

Action Items:

- **MSA – In order to manage the flow of communications to the National Office, the Committee Chairs will work through their respective Vice Presidents. The Vice Presidents will forward requests to the Executive Director and inform the President.**
 - **MSA – to add the wording Swimming Saves Lives Foundation under the Foundation Board Chair.**
 - **MSA - move the Investment Policy statement from section f.**
 - **MSA to approve the Policy Manual as amended.**
 - **MSA – adding the word Performance to the Value sentence of Excellence.**
 - **MSA – Ed Coates to fill Nadine Day’s position on the Benefits and Compensation Committee.**
 - **MSA – To reappoint Raena Latina to Compensation and Benefits for another five years.**
 - **MSA - Sarah Welch will be the Chair of the Compensation and Benefits.**
 - **MSA – to approve Laura Groselle as Chair of the National Board of review.**
 - **MSA – to approve the pool of candidates as provided by the National Board of Review Chair as hearing panel members.**
 - **MSA- The 2012 Olympic Trials Tickets allocated to USMS by USA Swimming be first offered to Board members then Championship committee members at full retail value.**
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Nadine Day - President called the meeting to order at 10:30 a.m. CDT. Also present were: Michael Heather -VP of Administration, Jody Smith -VP of Community Services, Dave Diehl-VP of Programs, C.J. Rushman -Secretary, Ralph Davis- Treasurer, Jeff Moxie -Immediate Past President, Ed Tsuzuki- VP of Local Operations, Doug Church- Legal Counsel, At-Large Directors; Chris McGiffin (Colonies), Phil Dodson (Great Lakes), Anthony Thompson (Breadbasket Zone), Maria E. Williams (Dixie), Hugh Moore (Northwest), Jim Clemmons (Oceana), Don Mehl (South Central), Phil Whitten (Southwest Zone), USAS Swimming Liaison – Jeff Gudman, Executive Director - Rob Butcher; Past-Presidents Rob Copeland, Jim Miler, Nancy Ridout, Tom Boak, and Ted Haartz.

Not present: Mel Goldstein, Dan Gruender, Mike Laux and June Krauser – Past Presidents.

Audience Members; Betsy Durant, Patty Miller, Jane Moore and Sandi Rousseau.

Agenda Items:

- Nadine Day welcomed everyone to the Board of Directors meeting. She believes in and will promote transparency. Jim Miller suggested that Nadine establish committee chairs and vice chairs quickly, and review the size of the committees too. Ed T recommended forwarding non-confidential communications that are shared with the BOD as touch points with our chairs so they feel they are informed (e.g. some of Ted Haartz’s e-mails on USA Swimming and Olympic

news). Tom B reminded Nadine that there is balance of picking committees. Mike H really liked Ed's idea, and the VP's should work together.

- Nadine Day reviewed the modes of communication, i.e. the chain of command, interaction between committee chairs and staff. Nadine asked the VPs to review the committees they work with. Don Mehl asked a volunteer organization chart. Nadine said it will be in the Policy Manual. Conference calls for committees will be scheduled by the VP so they are aware of what is happening. Jim Miller asked if the VPs receive formal reports that go onto the National office so action items can be enacted. The Executive Committee conference calls will continue to be held on the 2nd Tuesdays of the month. The Board of Directors will hold conference calls on the 4th Tuesday of each month starting October 25th starting at 8:30 pm EDT. If there are no agenda items then the meetings can be cancelled.
- Betsy Durant provided an updated Policy Manual with changes recommended by the Board. Ed asked a clarifying question about where some links will reside within the online version. Chris M asked if Zones information is listed in this document. Betsy said they should be but currently are not. Jim Miller made a motion that the Committee Chairs work through their respective Vice Presidents who report to the President who communicates with the Executive Director. Dave D seconded. Rob C makes a friendly amendment to have the President notified. Jim M asked if LMSC Chairs are informed when volunteers interact with the National Office. Sandi R asked if the VPs should to be included on all communication. Nadine said yes, they should be included in all communication. Chris M said we need to coach people when they contact staff on the proper communication channels. Mike H said that this more for the Board on how to communicate with staff. **MSA - Committee Chairs work through their respective Vice Presidents and the Vice President will forward requests to Executive Director and inform the President.** Betsy asked about the listing of the UANA representative. Hugh suggested that Betsy, Nancy and Jim should work on this wording. Betsy asked about the Foundation Board Chair. Ed T makes an amendment to add the words Swimming Saves Lives Foundation. Seconded. **MSA – to add the wording Swimming Saves Lives Foundation under the Foundation Board Chair.** Rob C makes a motion to move the Investment Policy statement from section f. Hugh seconded. **MSA - move the Investment Policy statement from section f.** Ed T made a suggestion that the links in the document should be more general and not specific linking to the Rule Book. Mike H said he did not see individual committee policies and asked where they should be listed. Rob C said we should add a section number 9 specifically for committee policies, above Open Water policies. Nancy said the current chair of SSL and the Foundation are the same person. Hugh stated as we are breaking out policies, we should add section ten for LMSC policies. Jim M said that the Endowment Fund and SSL are different and they fund different things. **MSA to approve the Policy Manual as amended.**
- Patty Miller indicated feedback to the Strategic Plan was positive. A suggestion came to add the word Performance to the Excellence value. Rob C makes a motion to add the word Performance. Seconded. **MSA – adding the word Performance to the Value sentence of Excellence.**
- Nadine said that the E2EEM Task Force will still be chaired by Ed Tsuzuki.

