

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Peter Guadagni		
Minutes recorded by:	Greg Danner	Date/time of meeting:	2/29/2020 8:30am ET

Actions Taken:

1. Approved: February 17, 2020 BOD Meeting minutes.
2. Approved: Actions taken since the 2019 annual meeting.
3. Approved: The BOD supports legislation that would strike 202.1.1 E, 203.3.2 F, and any rule that prohibits for-profit organizations from hosting events.
4. Tabled: An advertised fee of \$99 for the year plus membership through 2021 starting July 1, 2020 as presented by staff.

Number of committee members present: 20	Absent: 9	Guests: 11
<p>Committee members present (list all, including chair and vice chair): Peter Guadagni - President; Chris Colburn - VP of Administration; Ed Coates - VP of Local Operations; Donn Livoni - VP of Programs; Chris Campbell - VP of Community Services; Greg Danner - Secretary; Teddy Decker - Treasurer; At-Large Directors: Carrie Stolar (Breadbasket); Jeff Strahota (Colonies); Maddie Sibia (Dixie); Dan Cox (Great Lakes); Diana Triana (South Central); Dawson Hughes - CEO; Past Presidents: Patty Miller (Immediate Past President), Nadine Day, Rob Copeland, Jeff Moxie, Tom Boak, Nancy Ridout; Maria Elias-Williams - Legal Counsel.</p> <p>Not present: At-Large Directors: Matt Miller (Northwest); Jill Gellatly (Southwest), Clare Kubiak (Oceana); Dale Ammon (USA Swimming Liaison to USMS); Past Presidents: Jim Miller, Ted Haartz, Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.</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, Marianne Groenings - Director, Programs and Events, Onshalee Promchitmart - Coordinator, Volunteer Services, Steve Hall - Coordinator, Membership Services, Jay Eckert - Manager, Business Development, Daniel Paulling - Manager, Publications and Communications, Jay Place - Web Developer, Kim Heimiller - Coordinator, Marketing.</p>		

Minutes

The meeting was called to order at 8:30 am ET.

1. Welcome and Agenda review and declarations of conflict of interest (Peter): No conflicts noted at this time.
2. Minutes and ratification (Greg):
 - a. Approval of February 17, 2020 BOD Meeting minutes: **MSA to approve the February 17, 2020 minutes. The motion passed unanimously.**
 - b. Actions taken since 2019 Annual meeting: **MSA to ratify all the actions taken since the 2019 annual meeting. The motion passed unanimously.**
3. Icebreaker exercise: members and guests briefly shared stories from memorable USMS experiences.
4. CEO's Annual Report and 2020 Update (Dawson):
 - a. Update on 2020 Projects and Progress:
 - i. Northern Trust: minor audit adjustments are being sent to the Investment Committee. Teddy added that our recent investment drop was 4%, whereas the national average was around 12%. The groups continue to work toward mitigating our losses.
 - ii. Membership: Our current membership is around 43,500. Trending about 2% down from last year same time. This means we need about 17,500 to reach budget. We can plan on having around 5k renewals, 3k returning (not members in 2019, but members in previous years), leaving us with needing to acquire about 9.5k new members. We picked up 8k new members from March to October 2019. Broken down by LMSC, the gains needed are 42 members per month / LMSC. Of that, 22 new members per month / LMSC. It is understood that LMSCs are varying sizes.
 - iii. Technology = Identify challenges + Informed decision making. We have more data captured with targeted marketing and we are finding interest, but the conversion rate from online interest is low. Potential members often receive no responses from contacted clubs. Peter noted that our coaches need the mindset and incentive to follow up, much like an insurance salesperson always follows up on their leads.
 - iv. Detail of the self-reported number of clubs using general liability. There are inconsistencies in reported vs. actual membership based on who is using USMS general liability.

