

WINCHESTER HOCKEY PARENTS ASSOCIATION, INC.

MINUTES OF ANNUAL MEMBERSHIP MEETING

May 19, 2008

Attendees Directors - Tom Troiano, Hugh Mullin, Jim Kiley, Denis O'Donnell, Roland Goff, Steve Tucci, Bill Redler, Brud Houllahan, Ron Martignetti, David Hennessey, Carl Pasciuto,

Members Michelle Murray-Ross, Franz Eberth, Kathy Donaldson, Daniel Palmer, Phil Wallace, Steve Keating, Stephen Muller, Steve Patalano, Nancy Lehrer, Chris Parker, Bill Goodwin

President Tom Troiano opened the meeting at 7:06 PM, Tom noted that this meeting is both the May Board of Directors Meeting and the Annual Membership Meeting.. By a poll of WYH Board of Directors members present, it was determined that a quorum was present to allow for the transaction of business.

Minutes from April Meeting

The Minutes of the April meeting were reviewed. No corrections were noted. Denis O'Donnell made a motion that the Minutes as recorded be accepted. The motion was seconded by Steve Tucci. The motion was unanimously approved by the Board and the Minutes of the April 2008 meeting were entered into the record.

Treasurer's Report

Hugh Mullin presented the report as follows.

The Winchester Savings Bank on-line statement showed as of today, a checking account balance of \$16,528.74. The balance in the 12 month Certificate of Deposit is \$153,326.58 and the rolling 6 month CD has a balance of \$34,143.36. The total cash on hand is \$203,998.68.

Hugh stated that we should we should show a surplus of revenues minus expenses of approximately \$5,000 from hockey operations. He stated that considering that we are do \$400,000 in revenue, that this is what we aim for - a break even season.

When interest income and donations are considered we will have an estimated \$12,000 – \$15,000 in revenues in excess of expenses.

Hugh said that he wanted to thank Chris Parker for obtaining a \$750 contribution from Verizon, his employer. This is the 3rd or 4th year this donation has been made.

Hugh also thanked the Ron Martignetti family for their \$1000 donation to fund the two Anthony Martignetti scholarships.

Ron Martgnetti made a motion to accept the Treasurer's report. David Hennessey seconded the motion, which was unanimously approved by the Board.

Coaches Committee

Ron Martignetti reported that there was one small matter remaining that occurred after the hockey season that would be closed out.

Tom said that there are still two coaching openings to be filled for next season – the Girls U10 team and the ½ season midget team.

Mass Hockey/District 9

Nothing to report

Model for Boys/ Open Travel Program

Tom Troiano stated that at the last Board Meeting the Board had voted to change the model of the Boys / Open program. Each team will play a 45 game regular season schedule in one league; previously each team played 30 regular season games in each of two leagues.

Tom said that tonight he hopes to decide which league each team will play in.

Ron Martignetti asked if the select programs, that each of the leagues runs, require league participation. The consensus was that the Leagues do not require participation to try out for their select teams.

Tom stated that he thinks that the Squirts and Mites should play in the Valley League and the Pee Wees and Bantams should play in the Dual State League. They are both good leagues. Tom thinks that there is some value in keeping each age bracket in the same league. In the Valley League every team makes the playoffs, the younger players will appreciate this more than the older ones.

Denis O'Donnell said he thinks it would be wise to continue to place teams in both leagues.

David Hennessey stated that if we want to split the teams up evenly between the Leagues we might want to consider placing the Mite C team in the Dual State League. The Mite C team plays a 30 game schedule in one league.

Chris Parker said that he thought the Mite C team should stay in the Valley League due to the fact that the kids really enjoyed the playoffs.

Hugh Mullin made a motion that we place all of the Mite and Squirt teams in the Valley League and all of the Pee Wee and Bantam teams in the Dual State League. Denis O'Donnell seconded the motion, which was unanimously approved by the Board.

