

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

A regular meeting of the Board of Directors of the Ohio Valley Region, Inc. ("Corporation") was held on January 20, 2020 at 11:00 AM at the Marriott Suites in Columbus, Ohio.

I. QUORUM - The following Board Members were present:

Mr. Bob Price, Mr. Brian Hemelgarn, Ms. Diane Hood, Mr. Tom Kohl, Ms. Stephanie Grieshop, Ms. Patty Salvatore, Mr. Stephen Donahue, Mr. Al Herbert, Mr. Bill Zehler, Mr. Matt Mihelic, Ms. Michelle Hills, Mr. Rob Ebright, and Mr. Corey Verchio

Board Members absent: Mr. Gary Hajek and Ms. Tonya Thompson

Staff Members present: Mr. Ron Wyzynski, Mr. Josh Hall, Mr. Todd Higginbotham, Mr. Chris Bielby, and Mr. Dave Chapman (arrived after 1pm).

II. CALL TO ORDER – Commissioner Bob Price called the meeting to order at 11:03 am. A quorum of directors was present and the meeting, having been duly convened, was read to proceed with business.

III. APPROVAL OF AGENDA AND/OR ADDITIONS – Commissioner Price reviewed the agenda and welcomed everyone to the meeting. October's Board minutes were approved via email.

IV. FINANCIAL REVIEW CLARIFICATION

After reviewing CLA's (accounting firm) final report, Commissioner Bob Price shared that there were questions from Board members regarding the purchase of a pickup truck for the region in 2014 by COO Ron Wyzynski. Meeting minutes from that year did not reflect that a formal request had been made to the Board for this purchase. At that time (2014), COO Ron Wyzynski was authorized to make financial decisions and relevant purchases in the best interest of, and on behalf of, the OVR. Wyzynski also detailed the use of this vehicle and provided relevant documentation of the purchase. Discussions ensued to ensure related expenses and taxes are properly filed and claimed, and that any similar purchases in the future be approved by the Board and included as a line item in the budget. This led to further discussions about the implementation of employment contracts, which would specify duties, responsibilities and salary requirements for OVR staff and employees.

Mr. Matt Mihelic motioned for the Finance Committee to go through the audit line by line.
Mr. Stephen Donahue seconded.
13-0; Motion passed.

Mr. Al Herbert moved for a Human Resources sub-committee to be formed in order to establish employment contracts, job descriptions, and review salaries. Mr. Matt Mihelic seconded.
13-0; Motion passed.

Ms. Diane Hood, Mr. Corey Verchio, and Mr. Brian Hemelgarn were selected to be on Human Resources sub-committee, with Mr. Matt Mihelic as an ad hoc member to be a part of the discussion.

Mr. Al Herbert requested to be removed from the finance committee. Mr. Rob Ebright will replace Herbert on this committee.

Finance Committee

The Finance Committee met today and Mr. Matt Mihelic stated that the committee discussed job descriptions, with ways for technology (i.e., printed checks or direct deposits/ACH) to replace current practices. The committee recommends that OVR Officers and staff with specific duties should submit budgets to the Board for review/approval. The committee recommends that pay for event workers be standardized. The new position of Treasurer will be established and the job description will be posted once it has been approved.

There was also much discussion on the role of the COO, currently held by Mr. Ron Wyzynski. Mr. Matt Mihelic shared that the Finance Committee recognizes that Mr. Ron Wyzynski is good at negotiating contracts, establishing sponsorships, as well as seeing the future for equipment life and replacement (i.e., Sport Courts). An employment contract needs to be developed for this role. Mr. Ron Wyzynski shared that he would like to be a "PR guy" at tournaments, and he still wants to attend referee clinics, assist with overseeing financial statements and help with the transition of job responsibilities to the Treasurer.

Financial Report

Ms. Michelle Hills reported that we need budgets from the following Officer positions: Officials, Girls Tournament Director, and the Boys Tournament Director.

Ms. Diane Hood stated that our bank account is only assured by the FDIC for \$250,000. She voiced concerns that as an organization, we need to establish other bank accounts so that our money can do more for us and to protect us if the market collapses.

