNING PERIOD:**

Any player signing/registering May 1 thru Sept 15, will owe the full amount due for Registration and Membership Fees.

#### **FALL SEASON LATE REGISTRANT:**

After September 15<sup>th</sup>, registration fees will be reduced by 25%, and membership fees of the equivalent of 25% (June, July, and August) will be waived. The registrant will pay the equivalent of 75% of the Membership Fees and 75% of the Registration Fee.

#### **LATE FALL SEASON REGISTRANT:**

After October 31<sup>st</sup>, registration fees will be reduced by 35%, and membership fees of the equivalent of 42% (June, July, August, September, October) will be waived. The registrant will pay the equivalent of 58% of the Membership Fees and 65% of the Registration Fee.

#### **WINTER REGISTRANT:**

After December 1<sup>st</sup> and thru March 15, registration fees will be reduced by 50%. Membership fees will be reduced as follows: Registering before January 1<sup>st</sup>, reduced by 50%; Registering between January 1<sup>st</sup> and February 1<sup>st</sup>, reduced by 58%; Registering between February 1<sup>st</sup> and March 1<sup>st</sup>, reduced by 67% (i.e. the registrant will pay the equivalent membership fee of  $1/12 \times \#$  of months remaining in seasonal year).

#### **SPRING REGISTRANT:**

After March 1<sup>st</sup>, prior to May 1<sup>st</sup>, registration fees will be reduced by 75%, and annual membership fees paid will be equivalent to membership fee of  $1/12 \times \#$  of months remaining in seasonal year.

**POST SEASON REGISTRANT:** “Discovery Player” “Guest Player” “Home Grown College Player” “Foreign Exchange or International Exchange Player” “Loan Player”

After May 1<sup>st</sup> a player may register for \$75 total annual registration fee. All membership fees are waived.

### **PRO-RATED REGISTRATION & MEMBERSHIP FEES**

Time Period	Registration	Membership	Monthly Installments
May 1 – Sept 15	100%	100%	12
Sept 16 – Oct 31	75%	75%	9
Nov 1 – Nov 30	65%	58%	7
Dec 1 – Mar 15	50%	Varies	6, 5, 4
Mar 16 – May 1	25% (min \$50)	Varies	3, 2, 1
After May 1	\$75	N/A	N/A

*(Proposed 2022, Ratified 2023 January 16, Executive Council)*