

## **U.S. Masters Swimming House of Delegates - All Sessions Virtual Meeting September 24-26, 2021 Friday, September 24, 2021 7:00pm ET**

President **Peter Guadagni** called the 2021 House of Delegates to order at 7:04pm ET.

**Peter** recognized **Greg Danner**, Secretary, for the Secretary report. The number of certified delegates was 191 at the start of the session. **Greg** named guests of the President for the duration of Convention per the Standing Rules: **Dawson Hughes, Susan Kuhlman Parker, Bill Brenner, Kyle Deery, Jessica Reilly, Jay Eckert, Onshalee Promchitmart, Toni Christy, Diane Kraynak, and Denise Hinxman**. Toni, Diane, and Denise will be providing the closed captioning services.

**Welcome and Annual Meeting Overview:** **Peter** welcomed attendees and provided a convention overview. **Peter** went through the agenda of the HOD sessions for Friday, Saturday, and Sunday. There are no contested positions for elections. Proposals to amend portions of the rule book will be discussed. Approval of committee reports will be by consent agenda as a single action, unless pulled for individual approval. Sunday will be largely reserved for rule book proposals: Legislation, LD, Rules, followed by closing remarks. **Peter** highlighted the Mission and Vision Statement. Values from our current strategic plan were listed. **Peter** recognized **Chris Colburn** for the standing rules. Any objections to any individual rules in the proposed Standing Rules. Absent any objections, **MSA the Standing Rules of the 2021 House of Delegates**.

**Peter** reflected on his 35 years as a member with half his time as a fitness swimmer and slightly less as a volunteer and competitor. In addition to those important constituencies, he mentioned the independent swimmer. He recapped the difficulties of the past 19 months, starting with a near total shutdown of programming in the spring of 2020. The gradual re-opening of clubs and practices and reintroduction of competition in 2021 have given way to optimism. We will have 50,000+ members, operated at 25% above budget, emerge with an increase in reserves, and Nationals have been re-introduced. **Peter** credited robust club operations for their resiliency. Now, what we need to do: focus on members, listen, understand lifestyle, respond to needs of younger generations, and recognize most members get their value at the local level. Get tomorrow's leaders involved in a journey to the future. Recommendations on committee changes, the in-person volunteer meeting Relay 2022, and virtual convention for 2022 will be detailed throughout the weekend.

**Peter** recognized **Dawson Hughes, USMS CEO**, for the 2021 Update and 2022 Priorities. **Dawson** grateful for efforts to get swimmers active and involved. He spoke to the effects during the pandemic and plans to reach pre-pandemic member levels. Prioritize what has greatest impact: support clubs to get members back in the water and safe return of events to the calendar. Other important segments: Clubs, events, and community; pool, coach, and team administration, data analysis (surveys) of successful clubs. Objectives include determining how LMSCs can partner on club growth initiatives, as well as identifying coaches with interest and potential. USMS resources will continue to be invested at sustainable membership levels. Initiatives for 2022 include reaching the end of our initial IT transformation, the new Relay 2022 event, and a continued navigation of the pandemic. His CEO report is posted on the annual meeting page.

Moment of silence for those that have passed. Remembrance video posted on the annual meeting page.

### **Awards:**

- **Peter** announced the **Captain Ransom J. Arthur Award** winner, **Bob Bruce**.
- **Peter** recognized **Kenny Brisbin**, who announced the **Coach of the Year Award** winner, **Chris McPherson**.

The remaining 2021 Service Awards were announced via a pre-recorded video/slideshow played during this HOD session.

