

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
OF THE
OHIO VALLEY REGION, INC.**

A regular meeting of the Board of Directors of the Ohio Valley Region, Inc. ("Corporation") was held on October 14th, 2018 at 8:00 a.m. at the Marriott in Columbus, Ohio.

I. QUORUM - The following Board Members were present:

Mr. Bob Price, Mr. Terry Miller, Ms. Patty Salvatore, Mr. Brian Hemelgarn, Ms. Gretchen Niebling, Mr. Tom Kohl, Ms. Sandra Borer, Ms. Diane Hood, Mrs. Michelle Hills, Mr. Paul Claridades, Mr. Gary Hajek, Mr. Bill Zehler, Mr. Stephen Donahue, Mr. Matt Mihelic, and Mr. Al Herbert.

Mr. Dave Chapman arrived at 9:15 a.m.

Staff: Mr. Ron Wyzynski, Mr. Glen Freed

Guests: Mr. Greg Blasman and Mrs. Valerie Gillespie

II. Call to Order – Commissioner Bob Price called the meeting to order at 8:00 a.m. A quorum of directors was present and the meeting, having been duly convened, was read to proceed with business.

III. By-law/Operating Code Change Proposals

Commissioner Bob Price shared that the committee that has been appointed to evaluate the current By-laws in order to update them. Commissioner Bob Price, Mrs. Michelle Hills, Mr. Tom Kohl, and Mrs. Gretchen Niebling are those who are seated on this committee. The committee shared their proposed changes with the Board. An informal meeting was held on Saturday evening to have preliminary dialogue about the proposals. Discussion ensued regarding the changes proposed to the voting protocol (eliminated voting by mail, and instead needs to be in person or electronically), duties of the Board (adding approval of corporate budget, approving expenditures in excess of \$10,000), and elections timeline (to be held every year, beginning on the first day of the OVR Bid tournament and ending on the last day of the indoor Girls Juniors Championships). Changes to the by-laws were suggested on how election results would be reported using more specific protocol, and more clarification was added to how an individual who is not currently on the board can run for a seat.

There was a lengthy discussion in regards to the idea of term limits being adopted for Board members, and current members researched other non-profit organizations as well as for-profit companies to use as a comparison. Mr. Paul Claridades offered a few ideas on how to support West Virginia and Western Pennsylvania with appointed board positions.

Ms. Sandra Borer live fed the beginning segment of the meeting to demonstrate how OVR members who could not be present for these meetings could still be involved. Mr. Brian Hemelgarn suggested that for future meetings, the Board could block out time to have a Q & A session with live questions from members.

IV. OVR Financial Review/Audit

Mr. Greg Blasman of Clifton, Larson, Allen, LLP accounting firm presented the finalized 2017 financial statement review. This firm was hired to conduct an independent review of the region's finances and financial statements. Their final accountant statement was that no adjustments need to be made to the OVR's modified cash basis statement.

The Ohio Valley Region has a statement of liabilities valued at over \$1.3 million with our reconciled cash accounts. In regards to the OVR's property and equipment, we have an unrestricted net asset worth over \$1 million.

For 2017, the OVR's revenue was at \$2.7 million. There was some discrepancy when our financial statements were originally being evaluated, as there was money that was unaccounted for. It was discovered that this unaccounted for amount was actually expenses that the OVR pays toward the National organization of USA Volleyball. For 2017, the region paid \$540,000 toward the national organization.

The accounting firm had a list of recommendations and suggestions for the region as we move forward:

- 1) Reconcile bank accounts on a more regular basis
- 2) Tournament records should be reconciled on a periodic basis
- 3) CEO should look at the accounting records on a regular basis
- 4) Provide periodic financial statements to the board of directors to ensure they can properly oversee operations and financial standing on a quarterly basis (to start in 2019)
- 5) Update current accounting system to an electronic program such as QuickBooks or Excel
- 6) Adjust fiscal year in the bylaws from September to the end of December

Mr. Ron Wyzynski assured the Board that these recommendations are changes that he and our accountant have agreed to adopt. Mr. Greg Blasman again reiterated there were no errors in the accounting that has been done in the past.

