Minutes of the Meeting of the Board of Directors
of the Fauquier County Soccer Club

April 2, 2013

Call to Order: The regular meeting of the Fauquier County Soccer Club (FCSC) Board of Directors (BoD) was called to order by President Tim Schulke on April 2, 2013, at 7:31pm, at 380 Broadview Avenue, Warrenton, Virginia 20186.

The roll was called by the Secretary:

- Directors and Officers
  - Tim Schulke (Director, President)
  - Jim Cooke (Director, Vice President)
  - Don Seaborn (Director, Treasurer)
  - Dave Schoonenberg (Director, Secretary)
  - Hugues Beaulieu (Director)
  - Jaimie Oare (Director)
  - Tracy Vance (Director)

- Technical Staff
  - Dan Hayes (Director of Coaching and Player Development)

- Administrative Staff
  - Kristie DelAguila (Administrator)

- Program & Support Staff
  - None

- Guests
  - None

Approval of Minutes: The Minutes of the February 25, 2013 BoD meeting were previously approved on February 28, 2013.

Membership Forum: No report.
Executive Reports

President’s Report: Tim Schulke reviewed recent activities of the Warrenton Fields Association (WFA), noting:

- results of elections for officer positions,
- concerns regarding WFA compliance with the Town of Warrenton (TOW) Memorandum of Understanding (MOU) on the WFA,
- informal deliberations by certain members of the WFA Board of Directors to consider revisions to the TOW MOU on the WFA,
- informal deliberations by certain members of the WFA Board of Directors to consider modifications to the WFA by-laws,
- the need to formally address the appointment of the WFA Board of Directors At-Large member, and
- the continuing need and reasonable requests by the Fauquier High School soccer program for field time to support practices.

Regarding WFA compliance with the MOU, Tim Schulke noted that areas of concern include, but are not limited to, field scheduling responsibilities, signage, usage fees, administration, and annual reporting. On the matter of the MOU and corresponding WFA by-laws, the FCSC BoD supports the language and spirit of the current MOU, respecting a reasonable balance between needs, interests, and concerns of the town, the WFA members, and the community. Dave Schoonenberg received an action to draft, coordinate, and submit a resolution to formalize the FCSC position on the TOW MOU on the WFA.

With respect to the At-Large member of the WFA Board of Directors, Tim Schulke noted that the vote on the appointment was not conducted in a timely manner for the one-year term beginning on January 31, 2013. While the WFA by-laws allow for automatic reappointment of the sitting At-Large member given a vote which lacks majority approval, no such clause exists regarding the absence of a vote altogether. The FCSC BoD supports the identification of an individual who will work to develop and manage Athey Fields in accordance with the letter and intent of the MOU. Dave Schoonenberg received an action to draft, coordinate, and submit a resolution to formalize the FCSC position on the At-Large member of the WFA Board of Directors.

Tim Schulke also reviewed recent activities of the Fauquier Youth Sports Council (FYSC), noting that Premier Turf and Landscaping has agreed to address a field at P. B. Smith Elementary School, illustrating their capabilities as well as the county’s ability to develop high quality fields for use by athletic organizations.

Vice President’s Report: No report.
**Treasurer’s Report:** Jim Cooke indicated that payroll activities relative to the club’s employed staff is operating smoothly.

Jim Cooke also noted that the budgeting process for fiscal year 2013 will begin near the end of April. Jim Cooke, with the support of Dan Hayes and Kristie DelAguila, will develop projections for the coming year and draft an initial budget. The initial draft is expected to be circulated to the BoD in May, allowing for a detailed review by the Directors in advance of the annual budget meeting. Many details are expected to be discussed via email, whereas the determination of the 2013 fee structure and employee salaries will be finally concluded within an executive session at the annual budget meeting.

Jim Cooke and Kristie DelAguila discussed members who are in arrears relative to Travel Program payments, the balances of which were due in full on January 30, 2013. Kristie DelAguila further identified those members who have coordinated acceptable payment arrangements relative to their outstanding balances at this time.

The Board of Directors convened a brief closed session to address the matter of outstanding balances. Upon conclusion of the executive session, Kristie DelAguila received an action to definitively identify those individuals who have not yet made acceptable payment arrangements for their respective outstanding balance. Dave Schoonenberg received an action to draft a letter which will be mailed to each member that has not yet made acceptable payment arrangements for their respective outstanding balance. Additionally, it was the sense of the BoD that the financial aid line item of the 2012 budget should be increased to fulfill an outstanding commitment extended to a member by the club. Jim Cooke received an action to verify the amount of the outstanding commitment. Dave Schoonenberg received an action to submit a motion for vote by email regarding a budget increase to the financial aid line item in accordance with the verified amount.