- **Charis Anderson McCarthy**, who announced the **2021 Dorothy Donnelly Service Award** winners: **Carl Milholland, Karlene Denby, Carol Nip, Nancy Kryka, Jenny Hodges, Chip Glidden, Bill McCracken, Tim Timmons, Adam Larson, Beth Nymeyer, Karen Harris, Kay Turner, Hill Carrow, Nancy Kryka, Catherine Rust.**
- **Kenny Brisbin**, announced **Level 4 Certified Coaches: Lisa Brown, Susan Ingraham, Celia Wolff, Molly Hoover.**
- **Kenny Brisbin**, who had **Kerry O'Brien** announce the **Kerry O'Brien Coaches Award** winners. Kerry O'Brien announced: **Paul Landes, Andy Seibt, Celia Wolff, Kiley Ames, Donita Flecker.**
- **Nancy Ridout**, who announced the **2021 June Krauser Communications Award** to **Michelle Harter.**
- **Phyllis Quinn**, who announced the **2021 Open Water Service Award** to **Robin Smith.**
- **Jill Wright**, who announced the **2021 Long Distance National Championship Award** to **Pacific Masters LMSC.**
- The **2021 Officials Excellence Award** recipient is **Ted Haartz.**
- The **2021 Fitness Award** recipient is **Christie Ciraulo.**
- **Jim Clemmons**, who announced the **2021 National Championship Meets Award** to **Mark Rubacky & Volunteers.**
- **Laura Val**, who announced the **2021 Local Club of the Year Award** to **MEMO (Marcia's Enthusiastic Masters of Oakland).**
- **Jessica Reilly**, who announced the **2021 Ted Haartz Staff Appreciation Award** to **Kenny Brisbin.**

The House recessed at 8:17pm ET.

## **Saturday, September 25, 2021 11:00am ET**

President **Peter Guadagni** reconvened the House at 11:02am ET.

**Peter** recognized **Greg Danner**, Secretary, for the Secretary report. The number of certified delegates was 169 at the start of the session. The total number of certified delegates (at the highest point) was 206 for yesterday's HOD session. There are 244 total certified delegates.

**Peter** recognized **Guy Davis**, Finance Committee Chair, and **Susan Kuhlman Parker**, Chief Financial Officer, for the Business Plan Assumptions and Proposed Fees. **Guy** thanked Jeannie Ensign in helping him transition into the role. **Dawson** added some comments prior to the presentation: negative budgets aren't sustainable, and we have budgeted for loss, but come close to break-even every year. A multi-year plan strategy is in effect. We will challenge LMSCs to use their funds.

2021 Business Plan Assumptions and Proposed Fees slideshow (**Guy** and **Susan**):

- Board of Directors (provides direction, oversight, and resources). CEO & Staff (responsible for daily operations, implementation of programs, as guided by the budget).
- 2022 Budget Process:
  - September – strategic initiatives – brought to HOD. Fee changes would be requested here.
  - October - New programs and services developed during Annual Meeting reviewed by CFO, Treasurer, Finance Cmte
  - November – BOD approves budget
  - Anything after November – BOD may update budget to reflect most recent numbers
- COVID-19 2021 Impact: Net operating loss -\$24,800. Bottom line forecast is \$243,000 better than the revised budget.
- COVID-19 2021 Rebuilding: Updated forecast 50,000+ (9/20/2021) from budget of 40,000, resumed activities, 2<sup>nd</sup> SBA PPP loan.
- Operating surplus graph shows a healthy organization
- Net assets graph: investment reserves and other net assets: strong financial position.
- 2022 Business Plan Assumptions
  - Revenue by Source pie chart

