

Board Meeting 27 Apr 2012 Minutes

1. Meeting Commenced: 8:15 pm with quorum
2. Board Members:
 - a. Present: S. Mueller (Program Director)
E. Dayoff (Treasurer)
D. Franck (Booster Chairperson)
D. Kleinfelder (Boys Athletic Director)
C. Witker (Facility Manager)
C. Roberts (Advertising Director) – voted in since last meeting
A. Seltsam (Concession Director)
J. Rader (Spring AAU Director)
T. Minnich (Rec League Director)
T. Maloney (Member at Large)
M. Lyle (Future Stars Director)
R. Young (Web Site Administrator)
J. Kitchen (Fall League Director)
A. Zimmerman (Member at Large)
 - b. Absent: A. Root (League Director)
C. Moore (Girls Athletic Director)
 - c. Guests: Brian Kruse (Stars Lawyer)
3. This was a special meeting called to discuss the Letter of Intent (LOI) presented by Ohio South Youth Sports Space Inc (OSYSS) in terms of leasing/own the Stars Research Park property. The meeting was closed to the public.
4. Brian Kruse stepped through the LOI on the different sections addressing comments from the different board members to ensure protection of the Stars rights.
 - a. Brian Kruse explained the lease back options if the OSYSS purchases the building with Stars ensuring rights to rent court time, buy back the facility, and the Stars obtaining any profit from the building sale.
 - b. Tom Maloney explained the reason for the 12% interest rate on OSYSS loan was because the OSYSS is a risk with no funds and the Stars were taking a risk by providing all the up front costs.
 - c. OSYSS purchased to own option will be at the 50 year point with no early payoff opportunity.
 - d. OSYSS will assume all financial liabilities including mortgage, utilities, insurance, maintenance, and taxes.

- e. Stars will have first rights to court usage, but it will be expected that Stars will define their winter needs each year to give OSYSS the opportunity to rent the courts.
- f. A discussion occurred on the potential benefits of joining the Green Giving program to receive funds from potential donors.
- g. A discussion occurred on cleaning up the language in Paragraph 5 (TERMS OF THE LEASE) of the LOI to make sure the interest rate paid by OSYSS was on the loan rate.
- h. A discussion occurred on the signage and it was agreed that OSYSS would be responsible for allowing the signage on the building to meet Beaver Creek city codes as long as it doesn't allow competing basketball organizations.
- i. Section 13 (FEES CHARGED TO LANDLORD (STARS) FOR COURT RENTAL) was discussed that it wasn't defined. It was recommended to put a value for the rental. The Stars will recommend a max \$20/hr for a court rental back to OSYSS with the expectation that the cost will be revisited each year.
- j. A discussion occurred on OSYSS on Paragraph 11 (SUBLETTING AND ASSIGNMENTS), it was agreed to let OSYSS to perform this function, but to get approval from the STARS for any competing Beaver Creek Basketball teams.
- k. It was made clear the Henley Hall is vulnerable to be lost if the Research Park facility fails financially. Tom Maloney did final work out an agreement on rental from a church and had a check for their deposit.
- l. Stars will provide these written comments to the OSYSS and expect to receive a revised version of the LOI from them.

5. The meeting adjourned at 10:00.