

**Board of Directors Teleconference Minutes**  
**Professional Disc Golf Association (PDGA)**  
November 8, 2011

**Board Members:**

*Present:* Dave Nesbitt, Bob Decker, Dave Feldberg, Avery Jenkins, Kevin McCoy, Peter Shive

*Quorum present?* Yes

*Others Present:* Executive Director Brian Graham, Dan Roddick

**Proceedings:**

*Meeting called to order* at 8:36pm EST by Chair, Dave Nesbitt

**Old Business:**

*Meeting Minutes*

**MOTION** (Shive/McCoy)

Approve the meeting minutes of the October 2011 teleconference.

Yes: Nesbitt, Decker, Feldberg, Jenkins, McCoy, Shive

Motion passes 6-0

*Fall Summit Meeting Minutes*

The Board discussed the 2011 Fall Summit minutes. Several board members have not yet reviewed draft 3 of the minutes sent out earlier today. Minutes are missing motion on increase of stipend to Stockholm Open as 2012 PDGA Major. Other changes requested by Peter have already been shown in draft 3. Table approval until missing motion included. Will get these minutes approved asap via online motion.

*Player and Rookie of Year Process Clarification*

Discussion on poll of use of cardinal vs ordinal in 2011 POY/ROY. Nesbitt restated position of Rules committee that policy is already clear and should use cardinal method, and that wording of policy in committee's eyes is clear. Nesbitt restated concern that policy has not been changed since same issue debated in 2010, and previous board voted that the policy ambiguous at that time. Shive reluctantly agreed with Nesbitt, in spite of Ratings committee and in spite of his liaison position. He also felt that committee would not modify language of policy in its present form to address perceived ambiguity, and that it would have to be done at board level if it was to be done. Nesbitt clarified issue is not whether we should use cardinal vs ordinal calculation methods – it is whether policy is still ambiguous on subject and whether change to policy after competitive season promotes favoritism to any one candidate. Shive says past minutes do not show that current method ever formally approved by board, and proposes that we approve a set of motions to address this issue.

**MOTION** (Shive)

Approve the current published method of determination for POY and ROY award winner.

Motion does not receive a second due to no year being provided.

**MOTION** (Nesbitt/McCoy)

Approve the current published method of determination for POY and ROY award winner for current 2011 year .

Discussion ensued and group felt clarification further needed on how cardinal vs ordinal calcs would be carried out in case of ties, and that there was no need to have 3-4 separate motions, as past winners already been determined by using the policy.

**MOTION** (Shive/Feldberg)

Approve the current published method of determination for POY and ROY award winner for current 2011 year, with both cardinal and ordinal calculations being carried out, that the 2011 cardinal winner wins award if he/she at least ties in the ordinal calculation, and that the language of published document be revised to eliminate ambiguity for 2012.

Discussion ensued – Nez stated that the statement of language of document clarity for 2012 was not needed in this motion; that would be dealt with when a new document was presented, and that the tie details were not spelled out.

**MOTION** (Nesbitt/Decker)

Approve the current published method of determination for POY and ROY award winner for current 2011 year, with both cardinal and ordinal calculations be carried out, that the 2011 cardinal winner wins award if he/she at least ties in the ordinal calculation, and that if there are separate leaders in cardinal and ordinal calculations, co-awards would be awarded.

Yes: Nesbitt, Decker, Jenkins, Shive

Abstain: McCoy, Feldberg

Motion passes

Board agrees that Shive, Nesbitt, and Feldberg re-write policy to clarify language to allow for cardinal calculation only, without any significant change to the methodology of determining the POY/ROY awards, and present to the board no later than December meeting for board approval.

Roddick states that this lack of policy correction was a significant oversight by the board that should not have fallen through the cracks.

*Conflict of Interest Policy Clarifications - Nesbitt*

Nesbitt explained the challenge of potential conflicts of interest with so many top level professional competitors on the board and summarized section III.A.2 of the current policy.

A2. After disclosure of the Conflict of Interest, or potential Conflict of Interest, and all relevant facts related thereto, the Director or Officer with the conflict shall not participate in any discussions relevant to determining if a Conflict of Interest exists and, if so, how it will be addressed. Such person may, however, make a presentation at the Board or relevant Board Committee meeting to disclose the conflict and answer any questions relevant thereto, but, after such presentation, he/she shall leave the meeting during the discussion of and the vote on whether the transaction or arrangement results in the Conflict of Interest and during any discussion and vote on how to address such Conflict of Interest.

