

**Prince William Lassie League  
Board of Directors Meeting  
Minutes  
13 January 2020**

**Call to order:** The meeting was convened by Patrick Ware, President, at 7.34 pm on January 13, 2020, in the Ferlazzo Building Leesylvania Room.

Board members in attendance included Weela Arevalo, Natalie Brunner, Loren Deel, Brandy Hall, Mike Holmes, Kris Lewis, Lauren Newton, Tyler Newton, Bill Rutherford, Dave Tyler, Patrick Ware, and Wil Yow.

**Minutes:** The minutes of the December 9, 2019 Board meeting were approved unanimously by the Directors present.

**Officer Reports:** The following officer reports were given by, in the order of presentation:

- President: Patrick
  - Olsen's Photography will do team pictures again this year.
- Director of Umpires and Scheduling: Wil
- Equipment: Kris and Dave
  - The Cloverdale shed cleanup is scheduled for February 9 at 10am with a rain date of February 16.
- Instructional Division: Lauren
- Fall Ball Commissioner: Patrick
- Treasurer: Weela
  - Presented draft 2020 budget for approval.
  - Weela made and Tyler seconded a motion to approve the budget as presented.
  - The Board approved the budget as presented, by unanimous consent.
- Sponsors Coordinator: Brandy
- Registrar: Bill
- Where an officer report is not listed, none was given.

**Unfinished Business:**

***Social Media Policy Update:*** Loren

- Provided recommendation on changes.
- Board discussion provided further suggested changes.
- Tyler assigned to committee.
- Will provide updated policy at February Board meeting.

**Prince William Lassie League  
Board of Directors Meeting  
Minutes  
13 January 2020**

***Credit Card Processing Policy:*** Bill

- Bill made and Wil seconded the motion:

“For the 2020 seasons, online registration credit card fees (i.e. 3.4% fee) will be absorbed by the PWLL but per-transaction fees (\$3 per transaction charged by Stack Sports) will be passed along to registrants.”
- The motion passed unanimously by those present.

***Registered Agent Assignment:*** Bill

- Bill made and Lauren seconded the motion at Attachment 1.
- The motion passed unanimously by those present.

***Board Election Timeline:*** Bill

- Bill made and Lauren seconded the motion at Attachment 2.
- The motion passed unanimously by those present.

**New Business:**

***Girl Scout Clinics:*** Wil

- Wil reported on Girl Scouts interest in participating in PWLL softball.
- The Board, by unanimous consent, agreed this would be good for the PWLL.
- Patrick asked Wil to get further information and present a recommended timeline to the Board at its February 2020 meeting.

***PWLL Signage:*** Wil

- Wil reported on his ongoing investigation regarding Prince William County (PWC) regulation of signs.
- Things that need determination include:
  - How many signs do we need?
  - Where do we want to put them?
  - What wording do we want on them?
  - How much will this cost us (dependent on how many are acquired)?
- Wil will report on PWC’s sign policy and will present a signage proposal at the Board’s February meeting.

***2020 School Flyer Collation:*** Patrick and Weela.

**Prince William Lassie League  
Board of Directors Meeting  
Minutes  
13 January 2020**

- Patrick organized who would deliver flyers to which schools.
- Kris departed the meeting midway through collation to prepare for work.
- All Board members present collated flyers for distribution, with volunteers for specific schools collecting the flyers for those schools.

**Adjournment:**

The meeting adjourned without motion but with unanimous consent of the Board members present, at approximately 10.15 pm.

v/r



William O. Rutherford  
Secretary, PWLL

**Prince William Lassie League  
Board of Directors Meeting  
Minutes  
13 January 2020**

**ATTACHMENT 1**

**Bylaws Amendment Motion:**

Amend Article III Officers, Section 6f Treasurer *from*:

Treasurer. The Treasurer shall receive, be the custodian of, and disburse all funds pertaining to normal operation of the PWLL. He or she will provide to the Board a draft budget no later than the November Board meeting prior to the start of the upcoming season and a final budget no later than the December Board meeting prior to the start of the upcoming season for review and approval. Any unbudgeted disbursements shall be subject to formal approval by the Board of Directors. He or she shall keep an accurate set of books, accounting for all funds received and disbursed, and shall make the books of the PWLL available for the annual audit or at any other time upon request of the President. He or she will submit an annual report to the State Corporate Commission and file all appropriate federal and state tax returns, as well as any other forms or papers required in order to maintain the PWLL's 501(c)7 tax-exempt status as required by law.

