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## SPECIAL MEETING MINUTES

April 24, 2020

8:00 pm – 8:20 pm MST

### Voting Members Present

Lorenzo Washington - Lead Director/Incorporator/Interim President

Julie Washington - Director/Incorporator/Secretary

Keva Washington – At Large Member

### Call to Order

Lorenzo Washington called the meeting to order.

### Discussion/Vote - Prior Meeting Minutes

Lorenzo Washington requested that the board review the special meeting minutes from August 23, 2019, for approval. No questions, comments, or adjustments were brought forward. A motion to formally approve the minutes was made.

Motion: Julie Washington

Second Motion: Keva Washington

Vote: None opposed

Motion approved

## Discussion/Vote – Resolution 20-04-21

Lorenzo Washington read out loud Resolution 20-04-21.

Lorenzo explained that in an effort to comply with the federal government's guidelines that corporations granted 501(c)3 status begin the process of the founders turning over their power by appointing or electing a president or full board within 1 year of incorporation, he and co-founder Julie Washington had many discussions about who would be a good president for Spike Up Athletics. He reminded the board that Spike Up Athletics was incorporated on May 27, 2019.

Lorenzo stated that Spike Up Athletics' Bylaws were written to allow the founders the authority to elect the first president of Spike Up Athletics because it was important for him and Julie to find someone who was willing to work very closely with the head coach, which role Lorenzo currently serves in, and act in the best interest of the club and take into consideration his and Julie's wishes as founders. He stated that he and Julie fully intends to keep an arm's length relationship with the club as defined in club Bylaws but as founders they feel like they've earned the right to always have their voices heard and have their wishes taken into consideration by the president or full board.

Lorenzo stated that he and Julie considered a few people to serve as president: Jessica Krzemien, Jana Goode, Todd Goode, Leslie Pineda, Tiffany Adams, and Jamie Miller. He stated that after many hours of discussion, he and Julie decided that their first choice would be Tiffany due to the interest she has shown in helping the club succeed and always willing to lend a helping hand.

Lorenzo stated that he and Julie had an Internet meeting with Tiffany on Saturday, April 11, 2020 and shared their thoughts and vision for the club, explained why they structured the club the way they did, and offered her the role of president. Lorenzo stated that he and Julie did not want to force Tiffany into an immediate decision and thought it was best if they gave her a little time to think it through.

Lorenzo stated that the club's organizing documents and Bylaws were emailed to Tiffany for her to read and aid her in deciding.

Lorenzo stated that Tiffany contacted him and Julie on Friday, April 17, 2020 to inform them that she would be happy to serve as president of Spike Up Athletics.

Lorenzo asked the board if they had any questions, issues, or concerns with his and Julie's desire to appoint Tiffany to the presidency.

Keva Washington asked if Lorenzo and Julie were sure if Tiffany was the right person for the position, and if they were 100% sure she understood all the hard work and money they put into starting Spike Up Athletics.

Julie Washington stated that she doesn't know Tiffany as well as Lorenzo because she didn't have an opportunity to go to track meets this past winter and get to know her personally but was satisfied with the decision based on information she's received from Lorenzo and Caleb. Julie stated that she and Lorenzo does not really know any of the parents they were considering that well, but Tiffany seemed like the most logic choice to her based on what she learned from Lorenzo and Caleb.

Lorenzo agreed with Julie and stated that regardless, the board only has until May 27<sup>th</sup> to try and comply with federal guidelines and make an appointment, and from what he's gotten to know about Tiffany, he was very comfortable with his and Julie's decision to ask if she'd be interested in being our president.

Keva stated that if Lorenzo and Julie feel comfortable about their decision, she will support it.

A motion to formally approve Resolution 20-04-21 and elect Tiffany Adams as Spike Up Athletics' first president was made.

Motion: Julie Washington

Second Motion: Keva Washington

Vote: None opposed

Motion approved

Lorenzo asked if there was any other important business the board needed to consider at this time, and there was none.

Julie stated that she would begin the process of filing Spike Up Athletics' annual report with the Idaho Secretary of State to reflect Tiffany as the club's president, and the board agreed with that decision.

Julie stated that annual reports can be filed at any time so as soon as the board elected other new members, she would file a new report at that time. The board agreed.

Meeting Adjourned

Meeting adjourned at 8:20 pm