Mr. Brian Hemelgarn requested that Mr. Greg Blasman clarify that the region's balance does not need to go back to a zero balance in order to be sustainable. Mr. Blasman clearly stated that this is not the case as the organization needs funds to operate, including unexpected expenditures. The OVR is a charitable organization, and even so, our region does support other charities throughout the year.

Ms. Patty Salvatore asked Mr. Greg Blasman if there any potential red flags what the Board should be aware of as we move forward. Mr. Greg Blasman responded that the Board should consider or discuss who the authorized signers are on the accounts, and if we should require more than one signature on our checks. He stated that we should establish controls or evaluate the ones that we have in place to minimize risks of accounts being abused, as well as the need to identify things that we may need to do in the next 5 years in order to maintain the events that we run without having to increase fees.

Commissioner Bob Price was very adamant to remind the Board that the OVR has never borrowed money to get to where we are today. Currently, the OVR has net cash asset of \$1.3 million, and \$300,000 of equipment (depreciated value of our courts and equipment).

Ms. Michelle Hills asked if the accounting firm was going to help our accountant, Larry Smith, transition to an electronic program. Mr. Ron Wyzynski reported that Larry has agreed and signed off on it, and that they are both utilizing the program that the accounting firm has recommended.

Commissioner Bob Price asked that in the spirit of transparency we publish the financial report on the OVR website.

V. OVR Financial Review/Audit – Continued Discussion

The by-law revisions and suggested edits conversation continued following the auditor's report. A discussion continued regarding the proposal of term limits again. Overall, the Board is not in favor of term limits. There were many suggestions or ideas on how the Board make-up could better reflect and represent the members and clubs within the region. Ideas ranged from allowing club directors to elect a representative to sit on the board, to a Board seat being reserved for a representative from West Virginia, to including a non-voting seat for a junior player.

A proposal from the Bylaws committee included: "Board members are precluded from serving in paid administrative or staff positions. If a staff person wishes to run for the board, they will be required to resign their staff position." Currently, 11 people on the board receive a salary for a staff position. Discussion ensued regarding the purpose and the rationale, as well as the difficulty in finding individuals to fill positions.

Clarification language was proposed for three regular Board meetings each year.

Compensation of Board directors was also addressed, as it was suggested to include reimbursement for expenses to do business as stipulated in the Operating Code. Directors and staff would be paid \$50 per meeting or reimbursed \$.54/mile, which is the current IRS rate.

There was much discussion over the designation of officers, and the possibility of establishing an associate commissioner, as it may be beneficial as the Board will transition with a new commissioner in the next few years. There was a straw poll on the issue, and the Board felt it was necessary to create an associate commissioner position.

As for the treasurer position, there was much discussion regarding the difference between a bookkeeper and a treasurer. It was shared that many boards have a finance chairman who works with the staff. It was determined that describing the responsibilities of the treasurer is required by Ohio Revised Code. It was decided that the by-laws committee would continue working on clarifying language.

For the schedule of election of officers, the committee updated dates and years for the commissioner position, as well as an associate commissioner.

The section regarding the Responsibilities of Executive Director/CEO, the Board suggested to change the title to Chief Operating Officer, and added responsibilities surrounding the annual budget.

For the section on Clarification and Designation of staff, the committee and the Board is considering updates to titles, operational staff, and officers positions.

There was a change in the fiscal year, in order to accommodate the recommendation from the accounting firm, as the fiscal year in the by-laws is listed as September 1st to August 31st. It will now be from January 1st to December 31st.

For the section on Due Process, the committee suggested language that provides more clarification to any USA volleyball tournament (regional or National), and that the decision of the Board is final.

Commissioner Bob Price thanked the committee profusely for their time and hard work throughout this process.