Girls-only Program

Denis O'Donnell reported that six people from WYH attended the MYCGL end of season meeting.

One item that was discussed was girls playing on multiple teams. This previous season several girls were on two different rosters, one for a town team and one for a "select" team. Denis reported that it appeared the league would allow girls to be on two rosters, but if the teams were to be placed in the same bracket the girls would have to declare which team they would play for when the teams played each other head to head. This declaration would be for the entire season including the playoffs.

The girls coaches would be contacting their teams to ascertain which girls wanted to participate in the Optional Girls Valley League.

Proposal for Web Site Upgrade

Tom Troiano passed out copies of a proposal for upgrading the WYH web site from Harbinger Corp. Tom re-capped the proposal and recommended its approval.

The scope of work includes:

- Entering and displaying schedules for games and practices.

- Entering and displaying news items and notes
- Updating the appearance of the web site.
- Improved management of administrative permissions.
- Simplified code in programs in payment System that interact with the database.
- Greater password protection for Payment System.
- Improved method for entering and displaying sponsors on web site.

The cost of the items individually is \$7000, but if all are done together the price would drop to \$6300.

Rom Martignetti said he would like to see the web site be more entertaining.

Bill Goodwin commented that we should check to be sure we are PCI compliant. This is a security standard used for on-line payments.

Brud Houllahan asked about the price and wanted to know if we had received prices from anyone else. Hugh Mullin stated that Ed Interest, president of Harbinger Corp., designed our web site and knows it very well.

Michelle Murray-Ross, said that she works in the web site field and she felt that this was a very good price.

Tom Troiano explained that Ed Interest, had previously designed the baseball web site, basically does this as a hobby and feels that he is giving us a fair price on the web site upgrades.

A motion was made by Denis O'Donnell to proceed with the web site upgrade and accept Harbinger Corp.'s proposal, and to allow Tom Troiano to agree to any changes in the scope of work that might be required. The motion was seconded by Hugh Mullin and unanimously approved by the Board.

New Business

No new business.

By-Laws

Tom explained that we now are entering the Membership or Annual Meeting part of the Meeting.

Tom Troiano noted that to change the By-Laws we must have 2/3 of the members in good standing who are in attendance at the Annual Meeting vote to approve. Hugh Mullin confirmed that all in the room were, in fact, members in good standing.

The Board of Director recommends approval of all three of the proposed By-Law changes.

The first proposed change is the organization's Fiscal year. Tom Troiano stated that the State had forced us to change our accounting system to an accrual based system from a cash based system. In order to bring our fiscal year in line with our operation, the proposal is to change our fiscal year to end on June 30.

The following By-law change was voted on by and unanimously approved by the members.

1. Change in Fiscal Year

Existing By Law

Section Eight. The Fiscal Year of the Organization shall begin January 1 and end on December 31 of that year (hereinafter referred to as the "Fiscal Year"). The Hockey Season shall begin on June 1 and end of May 31 of the following year (hereinafter referred to as the "Hockey Season").

Proposed By Law

Section Eight. The Fiscal Year of the Organization shall begin **July 1** and end on **June 30** of the **following** year (hereinafter referred to as the "Fiscal Year"). The Hockey Season shall **also** begin on **July 1** and end of **June 30** of the following year (hereinafter referred to as the "Hockey Season").

Tom explained that with the increase in number of Director's several years ago it seemed appropriate to increase the minimum number of Director with children in the program. The following By-law change was voted on by and unanimously approved by the members.

2. Change in Number of Directors with Children Participating in the Program

Existing By Law

Section Two. A Board of Directors consisting of not more than fifteen Directors shall manage the business of this Organization. At least 4 of the fifteen Directors shall have children actively skating in the program.

Proposed By Law

Section Two. A Board of Directors consisting of not more than fifteen Directors shall manage the business of this Organization. At least **6** of the fifteen Directors shall have children actively skating in the program.

Tom explained that the board thought there should be a level of penalty added that would be short of dismissal.

