

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Peter Guadagni		
Minutes recorded by:	Greg Danner	Date/time of meeting:	7/11/2020 11:00am ET

Actions Taken:

1. Approved: June 15, 2020 BOD Meeting minutes.
2. Approved: Actions taken since the 2020 Winter BOD meeting.
3. Approved: K&B's audit report and Draft 990 tax return.
4. Approved: Adopt updated USMS Communication Policy as presented.
5. Approved: 5% disbursement from CICF.
6. Approved: Extend the recommendation made in May, through August 31 (To recommend LMSCs not sanction traditional format, in person pool meets or open water events. This does not extend to virtual or ePostal events where sanctions may be considered so long as participants are directed to follow facility, local, state and/or federal social distancing guidelines).
7. Un-tabled: Motion from the 6/15/2020 BOD Meeting regarding suspending USMS Top 10 and All-American for 2020.
8. Withdrawn: Motion to suspend USMS Top 10 and All-American for 2020.
9. Approved: Workout groups shall be considered as clubs for the purpose of setting fees, as amended.
10. Approved: To recommend the legislative proposal to rename the Dixie Zone to Southeast Zone to the LMSC Development Committee.
11. Approved: Accept officer reports as consent agenda along with additions to the reports made during the meeting.

Number of committee members present: 25	Absent: 3	Guests: 9
<p>Committee members present (list all, including chair and vice chair): Peter Guadagni - President; Chris Colburn - VP of Administration; Chris Campbell - VP of Community Services; Ed Coates - VP of Local Operations; Donn Livoni - VP of Programs; Greg Danner - Secretary; Teddy Decker - Treasurer; At-Large Directors: Carrie Stolar (Breadbasket); Jeff Strahota (Colonies); Maddie Sibilia (Dixie); Dan Cox (Great Lakes); Matt Miller (Northwest); Clare Kubiak (Oceana); Diana Triana (South Central); Jill Gellatly (Southwest), Dawson Hughes - CEO; Past Presidents: Patty Miller (Immediate Past President), Nadine Day, Rob Copeland, Jim Miller, Mel Goldstein, Tom Boak, Nancy Ridout, Ted Haartz; Maria Elias-Williams - Legal Counsel.</p> <p>Not present: Past Presidents: Jeff Moxie, Mike Laux and Dan Gruender.</p> <p>Guests: Susan Kuhlman - CFO, Bill Brenner - COO, Kyle Deery - Sr. Director, Marketing and Communications, Volunteer Services, Jessica Reilly - Sr. Director, Membership Acquisition and Retention, Onshalee Promchitmart - Coordinator, Volunteer Services, Jay Eckert - Manager, Business Development, Dale Neuburger (FINA Vice President), Erin Sullivan (Elections Committee Chair), Cheryl Gettelfinger (Elections Committee Vice Chair).</p>		

Minutes

The meeting was called to order at 11:00 am ET.

1. Agenda review and declarations of conflict of interest (Peter): Jim noted potential conflicts of interest for any matters related to USA Swimming or FINA.
2. Minutes and ratification (Greg):
 - a. June 15, 2020 BOD Meeting Minutes (Greg): **MSA for approval of June 15, 2020 BOD Meeting minutes.** Discussion: None. **The motion passed unanimously.**
 - b. Actions Taken since Winter 2020 BOD Meeting: **MSA to ratify all the actions taken since the 2020 Winter BOD meeting.** Discussion: None. **The motion passed unanimously.**
3. Minute of happiness (Greg): Largest club in Rochester NY (Niagara LMSC) has found pool space in a public outdoor 50m pool. Also, they're finally seeing a membership uptick again.
4. Discuss what we learned from COVID-19 (Zoom breakout rooms/All):
 - a. Clubs have found creative ways for staying active or getting people back in the water.
 - b. There is a general willingness to learn and help others.
 - c. Members are flexible, resilient, and have a strong connection to the water; USMS plays a significant role in that.
 - d. We can't be fully reliant on in person events and clubs.
 - e. The organization has adapted to the remote work environment.
5. CEO's Annual Report and 2020 Update (Dawson):