Jim Cooke also reported on the outstanding balance due from On the Run Sports concerning the transition of the club’s Recreational Program uniforms and associated rebates. Tim Schulke received an action to contact Mr. Keith Morneau and discuss an equitable plan to resolve the matter.

**Secretary’s Report:** Dave Schoonenberg reported on votes conducted by email since the last regular meeting of the BoD. First, on February 27, 2013, Dave Schoonenberg moved to adopt a proposed revision to the by-laws of the Fauquier County Soccer Club. The motion being acknowledged and seconded, the Secretary administered the vote by email. The motion, requiring and absolute two-thirds majority for approval, was adopted by a vote of 7-0-0 (yes, no, and abstain, respectively). Second, on February 28, 2013, Tim Schulke moved to approve the minutes of the 25-Feb-2013 meeting of the FCSC Board of Directors. The motion being acknowledged and seconded, the Secretary administered the vote by email. The motion,
requiring a simple majority for approval, was adopted by a vote of 6-0-1 (yes, no, abstain, respectively).

Dave Schoonenberg further reported on preparations for the Annual Meeting of the Members, presently scheduled for May 8, 2013. The notice of the meeting was posted on March 9, 2013, and references an agenda, the recently approved revision to the by-laws, an informational briefing supporting the by-laws, as well as the sample absentee ballot. The final absentee ballot is expected to be posted on April 9, 2013, having allowed a period of time for the membership to nominate candidates for Director, having the names of those nominated placed on the final absentee ballot. Dave Schoonenberg and Kristie DelAguila noted that no additional nominations for Director have been received from the membership at this time. Note that nominations may be entertained up until vote at the Annual Meeting of the Members, however, such candidates will be managed as a write-in candidate.

Additionally, Dave Schoonenberg reported that our standing with the Virginia State Corporation Commission (SCC) was terminated as the club did not submit an 2012 Annual Report prior to June 30, 2012. Two actions are required to reinstate the corporation. First, the club must complete and submit a reinstatement package consisting of a reinstatement request as well as a current Annual Report detailing Directors and Officers of the corporation. Secondly, the a payment totaling the amount of a reinstatement fee as well as any outstanding annual dues. Jim Cooke completed the payment of the necessary fees on March 11, 2013. Dave Schoonenberg completed and mailed the reinstatement package to the SCC on March 21, 2013. Processing, per the SCC’s website, may take up to 12 business days. Dave has retrieved prior Annual Reports for records retention. Jim Cooke has requested and received a copy of our Articles of Incorporation. Further, Jim Cooked has updated our record with the SCC, identifying himself as the corporation’s registered agent. The club’s next Annual Report is due on or before June 30, 2013, and may be filed electronically.

Having reviewed the recently received Articles of Incorporation, Dave Schoonenberg noted that club Directors are therein listed as Chairman, Deputy Chairman, Secretary, Treasurer, and Registrar. Given that the Articles of Incorporation no longer reflect the present definition of the club’s Directors and Officers, Dave Schoonenberg received an action to draft and coordinate an update to the Articles of Incorporation.

Lastly, Dave Schoonenberg questioned if minutes were recorded by the prior Secretary at the 2012 Annual Meeting of the Members. Kristie DelAguila confirmed the existence of such minutes, and received an action to forward them to Dave Schoonenberg.
Technical Reports

Technical Director’s Report: No report.

Director of Coaching & Player Development’s Report: Dan Hayes reported that the club has matched and slightly surpassed our 2012 Spring Recreational Program enrollment, noting that consideration should be given to the 5% annual growth target.

Additionally, Dan Hayes discussed highlights of the Recreational Program coaches meeting, indicating that the event was widely attended.

Dan Hayes reviewed the recent Recreational Program coaches clinic. Attendance was limited due to the significant number of returning coaches. Topics of discussion included practice plans, online resources, progression of practice sessions, and communications with parents.

Dan Hayes also reported on upcoming meetings with the United Program’s Technical Directors. Topics will center around the upcoming 2013/2014 season, including discussions on player identification in advance of tryouts, refining the tryout process and ensuring sufficient coaching coverage, technical staff contracts, finalization of coaching assignment two weeks prior to tryouts, and the 2000 Boys and Girls transition to the 11v11 format.

Dan Hayes further noted that Steve Hoover is completing the preschool clinic curriculum. Additionally, a meeting scheduled for April 4, 2013 will be held to finalize the summer camp schedule, readying the information for posting to the website the following day. A total of six camps are being planned.

Administrative Reports

Administrator’s Report: No report.