Ron Martignetti said that any penalty should encourage attendance.

The following By-law change was voted on by and unanimously approved by the members.

3. Proposed New Censure Rule

Existing By Law

Section Six. Upon a vote of two-thirds of all of the Directors, any Director or Officer may be removed with cause, after reasonable notice and an opportunity to be heard is provided to such Director or Officer. Notwithstanding the foregoing, failure to attend either (a) three (3) consecutive Board meetings without advance notice to the President or Secretary, or (b) at least fifty percent (50%) of the meetings of the Board during any Hockey Season, shall be considered cause for removal from the Board.

Proposed By Law

Section Six. Upon a vote of two-thirds of all of the Directors, any Director or Officer may be removed with cause, after reasonable notice and an opportunity to be heard is provided to such Director or Officer. Notwithstanding the foregoing, failure to attend either (a) three (3) consecutive Board meetings without advance notice to the President or Secretary, or (b) at least fifty percent (50%) of the meetings of the Board during any Hockey Season, shall be considered cause for removal from the Board.

Upon a vote of two-thirds of all the Directors present, the Board may choose to publicly censure any Director whose actions, while not necessarily cause for immediate removal, are determined to be inconsistent with the purposes of the Organization and/or are considered unbecoming of the position of a Director. Once voted, this action shall be entered into the Minutes of the meeting at which it was voted, and, within a period of one week, the President shall forward a written or electronic notice of Censure to said Director, outlining the cause for censure.

The Censure shall be accompanied by a Suspension, of time equal to the number of days between the date of Censure and the date one day prior to the third subsequent meeting of the Board. The Director shall not be allowed to vote on any Board motions during this period of Suspension.

Election of Directors

Tom Troiano noted that nine members had been nominated for Director at the April meeting but two, Jamie Hintlian and Ron Martignetti, had decided to decline the nomination. Ron decided just this past weekend, so his name is still on the ballot.

Tom thanked Ron for his enormous contribution to the program. Ron has done more than anyone else for the program, as a player, coach director and president.

Tom thanked Ron for the tremendous amount of help that Ron had given him over the years.

Denis O'Donnell said that if it were not for Ron Martignetti's efforts the Flynn rink would not be in existence today. Denis said he is extremely grateful for Ron's service to the program.

The following are the nominees with their bio as it appeared on the ballot:

Ed Ducharme (candidate for re election)

Ed Ducharme has been involved with Winchester Youth Hockey as a Learn to Skate Instructor for two years, Tri City head coach for three years and as the head coach of three travel teams. In addition, Ed has served as an assistant coach for numerous teams. This past season Ed was the head coach of the Squirt B team. Ed is currently a level 3 certified USA Hockey Coach. As a Director Ed's duties have included Learn to Skate and the Annual Awards Banquet. Ed has also helped out with En Ka parade organization in prior years. Ed suggested the review and editing of the corporation's By Laws at a Board of Directors meeting. The By Laws were eventually rewritten by a committee and voted on and approved. Ed helped with the organization and set up of the 50th Anniversary Casino Night. Ed has two children in the program - Squirt and Midget. Ed owns his own landscaping business in Winchester.

Brud Houllahan (candidate for re election)

As a life long resident of Winchester Brud grew up participating in the Winchester Youth Hockey Program. Brud played for approximately 10 years in the program. Brud's son is now the next generation of WYH players. Brud has been on the Board of Directors for two years and currently serves as a member of the Coaches Committee. Brud is employed as a police officer in Winchester.

