



SAN FRANCISCO VIKINGS SOCCER LEAGUE

*** AGENDA ***

2009 ANNUAL ELECTIONS MEETING

2009 ANNUAL GENERAL MEETING

Monday, February 9th, 2009 at 7:00 p.m.

Town School, 2750 Jackson Street

San Francisco, California

A. Call to Order

B. Roll Call of Directors and Officers

C. Credentials Report (See Attachment)

D. Introduction of Guests

E. Acceptance of Minutes of the 2008 AGM (posted on the Vikings website)

F. Reports:

1. President
2. Chief Financial Officer
3. Secretary
4. Registrar
5. Committees

G. Unfinished Business

H. Awards

I. Proposals for Change of Articles, Bylaws, and/or Rules and Regulations. (See Attachments)

J. New Business (Members Question and Answer/ Comment Period Limited to 30 minutes)

K. Election of Volunteer Directors (See Attachment)

L. Good of the Game

M. Adjournment

IN WITNESS WHEREOF:

/S/ Sam Wilkins

Secretary

ATTACHMENT - C. Credentials Report.

Teams must present their credentials to be able to vote. Team votes are to be cast by coaches unless they grant a proxy to a team affiliated adult. Proxy holders must have a coach or team contact signed written proxy plus suitable proof of their identity such as a picture ID. Disputes will be resolved on the spot by a credentials committee. A proxy may be informal, e.g. I, John Smith, am the coach of the Hornet, BU10, TIN: 355. I grant my 2009 AGM proxy to Joe Black, a team affiliated parent. Dated: /s/ Teams may also use the 2009 postcards sent by mail or e-mail to the coaches or team contact.

ATTACHMENT - I. Proposals for change of Articles, Bylaws, and/or Rules and Regulations.

Amendment Proposal #1

Amendment to the bylaws to increase the authorized size of the Vikings board, allow board vacancies to be filled at other times and allow for more cross board membership with other soccer organizations. Submitted by current Vikings League board.

Current bylaw, Article 9 Section 1:

The Board of Directors shall consist of not less than 1 nor more than 12 individual directors who shall be elected at the AGM. Not more than 1 league director may hold, at the same time as another league director, membership on the board of another, same soccer club or other, same soccer entity whether or not such soccer entity is affiliated

directly or indirectly with the league. During his or her term, should a league director assume office as a director of another soccer entity in violation of the foregoing sentence, his/her league directorship shall thereupon automatically terminate as though he had resigned. A director shall serve from the later of March 1st to the next March 1st (the League's Tax Year) or until the next AGM. A director may be elected to successive terms.

Proposed bylaw, Article 9 Section 1:

The Board of Directors shall consist of not less than one (1) nor more than fifteen (15) individual directors who shall be elected at the AGM. Vacancies on the board can be filled at other times by an individual who is (1) a current League officer, (2) nominated by the President, and (3) approved by the current League board. Not more than the lesser of (i) three (3) current League directors or (ii) 30% of the number of current League directors may hold membership on the board of another, same soccer club or other, same soccer entity whether or not such soccer entity is affiliated directly or indirectly with the League. Should more League directors be or become directors of another same soccer entity in violation of the foregoing sentence, the director (or directors) who was mostly recently appointed or, if all directors were appointed at the AGM, the director who received the fewest votes at the AGM will be required to resign or his directorship shall automatically terminate as though he had resigned. A director shall serve from the later of March 1st to the next March 1st (the League's Tax Year) or until the next AGM. A director may be elected to successive terms.

If approved, conforming changes will also be made to other sections of the bylaws that reference the size of the board and the cross board membership.

Amendment Proposal #2

Amendment to the bylaws to change the description of the duties of the CFO. Submitted by current Vikings League board.

Current bylaw, Article 10, Section 1 (C):

The Chief Financial Officer: Except as otherwise specifically provided herein, the Chief Financial Officer shall only expend League funds as provided in the annual operating budget of the League (as amended from time to time) adopted by the Board of Directors or pursuant to a resolution of the Board of Directors. The Chief Financial Officer shall give a receipt for all monies which shall be deposited in a recognized bank in the name of this League. All accounts shall be paid by check and, if the amount exceeds \$250 shall bear two (2) signatures: the Chief Financial Officer's and the President's, Vice President's or Secretary's. The receipt book and vouchers shall be produced when required by the Board of Directors, properly balanced according to the bankbook or statement, whichever is up to date. The Chief Financial Officer shall be responsible for the preparing of any

and all papers pursuant to the Articles of Incorporation and tax exemption status of this League. The Chief Financial Officer shall maintain the League's account(s) separately. The Chief Financial Officer shall pay from the League's account those expenses incurred for the general administration of the League and approved by the President and not in excess of \$500, those expenses authorized by the League's Board of Directors and those other expenses as directed by CYSA, its Constitution, Bylaws, and/or Rules & Regulations. The Chief Financial Officer shall oversee the preparation and timely filing of the League's Federal and State Informational Tax Returns.

Proposed bylaw, Article 10, Section 1 (C):

The Chief Financial Officer: Except as otherwise specifically provided herein, the Chief Financial Officer shall expend League funds only as provided for in the annual operating budget of the League (as amended from time to time) adopted by the Board of Directors or pursuant to a resolution of the Board of Directors. The Chief Financial Officer shall provide a receipt and shall deposit in a recognized bank in the name of this League all monies received. All accounts shall be paid by check or wire transfer and, if the amount exceeds \$500, shall be authorized by two persons, one of whom will be the Chief Financial Officer, the President or other board member approved by the board to authorize payment. The receipt book and vouchers shall be produced when required by the Board of Directors, properly balanced according to the bankbook or statement, whichever is up to date. The Chief Financial Officer shall be responsible for preparing any and all papers required to maintain the League's status as a California Nonprofit Public Benefit Corporation. The Chief Financial Officer shall oversee the preparation and timely filing of the League's U.S. and California informational tax returns.

ATTACHMENT - K. Election of Volunteer Directors.

The slate of candidates for director submitted by the outgoing board is:

Stuart Berkowitz, current Director, Co-VP Schedules, VP Upper House and licensed referee.

Keith Engelbrecht, current Director, Co-VP Schedules and soccer coach.

Jon Hale, current Age Group Commissioner and soccer coach.

Michael Joseph, current Director and Chief Financial Officer.

Lisa Konstantinidis, current Co-VP Referees, licensed referee and soccer coach.

Clay Leighton, current Director, Co-president and licensed referee.

Shelli Meneghetti, current Director, Co-president, and soccer coach.

Po Bronson, current Age Group Commissioner and soccer coach.

Libby Rappolt, current Director, VP Coaches, soccer coach and President of San Francisco Vikings Soccer Club.

Claude Sidi, current Director, VP Commissioners; soccer coach and licensed referee.

Tree Tam, current Age Group Commissioner.

Kevin Tom, current Director, Co-VP Referees, soccer coach and licensed referee.

Sam Wilkins, current Director and Secretary.

The outgoing board realizes that this slate includes 13 candidates for the board. If Amendment Proposal #1 is not approved by the membership and all 13 candidates receive the required number of votes to be elected to the board, either one candidate will voluntarily resign or the candidate with the fewest votes will not be elected director.