- How will we spend our money pie chart
- 2022 Draft Business Plan Summary (net op loss -352k after depreciation)
- Membership highlights – income: 52,500 members. \$60 unified fee (80/20 split), year plus member fee of \$99, new USMS+ add-on package. CCS bridge membership for \$25.
- Membership highlights/expenses: digital capabilities, communications & publications
- Club development strategy: identify clubs ripe for growth, find coaches
- Programs: Level 1 coach cert online, Level 2-3 coach cert, clinic course, and ALTS instructor in person with regional resources, additional classes when requested and supported by LMSCs
- Programs: mentorship program, national coaches clinic
- Events: return of all national events, LMSCs resume local pool and OW meets, no planned changes for sanctioned and recognized fees.
- Marketing/partnership highlights: revenue ~10% increase over 2021. 17 partnerships.
- Marketing/partnership expenses: digital advertising support (Try Masters Swimming, event specific, 1-2 large scale campaigns, etc), member welcome kits, partner support for Nationals and HQ visits.
- College Club Swimming Highlights: ~135 clubs, 4-5k members, 4 regional and 1 national events, Leadership Summit.
- Other:
  - Compensation – staffing maintained at current levels
  - Insurance – 30% increase, in part due to members/activities, in part due to market conditions. Insurance suffered during the pandemic.
  - Admin (volunteer) – new Volunteer Relay (\$170k), one in-person Board meeting, virtual annual meeting
  - Admin (national) – office space reduction, resume travel
- Capital – digital transformation capital - \$75k to complete phase 3 of 2017 approved multi-year project. Project total \$1.2 mm. Partner signage - \$25k.
- Questions (196 delegates at this point):
  - Numerous members spoke to both sides of the annual meeting subject of being virtual or in-person. Many delegates support the Relay 2022 concept in addition to an in-person annual meeting. Guy indicated that a \$300k expense for an in-person annual meeting was not a top priority. Some members suggested tapping more into reserves if necessary. **Trey Taylor** spoke to the bylaws with respect to fixing the time, place, and manner of the annual meeting. **Peter** noted that for as long as we've been a member of USAS, USMS has not determined the place.
  - Bob Anderson asked where he could locate the financials and budget on the website. Teddy provided that information.
  - Marilyn Fink asked where staff expenses fall in the budget picture if they're not included. Susan said they're approximately 50% of expenses and not included in the program breakdown because we don't allocate staff time to specific departments until the end of the year. The audited financial statements on the website show the functional expense breakdown.
  - Stacey Eicks asked about the SBA PPP loans. Teddy and Guy indicated that they were forgiven in 2020 and are expected to be forgiven in 2021. Phil Dodson highlighted that the government grants were approximately \$550k.
  - Nadine Day asked for confirmation that CCS bridge membership was projected to be only 100. Susan confirmed that number.
  - Conner Bailey asked about the Try Masters Swimming conversion rate and data behind the concept that it is successful. Dawson said we consider the prospect to member conversion rate of 1/8 as successful.
  - Frank "Skip" Thompson asked about the 5,100 year+ members and how those were counted. Susan said they are counted as members in both years.

## **Elections:**

**Erin Sullivan**, Elections Committee Chair, listed each of the candidates and recommended shortening the voting window from 30 minutes to 15 minutes (due to no contested positions), then results will be announced. No hands raised in objection.

203 certified delegates on the call currently.

Candidates:

- **Peter Guadagni** – President.
- **Chris Colburn** – Vice President of Administration.
- **Chris Campbell** – Vice President of Community Services.
- **Ed Coates** – Vice President of Local Operations.
- **Robin Smith** – Vice President of Programs.
- **Carrie Stolar** – Secretary.
- **Teddy Decker** – Treasurer.

Peter called HOD back to order at 12:58 pm ET after a 15-minute break.

New and/or re-elected officers announced by Erin are all those listed before.

#### **Beginning of the Long Distance, Rules, and Legislative Forum:**

**Ali Hall**, Long Distance Committee Chair, indicated that the LD rules packet had been updated and is available online. Also, she welcomed **Alana Aubin** and **Jim Davidson**. Alana spoke to questions regarding some proposals. No changes were made a result of the earlier forum. She thanked members for feedback. No questions or comments came from the HOD during this forum.

**Mollie Grover**, Rules Committee Chair, went through each of the Rules proposals briefly. She indicated that the indivisible package of Article 202 to new Article 108 is different from last year in that it is not moving the entire section. Regarding lane numbering, **Mollie** said USMS is last NGB to not allow lane numbering to be at the discretion of the local groups. **Kathy Casey** noted that blocks being numbered incorrectly is often due to maintenance staff improperly putting them in. Originally part of the not recommended batch, this has been changed to allow the flexibility if needed for specific facilities. There was some discussion on the changing of Top 10 season for flexibility, though at least one delegate spoke to the fact that clubs may schedule meets based on the pre-approved dates. **Chris Colburn** added that this is up to the HOD to change the Top 10 season because Rules did not provide advice and consent to the BOD. The BOD is bound by our rule book and order of operations.