Committee Reports

Recreational Program: Kristie DelAguila reported the all Little Kickers and House League schedules have been finalized and posted to the FCSC website.

Travel Program: No report.

Middle School Program: Kristie DelAguila reported that while an ample number of students have committed to attend tryouts, not all have yet registered via Demosphere. More specifically, the issue centered around communicating the need to register via the FCSC website with certain schools and their respective students and parents. Lastly, Cedar Lee still requires a Boys coach; additional calls for a volunteer have been planned and will be executed.
Kristie DelAguila also discussed the finalization of details with the referee assignor. In response to a question, Jim Cooke noted that the Center Referee will be paid at the NCSL U19 rate given that regular season games will managed by a one-person crew.

**Adult Program:** No report.

**Field Coordination:** Dave Schoonenberg reported that Tepeyac and either of the Country Chevrolet fields are ready for assignment to the Adult League for regular season matches. Kristie DelAguila indicated that all Adult League games have been assigned to Tepeyac and Country Chevrolet 2. These assignments will support the field impact assessment to be performed by Premier Turf and Landscaping throughout the spring season.

Dave Schoonenberg also reported that all fields and goals have been built, with the exception BB&T. Dan Hayes noted that BB&T will be completed prior to opening day.

**Equipment:** Dave Schoonenberg indicated that the Athey shed is in need of some basic maintenance, and received an action to define what specific activities are required. In turn, Kristie DelAguila will coordinate with the membership to identify volunteers.

**Tournaments:** No report.

**Technology:** No report.

**Marketing & Fundraising:** No report.

**Field Development:** No report.

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**Business**

**Old Business:** None.

**Designated Business:** Dave Schoonenberg reviewed the Movable Soccer Goal Safety Act, a copy of which was submitted for the record. Tim Schulke confirmed that the Act is not yet in effect, and would require passage by the 2014 Session of the Virginia General Assembly. Tim Schulke noted that he would add the matter to a future WFA agenda for consideration. As necessary, FCSC will pursue our own initiatives in advance of the Act becoming law.

Dave Schoonenberg also discussed the Virginia Recreation and Park Society’s presentation regarding Mandated Reporting on Child Abuse & Neglect, a copy of which was submitted for the record. In effect, employees and volunteers of FCSC need to be cognizant of their reporting responsibility, and take action in the event of suspected abuse or neglect. Dan Hayes and Kristie DelAguila received an action to update the FCSC webpage addressing volunteers, as well as associated communications to address the matter.
Dave Schoonenberg noted the existing resolution on encouraging WFA compliance with the TOW MOU, originally passed on October 24, 2011. A copy of the resolution was submitted for the record. The present BoD discussed and informally reaffirmed the resolution which remains in effect.

Jim Cooke provided a resolution to direct the FCSC members of the WFA Board of Directors to introduce and support a motion requesting that the WFA seek approval for permanent lighting on the field currently sponsored by Branch Banking & Trust (BB&T) at the Warrenton Sports Complex. A copy of the resolution was submitted for the record. Subsequently, the BoD entertained a period of debate regarding the proposed resolution. As debate concluded, Jim Cooke moved to conduct a vote to approve the resolution. There being a quorum, and the motion being seconded, the Secretary administered the vote by roll call. The motion, requiring simple majority for approval, was adopted by a vote of 7-0-0 (yes, no, and abstain, respectively).

Jim Cooke provided a resolution to appoint a new member to the WFA Board of Directors. Dave Schoonenberg raised a concern regarding the implication of a BoD vote on a position which, for the moment, may be appointed at the discretion of the Vice President of Operations. Mitigating circumstances include the fact that while the Office of the Vice President of Operations exists by virtue of the recently approve revision to the by-laws, the position has not yet been filled as elections have been deferred until the Annual Meeting of the BoD. Additionally, Jim Cooke noted the relative significance of the appointment to FCSC and club operations. The BoD agreed to defer the matter until the Annual Meeting of the BoD presently scheduled for May 8, 2013.

Tim Schulke reported that Fauquier County Parks & Recreation has denied our request for an extension to the 2013 grant application deadline. Dave Schoonenberg indicated that he had requested and received a copy of all 2013 paperwork such that the club could begin planning for the 2014 grant cycle.

**New Business:** Jaimie Oare raised a concern regarding a series of videos, posted on YouTube, and referenced by the St. Mary’s Youth Soccer club website.

**Adjournment:** The meeting was adjourned on April 2, 2013 at 10:21pm.
Approval

Prepared by:

/s/ (Dave Schoonenberg)  22-Apr-2013
Secretary  Date

Approved by:

/s/ (Tim Schulke)  22-Apr-2013
President  Date