

1. Call to Order & Roll Call

President Pam Sloan called the meeting to order at 10:08 am and introduced Directors, Election Committee Members and staff in attendance. She also introduced Sam Bavely of Corporate Election Services, the company engaged by USTA NorCal to manage the election of directors on behalf of NorCal. Mr. Bavely announced there were 11 total proxy holders representing 52.30% of the Voting Members present at the meeting. He declared that a quorum of Voting Members were present by proxy and the business of the Annual Meeting could proceed.

2. Approval of Minutes

A copy of the minutes from the 2023 USTA NorCal Annual Meeting held November 4, 2023, was distributed to the Voting Members present by proxy. There being no objection to foregoing the reading of the minutes, the Voting Members present by proxy proceeded to consider approval of the minutes. Following opportunity for discussion, the following motion was duly made, seconded, and unanimously **approved**.

RESOLVED: That the minutes of the 2023 USTA NorCal Annual Meeting held November 4, 2023, be approved as presented.

3. Appeals

Executive Director Summer Verhoeven announced that there were no appeals to be considered.

4. Secretary's Report

Secretary Andrea Norman reported that the USTA NorCal Board and its committees post approved meeting minutes to the USTA NorCal website and that they are an excellent source of information related to the business of the Organization.

5. Treasurer's Report

Treasurer Nancy DeSchane reported that USTA NorCal's Form 990 is available once filed on the Association's website. She also reported on the 2023 Moss Adams audited financial statements that were distributed to attendees.

- Ms. DeSchane reported that the auditors issued an unqualified opinion that the financial statements are fairly presented in accordance with generally accepted accounting principles.
- The balance sheet shows total assets of \$7,329,656 with a cash balance of \$4,660,394 and fixed assets of \$1,587,300 Total net assets were \$6,636,672.
- The 2023 income statement shows total revenues of \$6,836,399 and changes in net assets of \$867,863.

6. Committee Reports

President Sloan directed attention to the packet of reports distributed to the attendees that had been prepared by each NorCal committee chair on the progress made during the year and the work planned for 2025.

7. Old and New Business

No old or new business was considered at the meeting.

8. Election of Directors

Ms. Verhoeven re-introduced Mr. Bavely. Mr. Bavely noted that proxies representing a quorum of votes had been submitted and gave the following report on the proxies received:

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|--|--------|---------------------------------------|
| • Outstanding NorCal Votes: | 11,828 | |
| • Total Organization Members | 356 | |
| • Votes Represented at the Meeting by Proxy: | 6,186 | |
| • Quorum of Proxies Present: | 52.30% | |
| • Maximum Cumulative Votes to be Cast: | 49,488 | (6,361 x 8 candidates to be elected) |
| • Proxies Submitted in Secretary's Name: | 34,168 | (6,186 x 8 candidates to be selected) |

Ballots were distributed to proxy holders and the procedure for voting was described, which included instructions to turn ballots into a member of the Nominating Committee and that any question regarding a proxy should be brought before the Nominating Committee.

Ms. Verhoeven read the names of the candidates proposed for election by the 2024 Nominating Committee: Andrea Barnes, Anoosh Davoudzadeh, Nancy DeSchane, Mike Dickey, Cheri King, Samir Mahir, Mylene Martin

and Caroline Sheu. Other nominee not selected for the slate, but who is eligible to receive votes is: Hunter Gallaway.

One hour was allotted to the voting process pursuant to the election procedures. The meeting went into recess when voting began at 10:21 am.

At approximately 10:55 am, President Sloan reconvened the meeting. Mr. Bavely read the names of the candidates elected to the board and the number of cumulative votes received:

Andrea Barnes	6,768
Anoosh Davoudzadeh	7,336
Nancy DeSchane	6,104
Mike Dickey	5,864
Cheri King	5,924
Samir Mahir	5,524
Mylene Martin	6,044
Caroline Sheu	5,896

Mr. Bavely also noted that the candidate not on the slate, but who was eligible to received votes, Hunter Gallaway, received 28 votes.

President Sloan congratulated the new directors and thanked the Election Committee and Mr. Bavely for their services.

There being no announcements, the meeting was adjourned at approximately 10:57 am.

Respectfully submitted,
Andrea Norman
Secretary