

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Patty Miller	Date/time of meeting:	11/16/2015 8:30pm EST
Minutes recorded by:	Chris Colburn		

Motions Passed:

1. MSA to approve the minutes of the October 19, 2015 conference call.
2. MSA to approve the Committees of the Board for 2016.
3. MSA to approve the President’s recommended appointments and special assignments for 2016.
4. MSA to appoint Bill Brenner as Interim Executive Director after Rob Butcher’s departure.

Number of committee members present:	Absent:	Number of other delegates present: 0
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: Bruce Hopson (Breadbasket); Dave Diehl (Colonies); Sean Fitzgerald (Dixie); Dan Cox (Great Lakes); Sarah Welch (Northwest); Leianne Crittenden (Oceana); Jill Gellatly (South Central); and Laura Winslow (Southwest); Rob Butcher – Executive Director; Past Presidents: Nadine Day, Jeff Moxie, Rob Copeland, Jim Miller, Nancy Ridout, Tom Boak and Ted Haartz; Dave Coddington (USA Swimming Liaison to USMS);		
Not present: Past Presidents: Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.		
Guests: none.		

Minutes

The meeting was called to order at 7:31pm EST.

1. Agenda Review and Conflict of Interest Declarations (Patty Miller): Welcome. Nadine Day indicated a conflict of interest with Item #7. Patty identified Jim Miller’s conflict of interest with Item #7 as well.
2. Consent Agenda:
 - a. Approval of Previous Minutes (Chris Colburn): **MSA to approve the minutes of the October 19, 2015 conference call.** Chris also indicated that the 2015 HOD Minutes would be presented to the Board for approval later this week.
3. Executive Director’s Report (Rob Butcher):
 - a. Update on relocation effort: Education team will be moving in December. 50 certification weekends are slated for 2016, so they are busy in January. The rest of the staff will be moved into the new location by mid-January.
 - b. College Club Swimming Summit: The planning effort for this summit is making progress. The summit is currently scheduled to be held 2/5-7 at the Tampa (FL) Marriott. An agenda is published, with goals and objectives for the summit with the thought leaders in the college club swimming space. The goal is to bring back the findings to the Summer Board Meeting and have a discussion about how these issues can help USMS to move forward and become more inclusive for college-age swimmers. Rob Butcher invited Dan Cox to the Summit as well as Patty Miller. Rob Butcher indicated that Kyle Deery will be spearheading the research and development effort on the potential for developing products and services for this demographic. Patty indicated that Kyle inquired about Board representation at the Summit, and she recommended both Dan Cox and Rob Copeland.
 - c. Membership Update: Membership year-to-date is pacing ahead 16% for the new membership year. Over 9,000 members have signed up in the first 15 days. We are 6% ahead on clubs (845) year-to-date. We’re pacing 10% ahead on workout groups. Even with the changes in the Recognized Coach designation, we’re 5% ahead of last year. Despite the upcoming change in leadership, the National Office staff is continuing to work hard to provide the products and services for the membership. SkipThompson asked for confirmation of the 2015 registration figure of 63,649 members, and Rob Butcher confirmed.
4. Update on Committee Assignments (Patty/VPs): Committees have been assigned and chairs have informed the members of their committees. Chris Stevenson has already met with his chairs. The other Vice Presidents are planning to meet with their chairs and vice-chairs shortly. Patty asked for approval of the membership of Board committees, which she had sent to the Board by email previously. **MSA to approve the Committees of the Board for 2016.**
5. Special Appointments and Liaisons (Patty): Other than changing the USA Swimming Liaison (Ed Tsuzuki), Patty will be keeping the appointments and special assignments the same for 2016. **MSA to approve the President’s recommended appointments and special assignments for 2016.** The appointments and special assignments are as follows:

- a. FINA Representative: Mel Goldstein
- b. National Board of Review Chair: Barbara Delanois
- c. National Senior Games Liaison: William Tingley
- d. Parliamentarian: William Tingley
- e. USAS Representative: Patty Miller
- f. USMS Liaison to IGLA: Sean Fitzgerald
- g. USMS Liaison to USA Swimming: Ed Tsuzuki

These appointments and special assignments will be included in Appendix E of the 2016 Rule Book.