Mr. Brian Hemelgarn and Mr. Gary Hajek had to leave the meeting at 11:04 a.m.

Diane Hood left the meeting at 11:35 a.m.

VI. REPORTS

Commissioner Report

Commissioner Bob Price reported that the most recent RVA Meetings were held in Washington DC last month. Commissioner Price spent a whole day with SafeSport presentations, and

reported that it was an eye opening experience, great feedback for expectations for the regions.

Mr. Al Herbert was present at the Washington, DC meetings. USA volleyball has not determined who their online registration company will be in the future. USA Volleyball has not signed a contract with anyone at this time. The OVR has volunteered to be the trial region for any new registration policy once it is decided upon by the NGB.

The USAV Competition Committee has been given the charge of developing smaller National Championship events, broken up by age groups. This would allow more sites to host National Championship events. There was a unanimous vote in support at the national meeting. These events could be during the same time period, but not beginning until 2021.

Commissioner Bob Price announced that OVR Board members should plan on attending the RVAA Assembly meeting, May 20th – 22nd, 2019, that is being hosted in Columbus at the Columbus Convention Center. This is a great opportunity to see the national meetings in action, and to observe how decisions are made at the national level.

Commissioner Bob Price shared that Mr. Matt Mihelic was awarded a USA Volleyball grant for \$10,000. He submitted his grant to the national organization with the intent of promoting boys club volleyball to clubs that have currently only have girls programs. This money is meant to offset the cost of tryouts for boys' teams.

OVR Business

Mr. Ron Wyzynski reminded Board members that operate out their home offices that if the region is paying for your computer/internet/phone/etc., it is for region business only. He then proceeded to share the schedule for our Sport Court rentals for this year:

- Dayton Juniors might need 28 courts for their event over President's Day weekend
- We are helping with SpikeFest
- The Windy City Qualifier – all 62 courts (we will be supervising)
 - o This rental will pay for the storage of our equipment for one year
- USA Volleyball for Adult Championships in May 2019

Mr. Ron Wyzynski reported the total reimbursement by the OVR to teams going to the National Championships, with a breakdown for which clubs received financial support from us. Ms. Sandra Borer has been working with clubs to include the OVR logo on their jerseys for the National Championships.

For the month of September, we took in \$81,000 in registration, and paid \$28,988 to USA Volleyball. We paid \$6,558 in background screening, as well as credit card fees. The region's actual income was then \$43,622.

Meeting recessed at 12:12 p.m.

Meeting reconvened at 1:24 p.m.

OVR Event Housing Director

Mr. Ron Wyzynski introduced Mrs. Valerie Gillespie, the new OVR Housing Director. She is essentially the region's hotel liaison and will be assisting us in reserving the appropriate number of rooms for all of our Convention Center events.

Mrs. Valerie Gillespie has worked at the Hyatt for 18 years, and the Greater Columbus Convention Center for 5 years in sales, so she has extensive experience with booking events and developing booking guidelines in Downtown Columbus. We have hired her to establish a formal way to collect data on how many rooms the OVR members are reserving during tournament weekends in Columbus. She has been provided with the team names from those hotels who have reserved rooms for club teams already, so that we can begin the data collection process following the event. As of right now, 19 to 27 host hotels have room blocks.

On the OVR website, we have info on how to reserve rooms within the blocks. Already, 10 individuals have contacted her through her OVR email account, alerting her that they are experiencing problems so that she can help. The OVR is not receiving any kickback or rebates from these agreements. This is only to help us in reserving rooms in advance for events, as well as determining the overall number of room nights our GCCC events require. We will capture data on an event-by-event basis.

Board members asked various questions, including whether or not parents can use their reward points to reserve and pay for rooms (which will vary from hotel to hotel). Mr. Al Herbert stated that for this year with the OVR registrations, once clubs have their roster built and uniform numbers assigned, the parents will receive a web link via email to reserve rooms with hotels for that particular weekend (not until December when the rosters are built).

