



# *Santa Monica* **LITTLE LEAGUE**



Since 1950  
P.O. Box 3152, Santa Monica, CA 90408

## **Minutes of the Board Meeting Held on September 7, 2011**

*Welcome and Call to Order - 7:15 pm*

### **1. Housekeeping**

*Attendance : A Quorum was present at the meeting.*

*Present:* Matt Steinhaus, Richard Krop, Sabrina Burton, Andy Anagnos (arrived at item 4), Michele Calderigi, Steve Miller, Michael Sigman, Dave Eby, Wes Terry, Brian Klingenberg, Alex Hyde-White, Kirk Goldstein, Jay Smith, Mitch Dorf, Christa Harris (arrived at item 4), and Jeff Finkelstein

*Absent:* Vaughn Barone, Todd Dufour

*Agenda:* Item 9.A. was added to the Agenda and the Agenda was unanimously approved.

*Motion:* Motion was made and seconded proposing that the Board adopt a resolution permitting the use of voting proxies at Board meetings. ***Motion defeated; Unanimous.***

*Motion:* Motion was made and seconded proposing that the Board adopt a resolution as follows:

*“Members of the Board of Directors may attend, participate in and vote at Board meetings by conference call when, despite their best efforts to do so, they are unable to attend in person.” Motion approved; 7-4. [Red Book Res 11/12-01].*

### **2. Review of July Election Issues**

*Motion:* Motion was made and seconded proposing that the Board adopt a resolution as follows:

*“Establish an Election Committee for the purpose of making recommendations to the Board regarding policies and procedures for conducting the annual Board election.” Motion approved; Unanimous. [Red Book Res 11/12-02].*

**3. Open Board Positions**

The following positions were filled by unanimous vote of the Board:

Field Maintenance - Vaughn Barone  
AAA Commissioner - Carl Cramer

Vote on filling the Fundraising/Sponsorship position was deferred to the next Board meeting.

**4. Board Statements of Interest**

This item was deferred to the next Board meeting.

**5. Fall Ball**

*Board Approval of Manager Appointments* - The President and Fall Ball Commissioner presented the proposed Manager slates at each level for Board consideration. Votes were taken on each slate, except when particular managers were separately considered as requested by the Board.

**Juniors Slate Approved:** S. Grusin and M. Harney (Unanimous)

**Juniors Managers Separately Considered:** R. Krop (Approved 14-0 with 1 abstention)  
M. Steinhaus (Approved, 10-3 with 3 abstentions)

**Majors Slate Approved:** J. Smith, R. Schlessinger, S. Miller,  
C. Enriquez, C. Cramer, A. Hyde-White, and  
J. Kean (13-1 with 1 abstention)

**Majors Managers Separately Considered:** T. Houston (Approved, 8-4 with 3 abstentions)

**AAA Slate Approved:** A. Anagnos, Abraham, R. Levin, Swartz,  
C. Turkel, T. Gelfand, B. Klingenberg, and  
R. Blanchard (15-0 with 1 abstention)

**Machine Pitch Slate Approved:** Landis, Shockley, Wendorf and Badt (16-1)

*Eligibility Rules* - This item was deferred to the next Board meeting.

*Clinics* - It was determined that there was nothing to discuss.

## 6. Membership

The Secretary put forward a proposed resolution for “Solicitation and Maintenance of Regular Membership Roll for 2011-12” which was revised by the Board, as reflected on the *Attachment for Agenda Item 6*.

**Motion:** Motion was made and seconded proposing that the Board adopt a resolution as follows:

*“Empower the Secretary to create a Regular Membership Roll for the 2011-2012 Board term pursuant to the proposed resolution put forward by the Secretary, as revised by the Board.” Motion approved; 13-2 with 1 abstention.* [Red Book Res 11/12-03].

## 7. Charter Consolidation

**Motion:** Motion was made and seconded proposing that the Board adopt a resolution as follows:

*“Appoint a Charter Committee Chaired by the Secretary to implement merger of the two Leagues.” Motion approved; 12-3 with 2 abstentions.* [Red Book Res 11/12-04].

## 8. Constitution Review and Update

The President will appoint a Constitution Committee to review and propose amendments and updates to the Leagues Constitution. No motion was made and no vote was taken on this Item.