- v. Open Water progress: List of benefits to sanctioning, website updates, and the Open Water Results DB are all on the way.
 - vi. Marketing Campaigns: We continue to align efforts throughout USMS.
 - vii. Online Workouts: We are about one month away from having an updated user interface.
 - viii. Member Record Management: Aspects of our legacy system are problematic. We have no mechanism for preventing duplicate email addresses from entering our database. Dawson recommends emailing the National Office with any email address updates, they will verify and turn around a response/change in 24 hours.
 - ix. Community: Development is in progress, still several months away.
 - x. College Club Swimming (CCS): We began asking members for graduation date, for the sake of having an additional data point. On another note, Dan Cox did some advertising of our bridge membership. He used some giveaways to promote CCS on Instagram.
5. BOD Training: Change Management (Ed): Ed played a series of short videos revolving around developing a culture of change mindset. Group breakouts followed.
6. Membership Offerings (Dawson):
- a. Unified Fee Update and Communication
 - i. 31 LMSCs adopted the individual unified fee. 23 LMSCs adopted all unified fees (individual, club and OEVT). Nine additional LMSCs indicated they are supportive of all unified fees but wanted one more year to discuss internally. Eleven LMSCs are not supportive of this unified fee concept and one LMSC did not respond.
 - ii. Legislation will be up for discussion later this year.
 - b. Recommendation on 2020 Year Plus offer: The National Office asked the Board to consider the possibility of a \$99 Year Plus offer. With most LMSCs already taking part in the unified fee structure, it is becoming easier to develop these type of marketing strategies. There was some discussion as to whether a budget adjustment would be necessary or if any risk should be noted as opportunity reserve. **Motion to approve an advertised fee of \$99 for the year plus membership through 2021 starting July 1, 2020 as presented by staff.** Discussion: Various BOD members offered suggestions for the appropriate wording of the motion. The LMSC portion of the membership fee remains unchanged and any revenue difference would be covered by the USMS budget. There was consensus to table this motion in favor of having Ed and Rob work on the wording for tomorrow's meeting. **MSA to table the motion. The motion to table passed unanimously.**
 - c. Unified fee communication: The BOD working group will be re-enlisted. After a kick-off conference call, the individual LMSC calls will be scheduled for the purpose of discussing specific scenarios and concerns. A new task force to develop legislation will include Maddie, Rob, and Patty.
 - d. Recommendation on 2021 Membership+: The National Office is exploring an add-on package of benefits. Dawson noted that the challenge in adding benefits is the cost applicable across the entire membership base. He suggested that we might need at least a two-year window to determine if this concept can be successful.
7. Strategy: Club Development (Bill):
- a. The BOD received a thorough strategy document prior to the meeting. Bill provided the background, summary, recommendations, rationale, and implementation about club development through national and local direction. Since membership is driven locally, the recommendation was made to the BOD that the LMSC Coaches Chair position should be a mandatory LMSC standard, rather than a target standard. Additionally, that the BOD considers changing the role name to Chair, Coach and Club Services. The plan for implementation was summarily described as educational with a dozen detailed items listed in the document: best practices webinar, P2P calls, and convention/summit workshops to name a few.
 - b. Discussion: Jeff Moxie said that it helps when coaches have an incentive: getting paid or subsidized locally is effective. The Local Program Developer concept may continue to be developed. Peter agreed that motivated coaches are more likely to go to events. Dawson said that we need a better mechanism to provide support locally. Demographic tools and pool analysis can be useful resources. The National Office is in the process of identifying the top 200 pools in the country that don't have programs. Greg mentioned the volunteer role descriptions on the website haven't been updated recently and this would help us align better with our current strategy. Peter said that everything Bill mentioned is essential, we simply need to determine the best way to implement these ideas. The Board consensus is that all these functions should be happening at the local level. Local people make programs thrive.
8. Strategy: Marketing – National Pipeline Handoff (Kyle):
- a. LMSC, Club, Event: Kyle provided some stats on website traffic and related information requests:
 - i. 9,000 people came to the USMS website in 2019 and filled out a club contact form.
 - ii. 2,700 people filled out the digital trial membership form during Try Masters Swimming Week (TMSW). However, only 50% heard back from the club.

- iii. USMS had 1,900 OEVTs last year.
- iv. During a marketing campaign, there were 8,600 eBook downloads.
- v. All the information gathered adds to our data on potential members.
- b. Recap of the new Club Finder (2.0), targeted ads, and swim.com integration.
- c. Try Masters Swimming is planned for one month this year: July 1-31. Participating clubs must offer at least one free workout during that time. USMS will again offer templates (email, flyers) for interested clubs and LMSCs. Kyle discussed targeting methods through social media and streaming.
- d. Independent Swimmer: We must find ways to connect with these members. Online workouts, online community, Fitness Series, and social media (written and video content) are all planned methods of engagement.

