

## METROPOLITAN LMSC ANNUAL MEETING- NOVEMBER 10, 2013

Meeting started at 2 PM and ended at 4 PM

Members were handed the proposed by laws, financial operating guidelines, profit and loss statement through nine months, and the 2014 budget.

RC Saint Amour (RC) welcomed everyone and reminded everyone about Robert's Rules of Order. Meeting will be recorded. Large turnout, want to hear from members.

I. Roll Call (RC)- everyone should have signed in when they came in. Please do so if you have not. Officers sitting up front, committee chairs in front row.

II. Roberts rules-

only one person speak at a time

speak only when recognized by chair

no personal remarks

III. Adoption of August 1 BOD meetings

motion to discuss (secy comment- no motion needed to discuss)

Colleen Driscoll (CD)- made motion to send Lisa Hiller to convention but only four people seemed to back it.

Vote was not taken so CD did not make a motion.

Patricia Sener (PS)- made formal request for a balance sheet to the BOD but not in notes

PS and Jayne St. Amour (JS) discussed whether balance sheet should have been sent to BOD

RC- will not vote at this time to pass the minutes

(secy note- when BOD minutes are disseminated after a meeting, secy should be sent any corrections so a revised edition is distributed prior to a meeting for approval. Making comments for changes at a meeting holds up approval)

IV. Chair Welcome

V. Officer reports

RC (chair)- initiated programs for clubs and members this year. support our LMSC. more people involved than ever before. Filled a number vacancies as officers and committee chairs, and club reps from all teams. Communication and transparencies. First semi annual meeting and two Board conference calls. All info put on the website. Updated by laws (Jonas led this). conference call to

schedule events among meet directions and sanction chair. Metro newsletters- 15% increase in viewership. Records updated first time since 2006. Updated financial operating guidelines. Treasurer spent tremendous time on budget, cutting expenses, enabling programs. Coaches certification had 31 coaches. Swim clinic for \$5, 73 swimmers, Metro picked up difference. Used \$500 per event to lower entry fees. increased participation in all events. insurance went up for open water, \$1000 per event, Metro paid for that. Sold towels, gave away flip flops. Swimmer of the month, Top Ten awards. 100% compliant with USMS standards for the first time. Fund raising for Sandy. Same things for 2014- grants for events, annual party, sponsor relays for nationals, worlds. Full transparency making all minutes, decisions on website.

PS (Vice chair)- as Board member of CIBBOWS learned how a non profit works. Reached out to USMS and said she was the one who brought Ed Tsusuki and Nadine Day to meetings. Participated in all by laws and Board calls. Attended national convention. Insight into USMS workings and New York State non profit laws.

Jon Einsidler (JE) (Secretary)- background as a Masters swimmer, Empire Masters President, 8 years on Metro BOD. Contacted by RC 8 months ago. 3 goals- reach out to teams, talk to swimmers for their interest, full transparency of BOD. Discussed semi annual meeting. Positives - programs for swimmers. Negatives- dissension and lack of civility. By laws calls Jonas (JKA) did a great job but still had issues that seemed to me as an attempt to disrupt meetings to undermine leadership than just differences. By law calls had 6 to 8 different teams represented. Board calls, last one had open discussion on convention. Laying out structure for choosing delegates balance experience with new members. Funding for these programs came from somewhere. A lot of waste in past years. Cut out salaries, phone stipends. Get rid of inventory, save cost of storage unit. JS with help from Mark D'Ambrosi (MDA) reviewed current and past financials. Finance committee included JS, MDA, Mary Temple (MT), RC, and JE. Great meeting, discussions from all, smooth, no problems. Rewrote FOG in 2 1/2 hours. Go back to RC's call and all 3 objectives were met.

JS (Treasurer)- financial system to comply with Metro by laws, USMS guidelines, IRS. Expenses, receipts, checkbooks, financial statements. No room for financial improprieties and has eliminated them. USMS has for first time acknowledged how it has been cleaned up. Financials for nine months 2013 vs. 2012. Revenue about the same for both years. Metro did not get performance bond money back or would have been over \$30,000. Spent \$33,000 in 2012 against \$14,000 in 2013. Surplus of \$13,000 against deficit of \$5,000 in 2012. Rob Ripp (RR) convention in there? JS another \$3500 for convention due to getting bills in October and \$1000 for annual meeting. Take questions.

2014 Budget- move to discuss (Charles), second (Joelle)

RC-Lower our fee by \$2 to offset USMS increase of \$2.

Operating expenses. Convention, registrar, top ten. Went through line by line.

Annual party, USMS top ten gifts. Totally operating of \$19,000.

Budgeted \$11,000 among grants for meets to lower entry fees, open water insurance, clinics.

One time expenses- relays at big meets, scholarships, financial audit. \$6900

If do all will lower retained earnings to \$24,000 from \$30,000.