- a. Membership: 12% behind where we were last year same time. Encouraging news that approximately 2,000 members recently joined.
 - b. National Office: Planning to reduce office space and should see a rent reduction after three months. NO staff is working remotely for the foreseeable future.
 - c. Kyle Deery:
 - i. We're planning to have 3,000-4,000 workouts in our online library.
 - ii. Our Swim.com relationship covers multiple platforms: web, smart phones, and smart watches.
 - iii. Badging for the swim.com app for events like the Summer Fitness Challenge.
 - iv. Virtual Championship: This will set an example across the community and be a game changer. This is the first event of its kind for swimming. We can engage all our members with this event. He asked BOD members to share the event locally. Dawson added that we have 250 entries so far. Mel asked about different course formats. Kyle said a time converter resource will be available.
 - d. Coach certification: Dawson said we're working toward a blended learning environment. USMS will set targets for a training framework that will be ready by the annual meeting. Software and production costs will be identified. Level 1 & 2 will hopefully be ready by January 2021. Also, we plan to cultivate an environment of ongoing support from local coaches and an additional online resource library for coaches. On July 21, there will be a one-off coach certification course for clubs that are only missing a certified coach to reach gold status. Dawson noted that this is an intermediate step, a different framework for other clubs will be utilized in the future. Bill Brenner stated that we must understand what our coaches need. Chris Campbell agreed and said that feedback from the Coaches Committee will be useful. Although in person training is not viable right now (due to COVID-19), face to face with a local instructor or coach is helpful. Dawson said that Level 2 certification will include a local instructor and face to face opportunity. Mel pointed out that the majority of USMS coaches are part-time, so we need to factor that into the mentoring plan. Mentor coaches will need to be aligned with the appropriate mentees. Jim said that with the standardization process of coach certification, we should consider adding medical and physiological components to make the program more well-rounded. Dawson responded to Jim that we need to see where that fits into the model in terms of length of time spent on the certification process. Nadine remarked that making the certification process more accessible is a great opportunity since coaches drive membership.
 - e. Independent swimmers: Topic to think about strategically this year. Some members are regularly independent, others were forced into being independent by COVID-19.
 - f. Membership+: Newly branded service offering is forthcoming.
 - g. College Club Swimming (CCS): Nadine asked about CCS activity. Kyle said there were elections held in the spring for the advisory group members. Most programs are still waiting to hear about what their respective colleges/universities are going to be doing for the fall in terms of allowing swimming. Conversations are expected to be ongoing.
 - h. CFO's Letter and BOD Forecast Report May 2020 (Teddy/Susan):
 - i. **MSA to approve Kerkering, Barberio, & Co.'s audit report and Draft 990 tax return.** Discussion: Nadine asked about some wording changes presented by the Audit Committee to K&B. Teddy said that the committee and K&B agreed on the changes. **The motion passed unanimously.**
 - ii. Susan: The current BOD forecast is better than anticipated due to the recent membership increases.
 - iii. Questions: Mel thinks that the year plus membership is good and would like to see more done for our current members. Dawson responded that there may be a proposal for a fee reduction for early renewals. Ed suggested we focus on retaining the year plus members long term. Dawson noted that from the 2016 year plus campaign, only about 30% were retained.
 - iv. Rob asked about the reason for using a line of credit rather than using reserves. Teddy said that a line of credit simply gives us more flexibility for short term cash needs, rather than liquidating investments. Reserves may be used and USMS will look at the best option at the time of need. Susan added that funds can be borrow money from SSL and repaid within 30 days.
6. Individuals seeking USMS nomination to FINA committees (Dale):
- a. Dale Neuberger provided background on FINA and how the U.S. has always played a significant role in terms of representation and contributions. He noted that the primary function of the FINA Masters Technical Committee is to formulate new rules that go to the FINA Masters Technical Congress for approval. For this committee, we have had a representative since it's inception, but we are not guaranteed a position. Dale indicated that the Legal and Sports Medicine committees can be very competitive because the other U.S. NGBs can submit nominations as well. The FINA President and FINA Bureau will set the new committees that will start after the Tokyo Games in 2021 and service will continue through 2025.
 - b. Individual seeking USMS nomination to FINA committees provided statements in advance of the meeting.
 - c. Voting results:
 - i. Nadine Day was nominated for the FINA Masters Technical Committee.
 - ii. Patty Miller was nominated for the FINA Legal Committee.
 - iii. Jim Miller, MD, was nominated for the FINA Sports Medicine Committee.