Mr. Glen Freed asked if the rates that we have blocked rooms under are the lowest possible rate that the hotel can offer. Mrs. Valerie Gillespie was able to get the lowest rate offered by the hotels, but it is certainly possible that parents could find one room at a lower rate on a website such as Priceline.com, but not a block of rooms.

Commissioner Bob Price reiterated that this is not a "Stay to Play" situation. We need to ensure that parents know that this is strictly for us to be able to collect data so that we can reserve enough rooms for future events. Mr. Bill Zehler stated that we will no longer be using hotel reservation forms at the registration desk for morning check in.

Staff Reports

Verifications

Commissioner Bob Price reported on the Lindsay's Law process – the club is responsible for gathering the signatures on the individual forms, all they have to provide the OVR is a form stating that they as club directors have fulfilled the requirements for Lindsay's Law (sudden cardiac arrest).

Mr. Stephen Donahue reported that the awards will be presented at the 1st meeting in December. He has not received any nominations for outstanding club directors, as he has not received any Glen Purdy Award nominations either.

There is now a new procedure for background screens – SSCI will contact the individual to verify and update correct information; if they do not reach the individual after two attempts, SSCI will contact the region.

Mr. Al Herbert thanked Ms. Patty Salvatore for recommending that the membership record have certification expiration dates added to them.

Commissioner Bob Price stated that on the national level, out of 38,000 background screens, only 60-65 people were denied last year. International background screens are a \$400+ expense. USA Volleyball has a policy that if you fail a background check, you have to wait a year before re-applying.

Sports Information/Media Relations

Ms. Sandra Borer shared that Nationwide Children's Hospital (NCH) Sports Medicine will provide the OVR with 5 banners that will be hung at each of our events in the Convention Center. Our annual Toy Drive is being organized again for this coming holiday season, and Nationwide has Christmas ornaments that we can place on the Giving Tree that Mr. Ron Wyzynski will be donating to the event. Ms. Sandra Borer has been in contact with the volunteers at NCH, and they have agreed to have a representative present on the day we present NCH with the toys from the toy drive. Commissioner Bob Price has been made aware that he needs to be in attendance.

OVR jerseys are in the process of being framed to be hung in the NCH buildings. They will send pictures once the three of them are hung. Ms. Sandra Borer stated that she would be meeting next month with NCH to put together a food drive. While NCH does not specifically have any programs or information related to opioid abuse yet, they are in the process of putting information together that the region could use with links on our website.

Ms. Sandra Borer excitedly shared that she was able to establish at least a dozen OVR nights with colleges throughout Ohio & West Virginia. The University of Dayton had the largest recorded crowd on record with our OVR event.

Ms. Sandra Borer shared that she would like to continue with more with live access to the things that we do, and we could provide members with access codes so that our events are not just out there on the internet for anyone and everyone.

Regarding tournament entry reimbursements from Nationals, Ms. Sandra Borer shared that we have established the OVR font and script that can be used, and everything has been communicated to the club directors. Discussion ensued that some of our clubs reuse jerseys, so it was determined that they would get 1 year to grandfather in the changes.

Discussion ensued regarding whether or not clubs will be eligible for Nationals reimbursement if club teams have both OVR and JVA logos on their jerseys. If the OVR is giving money back to the club programs, then they should not have any other organization on their jerseys. Motion to continue to support the program to rebated monies to clubs who win a Bid at a Qualifier or an OVR Bid, and whose playing uniforms contain approved OVR logo and/or script within the 10 day deadline from the end of the championships was made by Ms. Michelle Hills. Seconded by Mr. Matt Mihelic. Motion carried.

High Performance

Mr. Glen Freed reported that 48 players participated in the High Performance tournament this year out in Tulsa, Oklahoma, with four teams. Both of the youth boys and girls teams earned medals in the bronze medal match, as the boys won in 4 games, and the girls won in 5.

He reported on the numbers of players who registered for the developmental camp as being smaller than in years past, and it was determined that the location (Bowling Green) may have contributed to the decrease, so we maybe be moving the camp back to Columbus.