Lisa Hiller (LH) nothing for dry land clinics. Per FOG need to apply.

CD per by laws, BOD prepare, RC that is not in by laws only Treasurer and Chair.

CD input from chairs for budget. RC that was laid out long ago and nobody applied.

JS did it.

PS lack of transparency. JE on our BOD calls we asked if other people wanted to apply.

Sanctions call discussed procedures for grants. Finance committee put together budget. Start

with actual from this year, input from chairs, what will be different next year and add that on.

Had opportunity for last five months and only six people responded.

Karen Einsidler (KE) this is just a starting place. Budgets change as year goes on.

CD should have side by side with budget, current year, last year. Not enough time to review.

RR convention \$7000 budget and \$3500 still for this year.

LH want to bring up numbers for dry land in budget. RC under new business.

Move to vote (Joelle), second (Karen)

Vote- 36 in favor

10 against

6 abstentions

## VII. Elections

RC- JE running unopposed for secretary. Move for vote (Craig St Amour- CS) Second (Missy St Amour- MS)

CD- nominations from floor. RC not in by laws for floor nominations. JE- anyone want to take notes for four hours?

Vote by show of hands- unanimous.

RC- treasurer. Bonnie Schwartz is running against JS. Positions have been on the website.

Bonnie Schwartz (BS)- wants to bring breath of fresh air. MBA from Columbia, work on bookkeeper for organizations. Should have full year for 2012. More transparency.

JS- we show comparison of 9 months to 9 months

CD- BS what is your experience in non profits?

BS- work for alumni organization and other non profits. work on quicken.

PS- do you enter yourself on quick books?

JS- yes. use MD for taxes and he also provides review.

PS- why not monthly?

JS- not required and few organizations request monthly, almost always quarterly.

PS- well, NY State non profit law requires financials provided as requested by the BOD and NJ LMSC provides monthly.

RR- audit for \$5,000 seems high but should be done every year.

JS- will be going back several years so that is why it may be more expensive this year.

RC- motion to vote. Joan Craffey (JC), second Jonas (JKA)

Bonnie and Jayne step out. Jon collects ballots.

#### VIII. BY LAWS

RC- move on with meeting while ballots are counted. Thank JKA for chairing meetings on by laws. Thank Karen our lawyer for reviewing.

Karen Einsidler (KE)- was called about reviewing by laws. I have been a lawyer and review contracts and corporate organizations. Right from the start there were problems with Metro's by laws. Called Tracy Grilli (USMS) about by laws. No longer have a template on USMS website. Virginia by laws written by a lawyer who also works on USMS by laws. Took them as a better starting point with JKA's points added from the meetings.

RR- would like to see comments from JKA re-write.

KE- Metro's were missing a lot.

RR- like to show was added by JKA and what is different in Virginia.

RC- need to vote on by laws at annual.

CD- need to provide changes to members. email about meeting to discuss changes in time for a vote at a special meeting.

Charles- need someone to make sure someone adheres to Robert's Rules of Order. Need a parliamentarian.

RC-thank you Charles, you may be that person.

JE- 2.4.c already in by laws to call a special meeting.

KE- have the committee meet to show the differences. Can show what i tried to do with old ones.

RR- side by side or some explanation

KE- send out an explanation, have a call to discuss open to anyone who wants to participate

Charles- should do it in advance with time to send it out and hold the meeting on December 8 the date of the championship meet.

RC- great idea. all teams will be there.

KE- it will be apparent why it needed total re-work. will prep an outline of the differences.

PS- takes away voting powers from membership, gives all decisions on Board to chair

JE- does not. can we get a motion to vote on by laws before special meeting before championship meet on december 8.

Motion for special meeting on December 8, Seconded, and unanimous vote.

Vote on Treasurer

JE - Jayne re-elected

Jayne - 38

Bonnie- 27

RC- motion to destroy ballots, seconded, carried.

## IX. Chair reports

RC- not enough time for all to report. Reports are all on the website. Any chairs want to say something.

CD- USMS has not yet decided on insurance for open water swims for 2014. When we know we will forward and also the safety requirements. Will know in January and submit for budget

RR- report on paper. wanted show of hands of people who swim open water events. A lot of long term planning. Dependent on others for sanctions, logistics, and volunteers. Only two events this year planning on five in 2014. Some in conjunction with USA swimming.

## X. conflict of interest

RC- Board all need to sign. Cannot vote on things that involve your team

## XI. New business items

RC- not enough to time

JE- Lisa Hiller send your plans/needs to Jayne

CD- also should vote on FOG

JE- not needed in by laws but it is an adjunct to by laws, discuss at December 8 meeting

CD- listing of BOD members

JE- we have officers and chairs but reps differ by meeting but is sent to coaches when there is a meeting

## XII. Adjournment

RC- move to adjourn, RR first, KE second