BOD was in recess from 12:37 pm to 1:20 pm ET.

9. Strategic Implementation through Volunteer Stakeholders (Peter):

- a. This breakout session discussed strategies for solidifying the connection across all levels in the organization: LMSC, Zone, National Committees, and National Office.
- b. LMSCs should be encouraged to focus on member value, be proactive in support, focus on at least one specific program each year, and be willing to utilize financial reserves.
- c. Zone Chairs should be more involved in communication up and down the chain, should be included in the LMSC Summit, and should consider mentoring LMSC leadership. Also, an update to the role might be in everyone's best interest.
- d. National Committees were identified in terms of supporting and driving strategy versus providing educational value. The upcoming Committee Statements will help enunciate how each committee supports the overall strategy.
- e. We need a better plan to address LMSCs that are nonfunctioning or dysfunctional. An escalation plan as well as timeline should be developed. A subcommittee may need to be formed to make recommendations in this area.

10. Club Transition to Gold Status (Peter):

- a. This breakout session revolved around discussing the steps USMS should take to increase both the number and percentage of Gold clubs.
- b. Non-Gold Clubs may be convinced by educating them on the benefits. A bulk registration tool would be a great addition for coaches.
- c. LMSCs can help communicate and promote Gold club status. However, given the number of tasks expected of LMSCs, the understanding is that they might not be very active in this aspect.
- d. New clubs should be established as Gold from the onset. Working with the facility to understand any conditions or requirements is important.
- e. Grandfathered clubs could be eligible for monetary incentives or one-year free memberships. Also, non-Gold clubs might have higher sanction fees when hosting events.
- f. Alternative club membership models: Licensing agreements with monetary or data agreements could be appropriate. For facilities resistant to requiring membership, perhaps they would at least allow USMS information displayed.

11. 100% Membership memo (Bill/Dawson):

- a. A detailed memo was provided for the reasoning and strategy of pursuing 100% membership.
- b. Bill mentioned how membership can easily be built into program fees. For organizations that already have a primary insurer, Bill finds that there is still added value in our insurance, and it may even drive down cost of the primary insurer. With our current registration methods, Nadine noted that it is ultimately the coaches' responsibility to enforce it for now. There will be an easy way to do this in the future, via bulk registration. The Board unanimously agreed that we should require 100% membership from new clubs and the National Office should communicate that as necessary. The pathway to 100% membership for grandfathered programs will continue to be developed.
- c. Gold Club findings, brand expectations, and next steps were also outlined in the memo.

12. Challenging Sacred Cows (Peter):

- a. Prohibition on for-profit entities sanctioning (hosting) events: Legal examined the situation and confirmed that for-profit entities hosting events would not impact our 501(c)(3) status. **MSA for the Board supporting legislation that would strike 202.1.1 E, 203.3.2 F, and any rule that prohibits for-profit organizations from hosting events.** Discussion: What should be done in the case where two different entities want to sanction events that conflict? The consensus is that it's up to the LMSC to decide. **The motion passed unanimously.**
- b. National Events as Club Fundraisers: Historically, USMS has allowed clubs to run national events as fundraisers, with Championships being awarded by the Championship and Long Distance (LD) committees. Peter asked the BOD to consider how we would design our national event lineup if we were setting it up from scratch. Donn noted that a decline in ePostal participation may be due to the introduction of the Fitness Series but believes Fitness and LD Nationals can co-exist. As such, he is supportive of the current system. Rob stated that our top consideration should be the quality of the event through a consistent product. He is concerned by the lack of accountability in participation decline since the events are not hosted by the National Office. Nancy suggested additional cooperation

between the National Office and LD Committee could make the events more attractive. Jeff Strahota added that for any transition to be effective, we would need to see several things put in place first at the NO level. Nadine pointed out the consistency in the product with ePostals is the set requirements for splits. She noted the value in allowing members to participate in national events without traveling. Dawson's primary concern about the existing setup is that there's no coordinated strategy across all the ePostal events.