**Stephanie Gauzens**, Legislation Committee Vice Chair. She did not go through all proposed amendments individually, but highlighted indivisible packages, addition to the Glossary and a housekeeping provision in 2022. She briefly spoke to earlier questions and clarifications from the previous forum. Regarding Elections Procedures interpretation: will be written in advance of 2022 elections. Provisions will include handling nominations procedures for delegates holding office that switched zones.

#### **Consent Agenda (Ed Coates):**

Approval of Committee Reports (other than legislative and EC) by consent agenda. **Ed** indicated that delegates should raise their virtual hand to pull any reports for consideration. He proceeded to read the list: **Championship Committee – pulled by Bill Tingley, Membership Committee, History & Archives Committee, Recognition & Awards Committee, Records & Tabulation Committee, Officials Committee, Open Water Committee, Coaches Committee, Diversity & Inclusion Committee, Fitness Education Committee, Sports Medicine & Science Committee, LMSC Development.**

No other objections. Reports listed are approved with exception of the Championship Committee.

Executive Committee Reports to be approved:

- President
- VP of Administration
- VP of Local Operations
- VP of Programs
- VP of Community Service
- Secretary
- Treasurer

Discussion: **Marilyn Fink** asked why the EC reports were not listed as part of the consent agenda in advance. **Ed Coates** said they were included as part of the annual reports. **Peter** responded that he does not recall the HOD ever approving EC reports, but we wanted to give delegates an opportunity to ask questions. He added that we didn't have time to change the consent agenda calendar, but her point is noted.

**Tom Boak point of information.** **Tom** asked if he needs to question the President's report or can he make a motion tomorrow to have an in-person convention in 2022? **Peter** said his report has no mention of how meetings are conducted, so there is no need to question the report due to that. He said we will find appropriate time to discuss his concerns tomorrow.

Championship Committee reports discussion: **Bill Tingley** asked about Championship Cmte meeting minutes discussing a financial shortfall of SCY Nationals and for a status update. **Jim Clemmons** (Chair of Championship Cmte) indicated that some coverage would be extended by USMS. **Dawson** added that we made good with the host for the disclosed shortfall amount. **Bill** asked if there was the potential for this to be a recurring issue. **Jim Clemmons** said that this is less likely for outdoors events and that bids have been extended for 2023 to incorporate new lessons learned to pass along to potential hosts.

Without other objections to the report as presented, it will be approved by unanimous consent. **Championship Committee reported approved, without objection.**

The House recessed at 1:53pm ET.

## **Sunday, September 26, 2021 11:00am ET**

President **Peter Guadagni** reconvened the House at 11:04am ET.

**Peter** informed the HOD that the Board met in executive session after yesterday's HOD session. The purpose was to get legal advice relative to corporate law responsibilities on the HOD and BOD. The BOD was also interested in getting opinions from the Legislation Committee on powers from the various groups involved. The Legislation Committee needs to study some of those issues further. However, the result was that the Board wants to get a sense of the HOD for whether we should conduct an annual in-person meeting in 2022. A discussion for that has been added to the end of the agenda. He encouraged delegates to review the business proposal on Relay 2022 during any breaks, as it is important to understand that vision before we consider funding another in-person event.

**Peter** recognized **Greg Danner**, Secretary, for the Secretary report. The number of certified delegates was 199 at the start of the session. The total number of certified delegates was 207 for yesterday's HOD session out of total potential 244.

### **Consideration of proposed amendments:**

Legislation Committee (**Charles Cockrell**):

**Charles** outlined the basic voting situations: Recommended as amended require a simple majority. We can consider things not recommended but those require 2/3 majority of HOD to pass.