## 9. Treasurer’s Report

The Treasurer presented the Treasurer’s Report, a copy of which is attached hereto as *Attachment for Agenda Item 9*.

**Motion:** Motion was made and seconded proposing that the Board adopt a resolution as follows:

*“Empower the Treasurer to appoint a Finance Committee in accordance with the Constitution and to replace members on such Committee who withdraw or resign. Further, Richard Krop shall serve as an at-large member of the Finance Committee.” Motion approved; Unanimous.* [Red Book Res 11/12-05].

**9-A. Reconsideration of Board Meeting Dates**

**Motion:** Motion was made and seconded proposing that the Board adopt a resolution as follows:

*“Regular Meetings of the Board shall be held on the first Tuesday of the month.” Motion approved; 7-2 with 5 abstentions.* [Red Book Res 11/12-06].

**10. Other SMLL Business**

Nothing was discussed.

*Meeting Adjourned - 11:43 pm*

**Attachments (2) - Re: Agenda Items 6 and 9**

Respectfully Submitted,

Sabrina Burton  
Secretary

**Attachment for Agenda Item 6**  
*[Board revisions are reflected by strikethrough or double underline]*

**PROPOSED RESOLUTION**

**Solicitation and Maintenance of Regular Membership Roll for 2011-2012**

Membership Application Process

Regular Membership for 2011-2012 shall be attained by either: (1) completing and submitting a Regular Membership application online at the Local League’s website (sml.com), (2) attending a meeting of the Local League’s Board of Directors and completing a Regular Membership application in person at such meeting, or (3) ~~Automatic~~ Designation (per below). The Regular Membership application shall include the applicant’s full name, street address, telephone number and email address and shall contain the following statement: ***“By submitting this application, applicant confirms his or her active interest in furthering the objectives of Santa Monica Little League, and applicant affirms his or her commitment to abide by all Little League rules, guidelines and principles.”***

~~Automatic~~ Membership Designations

The following persons shall ~~automatically~~ become Regular Members of the Local League, as and when indicated below:

<u>Who</u>	<u>When</u>
Each of the Board of Directors Managers	Upon Election or Appointment Upon Board Approval of their Appointment
<del>Coaches</del>	<del>Upon Board Approval of their Appointment</del>
Approved Volunteers <sup>1</sup>	Upon Approval of their Volunteer Application

Membership Solicitation

The Secretary shall ensure that: (i) a link to an online Regular Membership application is posted on the home page of the Local League’s website (sml.com), and (ii) a blast email is sent to every email address on the Local League’s current aggregate email list inviting ***“any person who is 18 or older and actively interested in furthering the objectives of Santa Monica Little League”*** to complete an online Regular Membership application, or to attend a meeting of the Board of Directors and apply in person for Regular Membership. This blast email shall contain a link to the Local League’s current online membership application, and shall clearly indicate that ***“only Regular Members are entitled to vote at the Annual Membership Meeting***

---

<sup>1</sup> Excluding Approved Volunteers who are not Board members or Managers and who do not hold other purely volunteer positions

***and/or on issues requiring or presented for a vote of Santa Monica Little League's Membership."***

The blast email solicitation shall be sent:

- (1) ASAP following adoption of this resolution; and
- (2) on or shortly after Opening Day of the Spring Little League Season;  
and
- (3) not less than forty-five (45) days prior to the Annual Membership Meeting at which the new Board of Directors is scheduled to be elected.

This final membership solicitation blast email shall specify: ***"Regular Membership applications must be submitted before Noon PDT on [a date certain that is at least thirty (30) days prior to the Annual Membership Meeting] in order for persons applying for Regular Membership to vote at the Annual Membership Meeting."***

#### Final Membership Roll for Board Election

The Secretary shall process all completed Regular Membership applications promptly, and keep the Regular Membership roll up to date. Incomplete applications shall be rejected. The Secretary shall make a final update to the Regular Membership roll after the application deadline set forth in the final membership solicitation blast email but not less than fourteen (14) days prior to the date of the Annual Membership Meeting, at which time the Regular Membership roll shall be deemed final for purposes of the Annual Membership Meeting. Applications for Regular Membership shall not be accepted at the Annual Membership Meeting.

