

Committee Name: Board of Directors

Session #: 1

Committee Chair: Patty Miller

Minutes recorded by: Chris Colburn

Date/time of meeting: 6/20/2016 8:30pm EDT

Actions Taken:

1. **Approved:** To ratify the email vote approving the minutes of the April 18, 2016 Board Conference Call
2. **Approved:** The minutes of the May 16, 2016 Board Conference Call
3. **Failed:** Amended language in section 2.2.4 of the LMSC Standards document that would make membership of some LMSC Board positions “targeted” (not mandatory)
4. **Approved:** For the membership requirements of LMSC Board Members in section 2.2.4 of the LMSC Standards document to use the language from Section 501.2.5 in the Rule Book
5. **Approved:** Section 3.1.1 of the LMSC Standards document as amended
6. **Approved:** To support the implementation of a 17-month membership option in the Olympic year into 2017
7. **Approved:** The 2016 CEO Bonus objectives as presented by the Compensation and Benefits Committee

Number of committee members present: 17

Absent: 11

Guests: 2

Committee members present (list all, including chair and vice chair): Patty Miller - President; Ed Tsuzuki - VP of Administration; Chris McGiffin - VP of Programs; Frank (Skip) Thompson -VP of Community Services; Chris Colburn – Secretary; Ralph Davis – Treasurer; Maria Elias-Williams - Legal Counsel; At-Large Directors: Bruce Hopson (Breadbasket); Dave Diehl (Colonies); Sean Fitzgerald (Dixie); Dan Cox (Great Lakes); Sarah Welch (Northwest); Jill Gellatly (South Central); and Laura Winslow (Southwest); Dawson Hughes – CEO; Past Presidents: Rob Copeland, Jim Miller and Nancy Ridout.

Not present: Chris Stevenson - VP of Local Operations; Leianne Crittenden (Oceana); Dave Coddington (USA Swimming Liaison to USMS); Past Presidents: Nadine Day, Jeff Moxie, Tom Boak, Ted Haartz, Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.

Guests: Hugh Moore – LMSC Development Committee; Ed Coates – Chair, Compensation and Benefits Committee

Minutes

The meeting was called to order at 8:31pm EDT.

1. Agenda review and conflict of interest declarations (Patty): Patty welcomed everyone to the call. There were no conflicts.
2. Approval of meeting minutes (Chris Colburn):
 - a. Chris is a bit behind on posting minutes, but plans to be caught up in advance of the Summer Board Meeting.
 - b. **MSA to ratify the email vote approving the minutes of the April 18, 2016 Board Conference Call.**
 - c. **MSA to approve the minutes of the May 16, 2016 Board Conference Call.**
3. LMSC Standards (Hugh Moore): Hugh has been responsible for updating the LMSC Standards. The current version has been on the website since 2012. Patty outlined the scope of the conversation for the evening. Hugh provided an overview of the revisions that have been proposed to the LMSC Standards document. Patty went through the proposed changes to the new LMSC Standards document. Discussion included required membership for some LMSC Board positions (such as webmaster). MS to accept the proposed amendment (2.2.4 in the document) to have the “mandatory” and “targeting” split regarding membership for Board members. Rob Copeland mentioned that this is in conflict with 501.2.5 of the Rule Book. **Motion failed. MSA for the membership requirements of LMSC Board Members to use the language in Section 501.2.5 in the Rule Book.** In 2.4.1-2.4.5 of the current document, the tabular format doesn’t allow for any lead-in language. The next item deals with enforcing sanctioning of events in LMSCs following USMS rules. Skip asked for sanctioned events required, and recognized events as a target. The Board decided to discuss the remainder of this Standard at the July meeting. Jim expressed disagreement with having recognized events on the USMS Calendar of Events. Ensuring 3.1.1 target or mandatory: that LMSC Bylaws and policies are easily accessible to all members (currently target). While all LMSC bylaws are available on the USMS website, many LMSCs don’t have them relatively accessible on their own websites. Hugh would like to see this mandatory (it’s suggested today). **MSA to approve section 3.1.1 of the document as amended.** We will discuss 2.6.6 when we get together in July. Rob Copeland asked that we be sure to address the remediation language in Section 5 of the Document. Hugh asked some questions about due dates for submissions to the Legislation Committee. Patty thanked Hugh for joining us and for his hard work on the LMSC standards.
4. CEO’s Report (Dawson):
 - a. Update on the strategic plan: Key National Office staff plus Jill and Ed had an offsite last Monday and Tuesday in Sarasota. The task force is on track but there is more work ahead. There will be more discussion tomorrow night on the task force call.

- b. Dawson wants to submit a five-year forecast in August and discuss it in September.
 - c. There is a documented uptick in usms.org visits during the Olympics. Dawson would like to propose a discounted \$15 USMS portion of the Membership Fee if new members sign up for 16 (17?) months, or a \$20 fee if they want to sign up for next year as well. The hope is to see more people taking the year plus option as a result. Dawson presented three revenue scenarios based on the percentage of August registrations that become year-plus members. Dawson is hoping the group is ok with extending the year-plus membership into August (it currently starts September 1). The National Office will have a fully developed strategy in the next couple weeks. The LMSCs will in turn have the option to lower their fees if they feel they will realize a benefit from the marketing plan. Chris McGiffin asked if the underlying IT changes were feasible by 8/1. Dawson said the National Office is coming to us now so they can re-prioritize IT work accordingly. Dawson reiterated that the National Office's goal is to minimize the work the LMSCs need to do to implement this. Ralph is recommending that we support the 17-month membership extension in the Olympic year. **MSA to support the implementation of a 17-month membership option in the Olympic year into 2017.**
 - d. A production company owned by Anthony Sullivan is working on a video to promote Masters Swimming, and should be ready in the next 10 days. It'll all be organized by the Summer Board Meeting for execution on 8/1. Further discussion included some more of the details of the promotion, and the potential response from some LMSCs on the membership campaign.
 - e. We have a Friday night reception at the new National Office in advance of the Summer Board Meeting. There will be a number of local business leaders present.
 - f. There will be a recap of the College Swimming work at the Summer Board Meeting.
- 5. Open Water Update (Chris McGiffin):
 - a. Independent Safety Monitors (ISMs): Training will flow through Bill Roach. Training is a PowerPoint presentation of about 20 slides with fundamental information, along with a 20-question true/false test that the student needs to pass with a score of 80%.
 - 6. Summer Board Meeting Update (Patty): The meeting will be held July 16-17 with a reception at the National Office on July 15. We will do an Open Water swim on Saturday morning. Reports are due July 6.
 - 7. The Board entered Executive Session at 9:53pm EDT to discuss the CEO's bonus objectives for 2016. **MSA to approve the 2016 CEO Bonus objectives as presented.**
 - 8. Next meeting will be July 16, 2016, Day 1 of the 2016 USMS Summer Board Meeting.

The meeting was adjourned at 9:59pm EDT.

Respectfully Submitted,
Chris Colburn, Secretary