

Metro St Louis Senior Golf Association (MSLSGA)
Board Meeting - June 20, 2022
Kirkwood Community Center

President Dennis Black called the meeting to order at 10:00 with a quorum present.

Board Members present were: Dennis Black, Bob McNamee, Bob Zaruba, Dan Glenzy, Joe Lerch, Roy Migneco, Bill Molz, Chris Schuster, Frank McLaughlin, Terry Janitch, Gary Maule, Herb Walker, Homer Griffith, James Victorian, Tom Blood, Tom Rhoads, Kevin Deschler, Mike Dersch, Bob Mantia, Bob Claywell.

Board Minutes of March 7th were presented and approved with one small change; the correct spelling of Roy Migneco's name.

Committee Reports

Membership (Mike Dersch) - has increased significantly since March as Division 9 has had an additional 30 signups recently. Question raised regarding what flight should new members be placed in - the answer was A flight, as the system defaults them to A flight until three rounds are played. Once three rounds are played, the VP must manually move them into the proper flight. In Metro Plus a new member comes in with his handicap from his other division and Bill Molz balances the flights after each event.

Bylaws Review Committee (Gary Maule) - The BRC has recommended two major upgrades to MS Governance documents in the last 7 months, both approved by the Board and ratified by membership. Today the BRC has just one change recommendation, and it is the result of an extensive compliance audit. Missouri Law Chapter 355 text consumes 105 pages and there is no requirement for the bylaws of non-profit organizations to address each and every section of the statute. It is assumed that registered organizations are compliant unless a direct conflict is noted in the non profit's bylaws. Paragraph 2.3 as currently drafted is non compliant... only the Board can remove a director.

Upon detailed deliberation of the options for bylaw changes as may be required to accommodate MO State Statute regarding not for profit organizations, Chapter 355 requirements for director removal for cause, that is: only the members of a division may remove a director that was elected by them. The BRC recommends implementing deletion of the director removal language in Paragraph 2.3.

The rationale is:

1. Directors do not have control of MS funds as officers do, so there is nearly zero organizational or financial risk to a poorly performing director.
2. The directors term of office has been reduced to only 2 years.
3. The president and the director's division VP would take responsibility to resolve director issues should they occur.
4. Additionally the board can censure a director for misbehavior or poor performance.

The BRC cannot identify a realistic need for the board to take this drastic removal action, and recommends deleting the Article 2.3 reference to board member (director) suspension and/or removal only by the board.

Championship Tournament (Rick Hines) - no report

Handicap - no report

Pace of Play (Dennis Black) - Dennis mentioned that there were some challenges, but we want to move forward with the tee sheets to see if we can get all divisions back to the preferred four and a half hour rounds. A question was asked as to what we are doing with the information - the response was that we are looking for trends and then how to resolve any issues. There was a suggestion just to put all of the slow groups at the end of the tee times, but that makes the second nine slower and causes the scorers to have to stay longer.

Rules - no report

Tournament (Dennis Black) - Division 1 is looking to replace Bob McNamee. Special Events is looking to replace Frank McLaughlin and Joe Lerch. Special Events may try and mimic Metro Plus. Bob Z mentioned the probability of adding Greenbriar to the Metro Plus schedule. It was mentioned that late or non-notification of not playing does not guarantee a refund due to possible wait lists and other issues. Another issue arose related to the courses changing distances when we have three sets of tees. There were many suggestions and disagreements; the issue was given to the tournament committee for resolution.

Other issue came up related to Crescent Farms and the amount they charged for the two divisions that played there. Our agreement stated \$38; they wanted to charge

\$2, but Div 3 talked them down to \$40. Apparently Cory is the person at Crescent to talk to.

Special Events (Frank McLaughlin) - have not been doing Pace of Play. All events to date have been filled. Cardinal Creek will need volunteers to hand out passes after pre-registration. Frank has already started the process of getting courses for next year's event using the same courses and roughly the same dates. Roy Migneco suggested three weeks instead of months ahead for the registration process to cut down on the number of refunds. Frank M agreed.

Treasurer Report (Chris Schuster) - Bank accounts currently look great due to payouts at the end of the year and we have not had many special events yet (they are pre-paid). There are many requests for special event refunds due to the sign-ups being as much as 6 months in advance, hence Roy M's suggestion earlier. Chris does not have any details on the Championship Tournament at this time. Chris's projection is that we will finish about \$19,000 in the black for 2022. Chris will send out current winnings as of June 30th as a dry run for the end of the year.

Old Business

Conflict of Interest - no report

New Business

Assistant Treasurer - Chris Schuster asked for an action plan for an assistant treasurer for a plethora of reasons, as well as him being hit by the proverbial truck. Dennis B agreed we would look for one.

The meeting was adjourned at 11:12.

The next Board Meeting will be on Monday August 8th at 10:00 in the Kirkwood Community Center

Board minutes taken by Don Alejandro De La Vega (Bob Zaruba) in the absence of Dave Jolly.