Mr. Ron Wyzynski shared that we have Mizuno contract for 3 years for High Performance, and that they will provide 5 teams (and their coaches) with uniforms at no additional costs. Molten also renewed their contract with OVR, while the Sports Imports contract is set to expire in 2021.

Mr. Ron Wyzynski continued by sharing projections for 2021 and 2022 in regards to Regional tournaments and dates (including the OVR Junior Championships), as well as the possibility to host future tournaments at the Ohio State Fairgrounds. Ms. Valerie Gillespie, our hotel liaison, has allowed us to move beyond 1-year contracts with the Convention Center so that we are able to plan ahead for 2022.

V. TOURNAMENT SANCTION PROCEDURES

Mr. Tom Kohl shared information on site evaluations, tournament entries and payments. Ms. Stephanie Grieshop reported that their sub-committee has started a document/checklist for tournament facilities to assist Mr. Tom Kohl with decision-making for sanctioning tournaments. Entry fee payments and the add/drop incidents are still our biggest issue; the OVR is fully aware of the various reasons why teams drop tournaments but is a major burden on tournament directors and club directors. Discussion ensued on how we can help minimize these tournament changes, including discussion on the possibility of the OVR developing a policy that may allow tournament directors to refund or keep entry fees when teams drop. USA Volleyball's proposed new membership management system (Sports Engine) may offer options for handling tournament entries online, including payments. Many tournament directors are frustrated with clubs requesting entry to tournaments, and then backing out without paying, resulting in tournaments not being filled.

Mr. Todd Higginbotham shared that it is difficult for some clubs to register early because of their size and their location. Commissioner Bob Price reported that 70% of our membership are Regional level teams and these teams may not have the funds to register for tournaments early.

VI. AMENDMENTS TO BY-LAWS

BOD absentee voting privileges

Mr. Brian Hemelgarn and Ms. Diane Hood worked on drafting by-law language to accommodate a board member participating in a vote if they are not physically present at the Board meeting. Mr. Brian Hemelgarn stated that physical meetings are still vitally important but there are times when we need to meet electronically; Mr. Al Herbert stated that we need to meet electronically in order to make decisions quickly and not just rely on our three yearly in-person meetings. Mr. Corey Verchio requested the Board conduct one-hour monthly conference calls to keep Board and staff current. The Board fully supported this and will begin monthly conferences calls in February, tentatively scheduled for the first Monday of each month.

Ms. Diane Hood moved to adopt a policy to allow participation in Board meetings throughout the year via telecommunications. Mr. Brian Hemelgarn seconded.
12-0, 1 abstention; Motion passed.

VII. NEW BUSINESS

Mr. Bill Zehler reported the region currently has over 600 teams registered for Regional Championships, and the OVR Girls Programs are at 1,179 teams. 20-30 teams are still registering per week. Mr. Stephen Donahue and Commission Bob Price are monitoring the Lindsay's Law compliance with our club programs.

Mr. Matt Mihelic: Boys Club teams are growing, as the Region has witnessed an increase of up to 9 teams so far. He also shared that the OHSAA has a positive outlook for the high school boys programs. We still have some money left from the grant that we were awarded from USA Volleyball last year that we are using to encourage expansion of new boys teams.

Mr. Stephen Donahue: Some technical glitches resulted in false information about concussion certifications and background screening in our database. He is working with clubs to resolve any issues.

Mr. Brian Hemelgarn: New referee certifications have concluded for the 2020 season. We have 520 certified officials within the OVR, which the most we have ever had. Commissioner Bob Price and Mr. Brian Hemelgarn have received requests for waivers for uniforms and daith piercings (used to prevent migraines). They stated that athletes do not need a waiver for jewelry (such as daith piercings) or for religious attire (such as skirts or hijabs). Commissioner Bob Price reported that some referees have not participated in clinics in the past 2 years. These individuals have been dismissed for failing to meet annual certification requirements, per the OVR Referee Handbook.

Commissioner Bob Price shared that we have successfully transferred or moved 57 athletes with contract disputes. Mr. Matt Mihelic suggested we create a 3-4 minute video to be posted on the OVR website to guide our new members through the USAV membership process.

Commissioner Bob Price acknowledged Angela Shafer, the new Social Media & Marketing Director.