#### Membership Term

Regardless of when the individual is designated or applies for Regular Membership, the term of Regular Membership shall commence upon such person's application submission (or designation, as the case may be) and shall continue through and including the date of the Annual Membership Meeting at which the next Board of Directors is elected. The Regular Membership Application shall clearly specify the term of membership.

#### Membership Fees

There shall be no dues or membership fees payable as a condition to Regular Membership in the Local League.

## ***Attachment for Agenda Item 9***

### ***SMLL Board Meeting September 7, 2011 Treasurer's Report***

#### Summary of Financial Condition (see attached FY11 YTD Pro Forma Income Statement)

- As of September 6, 2011, SMLL is running a net surplus of \$17,395
- Current cash on hand is \$79,019 with forecast cash flow for the remainder of the fiscal year of (\$17,908)
- Current forecast for FY11 is a net loss of less than \$1,000; forecast cash on hand for 2011 FYE is \$61,111
- Estimated free cash on hand, i.e., funds not committed to FY12 operating expenses, will be about \$39,000 at fiscal year end

#### Fall Ball

- Registration fees collected to date are \$37,321 with an estimated \$4,100 additional to be collected
- Registration fees will fall about \$2,500 short of budget
- Anticipated expenditures before FYE include Uniforms (\$12,500), Equipment (\$2,500), Umpires and Clinic fees (\$4,000)

#### FY12 Budget

- Preparation of FY12 budget has begun and input is requested on the following expenses: Field Permits, Field Maintenance, Umpires Fees, Clinic Fees, Team Equipment (Spring and Fall), Field Equipment, Uniforms (Spring and Fall), Trophies and Photos, Special Events and Computer and Website
- FY12 Budget will be distributed by the end of the month so that it can be reviewed and approved at the October Board meeting
- Review and determination of potential changes to registration fees are included in the budget review and approval

#### Other Financial Business

- In a departure from past practice, the split of Spring 2011 concessions income with ASA will be paid in FY11. Rental fees for the snack bar building will be included in the calculation of net income to be split – also a departure from past practice
- Preparation of FY11 tax forms will begin in October
- Insurance coverage was amended in June 2011 to include the new scoreboards, at an increase in premium of \$311 annually

#### Attachments

- SMLL FY11 YTD Pro Forma Income Statement

**SMLL FY11 Pro Forma Income Statement**  
**For Discussion Purposes Only**

**Confidential**  
**YTD as of 9/6/2011**

	FY11 Budget	FY11 YTD Actual	Forecast cash flow thru 9/30/2011	
<b>Income from Operations</b>				
(1)	Spring Ball Reg Fees and Donations	\$ 102,000.00	\$ 101,742.73	
	Fall Ball Reg Fees and Donations	\$ 43,700.00	\$ 37,321.26	\$ 4,100.00
	Sponsor Fees	\$ 34,000.00	\$ 38,807.00	
	Scoreboard Donations	\$ 10,400.00	\$ 10,800.00	
	Fall Travel Team Fees	\$ 1,125.00	\$ 1,125.00	
(2)	8/9 Selects Summer Program	\$ 3,000.00	\$ 3,300.00	\$ (300.00)
(3)	Concessions	\$ 37,000.00	\$ 35,865.00	\$ 1,500.00
	Dodger ticket sales	\$ 7,500.00	\$ 7,479.00	
	Uniform / shirt sales	\$ 150.00	\$ 255.00	
	Other	\$ -	\$ -	
	<b>Total Income from ops</b>	<b>\$ 238,875.00</b>	<b>\$ 236,694.99</b>	
	<b>Income from Investment</b>	<b>\$ 150.00</b>	<b>\$ 161.44</b>	\$ 15.00
	<b>TOTAL INCOME</b>	<b>\$239,025.00</b>	<b>\$ 236,856.43</b>	\$ 5,315.00
<b>Direct Expenses</b>				
(4)	Fields			
	Field Permits	\$ 24,000.00	\$ 24,226.11	
	Field Maintenance	\$ 3,500.00	\$ 3,369.16	\$ (200.00)
	Umpires and Clinics			
	Umpires Fees - Spring	\$ 32,565.00	\$ 34,170.00	
	Umpires Fees - Fall	\$ 13,000.00	\$ 10,030.00	\$ (3,000.00)
	Clinics (Coaches)	\$ 2,500.00	\$ 1,615.04	\$ (600.00)
	Clinics (Players)	\$ 2,500.00	\$ 2,055.00	\$ (400.00)
(5)	Equipment			
	Team Equipment - Spring	\$ 13,000.00	\$ 13,266.91	
	Team Equipment - Fall	\$ 2,800.00	\$ 316.81	\$ (2,500.00)
	Storage	\$ 3,100.00	\$ 2,854.25	
	Field Equipment	\$ 23,000.00	\$ 23,268.55	
	Uniforms, T-shirts and Trophies			
	Uniforms -Spring	\$ 30,000.00	\$ 29,385.63	
	Uniforms - Fall	\$ 12,500.00	\$ -	\$ (12,500.00)
	T-shirts	\$ 5,179.00	\$ 5,179.02	
	Trophies, Awards, Photos, Pins, Plaques, etc.	\$ 8,500.00	\$ 8,553.11	
	Fall Travel Team Expenses	\$ 1,125.00	\$ 1,331.08	
	8/9 Selects Summer Program	\$ 3,000.00	\$ 2,946.84	
	Marketing and Advertising	\$ 2,000.00	\$ 1,822.64	
	Sponsorship	\$ 3,500.00	\$ 3,804.64	
(6)	Concessions			
	Cost of sales	\$ 27,000.00	\$ 25,547.00	\$ (1,000.00)
	ASA Split of Concessions Income	\$ 2,500.00	\$ 1,729.83	\$ (770.00)
	Health Permit	\$ 553.00	\$ -	\$ (553.00)
	<b>Total Direct Expenses</b>	<b>\$ 215,822.00</b>	<b>\$ 195,471.62</b>	\$ (21,523.00)