Decker questioned the wording of the policy and whether it prevented the director with the conflict from taking part in the discussion on whether a conflict exists, or only from the discussion on the topic in which the conflict exists.

Shive suggested that the board defer to the book, “Not-For-Profit Boards – A Practical Guide to Modern Governance” regarding conflicts of interest. Decker expressed his disagreement with this policy.

Nesbitt recommended that the COI Policy be clarified by rewording section III.A.2 to state a case by case basis.

## *Office Report – Graham*

### *Memberships*

As of 11/2/11, we had 16,001 active members

- First time the PDGA has exceeded the 16,000 active member level
- Compared to 14,846 members at the same time last year
- This represents a 7.8% increase in memberships thus far in 2011

### *Finances*

At the end of September 2011, the PDGA had a net financial position of \$789,278 compared to a net financial position of \$770,636 at the same time last year, representing an increase in net financial position of \$18,642.

The finances of the PDGA continue to be healthy with several months of operating expenses in reserve.

### *IT Report*

#### *New Website*

The new website continues to move forward at a steady pace. Dave Gentry feels that our weekly management meetings with Accuvant are having an impact. At our last management meeting we discussed launching the new website by Thanksgiving. This deadline is possible but there is still a lot of work left to be done.

In addition to the weekly management meeting Dave is also meeting with the Accuvant development team daily at 3pm. The goal of these meetings is obtain a daily status update and to answer any questions.

As 11/8/11 the following functionality has been implemented. Please note that these features are preliminary and need further enhancements.

- Tour Schedule
- Display of Official Results
- Player's Statistics Page
- Ratings History
- Ratings Detail

#### *BEI Membership Integration*

After discussions with Todd Breiner and Theo Pozzy we have decided to transfer membership data via a MySQL database hosted by BEI. Dave sent some security requirements to Todd about two weeks ago and he indicated in a phone call on Monday (11/7) that the database was almost ready to go. The office should be receiving the specifications sometime this week and believe the transfer of data can be tested and ready to go in two to three weeks assuming no delays.

#### *USA Ultimate Club Championships*

Executive Director Brian Graham and Board Member Rebecca Duffy attended the 2011 USA Ultimate Club Championships in Sarasota, Florida to meet with USAU staff and to observe how they manage and run their top level annual competition. USA Ultimate staff was very welcoming and accommodating and they seemed genuinely excited that PDGA representatives were in attendance to visit their event.

The Club Championships had approximately 2,000 athletes competing over four days on 30 Ultimate fields at the Sarasota Florida Polo Club. The event is similar to the PDGA Disc Golf World Championships in that it is their top level competition for club teams. The event was videotaped for release on DVD as well as broadcast live on the internet.

Meetings were held on Thursday with Executive Director, Tom Crawford and competition director, Will Deaver to discuss many aspects of the planning and management of the event. Tom and Will provided a wealth of information on how their organization handles various aspects of the event from marketing to merchandising to hosting contracts, etc.

On Friday of the event, Graham and Duffy traveled to Clearwater, Florida to meet with PDGA member Terry Roddy to discuss future tour trailer needs and to see a custom trailer that was previously owned by PGA tour golfer John Daly. Terry works for a company called Broadcast Sports that broadcasts PGA Golf events and he was kind enough to share his knowledge and experience of tour trailers with us. It was determined that the trailer we viewed was not a good fit for future PDGA needs due to how it had been customized but that the style and size of the trailer was what the organization should consider for accessibility and transportation reasons.

On Saturday a meeting was held with Baker Pratt, USAU's Manager of Education and Youth Sports to discuss their strategy and methods in getting Ultimate introduced to schools, as well as discussions on the AAHPERD (American Alliance for Health, Physical Education, Recreation and Dance) National Convention and Exposition and recommendations for attending. AAHPERD is the largest organization of professionals supporting and assisting professionals involved in physical education, recreation, fitness, sport and coaching, dance, health education and promotion, and all specialties related to achieving a healthy and active lifestyle.

