

Action Items:

MSA – To have Hill Carrow fill the vacant position on Compensation and Benefits Committee for a five year period.

MSA – To select and fill an Audit Committee.

MSA to have Ed Tsuzuki chair the End to End Management Task Force.

MSA for Michael Heather to chair the Membership Dues Task Force

MSA – To remove Rob Copeland and add Ralph Davis for signing authority on the bank accounts for U.S. Masters Swimming.

MSA - Ask the Governance Committee to work with Rob Butcher to decide on risk management and ideas for how we do it

President Jeff Moxie called the meeting to order at 10:25 a.m. CDT. Also present were Michael Heather -VP of Administration, Ed Tsuzuki- VP of Local Operations, Nadine Day-VP of Community Services, C.J. Rushman -Secretary, Ralph Davis- Treasurer, Rob Copeland -Immediate Past President, Doug Church Legal Counsel, At-Large Directors Anthony Thompson (Breadbasket), Betsy Durrant (Colonies), Meg Smath (Great Lakes), Jerry Clark (Dixie), Jeanne Ensign (Northwest), Michael Moore (Oceana), Jeanne Ensign (Northwest), Don Mehl (South Central) and Laura Winslow (Southwest Zone). Immediate Past-President Jim Miller; Legal Counsel Patty Miller, Executive Director Rob Butcher; Past-Presidents Ted Haartz, Tom Boak and Nancy Ridout. Not present: Dave Diehl-VP of Programs.

Agenda Items

#2.Expectations of the upcoming BOD - Jeff Moxie gave his expectations for the Board of Directors. There were two main points that Jeff reiterated. The first is that the Board of Directors is a United Team. We will support each other and the mission statement to move the organization forward. The second item was regarding email etiquette. Also please safeguard sensitive information with the utmost respect.

The question was asked that since we have a professional staff and a physical National Office, if there was thought to hiring a staff person to record the minutes of board meetings. It was answered that this is the responsibility of the board Secretary.

#3.Approval of minutes from meeting on September 19, 2009 to approve Meg Smath as the At Large Director of the Great Lakes Zone. Minutes were not yet complete and this item was deferred.

#4.Appointment of Legal Counsel - Jeff Moxie announced that he had appointed Doug Church as Legal Counsel. Jeff thanked Patty Miller for the past seven years she has dedicated to this Board and USMS.

#5.Committees –

- a. BOD Appointment of the Finance Committee members – There will be a twelve member committee. Ralph Davis will distribute a list of proposed members to the Board.
- b. BOD Appointment of the Compensation and Benefits Committee members – Jeff Moxie asked Nadine Day to provide the name of a person to fill the vacant position. Nadine reported that the Compensation and Benefits committee nominated Hill Carrow, which the Board approved. MSA to have Hill Carrow fill the vacant position on Compensation and Benefits Committee for a five year period.
- c. BOD Appointment of the Governance Committee members – Jeff asked the BOD to think of names of people to be considered for appointment to the committee.
- d. BOD Appointment of the Policy Committee members - Jeff asked the BOD to think of names of people to be considered for appointment to the committee.
- e. BOD Audit Committee – The Board MSA the creation of an Audit Committee. Michael Moore recommended that the first item on the agenda for the Audit Committee should be to create a charter. Ralph will distribute a list of potential candidates.

#6.Task Forces-

- a. Membership Dues
- b. End to End Event Management
- c. Workout Group -

Jeff Moxie asked if the Membership Dues and End to End Event Management task forces should continue. The Board agreed that they should. MSA to have Ed Tsuzuki chair the End to End Management which will focus on the entire process from meet sanctioning through posting of the meet results to the USMS website. MSA for Michael Heather to chair the Membership Dues Task Force.

MSA to create a Workout Group Task Force. Chair will be appointed later.

#7.Conflict of Interest Policy – Doug Church spoke to us regarding the need to sign the Conflict of Interest Statement. Copies of the statement were distributed to the Board for their signature.

#8.Signing Authority on Bank Accounts – Discussed the need to have new signatures on the banking accounts since there is a change at Board of Directors level. MSA to

remove Rob Copeland and add Ralph Davis for signing authority on the bank accounts for U. S. Masters Swimming.

#9. Mentors for New BOD Members - Jeff Moxie asked for seasoned Board members to help serve as mentors to the four new members. Those interested will follow up with Jeff to be assigned accordingly.

#10. 2009/2010 Meeting Dates

The quarterly meeting schedule will be as follows

- a. October – Conference Call on Tuesday October 20th at 8:00 PM EDT.
- b. January/February – Face to face meeting is tentatively schedule in Dallas, Texas.
- c. April – Face to face meeting is tentatively schedule in Phoenix Arizona.
- d. July - Face to face meeting is tentatively schedule in Sarasota, Florida.