Mr. Brian Hemelgarn shared that he will seek assistance to enhance our website layout and design, in order to make it more user friendly.

Mr. Al Herbert asked about the potential for an intern to take pictures at GCCC events. He suggested that we create a backdrop for parents to take team pictures and for medal awards ceremonies. Mr. Corey Verchio shared that Mizuno is contracted to provide us with banners, and we can use them to create a backdrop.

Mr. Dave Chapman shared that the first outdoor tournaments will start in early May, and he also confirmed dates for the OVR Beach National Qualifiers (Memorial Day weekend in

Cincinnati, as well as June 13th & 14th). Currently, we are looking at adding Toledo to the Regional Qualifier at the facility Reset. The Beach Nationals are tentatively scheduled at Huntington Beach for the 2020 season. Commissioner Bob Price shared that Mr. Dave Chapman is now responsible for sanctioning all of the OVR Beach tournaments, and he will hire the officials for the OVR National Qualifiers. Commissioner Bob Price stated that the OVR is not going to create a staff position at this time for a Beach Officials chair, but an independent contractor will be hired for those duties. Randy Cline filled the position last year and will do so again this season.

Mr. Dave Chapman stated that he would like to attend the National Beach Tournament in California this summer, as he has not attended the tournament in recent years. This will need to be included in his Beach Program budget.

Mr. Al Herbert made a motion for tournament directors be allowed to charge an admission fee for their OVR sanctioned tournaments, with the exception of the events hosted at the Greater Columbus Convention Center, starting with the 2020-2021 season. Ms. Diane Hood seconded. Mr. Al Herbert said that the region will highlight tournaments in yellow on the OVR website so that parents and club directors know which facilities intend on charging admission. (See Motions below)

The Board discussed admission fees for OVR-run events at the GCCC, considering many of our events operate at a loss. A variety of possible solutions were presented. For this season, the OVR will not charge admission for any of our region-run events. It was noted that the President's Cup in Cincinnati charges \$10 for the weekend (17 & under are free), and the Cedar Point tournaments are \$7 per day (10 & under are free).

Friendly amendment to Al Herbert's original motion was made by Ms. Michelle Hills to charge a maximum flat fee of \$5 per day for 19 years and older, 18 and under will be free. Friendly amendment was accepted.

7-5; Motion passed.

Mr. Matt Mihelic inquired about the Associate Commissioner position that was proposed at the October 2019 Board meeting. He also proposed the need for the OVR to develop an Operations Manager position that would oversee the Board. Commissioner Bob Price shared that he has been evaluating the Operating Code and comparing it to our by-laws. Mr. Brian Hemelgarn inquired about the possibility of establishing an OVR office to accept tournament entry fees, accept mail and phone calls, and for storage of OVR documents.

VIII. APPROVAL OF ACTIONS

Director Matt Mihelic made a Motion:

Motion for the OVR Finance Committee to evaluate the financial review report.

Motion was seconded by Stephen Donahue.

All in favor – 13

All of those opposed – 0

Motion carried.

Director Al Herbert made a Motion:

Motion for a Human Resources sub-committee be formed in order to establish employment contracts, job descriptions, and salaries.

Motion was seconded by Matt Mihelic.

All in favor – 13

All of those opposed - 0

Motion carried.

Director Al Herbert made a Motion:

Motion for tournament directors be allowed to charge entrance fees for OVR sanctioned tournament events, with the exception of Convention Center events starting the 2020-2021 season. Motion was seconded by Ms. Diane Hood. Friendly amendment was made by Ms. Michelle Hills to charge a flat fee of \$5 per day for 19 and older, 18 and under will be free. Friendly amendment was accepted.

All in favor – 7

All of those opposed – 5

Motion carried.

VIII. NEXT MEETING

The next meeting of the Board of Directors will be held on June 12th and 13th, 2020, starting at 7:00 p.m. on June 12th in Columbus, Ohio.

There being no further business, the meeting was duly adjourned. Motion by Director Brian Hemelgarn and seconded by Director Bill Zehler. All Directors in favor.

These Minutes are certified by Jessica P. Timmons.

Jessica P. Timmons