Additional meetings were held over the weekend with Pad Timmons of Discraft, Jason Puckett of the Sarasota Sports Commission, Tim Willis of the Sarasota Sky Pilots Disc Golf Club, and Mike Barnett of SunKing Disc sports to discuss the Tour del Sol and other promotional initiatives.

The visit was very educational in terms of learning how other organizations plan and manage their events, and how the PDGA can implement similar ideas at our future World Championships. The visit was also successful in demonstrating to USA Ultimate, our commitment to working and communicating with them for the betterment of all disc sports.

#### *Banking Resolution*

SunTrust Bank has requested a corporate resolution and certificate of incumbency from the PDGA in order to open a corporate credit card account. A copy of this document has been uploaded to the Board Yahoo Group for review and comments. The office requests that that the required resolution be passed at the November teleconference.

- End of Office Report

#### **MOTION** (Decker/Nesbitt)

That the following corporate resolutions as required by SunTrust bank to open a commercial credit card account be passed with the President, Treasurer, and Executive Director as signatories:

RESOLVED, that this corporation enter into a commercial credit card account ("Card Account") relationship with SunTrust Bank ("Bank"); that any one of the officers of this corporation listed below be and is hereby authorized to enter into, execute and deliver in the name of and on behalf of the corporation the agreements, documents, or other instruments deemed reasonable or necessary to establish and administer the Card Account; and that this corporation shall be bound by the terms and conditions of said agreements, documents, or other instruments as the same may be amended from time to time.

RESOLVED FURTHER, that the corporation shall furnish to the Bank a certified copy of these resolutions, which resolutions shall continue in full force and effect until written notice of the rescission or modification of the same has been received by the Bank, and the Bank has had reasonable time to act

on such notice, and shall furnish to the Bank the names and specimen signatures of the officer(s) named herein, and those persons from time to time holding such positions.

Yes: Nesbitt, Decker, Jenkins, Shive, McCoy, Feldberg  
Motion passes 6-0

### *Committee Reports*

Tech Standards – Disc & Target Certifications - Graham

#### **MOTION** (Shive/Decker)

Certify the TSC disc approval of the Legenda by ProDiscus, the Cannon by Legacy Discs, and the L13 by SkyQuest.

Yes: Nesbitt, Decker, Jenkins, Shive, McCoy, Feldberg  
Motion passes 6-0

Discipline – Nesbitt reported on an incident in Colorado currently under review by the committee.

Competition – Jenkins reported no activity.

Course Design – McCoy reported no activity.

Education – McCoy reported no activity.

International & PDGA Europe – Feldberg reported on the recent annual teleconference between PDGA Europe, International Program director Brian Hoeniger, and Executive Director Brian Graham, and PDGA Europe's request for a policy to address ratings manipulation.

IT – Nesbitt reported on revisions to the iPhone app and development on the Android app.

Nominating – Roddick reported that he received firm commitments from current members of the nominating committee to review the elections procedures and to make recommendations at the December board teleconference. Roddick also reported progress on the ongoing archives and history project and that it would be launched in conjunction with the launch of the new website.

Ratings/Stats – Shive reported that the earlier discussions on Player and Rookie of the Year process was all.

Rules – Nesbitt reported that the committee's feeling on video evidence is that it's legitimate to use it as the basis for making a call. Of course, care must be exercised with the timing. For example, the call must be made before the tournament is done. It is simply another form of visual evidence, in their opinion.

#### **MOTION** (Shive/Decker)

Approve the Rules Committee recommendation on the use of video evidence as it relates to specific rules Q&A number 36.

Discussion ensued.

Yes: Shive

No: Nesbitt, Decker, Jenkins, McCoy, Feldberg

Motion does not pass.

The Rules Committee would also like to undertake a significant rewrite for 2013. There is a lot to clean up, as well as reorganize. Before the end of the year, with the Board's go-ahead, the committee will come up with a proposal. If approved, they will move forward. If not, they will proceed with a normal revision consisting of individual changes.

Senior – Nesbitt reported on senior games discussions and coordination with Jack Kelly and Don Dillon.  
Youth – Feldberg discussed George Alvarez in Miami Florida and his future youth initiatives.

*Marco Polo Program Formalization - Nesbitt*

The Board discussed board member involvement in the program and the potential conflict of interest challenges it posed.