Steve Keating

Steve has been involved in Winchester Youth Hockey for the past eight years. He and his wife, Mary, have three children who have participated in the Winchester Youth Hockey program. Two of their children currently participate at the Mite and Bantam levels. In 2007/2008, Steve served as Tri-City coordinator for 3 Winchester teams. Additionally, he coached the Mite Tri-City Coyote team and was an assistant coach for the Pee Wee A team. Since 2000/2001, Steve has participated and coached in Learn to Skate, Learn to Play Hockey, Tri-City, Squirt and Pee Wee levels. He has also been involved in the Winchester Soccer Club as a coach and as the Age Group Coordinator for the U6 and U7 boys' soccer program as well as having coached in the Sagem Youth Baseball program since 2000. Steve has been employed by Fidelity Investments for the past twenty two years serving in various management roles in marketing, investment management, client management and sales. Currently, he runs Fidelity's Large Corporate Market Business Development group.

Jim Kiley (candidate for re election)

Jim has been on the Board of Directors for two years and currently serves as Secretary of the Corporation. Jim has also worked on the very successful Mardi Gras Winchester Youth Hockey fundraiser. Jim has been involved in coaching for Winchester Youth Hockey for the past six seasons. Jim has experience as an assistant and head coach with both the Boys/Open division and the Girls-Only division. Jim has four children in the Program (Mite, Pee Wee and Girls U14). Jim played college hockey at Tufts University. Jim and his family have lived in Winchester for the past 12 years.

Ron Martignetti (candidate for re election)

Ron Martignetti has been involved with WYH as a player, coach, parent and Director for over 40 years. Ron has served as President three times and currently serves as Controller of the Corporation. Ron was a co author of the new WYH By Laws and is a Board Member of the Friends of Flynn Rink, Inc.; a group that is working to become the management group for the Flynn Rink. Ron has served as a consultant to Mass Hockey on several legal issues. Ron co-authored Mass Hockey's discipline section. Ron has children in our boys Mite, Bantam and Midget programs. Ron currently serves as the Chairman of our Coaches Committee. Ron practices law in Woburn.

Hugh Mullin (candidate for re election)

Hugh has been involved with Winchester Youth Hockey since 1999. Hugh has been a member of the Board for seven years and currently serves as Treasurer of the Corporation. Hugh has served as Treasurer for the last four years. Prior to that Hugh served as Controller. In the summer of 2003 Hugh and Tom Troiano undertook a major effort to review and analyze the finances of Winchester Youth Hockey. The result was a major overhaul of the finance function. Hugh has also been actively involved in fund-raising for the last six years. Hugh has coached at the Mite, Squirt, Pee Wee and Girls levels in the program and two of his children are playing Winchester Youth Hockey at the Bantam and Girls U12 levels for the upcoming season. Hugh's family has lived in Winchester since 1995.

Chris Parker

Chris is a lifelong Winchester resident who played youth hockey at every age group in the Winchester Youth Hockey Program. He still plays competitive hockey with many of his contemporary WYH alumni and several current WYH parents. In addition to playing in the WYH program as his primary team, Chris has the perspective of concurrently playing on the Middlesex Islanders and Junior Braves select teams, and also playing on the McCall Junior High hockey team, as well as the St. Eulalia's and St. Mary's CYO teams. His children will return to the WYH Squirt and Pee Wee teams in 2008-2009. In addition to coaching Winchester Youth Soccer, Chris has coached WYH teams over the past four seasons at the Tri-City, Mite and Squirt levels, focusing his coaching style on fun, teamwork and skill development. Chris holds masters degrees in Education and Business and played his high school hockey at Matignon and college hockey at Colby College. Chris is an Engineering Manager in his 22nd year at Verizon in Boston, and has 42 engineers reporting to him.

William J. Redler Jr. (candidate for re election)

Bill has been involved with the Winchester Youth Hockey for six years. Currently, Bill has a son at the Squirt level. For the 2007-2008 hockey season Bill was an assistant coach for the Squirt A's. Bill will be coaching the Squirt A's for the 2008-2009 season. Bill also serves as the program's goalie director/evaluator. In high school Bill played hockey for Malden Catholic High School as a goalie. Bill also played at St. Anselm College. Prior to living in Winchester, Bill was involved with East Boston Youth Hockey as part of their Coaches Committee. Bill is employed by the DiSilva Companies which is a large Trucking Company in the North East. Bill manages 75 truck drivers and performs Business Development activities for the Somerville Terminal.