For the October conference call, Jeff asked when the financials reports could be ready. The National Office will have them ready by the third week of October. Jeff requested that any materials should arrive forty eight hours prior to the meeting. Rob Copeland requested that the two Task forces have their charters prior to the call. A member of the board did request that we provide phone call in capability for those who may not be able to attend the face to face meetings. Mel Goldstein made a point of order that the President of FINA wants to meet with all National Governing Bodies. The President of FINA will be in Ft. Lauderdale in May 2010.

#11 Legislative Opportunity – Doug Church spoke about government stimulus money that USMS might want to consider pursuing. Doug will follow up with more details to see if this is viable and something that would help USMS. Doug also spoke about the Endowment Fund and that USMS needs to get more energy around building up the fund by engaging people that have experience with fund raising. Jeff Moxie indicated that he will be asking that all of the Board make a donation, regardless of size. This way potential donors and the membership sees that from a Leadership level this is something that the Board supports. Two BOD members spoke how the USA Swimming Endowment fund was mirrored from the USMS fund; however USA did hire a professional firm to help solicit funds. Regardless this is something that we should reach out to the membership for on-going support.

11:37 a.m. – CJ leaves meeting, Meg takes over minutes.

#12. Hospitality – Nadine was concerned about the hospitality suite. The negatives presented included:

- Noise
- Alcohol
- Food not purchased through the hotel
- Crowding

There was some concern about cost, as well as the image presented to other NGBs and USAS. The need to continuing with the hospitality suite was raised. The other NGBs have done away

with theirs, but some provide sandwich materials for delegates' lunches. Positives for hospitality were raised, including:

- Informal gathering site to share ideas
- Site outside of meeting rooms to get to know new delegates
- Place to catch a quick meal between meetings

The topic will be brought forward at the next BOD meeting, once all the data can be gathered, which Nadine will provide.

#13 -New business. Ed asked what the next steps were in forming HOD committees. Rob C explained that Tracy Grilli will put together a spreadsheet based on delegates' requests, then consult with the president. They will also take into account the committee chairs' evaluations of committee members and any code requirements. Jeff would also like to bring the VPs into the process. Timing is critical in order to meet the rule book printing deadline. Meg said the committee chairs have not evaluated the committee members yet as they normally would have because we had planned to do this online, but it never happened. Tom offered himself as a resource to use to put together committees. Jeff was asked about the size of the committees and Jeff said he would like to work toward smaller committees, but that will be something to work toward rather than immediate.

a. - Mission statement. Rob B said that when he was working on putting together the new USMS brochures he consulted the mission statement and noticed the words "wellness, aquatics, competition" were not in the statement and that we might want to consider updating the mission statement. He will draft some changes for consideration by the HOD.

b. -Safety supervisor. To follow up on the discussion during the HOD, Nadine suggested that safety supervision be incorporated into the LMSC minimum standards. Suggestions included surveying the LMSCs and reinstating the Safety Education Committee. The Board will need to determine if this would best be handled by staff or a coordinator.
MSA asking the Governance Committee to work with Rob Butcher to decide who will coordinate safety and how to do it.

c. - Polo Shirts. Rob C suggested that we look into making polo shirts like those worn by staff at convention available for the Board at a nominal cost, with the proceeds going to the Endowment Fund. Tracy pointed out that the lapel pins were given to Board members to wear to draw attention to us, in the hope that delegates from the other NGBs would approach us.

D.-David Yorzyk Award. Ted brought up the awkward situation with the David Yorzyk Award presentation during the House of Delegates. He gave the background of the award. Since its establishment, it has always been presented at convention, although it has not been presented every year. The Recognition and Awards Committee determined that the award should no longer be presented at convention in order to cut down on the number of awards presented during the HOD and that the award would no longer be considered an official USMS award. It has been asserted that the award was approved by the HOD making it a "quasi-official award." However, this award has been discussed in the past and the topic needs to be settled so it doesn't come up again. It is obvious how

important it is to the presenter, Manuel Sanguily. Leo volunteered to talk to Manny to try to come up with a solution. The Board accepted Leo's offer and will wait to hear the results of the discussions.

e. - Club Development Task Force. Jeanne said she has the materials developed by this task force. Rob B said he would look them over and see how they could best be used. Nadine noted that we had received permission from USA Swimming to use the club development materials from their website as well.

F.-Volunteer Pool. Nancy asked to make sure that we have a vehicle in place for dealing with the volunteer pool USMS will be establishing.

MSA to go into executive session at 1:07 p.m. MSA to come out of executive session at 1:40 p.m.

The Board wrapped up the meeting.

MSA adjourning at 1:56 p.m.

C.J. Rushman
Secretary