**MOTION** (Feldberg/Decker)

Approve the Marco Polo Program as presented by Brian Hoeniger with modification to application to remove the limitations for office staff, consultants and board members.

Yes: Jenkins, Decker, Feldberg

No: McCoy, Shive, Nesbitt

Motion does not pass.

**MOTION** (Feldberg/Decker)

Approve the Marco Polo Program as presented by Brian Hoeniger with disclosure in application required if the project is to include office staff, consultants, or board members.

Yes: Nesbitt, Jenkins, Decker, Feldberg, McCoy

No: Shive

Motion passes 5-1

*PDGA Store Update – Graham*

Brian Graham gave an update on the launch of the new PDGA online store and PDGA Merchandise store. Both should be ready to launch within the next 2 weeks and a website story will announce the launching of the two new stores.

*PDGA Banking & Investment Recommendations - Decker*

Bob Decker gave the Board an update on the plan for investments in 2012. Bob and Brian Graham will be bringing options to the Board following the 2012 budgeting process which is currently underway. Brian Graham reported that he met last week with financial manager Thomas Kilpatrick to discuss investment options.

*Appointment of Board Members - Discussion*

Dave Nesbitt discussed three potential appointees whose names had been mentioned by current board members over the past couple of weeks. Discussion ensued as to what type of skills the board felt were needed by the organization and whether any of the three persons being discussed would meet these needs.

**MOTION** (Feldberg/Decker)

Appoint Mark Ellis to fill the vacant board position of Cale Leiviska, subject to his acceptance.

Discussion ensued.

Yes: Nesbitt, Decker, Jenkins, McCoy, Feldberg, Shive, Duffy (post meeting)

Motion passes 7-0

Discussion ensued on the need for the board to define and approve the board position of Bob Decker.

**MOTION** (Shive/Feldberg)

Appoint Bob Decker to a 2-year appointed position on the PDGA Board of Directors.

Yes: Nesbitt, Jenkins, McCoy, Feldberg, Shive, Duffy (post meeting)

Abstain: Decker

Motion passes 6-0, 1 abstention

*Policies & Procedures Manual – Nesbitt*

Dave Nesbitt requested that each Board member adopt a section of the policies and procedures manual to review and refine.

Nesbitt – Policies and Procedures Manual

Shive – Board Rules of Order

Decker – Tax Return Review Policy, Whistle Blower Policy

McCoy – TBD

Jenkins - TBD

Feldberg – Awards policy

Duffy – Media Policy

Graham - Board of Directors Meeting Minutes, Office Process Schedule

Roddick – Board Officer Election Policy

*Update from Disc Festival Committee – Nesbitt*

Dave Nesbitt reported that the initiative to plan 2-3 disc festivals in 2012 has been tabled.

*Memberships for 2012 Update - Graham*

Brian Graham gave the Board an update on membership initiatives that are being planned for 2012 using the target membership marketing process that was proposed by the office and approved by the Board at the Fall Summit. The first two groups to be targeted will be members of USA Ultimate and PDGA members who were current in 2010 but not current in 2011.

*PDGA League Program – McCoy*

Kevin McCoy gave the Board an update on the development of the PDGA League Program and pointed out that there were currently three areas to be better defined.

1. Alcohol – Will alcoholic beverages be allowed under this program if legal in the park? Brian Graham was directed to review with our attorney and tour insurance company.
2. Profit Sharing with the host club.
3. Membership discounts or coupons.

McCoy was asked to compile the key features of the proposed program into a one page document for Board review.

*2012 Budgeting Process - Graham*

Brian Graham gave the Board an overview and schedule of the budgeting process for the 2012 season, which will include several reviews by the Board and should be completed for approval in December.

**New Business:**

*Rules Variance Request for 2012 USDGC - Graham*

Brian Graham gave the Board an overview of the rules variances requested by Harold Duvall for the 2012 USDGC. Dave Nesbitt discussed recent communications regarding challenges in creating accurate ratings for the 2011 event. Discussion ensued and the Board voted to table the matter until the December meeting so they would have time to properly review all of the information.

**MOTION**

To adjourn the meeting and enter into executive session.

Yes: Nesbitt, Decker, Jenkins, Feldberg, Shive, McCoy

Motion passes 6-0.

Meeting adjourned at approximately 11:48pm EST