L-2 and R-13 are indivisible packages. These are multiple parts of the rule book that require action of more than one committee, with committees working together to make it an indivisible package. **MSA to adopt L-2 as well as R-13. Chris Colburn** moved. **Stephanie Gauzens** second. **MSA to adopt L-7 with LD-1. Charles Cockrell** moved. **Gauzens** second. Discussion: **Skip Thompson** noted it was agreed to sunset the Open Water Committee last year. **MSA to adopt L-1. Charles Cockrell** moved. **Stephanie Gauzens** second. **MSA to adopt L-3. Charles Cockrell** moved. **Stephanie Gauzens** second. Discussion: Does this apply to officials conducting the meet? **Charles** responded that it applies to all USMS members. L-4A (substitute to L-4), L-5, L-6. If you would like to pull for discussion, please do. All pulled by Sally Guthrie. **MSA to adopt L-4A. Charles Cockrell** moved. **Stephanie Gauzens** second. Discussion: **Sally Guthrie** noted that the Elections Committee is responsible for modifying the Election Operating Guidelines and sends it to the BOD for approval; that it does not come in front of the House. **Charles** indicated that the Elections Committee will be further reviewing the EOG this year. **MSA to adopt L-5. Charles Cockrell** moved. **Stephanie Gauzens** second. **MSA to adopt L-6. Charles Cockrell** moved. **Stephanie Gauzens** second. L-4 not recommended, but it may still be considered. Motion will be to adopt, as always move in the affirmative. **MS to adopt L-4. Charles Cockrell** moved. **Stephanie Gauzens** second. Discussion: **Michael Abegg** asked what would happen with L4-A if L-4 was also adopted. **Charles** said they'd be merged, with housekeeping adjustments. **Carolyn Boak** asked why L-4 was not recommended. **Charles** responded that it could create conflict with policy, so it is not good practice to put into code. **MSF to adopt L-4.** **Charles** said other motions can now be made. **Stacy Eicks** moved to reconsider L-2. **Ally Segal** second. **MSF to reconsider L-2.** Committee report submitted in delegate package.

**MSA to adopt Legislation Committee annual report, without objection.** No objections.

Long Distance Committee (Rules) (**Phyllis Quinn** Vice Chair): All proposals were recommended and therefore require simple majority. LD-2 no pulls, LD-3 no pulls, LD-4 no pulls, LD-5 pulled, LD-6 no pulls, LD-7 no pulls, LD-8 no pulls. **MSA to adopt all items not pulled: LD-2, LD-3, LD-4, LD-6, LD-7, and LD-8. Phyllis Quinn** moved. **Alana Aubin** second. **MSA to adopt LD-5. Phyllis Quinn** moved. **Alana Aubin** second. Discussion: None (*Secretary's Note: delegate who pulled item did not speak to the pull*).

**MSA to adopt the Long Distance Committee annual report without objection.** No objections.

**Peter:** house in recess at 11:55 am ET for 20 minutes until 12:15 pm ET. **Peter** encouraged delegates to read the business proposal for Relay 2022.

Rules Committee (**Mollie Grover**): Recommended as amended proposals. **MSA to adopt R-1. Mollie Grover** moved. **Claire Letendre** second. Discussion: None. **MSA to adopt R-3. Mollie Grover** moved. **Claire Letendre** second. Discussion: None. **MSA to adopt R-4. Mollie Grover** moved. **Claire Letendre** second. Discussion: None. **MS to adopt R-11. Mollie Grover** moved. **Claire Letendre** second. Discussion: **Chris Colburn: point of information** that meet info pertaining to Top 10 was removed because there was no definitive determination at that time; we had to wait for the HOD to act on it. At least a dozen delegates spoke regarding the potential extension of the Top 10 LCM season end date. Some delegates cited lack of advance notice to members as being unfair; that members may sign up for meets specifically based on when they're scheduled within the Top 10 season. The opposing viewpoint contended that a lack of extending the date would put two LC National meets in one Top 10 season, include swimmers from an age range they're not still in, and that the circumstances of the pandemic are extenuating. **MSA call the question. Chris Colburn** moved. **Claire Letendre** second. **MSA to adopt R-11. MSA to adopt R-8. Mollie Grover** moved. **Claire Letendre** second. Discussion: It was noted that we try to not have Zone/LMSC Championship meets within two weeks of Nationals.

220 certified delegates on the call currently.

**MSA to adopt HK-1 through HK-8 without objection.** **Mollie** noted that these were introduced to match up with the Style Guide. No objections.

