

Seattle United Board of Directors

Meeting Minutes

John Marshall Building – September 20, 2012

Name	Title/Function	Attendance
Board Members		
Mike Ehrenberg	President	Present
Dave Richardson	South ROC/SYSA Commissioner	Present
Robert Sheppard	Corporate Sponsorship	Present
Rob Palmatier	Marketing/Strategic Planning	
Jess Gobel	Scholarship	Present
Bryan Coluccio	Uniforms	Present
Michelle Merkle	Director-at-large	Present
Christine White	Director-at-large	Present
Joseph Peck	SYSA Representative	Present
Cyndy Masada	SYSA Representative	Present
David Hennes	NE ROC/Soccer Operations	Present
Dori Karjian	Secretary	Present
Thomas Nash	Director-at-large	Present
Yarrow Banko	SYSA Representative	
Other Participants/Guests		
Kevin Long	Executive Director	Present
Jimmy McAlister	Coaching Director	
Jason Farrell	Technical Director	

I. Call to Order

A quorum of members of the Board being present (12 of 14), a regular meeting of the Seattle United Board of Directors was called to order at 7:00PM.

II. Golf Committee Report

The FIRST order of business was a presentation and report on behalf of the Golf Tournament Committee by Stacy Sikora and Carol Brown (see attached [Exhibit 1](#)). Upon advice of the Golf Tournament Committee, the Board unanimously voted (12 of 12 present) to move the Golf tournament to September of each year and to cancel the auction.

III. Regular Business

The FIRST order of business was a discussion of current governance issues, led by Dori Karjian, Secretary. The following matters were decided:

- A. Electronic Voting Amendment. Karjian had been previously asked by the Board to propose an amendment to the By Laws expressly authorizing electronic voting for matters before the Board. The following amendment (amendment underlined and italicized) was proposed and the Board voted unanimously (12 of 12 present) to approve:

4.16 Action by Board Without a Meeting. Any action which could be taken at a meeting of the Board may be taken without a meeting if *(i) an electronic vote is taken by the Board, upon such terms and conditions as the Board may approve from time to time or (ii)* a written consent setting forth the action so taken is signed by each of the Directors. Such written consents may be signed in two or more counterparts, each of which shall be deemed an original and all of which, taken together, shall constitute one and the same document. Any such written consent shall be inserted in the minute book as if it were the minutes of a Board meeting.

In addition, and in accordance with the approved language of 4.16(i), the Board approved (9 of 12 present in the affirmative; 3 of 12 in the negative) the following terms and conditions to govern the electronic voting process:

E-VOTING POLICIES AND PROCECURES

1. Any Director may bring a motion for an e-vote by sending an email to all Directors requesting such e-vote. If the motion is seconded by any other Director, then the originating Director shall work with the President or Secretary to draft a resolution to be presented to the Board (the “E-Vote Resolution”).
2. Upon approval by the originating Director, the President or Secretary shall email the E-Vote Resolution to the Board (the “E-Vote Circulation Date”).
3. Five days after the E-Vote Circulation Date, the President or Secretary shall request that the Directors vote on the E-Vote Resolution. It is anticipated that during this period, Directors shall discuss the E-Vote Resolution over email. All such email communication should include all Directors – i.e., Directors should commit to not engaging in one-on-one communications that exclude other Directors.
4. In order for an E-Vote to be passed in the affirmative, a majority of the Directors must vote in the affirmative; provided however that no E-Vote may take place if one director provides notice of his objection that the matter be decided by an E-Vote.

- B. The amended and revised minutes from the June 28, 2012 meeting of the Board were approved by the Board (12 of 12 present), subject to an amendment to Item 2(iii)(see attached Exhibit 2).

The SECOND order of business was a report by the Executive Director, Kevin Long. Long reported and presented material on the club's financials. Long reported on the club's search for new office space, noting that the lease on the John Marshall building terminated in March of 2013. Ehrenberg requested that Long report to the Board by year end on options for new space. Long reported that Michelle McFee had been hired by the club as a part of the office/administrative support staff. In conjunction with the report by the Executive Director, Ehrenberg reported that the Governance Committee would present its slate of recommended directors in advance of the Annual General Meeting in October.

The THIRD order of business was a report on financial aid led by Jess Gobel. Amongst general items, there was a thorough discussion of the sustainability of the club's generous scholarship program (as compared to regional competitors). Ehrenberg requested that Gobel provide data for further discussion.

The FOURTH order of business was a discussion on the club's community outreach program. It was noted that much of these efforts were led by teams in the West Region, led by Regional Director Kyle Rodeheaver, and a general discussion about implementing these efforts amongst all regions and teams as part of Seattle United's commitment to the community.

The FIFTH order of business was a discussion on the Vision/Mission Statement Project. Ehrenberg stated that a definitive vision/mission statement would be presented to the board at the next meeting for its approval.

The SIXTH order of business was an update on the progress/status of the Beacon Hill regional team that was invited to join Seattle United, by Dave Richardson. Richardson reported on the success and challenges of the program – noting that 43 of 44 players were on scholarship; there was a general discussion of balancing the club's need to serve all of Seattle youth soccer versus its limited resources.

The SEVENTH order of business was a discussion on the club's application to join the ECNL; there was a general discussion and general agreement that the ECNL was an important product to the club's constituency which should be offered; the board approved (12 of 12 present) the allocation of \$15,000 to engage a consultant to steward the application process.

The EIGHT order of business was a general discussion, led by Ehrenberg of adopting a uniform policy, consistent with RCL best practices, for player movement mid-season.