- Board of Directors Committee Updates and Actions;
 1. Governance – Anthony will continue as the Chair. Minutes have been posted.
 2. **Compensation and Benefits – Ed Coates be appointed to Comp and Benefits. MSA – Ed Coates to fill Nadine Day’s position on the Benefits and Compensation Committee.** Re-appoint Raena Latina to Compensation and Benefits for another five years. **MSA – To reappoint Raena Latina to Compensation and Benefits for another five years. MSA - Sarah Welch will be the Chair of the Compensation and Benefits.**
 3. Audit – Phil D makes a motion to approve the Audit Committee, with amendment. Seconded. **MSA to approve the Audit Committee Charter.**
 4. Investment – Dave Burgio will continue as chair.
 5. Finance – Homer Lane will continue as chair.
 6. Foundation – Doug Church will continue as chair.

- Nadine gave the President’s update. She is going to select the Committee Chairs by September 24th, 2011. With the help of Tracy Grilli, Nadine will have the committee members selected by October 1st, 2011. By October 24th, Nadine will have special appointments of committee and liaisons named. Ed Tsuzuki commended Nadine for her efforts. Ed Tsuzuki would like to hear back from Nadine on how committee chairs are selected. Nadine will solicit feedback from the VP’s about potential chairs. Anthony T said we should have open discussion about this item. Chris M asked how people will be notified of appointments and changes. Nadine said she will personally talk to those people. Nadine called a brief recess at 11:57 am EDT. Nadine reconvenes the meeting at 12:04 pm EDT. Nadine is appointing Laura Groselle as the National Board of Review Chair. Jeff Moxie- Immediate Past President and Mike H VP of Administration removed themselves from the voting. Dave D seconded. **MSA – to approve Laura Groselle as the National Board of review.** Laura Groselle appoints a pool of potential hearing panel members. Rob C seconded. **MSA – to approve the pool of candidates as provided by the National Board of Review Chair as hearing panel members.**

- The Board of Directors went into Executive Session at 12:08 pm EDT to discuss committee chair and vice chair placements, conflict of interest policy and long term employment compensation for our Executive Director. The Board came out of Executive Session at 12:59 pm EDT. Nadine called a brief recess at 1:00 pm EDT. Nadine reconvenes the meeting at 1:07 pm EDT.

- LMSC Minimum Standards – Ed Tsuzuki gave a high level overview of the LMSC Minimum Standards and the recommendation from the committee. Mike H asked should we just call these LMSC Standards, not minimum standards. Ed will incorporate all items that were discussed in the updated document for the October 24th call.

- Convention revamp – Nadine opened the floor to ideas and topics that enhance our convention. Phil D and Chris M both agreed we need to help educate all delegates about items like Legislation and Rule as an example. Ed T was happy with comments from this morning, however would like to see the committee chairs cover what the committee works on so that the new delegates and audience members can get a better feel for what their committee do throughout the year. Ed

thinks there should also be more volunteer recognition at the committee meetings and perhaps the HOD as well. Rob C said the amendment process of the floor is confusing and we need to get to the point sooner. Jody recalled her first time as a delegate where her other LMSC delegates helped provide education. Maria Williams said we should have session at the end of convention to keep the energy level high once they leave. Rob B recommended that Ed add a slide in delegate orientation that provides a brief financial overview of USMS. Chris M said we need to give high level overview of the National awards. Ted H had a concern about the lack of participation from LMSC's. Jody asked about the new delegate lunch and how that was perceived. Ed T told Ted that we do have grants available to LMSCs that need help in attending convention. Ted H asked do we show those LMSC that they are behind. Rob C said the in the LMSC minimum standards, having new delegates attending is not listed. Mike H shared that two delegates were treated poorly by a Board member, and that one said they would never attend Convention again. Mike H said we should be more open especially to new delegates. Jody gave an overview of the situation with one of the new delegates in the Championship committee. We need to educate those new members so they have an understanding, but listen to their needs and concerns, even if we have heard them before. Don Mehl brought up the fact that during the HOD some items were not presented in a fashion that helped facilitate a good discussion. Ralph said that look at the time it took the Board to understand the topic. Chris M said this is why we need to include rationale when presenting to the HOD. Rob C said people still need to read the material prior to Convention. Chris M still gets a sense of the house that it is still an "us versus them".

- Ralph said that the ISHOF video production was great, but the video needs to be up graded.
- Phil D makes a motion that the 2012 Olympic Trials Tickets allocated to USMS by USA Swimming be first offered to Board members then Championship committee members at full retail value. Mike H seconded. **MSA- The 2012 Olympic Trials Tickets allocated to USMS by USA Swimming be first offered to Board members then Championship committee members at full retail value.**
- Rob B will deposit \$10 in cash from the BOD meeting to the SSL. Jeff reported that he received \$30 from the bucket due to cell phone rings during the HOD that will be given to the SSL.
- Nadine Day said the 2012 Mid Year meeting will be held in TBD location during the last weekend of January, date to be 28th and 29th. The summer meeting in Sarasota will be in June with the dates to be determined. Rob C asked for the dates of 2012 Summer Nationals. Rob B said the dates are July 5th through 8th.

MSA – to adjourn the meeting at 2:09 p.m. EDT.

Respectfully submitted,

C.J. Rushman
Secretary