**SMLL FY11 Pro Forma Income Statement**  
**For Discussion Purposes Only**

*Confidential*  
**YTD as of 9/6/2011**

	FY11 Budget	FY11 YTD Actual	Forecast cash flow thru 9/30/2011	
<b>Indirect Expenses</b>				
Fees and Insurance				
	LL Charter Fees / All Star Fees	\$ 7,000.00	\$ 7,204.40	
	District 25	\$ 2,800.00	\$ 2,890.00	
	Insurance (incl. Equipment)	\$ 1,662.00	\$ 1,662.00	
Special Events				
(7)	Opening Day / City Championships	\$ 3,000.00	\$ 1,030.25	\$ (1,500.00)
	Dodger Day	\$ 6,200.00	\$ 6,130.00	
	Photos	\$ -	\$ -	
Administrative and Other				
	Office Supplies, Postage	\$ 1,000.00	\$ 588.41	\$ (200.00)
	Computer and Website	\$ 500.00	\$ 259.80	
	Telephone	\$ 400.00	\$ 378.93	
	Food	\$ 1,000.00	\$ 784.13	
	Contributions	\$ 400.00	\$ 717.61	
	Misc. (incl. Taxes and Filing Fees)	\$ 100.00	\$ 110.00	
	<b>Total Indirect Expenses</b>	<b>\$ 24,062.00</b>	<b>\$ 21,755.53</b>	<b>\$ (1,700.00)</b>
(8)	Location Improvements	\$ 2,234.00	\$ 2,234.00	
	<b>TOTAL EXPENSES</b>	<b>\$242,118.00</b>	<b>\$ 219,461.15</b>	<b>\$ (23,223.00)</b>
	<b>Net Income (Loss)</b>	<b>\$ (3,093.00)</b>	<b>\$ 17,395.28</b>	<b>\$ (17,908.00)</b>
	Cash on Hand	\$ 61,624.02	\$ 79,019.30	\$ 61,111.30
(9)	Free Cash Reserves (est.)		\$ 38,375.04	\$ 38,890.04

**NOTES**

- (1) Includes online registration fees collected thru 8/28/11
- (2) 8/9 Selects program fees collected in excess of expenditures will be refunded
- (3) Estimated net proceeds from snack bar operations: \$4,100
- (4) Includes snack bar building rental fee of \$3,651.48
- (5) Includes \$20,800 purchase of two scoreboards approved in April 2011
- (6) Includes shared income from BOTH 2010 and 2011
- (7) Includes non-approved net expenditure of ~\$1,640 for TV broadcast / videotaping of City Champs
- (8) Renovation of Clover batting cage
- (9) Equals Cash on Hand less obligations, net of registration fees collected in advance of program expenditures