

**MINUTES OF  
THE MEETING OF  
THE BOARD OF DIRECTORS OF  
THE INDIANA SOCCER ASSOCIATION  
April, 19<sup>th</sup>, 2014**

Pursuant to duly delivered notices, a meeting of the Board of directors of the Indiana Soccer Association (“ISA,”) was held on April 19, 2014 at the Association’s office in Indianapolis. Present at the meeting in person were directors, Murray Clark, Joe Fistrovich, Jim King, and A. L. Smith, and present by phone were Alan Brown, Larry Rowland, and Tony Zirille, constituting a majority of the members of the Board. Also in attendance were David Guthrie, executive director of Indiana Soccer and ex-officio member of the Board. Noting the presence of a quorum, President Clark, as chair, called the meeting to order at 9:10 a.m. Each director present for the meeting was provided with a copy of materials to be discussed at the meeting, most of which had been previously distributed by Executive Director Guthrie.

The minutes of the February 9<sup>th</sup> 2014 Annual General Meeting, and the February 9<sup>th</sup> 2014 reorganization meeting of the board were submitted for board consideration and upon motion by Mr. Smith and seconded by Mr. King, approved by unanimous vote.

Mr. Fistrovich next provided the treasurer’s report. Mr. Fistrovich explained the revised budget to actuals report format calling the attention of the board to the addition of two columns; the annual fiscal year end budget amount per department total and the percent to annual total budget total per department. Mr. Fistrovich reminded the board of the \$40,000 from last year’s excess cash flow that resides in ISA’s operating account, and that was placed in the current year’s budget for a computer upgrade project and new coaching education initiative. He indicated that rather than spend the \$40,000 from the operating account, and expense the computer upgrade project against the \$40,000. It was decided to pay for the computer upgrades from the Board designated capital account; recording the upgrade as an asset not an expense. After further discussion, a motion was made by Mr. Jim King to increase the budget for computer and phone upgrades to not exceed \$40,000 and to use the capital account to fund these upgrades. The motion was seconded by Larry Rowland and approved by unanimous vote. Mr. Fistrovich addressed the need to amend the current budget, in order to reduce the excess amount of depreciation that was currently being budgeted. He further requested a budget amendment to address the omission of employee related insurance in the Olympic Development Program department. Joe Fistrovich moved that the association amend the 2013/14 budget year by increasing the insurance expense in the ODP budget by \$6,721 and by decreasing the budgeted depreciation expenses by \$6,721. Mr. King seconded the motion which was approved by unanimous vote. Mr. Fistrovich directed to the board to the cash flow graph reports where he explained the healthy cash flow position of the organization and remarked that the association’s cash flow has improved over the past several years and continues to improve.

Mr. Fistrovich gave an overview of the progress and actions taken by ISA and ISP to formalize the financial arrangements between the two independent organizations. He provided an explanation of the current amount owed to ISA by ISP and a draft MOU outlining the management items that ISA would be providing to ISP. Mr. Fistrovich also shared with the

board a proposed method of addressing the amount owed by ISP, and how that amount could be paid back to ISA. The board directed Mr. Fistrovich, Mr. Smith and Mr. Guthrie to leverage the help of Mr. Clark and Mr. Zirille and to develop a professional management/service agreement between ISP and ISA and other documents as needed to establish a respectful, formal, constructive working arrangement between the two companies.

Mr. Guthrie presented to the board, a request by Frankfort Champions Soccer Club to become an affiliated member of Indiana Soccer. He also presented the request by Frankfort Champions Soccer Club to operate under Indiana Soccer's 501-c-3 group ruling. Jim King made a motion to accept both requests; motion was seconded by Larry Rowland and was approved by unanimous vote.

Mr. Guthrie presented to the board, a request by Springs Valley Youth Soccer Club, a current affiliated member of Indiana Soccer, to operate under Indiana Soccer's 501-c-3 group ruling. A motion to approve was made by A.L. Smith, seconded by Jim King and approved by unanimous vote

Mr. Guthrie presented to the board, an application for affiliated membership in Indiana Soccer by Tudela Futbol Club. This application was presented without staff recommendation. Conversation ensued, and Joe Fistrovich made a motion to deny membership; the motion was seconded by A.L. Smith. The motion to deny membership as approved with board member King abstaining.

Mr. Guthrie requested the board authorization to enter into the office lease as presented to the board. A.L. Smith make the motion to authorize and direct Mr. Guthrie enter into the lease, binding the organization to the language in the lease. Joe Fistrovich seconded the motion which was approved by unanimous vote.

Mr. Guthrie apprised the board of the registration status; gave an update on the progress on the sale of the office building; an update on the ISL and in particular, the formation of a U23 summer league. Mr. Guthrie discuss the progress of the Coaching Education Department and reminded the board that several department reports were available as part of the board book.

A summarized discussion ensued and was led by Mr. Alan Brown regarding Indiana Sports Properties.

The board requesting that Mr. Guthrie be excused from the meeting and the board promptly entered into executive session.

The board came out of executive session.....

There being no further business, the meeting was adjourned by acclamation at 11:18 a.m.

Respectfully submitted

Indiana Soccer Association's Board of Directors