7. USMS Communication Policy (Zoom breakout rooms/All):
 - a. Background: This policy can help set the expectations about what goes into the calendar of USMS communications. Due to many moving parts, it is important that staff and volunteers are on the same page.
 - b. Breakout room groups summary:
 - i. Email lists should only be used for USMS business.
 - ii. We need to be mindful of the email volume that members receive every day. There should be limited overlap of communications related to USMS.
 - iii. Volunteers need to be educated on the communication process so that messaging efforts are coordinated better alongside LMSCs. VPs will need to share this with their committees.
 - iv. Conflict of Interest Policy may need to be expanded to include agreement of the Communication Policy.
 - v. As a policy, this document may be too detailed.
 - c. **MSA to adopt updated USMS Communication Policy as presented.** Discussion: The BOD consensus is that the policy is appropriate, though it may be more accurately described as a set of guidelines. Ultimately, it was deemed useful to keep it as policy so that it carries more weight. **The motion passed unanimously.**
8. Disbursement from Central Indiana Community Fund (Teddy): **MSA to approve 5% disbursement from CICF.** Discussion: It was noted that this typically it goes toward SSL operations; due to COVID-19 it will be utilized in other ways for 2020. **The motion passed unanimously.**
9. August Sanction Recommendation (Peter): **MSA to extend the recommendation made in May, through August 31 (To recommend LMSCs not sanction traditional format, in person pool meets or open water events. This does not extend to virtual or ePostal events where sanctions may be considered so long as participants are directed to follow facility, local, state and/or federal social distancing guidelines).** Discussion: An alternative option could be supportive of sanctions when health guidelines are followed and require participants to be members of the sanctioning LMSC. The consensus was that the motion would stand as stated. Peter has formed a subcommittee to discuss future BOD sanction recommendations. This group will be composed of Chris Colburn, Jill Gellatly, Rob Copeland, and Clare Kubiak. Additionally, the BOD was reminded that USMS cannot block sanctions by LMSCs; they would have to be removed as a sanctioning body in order to prevent that. **The motion passed unanimously.**
10. Top 10 & All American (Ed/Chris): **MSA to un-table the motion from the 6/15/2020 BOD Meeting regarding suspending USMS Top 10 and All-American for 2020.** Discussion: None. **The motion passed unanimously.** Ed indicated that the Records & Tabulation Committee discussed this issue at their most recent meeting. They recommend evaluating each season as it unfolds. With approximately 75% the number of swims this season as compared to last, they recommend publication of Top 10 for the SCY season. All-American status will be reviewed later. Teddy suggested that a statement be issued noting that times in SCM and LCM might not count, being dependent on how many swims occur before the year end. Dawson added that there may be the possibility of adding meet volume through virtual events. Jill said that we want to be forward thinking from a safety perspective; we don't want swimmers traveling to events with the goal of making Top 10. Peter responded that sanctions would likely require participants to be from the sanctioning LMSC. Jeff Strahota noted that when swims occur, we shouldn't take away recognition from members, particularly when the rule book deems that we shall publish Top 10. If newer swimmers make Top 10, it could be a catalyst for them to keep swimming. Chris Colburn agreed and said that the goal is participation. Nancy noted that we want to also be fair to those that can't compete due to the limited availability of LCM and SCM events. SCY Top 10 will be published as usual. All-American, SCM/LCM Top 10 will be reviewed later. Recs & Tab will also look to develop standards that could be implemented for future publication scenarios. **The motion was withdrawn.** No BOD action necessary.
11. Emergency Election Guidelines (Erin Sullivan): Erin Sullivan said the decision on an election voting platform will be made in a week: it will either be through Zoom polling or Election Runner. Also, she noted that some dates were left blank because the timeline has not been determined. The election time period will last no more than two hours. Nadine asked for clarification about the emergency proposal provided. Erin confirmed that this proposal is only for this year's meeting due to the short notice and that we should look to change the policy permanently in the event of a similar situation in the future. Nadine also asked about who would be doing the candidate videos. The proposal is that candidates would create their own. Patty suggested that the Meet the Candidates videos be as uniform as possible, and that the National Office help put them together. Jessica indicated she is willing to help, so that will be the new plan. Peter said that floor nominations should be locked in two weeks before Sept 25-26. Erin said floor nominations will be open for a two-day time frame and the information will be posted prior to the meetings. Peter asked Erin to take this back to the Elections Committee for revision. No BOD action necessary.
12. Workout Group Fee Policy (Peter): **MSA that workout groups shall be considered as clubs for the purpose of setting fees, as amended.** Point of clarification: Teddy asked if we can set workout group fees. Peter said that we cannot set club fees, but workout group fees are informal fees, so we're simply directing the National Office to charge them the same. Chris Campbell asked if workout groups might get billed twice if they're part of a regional club. Dawson said that is not the case, it is simply formalizing what we currently do. **The motion passed unanimously.**