Tom Troiano said that we must have three inspectors of the Election who are not on the ballot. In addition, the By-Laws require us to select at least one non Director if there are other members in attendance. Tom pointed Denis O'Donnell, Nancy Lehrer and Steven Patalano as Inspectors of the Election.

The following were elected to serve two-year terms as Director: Ed Ducharme, Brud Houllahan, Jim Kiley, Hugh Mullin, Bill Redler, Steve Keating and Chris Parker.

The following Directors were elected in May 2007 and are serving terms that end in May 2009: John Addonizio, Roland Goff, David Hennessey, Erik Knutzen, Denis O'Donnell, Carl Pascuito, TomTroiano and Steven Tucci.

Election of Officers

Tom Troiano said that this meeting marks the last meeting of the past hockey season. Because of the term limits clause in the by-laws, this is his last meeting as President of the organization.

Tom thanked:

Members

- For their support and commitment to our program over the years.
- For their financial support of our fundraising events.
- All of our members who assisted with our major fundraising events and banquets.
- All those who took the time to call or email. Even when we disagreed our program is stronger for all of those interactions.
- Our members who've attended these meeting.

Coaches

- For coaching an incredibly long season with lots of schedule conflicts
- Lots of administrative paperwork
- Coaches are "Winchester Youth Hockey"
- Those coaches who coach a team every year. I'd particularly like to thank David for his 13 years of service to our Bantam A team.

Board of Directors

- Past and Present
- All those who spearheaded our fundraising activities – Hugh, John, Carl.
- Ed and Denis for all their efforts with the annual awards banquet.
- The Girls Program Directors – Glenn Mills, Denis O'Donnell, Steve Tucci and Jim Kiley for all their efforts with our Girls Program and for putting up with me when all my questions/suggestions didn't make sense because he doesn't have daughters.
- Fred Cammon, Chris Goodyear and Nick Mitropoulos for all their service. All three continued to serve the program after retiring from the Board. Tom and Erik Knutzen thank Chris for meeting with them on 2-3 evenings this past fall to teach them how to use the Registrar software.

For Special Thanks

- Tom said that he may have had his hands on the steering wheel these three had their hands on his shoulder. Tom thanked them for all their work, guidance, wisdom, etc. Most importantly, he thanked them for always telling him the truth even when it wasn't easy.
- Special thanks to Denis O'Donnell, Ron Martignetti, David Hennessey and Hugh Mullin

As Tom's last act as President he nominated David Hennessey for President for the coming year. The nomination was seconded by Denis O'Donnell.

Tom asked if anyone wanted to nominate someone else. No one else was nominated. David Hennessey was unanimously elected as President.

Denis O'Donnell said thank you to Tom, he said that no one has worked harder for the program.

Ron Martignetti said that the job of President has blossomed into a very complex job, and he expressed his undying gratitude to Tom.

Denis agreed that the presidency has become a year round commitment and that Tom has made Winchester Youth Hockey a model organization.

David Hennessey thanked the Board and proposed the following slate of Officers for the 2008-2009 season:

Vice President: Tom Troiano

Controller: Hugh Mullin

Treasurer: Jim Kiley

Secretary: Roland Goff

David's slate of Officer's was seconded by Denis O'Donnell and unanimously approved by the board.

David welcomed the new directors and said that there would be a slightly increased participation by directors in the coming season.

David said the President's job has become a very complex position and noted that he would be starting a new job in September.

David said he would be in touch with the directors to go over their assignments, in the coming weeks.

Adjournment

Denis O'Donnell made a motion to adjourn the meeting. The motion was seconded by Jim Kiley and unanimously approved by the Board. The meeting was adjourned at 8:25 PM.

Next Meeting

The next meeting of the WYH Board of Directors is scheduled for Monday June 16, 2008 at 7:00 PM in the Winchester High School Cafeteria.