

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Patty Miller		
Minutes recorded by:	Greg Danner	Date/time of meeting:	9/17/2017 10am CDT

Actions Taken:

1. Approved: To accept the amendments of the Compensation and Benefits charter.
2. Approved: To voice record Board and EC meetings.

Number of committee members present: 20	Absent: 7	Other Delegates: 14
<p>Committee members present (list all, including chair and vice chair): Patty Miller - President; Peter Guadagni - VP of Administration; Chris Colburn - VP of Local Operations; Donn Livoni - VP of Programs; Frank (Skip) Thompson - VP of Community Services; Greg Danner - Secretary; Ralph Davis - Treasurer; Maria Elias-Williams - Legal Counsel; At-Large Directors: Tom Moore (Breadbasket); Dave Diehl (Colonies); Rob Copeland (Dixie/Past President); Sarah Welch (Northwest); Leianne Crittenden (Oceana); Ed Coates (South Central); and Laura Winslow (Southwest); Dawson Hughes – CEO; Past Presidents: Nadine Day (Immediate Past President), Nancy Ridout, and Jim Miller; Dave Coddington (USA Swimming Liaison to USMS).</p> <p>Not present: At-Large Directors: Dan Cox (Great Lakes); Past Presidents: Tom Boak, Ted Haartz, Jeff Moxie, Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.</p> <p>Guests: Bill Brenner (COO), Jessica Porter (Sr. Director – Membership Acquisition & Retention), Onshalee Promchitmart (Coordinator – Volunteer Services), RC Saint-Amour (MR), Jeanne Ensign (MT), John Bauman (WI), Ed Tsuzuki (NJ), Chris McGiffin (NJ), Helen Naylor (SE), Mary Jurey (ST), Richard Garza (NT), Jayden Howell (UT), Maddie Sibilia (CCS – Student Advisory Board), Jason Weis (CCS – Student Advisory Board).</p>		

Minutes

The meeting was called to order at 10:00 am CDT.

1. Patty covered the agenda review and declaration of conflict of interest. There were no conflicts reported.
2. Patty welcomed the new Board members.
3. The Board and EC meeting schedule from last year was discussed and will not change, except that the time for EC meetings will be moved back one hour:
 - a. Executive Committee calls will be on the first Monday of each month at 8:30 pm ET, unless otherwise noted.
 - b. Board of Directors will be on the third Monday of each month at 8:30 pm ET, unless otherwise noted.
4. Patty led a Convention Recap and solicited feedback:
 - a. Peter Guadagni – Suggested that if a rule change is amended on the floor and it is a lengthy edit, that we table that change for the next year.
 - b. Ed Tsuzuki – A Convention Task Force (to be Chaired by Ed) will be formed soon and will review the length of the Convention as well as other potential changes.
 - c. Tom Moore – Asked for clarification on when/if the Parliamentarian can address the House of Delegates. Rob Copeland indicated that he (as the Parliamentarian) may provide a ruling when specifically addressed. A sergeant-at-arms may be necessary to assist keeping order during the HOD meetings.
 - d. Tom Moore – Asked who determines the convention schedule (i.e. how meetings overlap). Patty indicated that the EC plans the convention schedule, but this is subject to review by the forthcoming Convention Task Force.
 - e. Richard Garza – Asked the Board to consider filming Convention workshops and then posting them online (YouTube). This is due to delegates often being busy attending other committee meetings or workshops.
5. Patty provided highlights from the US Aquatic Sports trustees meeting Sunday morning and discussed them with the Board and audience:

- a. USMS is being asked to agree to a concept of not doing anything that would significantly reduce the number of delegates. Currently, USAS is booking convention sites 4-5 years out.
 - b. The USAS Convention Committee has many long-standing volunteer members that are looking to retire or step back. At USAS's request, Nadine will chair a team to determine the best way to transition for staffing conventions in the future.
 - c. USAS is prepared to contract for the 2022. Patty asked USAS if USMS could take two days to review consider agreeing to 2022 contract USAS agreed. Jim Miller pointed out that very few facilities across the country are large enough to handle the size of this convention. Jim also commented that USMS is in a unique position in that we interact with the other aquatic sports at this event and hold various international appointments. Nadine indicated the BOD has previously discussed the great value of USMS being with the other NGBs in this convention setting.
 - d. USA Swimming and U.S. Masters Swimming both have (or will have) a Task Force regarding convention ideology. Ed Tsuzuki suspects that our Convention Task Force will not make such substantial recommendations that would lead to USMS changing the Convention venue in 2022.
 - e. Nadine is the chair of USAS Convention Committee/Transition Task Force – We cannot ask for volunteers because there are no specific roles and responsibilities of the members. What are the needs of the convention and what skillsets are required. Right now, the convention is run by 8-10 people with 30-40 volunteers. Patty is requesting that Maria Elias-Williams be on the task force for USMS. Nadine mention that all NGBs will be involved and will be able to contribute, but right now she was appointed to chair the task force two days ago.
 - f. Richard Garza asked if west coast locations could be considered in the future. Patty mentioned that there was a western bid/option for 2021 but it would have required staying in multiple hotels.
6. Compensation and Benefits charter amendment: Ed Coates indicated that the changes were primarily housekeeping, with regulatory compliance responsibilities of the committee having been added as well.