The 2019 High Performance Tournament will be back in Ft Lauderdale, Florida. For the OVR Boys tryouts, Mr. Glen Freed stated that they would be at the same time as the boys championships, with the make-up tryout before high school tryout season. For 2019, he stated that the teams would need to be flown to Ft. Lauderdale, and not driven in buses like those that we had for the Tulsa tournament this year.

Discussion ensued regarding tryouts, if players can try-out for non-OVR clubs or if members should actually participate on an OVR club team.

Motion to continue the present financial support of the High Performance program for 2019 at the same level of \$40,000 as 2018 was made by Ms. Michelle Hills. Seconded by Mr. Steven Donahue. Motion carried.

Ms. Diane Hood returned to the meeting at 3:34 p.m.

Mr. Ron Wyzynski asked Mr. Glen Freed to communicate with them as they set up courts down at the Convention Center for tryouts in the upcoming season.

Girls Program Director

Mr. Bill Zehler shared that currently we have 114 clubs and teams 14 registered. Many coaches and club directors want to enter the OVR championships, and club directors can register them once they have rosters of at least 6 pre-signed players and uniform numbers.

With ASEP, Mr. Bill Zehler stated that we have 25 new directors in the OVR. Hundreds of applications for tryouts have been received, and he has had to deny some of the tryout requests. Some clubs are hosting 2 sessions for the same age group on the same day or weekend, while OVR rules do not prohibit this, they are not allowed to have more than 1 contact per week of 3 hours. It is ultimately the clubs responsibility for policing this, as clubs can be penalized with a fine of \$1,000 per incident.

Commissioner Bob Price shared that Ohio High School has sanctioned 10 kids for not abiding by OHSAA rules. These kids have faced an OHSAA sanction because a club director in their program has had them participate illegally in their club programs. This includes open gym.

Mr. Bob Zehler reported that he and Mrs. Jessica Timmons are going to work on a grant to support West Virginia girls volleyball for next year.

Beach Program Director

Mr. Dave Chapman shared that this past summer, the OVR hosted a Beach National Qualifier, and two Regional Qualifiers. We were able to award 7 teams Bids to the region, and 5 teams per age group bids for the Nationals. This summer, both of the boys and girls U12s from the OVR won nationals, and we had a whole bunch of 5th place finishes.

As of right now, Mr. Dave Chapman will be applying for the region to host 2 National Qualifiers for the next summer. He believes that we are going to host both, USA Volleyball just needs to approve it. Last year, we hosted 88 total events across the region. Because of the success of our events and the teams that participated in Nationals, Mr. Dave Chapman is expecting to get the same number of bids for our regional teams.

The 1st National Qualifier that the region will host is set for June 8th & 9th at Flanagan's, Mr. Dave Chapman is anticipating just over 100 teams over the 2 day event. Currently, Mr. Dave Chapman stated that the additional National Qualifier date would be Memorial Weekend in Cincinnati. Discussion ensued regarding the ability to change that particular date in order to be

able to include more boys because their high school season overlaps with the Memorial Day weekend.

Mr. Dave Chapman shared that for the upcoming season, we will continue to reimburse OVR teams who receive a Bid to participate in Nationals. There is a bit of a difference when compared to the indoor programs, because most of the Beach players do not have jerseys. New beach uniform rules include a top that covers their mid section, so Mr. Dave Chapman decided that for the upcoming season, we would award the Bid winners uniform tank tops with the OVR logo to wear at Nationals. If they wear the tank tops, take a picture at Nationals, submit in the deadline window, they can get reimbursed the \$128 entry fee.

New for next year, Mr. Dave Chapman shared that tournament directors will assign officials, instead of using a regional assignor, and he will assign the officials for National tournaments. Ms. Patty Salvatore stated that if we go to 'self-assigning' of the Officials by the Site/Tournament Directors, that this will hurt their growth greatly. Everyone will hire their 'buddies', and nobody will use 'candidates/newbies'. She felt this would be a definite step backward in the BVB Program.