13. Dixie Zone Name Change Legislation (Peter): **MSA to recommend the legislative proposal to rename the Dixie Zone to Southeast Zone to the LMSC Development Committee.** Discussion: The name was suggested by the Zone. **The motion passed unanimously.**
14. Grievance Process (Peter): Members who have received a SafeSport ban are subject to the USMS grievance process, as they are presumed to have violated our code of conduct. Patty noted that our process provides us with the ability to take appropriate action. Peter asked the BOD if there was interest in changing our current grievance process. This could include suspending membership during an investigation. Dawson noted one challenge is that we don't have enough personal identifiable information to confirm individuals on the SafeSport list. We are doing the best with the information that we have available. Additionally, Bill indicated another challenge is that we don't require coaches to be a member to coach a USMS club. Ed stated that our process should allow us to act swiftly and we should revoke membership of individuals on the banned list. Maria said we need to be actively using our process and jumping on situations as quickly as possible as requested by our President.
15. Officer reports (Zoom webinar utilized for this portion of the meeting):
 - a. President (Peter): Nothing to add to his report. Peter mentioned that he's asked Dawson to start the process for developing a new strategic plan. Questions: Nadine asked if there were any Board committee reports. Peter said there were none. Jim indicated that the Governance Committee was not asked to present anything. Tom wanted to remind the BOD that USAS is under contract through 2021 for an annual meeting.
 - b. VP Administration (Chris Colburn): Nothing to add to his report. He mentioned that the Rules Committee met this past Thursday and Legislation Committee will be meeting on Sunday. Questions: Peter asked about any hot topics and Chris responded that they're in his report.
 - c. VP Programs (Donn): Donn added that some Open Water Committee (OWC) members will cross over onto the Long Distance Committee next year and limit operations as the OWC. This follows prior recommendations from the Volunteers Task Force and Convention Task Force to merge committees. Donn indicated the Open Water Task Force (OWTF) and National Office have taken upon various responsibilities that led to this change. Peter noted that the Open Water Committee will formally continue to exist. Nadine asked if the OWTF continue and Dawson responded affirmatively.
 - d. VP Community Services (Chris Campbell): Chris Campbell sees a likely merge of the Sports Medicine Committee and Fitness Education Committee on the horizon. Questions: Nadine wanted to commend the Diversity & Inclusion Committee on their recent webinar.
 - e. VP Local Operations (Ed): Nothing to add. No questions.
 - f. Treasurer (Teddy): Nothing to add to her report. No questions.
 - g. Secretary (Greg): Nothing to add to his report. No questions.
 - h. Immediate Past President (Patty): Nothing to report.
 - i. Legal (Maria): Nothing to report.
 - j. **MSA to accept officer reports as consent agenda along with additions to the reports made during the meeting. The motion passed unanimously.**
16. Additional questions:
 - a. Jeff S. asked about expectations in terms of taking time off from work for the annual meeting. Peter said there will be a very limited need to take time off for the annual meeting unless one works on weekends.
 - b. Rob asked if we have a preliminary estimate on the total number of proposed amendments. None was given. Peter noted that delegates will have the opportunity to speak to proposals before they come to the floor.
17. The next EC conference call will be held on Monday, August 3 at 8:00 pm ET. The next BOD conference call will be held on Monday, August 17 at 8:00 pm ET.

The meeting was adjourned at 4:00 pm ET.

Respectfully Submitted,

Greg Danner, Secretary