The meeting was recessed at 5:00 pm ET.

Respectfully Submitted,

Greg Danner, Secretary

Committee Name:	Board of Directors	Session #:	2
Committee Chair:	Peter Guadagni		
Minutes recorded by:	Greg Danner	Date/time of meeting:	3/1/2020 8:30am ET

Actions Taken:

1. Un-tabled: Motion from 6.b. yesterday (2/29/2020).
2. Withdrawn: An advertised fee of \$99 for the year plus membership through 2021 starting July 1, 2020 as presented by staff.

Number of committee members present: 20	Absent: 9	Guests: 7
<p>Committee members present (list all, including chair and vice chair): Peter Guadagni - President; Chris Colburn - VP of Administration; Ed Coates - VP of Local Operations; Donn Livoni - VP of Programs; Chris Campbell - VP of Community Services; Greg Danner - Secretary; Teddy Decker - Treasurer; At-Large Directors: Carrie Stolar (Breadbasket); Jeff Strahota (Colonies); Maddie Sibilila (Dixie); Dan Cox (Great Lakes); Diana Triana (South Central); Dawson Hughes - CEO; Past Presidents: Patty Miller (Immediate Past President), Nadine Day, Rob Copeland, Jeff Moxie, Tom Boak, Nancy Ridout; Maria Elias-Williams - Legal Counsel.</p> <p>Not present: At-Large Directors: Matt Miller (Northwest); Jill Gellatly (Southwest), Clare Kubiak (Oceana); Dale Ammon (USA Swimming Liaison to USMS); Past Presidents: Jim Miller, Ted Haartz, Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.</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, Marianne Groenings - Director, Programs and Events, Jay Eckert - Manager, Business Development, Kim Heimiller - Coordinator, Marketing.</p>		

Minutes

The meeting was called to order at 8:30 am ET.

1. 2022 USMS Annual Meeting (Dawson/Jessica): Planning and location for 2022 is underway. USA-S is not expected to hold a traditional convention in 2022. BOD members offered various suggestions for how we approach 2022:
 - a. Ed suggested we consider restructuring our convention.
 - b. Patty noted that we might be able to get committees to voluntarily not hold a meeting. Nadine agreed that many committees don't need their own meeting.
 - c. Peter wants to know how we will tie in rule changes passed down by FINA and USA-S, if we're not in the same convention.
 - d. Rob recommended we separate convention from the annual House of Delegates meeting. A convention would be more leadership and education.
 - e. Dawson stated that the National Office will be looking for potential venues for a similar number of delegates but over a shorter time frame.
 - f. Peter wants to review the prior findings of the Convention Task Force (CTF). Nadine, Ed, and Rob will be refreshing the CTF findings from two years ago since there are new Board members and things have changed since that time.
2. Harassment and misconduct at the club level (Dawson/Maria):
 - a. Recently, an issue was brought to the attention of the National Office. Since these events are uncommon, this led to the idea of how we should communicate approaches to LMSCs for these types of situations. Most importantly, criminal matters should be reported to the authorities. Interpersonal issues at the club level are a different nature and may not rise to that level. Peter explained that in Pacific LMSC, the LMSC doesn't get involved in club issues. Patty noted that if there is a conflict or violation in the USMS code of conduct, then local members should perform basic dispute resolution first and follow the grievance process if necessary. The Board agreed that the club should attempt to resolve (non-criminal) issues first, moving to the LMSC next, and lastly the National Office. Rob noted there are very few grievances ever filed at the local and national level. The convention may be an ideal place for education on this topic. The Board consensus is that clubs should have a code of conduct as well.
 - b. Safe Sport: Although there is a public banned list, there is not enough information available to confirm the identities and match anyone to our member list. Patty suggested Dawson and Maria work on a proposal to address any potential concerns in this area.
3. Updates:

- a. 2020 National Coaches Clinic (Bill): Scheduled for October 16-18 in Las Vegas and registration is opening soon. Marianne and Melanie were thanked for their efforts, along with all staff. A social will be held on Friday, all classroom sessions on Saturday, and pool session on Sunday. Bill noted that we have a great lineup of presenters.
 - b. 2021 LMSC Summit: Not many updates yet. It will likely be held in central US and probably the same time frame: February or March. Peter asked if anyone had an opinion on running the Winter BOD Meeting and LMSC Summit at the same time. Ed responded that the VPLO and President usually sit in on the Summit, which would be impossible if the events overlapped. Carrie and Nadine both commented that the crossover conduit for networking would be beneficial but separate time between the two groups is also necessary. There was no consensus on the possibility of merging the two.
 - c. Summer BOD Meeting: tentatively scheduled for July 12-14 in San Jose, CA. We're looking at possibly starting on Friday night, going all day Saturday, so everyone can leave Sunday morning.
4. **MSA to un-table motion from yesterday (see 6.b). The motion to un-table passed unanimously.** Discussion: Patty noted that the Board does not approve marketing campaigns. **The motion was withdrawn.** The Board supports the year plus membership marketing campaign for \$99, as presented by staff.
5. Consent Agenda – Officer Reports:
- a. President (Peter): Added that if we need to pass items that require little or no discussion, they could be added to the consent agenda to improve efficiency.
 - b. VP Administration (Chris Colburn): Only update is that the Legislation Committee sent in their committee statement recently.
 - c. VP Local Operations (Ed):
 - i. 3 out of 4 committee statements have been received. They're all one-page documents. Last committee is working on it.
 - ii. There was a question about a Ransom Arthur Award nomination and whether a LMSC endorsement was required. Rob indicated that the BOD doesn't need to weigh in on this because it relates to committee policy.
 - d. VP Community Services (Chris Campbell):
 - i. Noted that some committees are seeking their purpose since some tasks have been transitioned to the National Office.
 - ii. Sports Medicine Committee Chair stepped down due to personal/professional reasons. Replacements are being considered.
 - iii. Regarding Diversity & Inclusion, there was a suggestion to incorporate disability athletes from a competitive perspective. Diana responded that education and best practices are the D&I focus areas for now, but they can investigate it. Patty suggested that we allow D&I to set their own priorities.
 - e. VP Programs (Donn):
 - i. 2022 Long Distance national event bid solicitation underway.
 - ii. Some rule book reorganization proposals are being developed.
 - iii. Officials are recruiting and outreach to LMSCs has been successful. Reminded the BOD that all the officials certification courses are online.
 - iv. Regarding Open Water, Dawson stated that mass communication needs to be coordinated better. The committee identified areas of interest that were outside of the scope of the USMS mission. Rob noted that we have an outdated Communications Policy and suggested that the Governance Committee develop a modern policy. Donn, Dawson, and Peter will review.
 - f. Treasurer (Teddy):
 - i. There is a recent downturn to the market, but the expectation is that it will bounce back.
 - ii. The Financial Operating Guidelines are typically reviewed every other year. Some updates are expected due to the new budget process.
 - g. Secretary (Greg): No updates.
 - h. Legal Counsel (Maria): No report.
 - i. Immediate Past President (Patty): No report.
 - j. **MSA to accept officer reports as consent agenda as well as additional reports added this morning. Motion carried unanimously.**
6. New business:
- k. CCS: Jeff Strahota suggested educating LMSCs on how the bridge membership works. Greg asked if LMSCs can find out who the bridge members are within his LMSC. Dawson said that the National Office is continuing to collect information and cautioned about limiting our approach. The CCS Advisory group continues having their own discussions and we want to foster their independent growth. Bridge membership information may be made available to LMSCs if they inquire with the National Office.
 - l. ALTS Programming Committee: Carrie mentioned this group had its first conference call. The members are passionate and narrowing down the top priorities. She indicated an upcoming ALTS Retreat and asked the BOD if

additional subsidies were available. Chris Colburn noted that we didn't have enough supporting information to determine if more money should be allocated to the event. In lieu of additional fiscal support, Carrie asked BOD members to spread the word of the event.

7. EC Meeting - Convention workshop topics (All): Due to time constraints, a small group will be meeting to discuss this topic after this meeting is adjourned.

The meeting was adjourned at 11:37 am ET.

Respectfully Submitted,

Greg Danner, Secretary