

Committee Name:	Board of Directors	Session #:	2
Committee Chair:	Patty Miller	Date/time of meeting:	7/16/2017 8:30am EDT
Minutes recorded by:	Chris Colburn		

Actions Taken:

1. Approved: To retain a USA Swimming Representative on the USMS Board

Number of committee members present:	18	Absent:	9	Others Present:	3
Committee members present (list all, including chair and vice chair): Patty Miller - President; Ed Tsuzuki - VP of Administration; Chris McGiffin - VP of Programs; Chris Stevenson - VP of Local Operations; Frank (Skip) Thompson -VP of Community Services; Chris Colburn – Secretary; Ralph Davis – Treasurer; Maria Elias-Williams - Legal Counsel; At-Large Directors: Dave Diehl (Colonies); Rob Copeland (Dixie/Past President); Dan Cox (Great Lakes); Sarah Welch (Northwest); Leianne Crittenden (Oceana); Ed Coates (South Central); and Laura Winslow (Southwest); Dawson Hughes – CEO; Dave Coddington (USA Swimming Liaison to USMS); Past President: Nadine Day.					
Not present: Tom Moore (Breadbasket); Past Presidents: Tom Boak, Jeff Moxie, Jim Miller, Nancy Ridout, Ted Haartz, Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.					
Guests: Jessica Porter; Casey Keiber; Bill Brenner.					

Minutes

The Board was recalled at 8:31am EDT.

1. Patty welcomed everyone to the meeting, and thanked the Staff for the workout showcasing the Fitness Initiative this morning.
2. Fitness Initiative Update (Dawson/Casey/Bill): Dawson was impressed by the number of people who came out this morning. Dawson introduced Casey, and reported that this was the fifth test run of the new fitness program. The National Office is about halfway through their development plan for the program. Bill and Casey provided some more details on the Fitness Program, its rationale, and its development. Next steps include branding, testing, audience-based options, and business model development. Discussion included requests for the circuit exercises, some ideas for marketing and branding, and potential avenues for moving forward.
3. CEO's Update (Dawson):
 - a. Dawson reviewed the latest additions to the Staff. Communications will come out this week with pertinent points of primary contact for the committees. Dawson will be reassigning ex-officio staff members to committees to ensure adequate staff coverage.
 - b. Dawson presented a set of measurable goals for the National Office, and some metrics that are being used to track progress.
 - c. Dawson continued with some of the activities in the different areas and work that they're doing to manage expenses and make progress, including College Club, Education Services, SSLF donations, clubs and workout groups, sponsorships, memberships, campaigns, and revenue. We are close to our highest-ever retention rate. We are slightly behind in our number of new members compared to last year. The National Office feels that the significant increase in August and September 2016 from the Olympics might be hard to match. There are some challenges with original revenue targets with that incremental increase in membership.
4. Officer Reports

The Consent Agenda is based on previously written reports, unless there are questions or comments about those reports.

 - a. President (Patty): Patty relayed an email from a member related to terms of committee chair turnover.
 - b. VP Administration (Ed Tsuzuki): Ed initially had nothing to add beyond his report. Rob Copeland asked if any Vice President had a committee that has met less than 3 times this year. Ed highlighted the Registration Committee and Leo Letendre's suggestions for its future. The discussion centered on the idea of which committees are working effectively now. Patty noted that the work of the volunteer and convention task forces may impact the committees, their alignment, and what they may look like in the future.
 - c. VP Local Operations (Chris Stevenson): Recognition and Awards had a large number of Dorothy Donnelly USMS Service Award winners. There were some individuals nominated who have already won, and the nominators wished for some of those nominees to win the award a second time. The committee will develop a policy about winning some awards only once, since that was the intention for the Donnelly Award that was never codified. There have

been questions about communications with the National Office. There will be a staff member assigned to each committee. Dawson said that everything will flow through Jessica's department along with Stephen and Onshalee. There were some questions about the ability to read the election packets for this year's candidates. Jessica indicated that the Elections Committee hasn't yet submitted them to the National Office. LMSC Development meets every other month. Recognition and Awards doesn't meet often but many of the subcommittees meet regularly. History and Archives meets once a year. Records and Tabulation has not yet met this year. Nadine asked Kyle a question about merchandise related to Recognition and Awards. Chris McGiffin asked Chris Stevenson about some questions about LMSC Development's desire to reconfigure some LMSC boundaries. Skip asked a question about recent outcomes of some record applications. Chris Stevenson led a discussion about LMSC standards and the initial process related to remediation with the LMSCs. Chris has envisioned that the Zone Chairs be more involved in the process. There are 8 LMSCs who have not responded to Chris Stevenson or their Zone Chair with mandatory standards violations. Patty thinks the work is too much for the VP of Local Operations alone, and feels that assigning this role helps to further evolve the role of the Zone Chairs. It will be nice to flesh out that role this year in time for the Zone Chairs election in 2018.

i. The Board entered Executive Session at 9:58am to discuss an LMSC remediation issue. The Board exited Executive Session at 10:09am.

e.d. VP Programs (Chris McGiffin): Chris asked if any board members are going to Open Water Nationals. Open Water has had some challenges regarding pursuing its mission to promote the development and participation in USMS open water swimming activities. They have an outline for their workshop at Convention. Nadine reported that UANA is using USMS's model for officials for PanAms.

e.e. VP Community Services (Skip): Skip commended Chris McGiffin for taking care of the Fitness section of the postals in his absence. Chris McGiffin asked a question about Coaches and open water coaching. Skip reported Mark Johnston is working with the Open Water committee. Chris McGiffin asked questions about a proposed presentation on medical issues in Open Water. Patty asked Skip to make sure there is coordination between Sports Medicine and Open Water before that content is finalized.

e.f. Secretary (Chris Colburn): Nothing to add.

e.g. Legal Counsel (Maria): Nothing to report.

