

DRAFT: POSTED ONLINE 3/23/2024

3/21/2024 special meeting

Original Meeting date posted online 2/16/2024 online

Location Berlin lanes fox river room

- 1.) Call to order by Kayla (4:35pm)
- 2.) Roll Call (Reeves, Marshall, 2 Millers, 2 Parkers – 1 membership, Toney (joined late), Gabriel – 1 membership)
 - a. Quorum is 15 or majority of voting members, whichever is less per
 - i. 5 of 6 board members in attendance which is majority so Quorum is met per bylaws 3. C. IV.
- 3.) Membership Input
 - a. No Membership Input
- 4.) Correspondence
 - a. No Correspondence
- 5.) Discussion
 - a. Meeting Minutes Review – None, will review at next monthly meeting
 - b. Treasurers Report – None, will review at next monthly meeting
 - c. Review of ByLaws (Amendments require 75% positive vote of voting members in attendance per IX. In existing bylaws)
 - i. Membership Section Amendment Discussion
 1. Overall shortening of Annual Meeting time frames to more realistic values was discussed & agreed upon by board members and membership in attendance
 - a. From 60 days in advance to 14 days in advance
 - b. Written submission to secretary 30 days to 7 days
 - c. Agenda sent 10 days to 24 hours prior to the meeting
 2. Special Meeting Details were discussed & agreed by board members and membership in attendance to update Quorum definition and days notice to more realistic values
 - a. From 15 people to to majority of voting members on the board as it's not common to have 15 people at any meeting, also added a line to ensure quorum include "present membership"
 - b. Changing 30 days to 3 days notice
 - ii. Board of Directors Section Amendment Discussion
 1. Overall narrowing of the definition of roles and instead having work done via collaborative committees was discussed & agreed upon by the board members and membership in attendance
 - a. Specific role duties removed and broader role definitions created
 2. Conflict of Interest for Spouses and Partners clause was discussed & agreed upon by Board Members and membership in attendance
 - a. Restriction that Executive positions (President, VP, Secretary, Treasurer) should not be held by spouses/partners
 3. Treasurer granted authority to approve/reject operational purchases requested by board members between meetings was discussed & agreed upon by board members and membership in attendance
 - a. Treasurer has authority to approve/reject purchases less than \$200 per board member , fixed typo "Treasurer HAS the

- authority” , also added the word “budget” to definition of Treasurer duties, anything over the \$200 requires board vote
4. Insurance duties moved from President to Treasurer was discussed & agreed upon by board members and membership in attendance
 5. Secretary duties include ensuring meeting minutes are taken and posted publicly for transparency in a timely manner was discussed & agreed upon by board members and membership in attendance
 6. Community Representative additional responsibility added around social media and league wide communications/branding was discussed & agreed upon by the board members and membership in attendance
 7. Membership Input opportunity time specifically added to the definition of monthly meetings, opportunity to address the board 3 minutes at a time, maximum total limit of 21 minutes, was all discussed & agreed upon by board members and membership in attendance
 8. Board Vacancy situations clarified after discussion & agreement by board members and membership in attendance to be able to continue business as usual during this scenarios
 - a. Can continue business as usual with majority of remaining board members present
 - b. Remaining members can do dual office positions during those vacancy situations to ensure business can continue
 9. Election of board members moved from paper ballot wording to raise of hands wording as discussed & agreed upon by board members and membership in attendance
 10. Board Member removal for detrimental actions or disciplinary reasons increased from 50% to 75% of voting member of currently filled positions and membership in attendance was discussed & agreed upon by board members and membership in attendance
- iii. Committees Section Amendment Discussion
1. Removal of specific committee definitions in the bylaws in favor of allowing the Board to appoint committees as deemed necessary to accomplish the work of the club, was discussed & agreed upon by board members and membership in attendance
- iv. Finances Section Amendment Discussion
1. Instead of specific roles requires to perform financial audit, wording changed to have the board members vote on 2 members to perform the financial audit, this was discussed & agreed upon by board members and membership in attendance
 2. Updated payment wording to reflect modern process, for example since debit card is already used and regularly done by single individuals the old dual check signer wording is unnecessary, this was discussed & agreed upon by board members and membership in attendance
 3. Ensured all expenses over the Treasurers operational authority limit (specified earlier as \$200) are required to be voted upon by the board before purchase was discussed & agreed by board member and membership in attendance

4. Under finances, added the wording for the board being responsible for the finances AND “budget” responsibilities was discussed & agreed by board members and membership in attendance
 - v. A new Bylaw revision history section was added to the bottom of the document was discussed & agreed upon by board members and membership in attendance
 - vi. After specific topics above, there was a discussion brought up by the membership in the audience that the revisions in general took out a lot of unnecessary content, simplified the definitions, and made it clearer to understand. There was positive agreement amongst membership in attendance.
 - vii. There was additionally specific time taken to then discuss, with the new board members, any additional suggestions or feedback or general discussion on these amendments. The new board members were in agreement that the new revisions looked good, simpler, and easier to understand.
 - viii. Thus a full top down review of each section of the bylaws was performed by board members and membership in attendance and amendments discussed and agreed upon. Printouts and electronic copies of both the old bylaws and new proposals were shared with all board members and membership in attendance.
 - ix. VOTE OF AMENDMENTS TO BYLAWS: Micky made a motion to approve the amendments to bylaws as discussed in the meeting. Kayla seconded. All board members and membership in attendance raised hand in unanimous vote for approval, no nays, thus the bylaws amendments passed with the required 75% positive vote of voting members in attendance per IX. A. in existing bylaws.
- d. Start of Season Status Update
- i. Mr. Vinyl uniform order update: Amanda discussed that she spoke with Mike at Mr. Vinyl. If we get everything to him by next Thursday (March 28th) they have everything by April 19th, a 3 week turn-around. Mr. Vinyl looking for final Shirt and Hat/Visor decisions. Tball and Coach Pitch quoted 50-50 blend cooler and less shrinkage, but there are 3 choices. As far as the rest of the teams (seniors, majors, minors) we’d let them know the design and logo. Mr. Vinyl has the Berlin logo mocked up already. Tball and Coach pitch gets a hat too which is new from last year. Micky is going to get Amanda numbers for Mr Vinyl order by then. Kayla will get the logos for sponsors to go on the uniforms by then also.
 1. Tball and Coach pitch teams are done and ready for ordering once sponsorships are ready
 2. 1 color jersey for the whole league discussed and agreed upon by all board members and membership in attendance
 - a. 1 boys color (red)
 - b. 1 girls color (green)
 3. Tournament (11U / 5-6 majors, 9U / 3-4 minors) double logos on sleeves discussed and agreed upon by all board members and membership in attendance
 - a. Tournament team primary sponsor will also get a travel banner for the dugout provided with hooks/clips, as discussed and agreed by board members and membership in attendance, Micky will work on getting pricing
 - ii. It was noted that Stellmacher is looking at options for the team store
- 6.) Board member updates

- a. Kayla
 - i. 12 ft ladder donated by Harold Carpenter Garage Doors and American Overhead Door for the shed
 - ii. City approved moving forward with fixing the batting cage poles
 - b. Micky
 - i. Working on a date for putting up the batting cage now that approvals granted by city
 - c. Jared – None
 - d. Kari – None
 - e. Justin – None
 - f. Amanda - None
- 7.) Future Agenda items
- 8.) Upcoming dates
- a. Next Parks & rec meeting 4:30pm Wednesday April 3rd for field usage, field maintenance, etc.
 - b. April 4th Thursday 4:30pm
- 9.) Adjournment
- a. Kayla adjourned at 5:32pm