MSA by Ed Coates to accept the amendments of the charter. The motion passed unanimously.

7. Voice recording of EC/BOD minutes:
- a. Chris Colburn is interested in improved accuracy in the recording of minutes via a voice recording tool already included in our conference call application (StartMeeting). Jim Miller suggested a compromise that recordings are kept for 10 days and then destroyed. Chris countered that it would be beneficial to keep the recordings until after the minutes have been approved by the Board. Ed Coates does not see an issue. Tom Moore wanted to confirm that this would be a tool for the Secretary, not as a means of keeping a permanent record. Several Board members raised the question of whether there are any legal concerns regarding NPOs, whether USMS has any policies that would prohibit recordings, and whether permission would be needed from the Board members. As a reminder, Chris Colburn mentioned that two years ago, the Board voted not to pursue voice recorded minutes. Nadine brought up as a point of information USMS already records the Peer to Peer conference calls.

MSA by Chris Colburn to voice record Board and EC meeting minutes with the intention to destroy said voice recordings after the meeting minutes have been approved. The Secretary shall download the voice recorded file after the meeting concludes, delete it from the cloud location immediately, and subsequently delete the locally saved recording after the minutes have been approved. The motion passed with one opposed.

- b. Tom Moore inquired about the possibility of creating a documentation archive, perhaps for BOD members only. This would include all items that were presented during each meeting. Chris Colburn indicated he has saved all emails and items associated with every meeting during his tenure. With the transition to USMS 3.0, Chris suggested that we wait for the future site to see if such a system would be possible, but in the meantime such requests for information should be handled privately/directly with the Secretary (who should retain these items).
8. 100% membership pledge: Dawson Hughes spoke on current statistics and the desire to push for 100% membership.
- a. Reportedly, 66% of clubs don't expect their swimmers to be members of USMS.
 - b. There are many workout groups that we're not aware of until USMS receives liability claims.
 - c. USMS is investing time and resources into clubs, but we don't know if members are joining/renewing because of that effort.
 - d. USMS is building incentive and recognition programs to promote the clubs that are considered great partners. USMS may wish to consider changing policies so membership is required, but this is not ideal. Jim Miller points out that if clubs want liability/insurance coverage, it's already required. Dawson asked any Board member to comment on situations where clubs were not likely to recommend their members join USMS. Skip Thompson discussed the partnership with one health club chain: their management completely handles many items and insurance is handled separately, similar to college facilities and recreation centers. Dawson mentioned that more creative arrangements will be necessary in the future with those types of organizations. Rob Copeland pointed out that we should provide the services to encourage membership and support Dawson's efforts. Sarah Welch agreed and stated that it is

important to use incentives rather than requirements. Ed Coates stated that LMSCs might have a stronger ability to push 100% membership through the coaches. Nadine indicated that the Indiana LMSC is going to require 100% USMS membership for clubs in 2018.

- e. The USMS Places to Swim listing is going to be changing more towards a club finder in USMS 3.0. Random pools with lap swim will only be accessible/viewable to USMS members.
9. Task forces (Patty):
 - a. A Convention Task Force will explore the convention and make recommendations for the future.
 - b. A Volunteer Task Force will investigate volunteer roles, engagement, and motivations. The output will be: suggested adjustments at a local and global level.
10. USMS 2020 – Patty pointed out that we hope to have a special celebration of USMS’ 50th anniversary, but we don’t have any specific plans yet.
11. Winter BOD Meeting: This is tentatively scheduled for February 10-11, 2018.
12. New Business: Patty: At-Large Directors are encouraged to think about successors in advance of the 2018 Convention. Rob Copeland said that he will not run for re-election and he has already announced it in the zone meeting to start asking people to run.
13. The next Board call will be at 8:30pm ET on Monday, October 16, 2017. The next EC call will be at 8:30pm ET on Monday, October 2, 2017.

The meeting was adjourned at 11:26am CDT.

Respectfully Submitted,

Greg Danner, Secretary