*To (added passage highlighted):*

Treasurer. The Treasurer shall receive, be the custodian of, and disburse all funds pertaining to normal operation of the PWLL. He or she will provide to the Board a draft budget no later than the November Board meeting prior to the start of the upcoming season and a final budget no later than the December Board meeting prior to the start of the upcoming season for review and approval. Any unbudgeted disbursements shall be subject to formal approval by the Board of Directors. He or she shall keep an accurate set of books, accounting for all funds received and disbursed, and shall make the books of the PWLL available for the annual audit or at any other time upon request of the President. He or she will submit an annual report to the State Corporate Commission and file all appropriate federal and state tax returns, as well as any other forms or papers required in order to maintain the PWLL's 501(c)7 tax-exempt status as required by law. **He or she will serve as the PWLL's Registered Agent in the Commonwealth of Virginia as required by the State Corporation Commission.**

**Prince William Lassie League  
Board of Directors Meeting  
Minutes  
13 January 2020**

**ATTACHMENT 2**

## **Election Timeline Motion**

### **Amend PWLL Board Member Election Policy *from*:**

#### **4.14 PWLL Board Member Election Policy**

- 4.14.1** At all meetings, except for the election of directors and officers, all votes shall be by show of hands unless voting by ballot is requested. When voting for members of the board of directors and officers, and if requested by any member of the Board of Directors present at a meeting, for voting on motions at meetings, ballots shall be used.
- 4.14.2** During elections for board members and officers, the President will, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Board the results of board member and officer elections and the certified copy shall be physically affixed in the minutes book to the minutes of that meeting.
- 4.14.3** A request for nominations will be sent to all Prince William Lassie Leagues members by June 1<sup>st</sup> each year, along with a link to the nomination form. The nomination form will be made available on the pwll.org website and will contain instructions on how to submit a nomination.
- 4.14.4** Nominations for Board positions must be received by July 15<sup>th</sup> of each year. Nominees may submit a short biography or letter of introduction, also due by July 15<sup>th</sup>, that states their preference for any specific position on the PWLL Board, including any experience that makes them particularly qualified for that position or that indicates their willingness to be of general service on the PWLL Board, as well as any prior or current experience or interests that they feel will benefit the PWLL. Nobody for whom a nomination form has not been submitted will be considered to be a candidate for election to the PWLL Board of Directors. Nomination forms and accompanying documentation will be distributed to the current PWLL Board by July 25<sup>th</sup> of each year.
- 4.14.5** Candidates will be notified of their candidacy and their willingness to serve if elected will be ascertained no later than July 25<sup>th</sup> of each year. Nominees not currently serving on the PWLL Board may be invited to a special board meeting for the purpose of discussing areas of interest and to determine any prior experience that may make them particularly qualified for a specific position. Attendance at this meeting is mandatory unless other arrangements are made with the Board at least five calendar days prior to the meeting.
- 4.14.6** The election of members to the Board of Directors will take place during the regular August board meeting that will take place after the special board meeting.
- 4.14.7** The new Board will be announced within 5 calendar days on the pwll.org website, and by email to each candidate.
- 4.14.8** The election of the officers of the corporation will take place at the beginning of the September board meeting.

**Prince William Lassie League  
Board of Directors Meeting  
Minutes  
13 January 2020**

**4.14.9** Emailed ballots are authorized by the PWLL Board of Directors during elections as specified in the Code of Virginia, Title 13.1 Corporations, Chapter 10 Virginia Nonstock Corporation Act, Article 7 Members and Meetings, Section 13.1-847.1 Voting Procedures and Inspectors of Elections, Paragraph E. Such emailed ballots will be counted in all rounds of balloting for that specific election that may take place during the meeting to which they were submitted.

***To (changes highlighted and unchanged paragraphs omitted):***

**4.14 PWLL Board Member Election Policy**

**4.14.3** A request for nominations will be sent to all Prince William Lassie Leagues members by **April 1<sup>st</sup>** each year, along with a link to the nomination form. The nomination form will be made available on the pwll.org website and will contain instructions on how to submit a nomination.

**4.14.4** Nominations for Board positions must be received by **May 15<sup>th</sup>** of each year. Nominees may submit a short biography or letter of introduction, also due by **May 15<sup>th</sup>**, that states their preference for any specific position on the PWLL Board, including any experience that makes them particularly qualified for that position or that indicates their willingness to be of general service on the PWLL Board, as well as any prior or current experience or interests that they feel will benefit the PWLL. Nobody for whom a nomination form has not been submitted will be considered to be a candidate for election to the PWLL Board of Directors. Nomination forms and accompanying documentation will be distributed to the current PWLL Board by **May 25<sup>th</sup>** of each year.

**4.14.5** Candidates will be notified of their candidacy and their willingness to serve if elected will be ascertained no later than **May 25<sup>th</sup>** of each year. Nominees not currently serving on the PWLL Board may be invited to a special board meeting for the purpose of discussing areas of interest and to determine any prior experience that may make them particularly qualified for a specific position. Attendance at this meeting is mandatory unless other arrangements are made with the Board at least five calendar days prior to the meeting.

**4.14.6** The election of members to the Board of Directors will take place during the regular **June** board meeting that will take place after the special board meeting.

**4.14.8** The election of the officers of the corporation will take place at the beginning of the **July** board meeting.