Beach Officials Program Director

Ms. Patty Salvatore stated that currently, there are only 20 truly active beach officials. While the officiating clinics and ratings have gone well, the only unresolved concern was an incident when all participants were traveling to the sites (within an hour of the start time), and then it was cancelled. So, the Officials (especially the one who had driven 2 hours to arrive on time), received nothing for their efforts. And, that Chris Bielby's new pay scale proposal (attached to her written report), was to address this possible scenario.

Ms. Patty Salvatore wanted to be able to provide sites with inspection reports, applauding the positives of the sites but also to include areas for improvement, in order to address providing an environment that is safe and fair for all participants (Officials being allowed to correct court lines, and courts, to proper specs.). Ms. Patty Salvatore brought up a possible disciplinary action regarding an official.

Jrs. Tournament Director

Mr. Tom Kohl stated that we as a Board need to make a decision as to who gets to host OVR sanctioned tournaments, by identifying criteria in order to allow people to host tournaments. Over time, Mr. Tom Kohl noticed a trend where there are more and more people who are not associated with a club submitting requests to host tournaments, while the facility itself is being used by various club programs. The issue is that Mr. Tom Kohl has had to start closing out facilities from hosting tournaments. More and more facilities are coming online and there is no way the region can support them with enough teams to run a tournament.

Boys Program Director

Mr. Matt Mihelic shared that the planning for the Holiday Tournament has been under way for quite some time, and that Ms. Sandra Borer and Ms. Diane Hood are promoting the event as more than just a volleyball tournament. Toys for Tots, the Giving Tree, and the Friday night coaches clinic, are all events that are taking place besides the Saturday tournament, the Saturday evening Boys showcase, and then the conclusion of the weekend with the tournament ending on Sunday.

Mr. Matt Mihelic was excited to share that there are some new boys clubs around the region, and then expanded on the \$10,000 grant that he received from USA volleyball. Mr. Matt Mihelic will be reaching out to clubs that only have girls' teams, in order to incentivize establishing boy's teams for the 6th, 7th, and 8th grade levels. The grant money would be given to 20 different clubs, in order to offset cost of tryouts.

VII. NEW BUSINESS

Commissioner Bob Price reminded the Board that the OVR will be hosting the Adult National Championships in May, and asked what can the OVR do as a National host for this event? He will be approaching Mrs. Linda Logan about potentially providing goody bags to the commissioners from the other regions. At every national tournament, they have a meet & greet on the first evening. Commissioner Bob Price requested that the Board coordinate a social event for commissioners on the first Sunday evening of the tournament.

Commissioner Bob Price also reported that the OVR would host an official's clinic at Westerville South High School on the first weekend in December of this year.

VIII. RESULTS OF ACTIONS

Director Michelle Hills made a Motion:

Motion to continue to support the program to rebated monies to clubs who win a Bid at a Qualifier or an OVR Bid, and whose playing uniforms contain approved OVR logo and/or script within the 10 day deadline from the end of the championships. Seconded by Mr. Matt Mihelic.

All in favor – 8

All of those opposed – 2

Abstentions - 1

Motion carried.

Director Michelle Hills made a Motion:

Motion to continue the present financial support of the High Performance program for 2019 at the same level of \$40,000 as 2018 was made by Ms. Michelle Hills. Seconded by Mr. Steven Donahue.

All in favor – 7

All of those opposed – 5

Abstentions - 0

Motion carried.

IX. NEXT MEETING

The next meeting of the Board of Directors will be held on Monday, January 21, 2019 at 10:00 a.m. at the Marriott in Columbus, Ohio.

There being no further business, the meeting was duly adjourned at 4:46 p.m. Motion by Director Matt Mihelic and seconded by Director Paul Claridades. All Directors in favor.

These Minutes are certified by Jessica P. Timmons.

Jessica P. Timmons