The NINTH order of business was a general discussion, led by Ehrenberg of issues with uniforms. The board acknowledged ongoing frustration by parents with the uniform situation;

Ehrenberg briefed the board on his ongoing discussions and efforts with Eurosport – there was general informal agreement (without a vote) that custom uniforms added to the problems; there was general informal agreement (without a vote) that improving communication with families about the challenges was an important first step.

IV. Adjournment

The meeting was adjourned at 9:50 PM.

Minutes taken by DORI KARJIAN, SECRETARY

Seattle United Board Meeting 9/20/2012

Golf Committee Update

2nd Annual SU Scholarship Golf Tournament and Auction – Results

The 2012 event was a tremendous success, creating community, raising awareness of need and measurably offsetting Seattle United's commitment toward the scholarship program.

Net Revenue for the event was \$41,450.

Note that the Golf Tournament itself is a net zero event, as 100% of fees for registration, putting contest and mulligans offset golf, lunch and dinner related charges for each golfer. Revenue from this event comes solely through sponsorships, auction purchases, and (in 2012) a Raise the Paddle offering.

Sponsorships: \$9,300
Raise the Paddle: \$20,100
Live Auction (5 items): \$8,000
Silent Auction (39 items): \$5,700

In 2011, the event netted approximately \$15,000, with revenue almost equally split between sponsorships and the auction.

Recommendations for Future Events

Create a strong committee

Existing golf committee members have worked hard to refine the strategies and solidify the processes that make for a successful event. To ensure ongoing success, we need a "shadow committee" of volunteers willing to learn the ropes with the 2013 event and take ownership for 2014. The committee looks to the SU Board and staff to recruit qualified, enthusiastic volunteers to make this happen. *Without a "shadow committee" we will not retain enough existing committee members to hold a 2013 event.*

Put effort where it will get results

The golf tournament itself creates community – this is invaluable in leading to investment (of time, energy and money) in the fundraising goals of Seattle United. This part of the event should continue to grow.

The social part of the event (cocktail hour, dinner) creates community and provides a vehicle for fundraising. Effort toward growing this element should focus on raising attendance and the "Raise the Paddle" opportunity. We recommend only a VERY limited number of live auction items.

The auction is a tremendous amount of work for marginal return. It requires extensive volunteer resources and time. It also requires a certain amount of people to "give" (auction donations, procurement efforts) before they ever get to the event. We recommend eliminating this part of the event in favor of more focused, lucrative giving opportunities.

Change the timing

Coordinating a June event is difficult because the planning needs to occur outside of the active soccer season. This timing poses challenges in terms of getting through the message clutter, reaching current families and drawing participation.

We recommend moving the event to late September. This move offers significant advantages in terms of marketing and communications, and most importantly puts this event in the middle of the active soccer season for most families, ensuring that our messages are relevant.

Seattle United Board of Directors

Meeting Minutes

John Marshall Building – June 28, 2012

Name	Title/Function	Attendance
Board Members		
Mike Ehrenberg	President	
Dave Richardson	South ROC/SYSA Commissioner	Present
Robert Sheppard	Corporate Sponsorship	
Rob Palmatier	Marketing/Strategic Planning	
Jess Gobel	Scholarship	
Bryan Coluccio	Uniforms	
Michelle Merkle	Director-at-large	Present
Christine White	Director-at-large	Present
Joseph Peck	SYSA Representative	
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David Hennes	NE ROC/Soccer Operations	Present
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Kevin Long	Executive Director	Present
Jimmy McAlister	Coaching Director	
Jason Farrell	Technical Director	

I. Call to Order

A quorum of members of the Board being present, a regular meeting of the Seattle United Board of Directors was called to order at 7:00PM.

II. Regular Business

The FIRST order of business was a discussion of current governance issues, led by Dori Karjian, Secretary. The amended and revised minutes from the May 17, 2012 meeting of the Board were approved with eight (8) affirmative votes and zero (0) negative votes.

The SECOND order of business was the report of the Executive Director, Kevin Long. Long reported on the following matters:

- (i) *Financials*. Long generally reported on the Club's financials, noting that this current period is a peak revenue period as a result of team registration fees. The members of the Board reviewed and generally discussed the financial statements provided by Long.

- (ii) *Golf Tournament.* There was a general discussion of, and recognition for, the phenomenal job done by Joseph Peck and the golf tournament committee; it was noted that proceeds from the 2012 tournament were \$42,000, compared with \$16,000 for 2011. Dave Richardson moved to and the Board approved (8 affirmative votes and 0 negative votes) providing each member of the committee with a gift certificate showing the Board's appreciation.

- (iii) *Uniforms.* There was a general report by Long on the process surrounding the club's current uniform ordering cycle and the relationship with Eurosport. A vigorous discussion ensued regarding the challenges and issues facing the club, vis-à-vis performance by Eurosport as well as the process by which Eurosport was selected as a kit sponsor. The Board requested that the Uniform Committee report to it on various matters related to uniforms and the Eurosport relationship, so that they Board can make recommendation to improve the process, relationship and outcome.

The THIRD order of business was a general discussion, led by Dori Karjian, of e-voting. The Board informally decided to table the discussion until the next meeting, when a larger number of Board members are present.

The FOURTH order of business was a report by Dave Richardson on financial aid. Richardson noted that there was \$110,000 budgeted, but he believed \$145,000 was required.

III. Adjournment

The meeting was adjourned at 8:35 PM.

Minutes taken by DORI KARJIAN, SECRETARY