6. Update on Implementation of the Event Sanction Fee (Rob Butcher): We have made corrections on the communications that are going out. There are still questions and comments that have come in from about a dozen LMSCs that the National Office is addressing with accurate information. We will be billing the LMSC two months **after** the event has occurred (i.e., a January event will be billed to the LMSC in March). Rob Copeland asked if Patty had appointed the rebate task force and that is still on Patty's to-do list. Rob Butcher indicated that Anna Lea is the point person until the Task Force is appointed.
7. UANA Masters Pan Ams Bid Task Force (Patty): Sandi Rousseau is the chair and has contacted the task force members (listed in the last minutes). Sandi has contacted San Antonio and Orlando, and has asked them to get their information in by the weekend before Thanksgiving. In January USAS will pick one host and forward that on to the UANA Technical Committee.
8. USA Masters Games Affiliate Membership Request (Patty/Maria): There will be a USA Masters Games in 2016, and they want an affiliate membership so times swum at the games will count for FINA. Maria Elias-Williams met with Hill Carrow. A discussion ensued about the organization's corporate status, for-profit status, and insurance. The organizers are incorporated, and have an umbrella policy in place for the Games. Ted asked if the USA Masters Games is a non-profit or not under concern for USMS' non-profit status. Discussion surrounded the fact that USMS already deals with for-profit organizations. Maria opined that her primary concern was that insurance coverage was in place. Patty agreed with Ralph Davis that their tax-exempt status should not be a limiting factor with respect to their affiliate membership. Ralph will check with the auditor to confirm this is not an issue. Patty asked Maria to contact Hill and have him amend his application to indicate the organization's corporate status. Patty plans to vote on this application at the next Board meeting, as there is no urgent timetable to complete this vote.
9. Strategic Plan Timing (Patty): Patty was in Sarasota last week to meet with the search firm, and recognized that the new CEO should be involved with the process. Discussion centered on how far we can go in a strategic plan process without a new CEO in place. The concern is that we may end up doing some items twice if we start before the CEO is in place. Rob Butcher suggested that the planning process be sure to stick to the high level items so the CEO can determine how to implement them.
10. Winter Board Meeting Goals and Agenda Items (Patty): Patty solicited some ideas for the Winter BOD Meeting (2/13-14 in Dallas). Julie Lindblad from the National Office is working on arrangements. We will begin in the morning on Saturday and will conclude by noon Sunday. Items on the agenda include:
 - a. A SWOT analysis might be helpful if a CEO is in place (it is not expected this will happen).
 - b. Check-in on Governance initiatives/topics: Leianne has not had a first meeting and asked about Board priorities to discuss before February.
 - c. Board Training: Governance committed to having Board training at onsite meetings each year.
 - d. Ralph asked if there was a meeting or dinner Friday night. There may be dinner arrangements for those who have arrived, but the goal is to have people not need to miss work on Friday if possible. Dave Diehl asked which airport was preferred and Patty indicated Dallas- Fort Worth (DFW).
11. Dave Diehl found about 100 SwimMaster publications that he wants to mail to the National Office. Rob Butcher will sync him up with Anna Lea Matysek to follow up and determine the needs of the USMS Archives.
12. Executive Session (Patty/Ed): The Board entered Executive Session at 9:19pm EST to discuss four personnel issues. **MSA to appoint Bill Brenner as Interim CEO after Rob Butcher's departure.** The Board exited Executive Session at 9:55pm EST to adjourn.
13. Next meeting will be December 21, 2015 at 8:30pm EST.

The meeting was adjourned at 9:55pm EST.

Respectfully Submitted,
Chris Colburn, Secretary