Not recommended proposals are: R-9, R-10, R-12. **MSF to adopt R-9. Mollie Grover** moved. **Claire Letendre** second. Discussion: None. **MSF to adopt R-10. Mollie Grover** moved. **Claire Letendre** second. Discussion: None. **MS to adopt R-12. Mollie Grover** moved. **Claire Letendre** second. Discussion: **Michael Moore** said that allowing reverse lane numbering puts us along with other NGBs and **Heather Stevenson** supported simplifying efforts

related to lane numbering. **Kathy Casey** spoke against R-12 due to concerns about lane numbering at National Championships. **MSA call the question. Jeff Strahota** moved. **Chris Colburn** second. **MSF to adopt R-12.**

**MSA to adopt U-1. Mollie Grover** moved. **Claire Letendre** second. Discussion: Mollie said this clarifies personal assistance on deck for swimmers with disabilities. **Charles Cockrell point of information** that he attended the USA Swimming Rules and Regulations meeting this year. He explained they have a similar process to ours in that it is passed by their HOD. These are simply wording changes, not intended to be of anything of substance.

**Mollie** asked for parliamentary direction on U-2 since there was no recommendation. **Charles** point of order that he believed the committee did recommend U-2. **Mollie** said the committee was waiting on potential language, so it was never voted on and **Claire Letendre** agreed. **Charles** said the House has the ability to adopt changes that affect USMS rules with no recommendation it would be a simple majority to pass. USA Swimming articles may be recommended by sending this to the House. **MS to adopt U-2. Mollie Grover** moved. **Claire Letendre** second. **Jane Moore** suggested that the “and” in “deaf and hard of hearing” be replaced with “or” in any place found. **Charles Cockrell** said the language mimics USA Swimming and that is their intent to cover both. **Kathy Casey** moved to amend “and” in two spots to “or”. **Lorena Sims** second. **Herb Schwab** said yesterday that USA-S did change it to “or” yesterday in 106.15 and the amendment would make it identical to USA Swimming. **MSA to adopt U-2 as amended.**

**MSA to adopt the Rules Committee annual report without objection.** No objection.

Discussion: **Carolyn Boak** moved to reconsider voting on R-12. **Elaine Joggerst** second. Discussion: Some delegates spoke to a misunderstanding of how they were voting on R-12. **MSA call the question. Claire Letendre** moved. **Chris Colburn** second. **MSA to reconsider R-12.** R-12 on the floor for discussion. Peter clarified what we’re voting on: vote yes if you think that local governing bodies should have lane numbering flexibility, if you think they should have no flexibility vote no. Several members spoke in favor of R-12. **MSA call the question. Charles Smith** moved. **Stephanie Gauzens** second. Kathy Casey offered a dissenting opinion again and some other delegates spoke in support of R-12. **MSA to adopt R-12.**

**House in recess from 1:58 pm ET to 2:05 pm ET.**

**Relay 2022 and Traditional Annual Meeting presentation by Peter.** Peter walked through a slideshow: the Relay 2022 event benefits, then attendance (similar to annual meeting), and so on. We will get a sense of the House on conducting two in person meetings. An additional net operating loss would be projected. Peter recognized valid arguments for the traditional annual meeting and spoke to the challenges: \$300k hard cost, resource concerns related to volunteer/staff time, opportunity cost, and sustainability. He opened the floor for discussion, which continued along the same fashion as yesterday’s events. Many delegates spoke in favor of the in person annual meeting or offering a hybrid scenario where a virtual component is still possible. **Stephanie Gauzens** indicated that the annual meeting is not under the purview of the HOD to vote on, per the rule book. The Secretary reported 206 certified members currently on the call. The BOD requested a sense of the House: Should USMS hold an in-person Annual Meeting in 2022? The majority was in favor. An additional two delegates indicated they were unable to vote in the digital poll and wanted to vote yes.

**Dawson** final thoughts: Focus on providing membership value and benefits to the 1,200 clubs that look to us. Find the best use of time and resources.

**MSA to adjourn the 2021 House of Delegates of U.S. Masters Swimming. Rob Copeland** moved. **Leo Letendre** second.

The House concluded its business at 3:50pm ET.

**Respectfully Submitted, Greg Danner, USMS Secretary 2020-21**