5. Governance

- a. Governance/Board Self-Evaluation (Leianne): The last few months Governance came up with an education topic. They wrote the rule on the Zone Chairs and submitted it to Legislation. Leianne received 14 results on the Board Self-Evaluation. Scores were fairly consistent and relatively high. Discussion dealt with where the scores came from and how we as a Board might be able to improve some of the results. One of the biggest topics of discussion was making sure communication of strategic decisions is disseminated to the membership. The Board only communicates currently via its minutes. Discussion continued related to the sense of the Board that communication should come from the National Office as opposed to from the Board. Nadine mentioned that we may wish to make sure the roles and responsibilities of the Board are well communicated so the membership understands the evolved role of the Board, and where the roles of the Board ends and the National Office begins. One other item of note was succession planning. Patty talked about some strategies for succession planning, as well as how we identify future candidates and encourage them to run for office. Another topic of discussion was the plan for Board education and further Board development. Patty and Nadine discussed our experience with BoardSource. Governance has a good plan, and we need to work with the plan sooner to make sure it is executed effectively. Another topic dealt with consistent Board engagement in discussions. On the board's relationship with the Executive Director, the lowest score was that the Board ensures that the Executive Director has the resources to participate in professional development opportunities. Dawson feels that he has sufficient opportunities to participate in professional development.
- b. Proposed USA Swimming Changes (Dave Coddington/Ed Tsuzuki): Dave summarized the governance changes that have already happened, as well as the changes are being proposed within USA Swimming moving forward. The governance recommendations can be found on the USA Swimming website at <https://www.usaswimming.org/utility/landing-pages/club/2017-board-governance-assessment-recommendations> Dave and Ed further clarified some of the highlights of the plan and how the new Board will be organized and chosen. One big piece of the process will be the nominating committee, who will need to ensure that the right people are selected. Patty asked some questions about how these changes could or should impact us or our thinking. Ed mentioned that while our seat on the USA Swimming Board will be going away, our relationship with Tim Hinchey

will be important going forward. Nadine asked about our Board recommendation with respect to Dave Coddington's role. **MSA to retain a USA Swimming Representative on the USMS Board.**

6. Action/Update Items

- a. E-Postal Modernization After Action Review (Chris McGiffin): Patty reported that Chris McGiffin and Dawson put in a lot of work with the committees this year with making the ePostals more appealing. The changes didn't go quite as expected. Patty and Chris described the ePostal events and how they have worked thus far. The offerings are being transformed to appeal to a wider range of members. Chris proposed a cross-committee task force with 3 members from Long Distance, 3 from Fitness, Casey, and Dawson to get some consensus. There is a tight timetable to get this done for 2018. Long Distance turned down the proposal primarily because of the proposed revenue model and participation windows. Patty asked if there were cultural issues related to the dissent. Chris mentioned that the committee members thought that the changes were too drastic for those who are already participating in those events. Dawson clarified that the concept was to make these events work for the non-competitive members as well as the competitive ones. Kyle, Casey, and Bill were instrumental in coming up with related ideas and changes. There was some disagreement with Long Distance on the organizational priorities and the changes that the task forces proposed. Fitness was very much on board with the proposed changes. Dawson provided some details on fundraising components and where revenue for the various events will go. The events the Fitness Education committee is sponsoring will be billed as Fitness Challenges. Items to cover involve engagement, fundraising, and keeping some separation and balance with Long Distance. Long Distance will continue the conversation and may have some further improvement ideas to share.
 - b. Registration Committee (Continued): Ed asked the Board if they agreed with the recommended direction of the Chair to dissolve the Registration Committee, and if so, would the Board support the presidential appointment of a Registrar's Advocate or Coordinator as recommended by Leo. Patty asked about the precedent it would set. Discussion involved the current state of the registration system, and whether or not staff could function or need to function in that role to support registrars at this point. Discussion continued about the need for the registration committee versus the need to have a contact person for the registration system. The sense was that staff would provide the appropriate contact with respect to training of new registrars and providing assistance for the registration system, instead of appointing the advocate role. Nadine asked if the function should fall under LMSC Development since the Registrar is an LMSC position. Rob Copeland suggested that the Registration Committee submit the legislation if the committee agrees with the recommendations of the Chair.
 - c. IT Advisory Board (Patty): Patty will be talking about this group and its composition on the next Board call.
7. The next Board call will be held at 8:30pm EDT on Monday, August 21, 2017. The next scheduled EC call will be at 7:30pm EDT on Monday, August 7, 2017.

The meeting was adjourned at 11:55am EDT.

Respectfully Submitted,

Chris Colburn, Secretary