

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Peter Guadagni		
Minutes recorded by:	Greg Danner	Date/time of meeting:	10/21/2019 8:30pm ET

Actions Taken:

1. Approved: Ratification of email vote approving September 15, 2019 Meeting minutes.

Number of committee members present: 22	Absent: 4	Guests: 3
<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; Maria Elias-Williams - Legal Counsel; At-Large Directors: Carrie Stolar (Breadbasket); Jeff Strahota (Colonies); Maddie Sibia (Dixie); Dan Cox (Great Lakes); Matt Miller (Northwest); Dawson Hughes - CEO; Past Presidents: Patty Miller (Immediate Past President), Nadine Day, Rob Copeland, Jim Miller, Jeff Moxie, Ted Haartz, and Tom Boak; Dale Ammon (USA Swimming Liaison to USMS).</p> <p>Not present: At-Large Directors: Vacant (Oceana); Vacant (South Central); and Vacant (Southwest); Past Presidents: Nancy Ridout, Mike Laux and Dan Gruender. Mel Goldstein is recused from the Board due to his contractor position with USMS.</p> <p>Guests: Onshalee Promchitmart - Coordinator, Volunteer Services, Sandi Rousseau, Jack Groselle.</p>		

Minutes

The meeting was called to order at 8:32 pm ET.

1. Agenda review and declarations of conflict of interest (Peter): None.
2. Ratification of email vote approving September 15, 2019 Meeting minutes (Greg): **MSA to approve the minutes. The motion passed unanimously.**
3. Minute of good news (Peter): Peter shared a few positive USMS related bits of information.
4. Appointment of replacement At-Large Directors (Peter/All):
 - a. Onshalee indicated that an email detailing the electronic voting process has been issued to all voting BOD members.
 - b. Peter asked if there were any objections to removing the BOD discussion forum thread regarding the appointments. There were no objections. Nadine pointed out that there was a unified fee update contained within that thread and asked for it to be retained in a separate thread.
 - c. Discussion on the ideal USMS BOD: Patty noted we created and agreed on Board Standards last year. These detail how the BOD is to operate and interact. Ed indicated that it is more important to hire for behaviors and attitude; skills can be developed. Chris Colburn agreed with Peter's comments on the forums that it is important for candidates to have a good knowledge of LMSC relations and with LMSC leaders. The Board continued with a discussion of candidates.
 - d. Electronic Voting: 12 of the voting 13 BOD members voted electronically. Donn voted by text message to Onshalee, who indicated that no runoff voting would be necessary. The results will be announced later in this meeting.
 - e. Election results (Onshalee): Elected candidates: Oceana: Clare Kubiak, South Central: Diana Triana, and Southwest: Jill Gellatly. Peter will be contacting all the candidates.
5. CEO's Report (Dawson):
 - a. Recently went to California for a Business Development Summit. Met with head coaches from four gold clubs for the purpose of compiling information on club best practices. That information will be consolidated with the previous summit in Ft. Lauderdale last year. Dawson noted this event was very productive. While in California, met with Peter as a transition meeting and to discuss the vision for next year and beyond.
 - b. The National Office is primarily focused on the next registration cycle. There is planned communication with Membership Coordinators that will provide more context around the new member welcome kit. Additionally, a calendar of the National Office communication plans will be shared with the Membership Coordinators.
 - c. Unified fee: 23 LMSCs have opted in so far and 10 have officially opted out. Dawson has been able to speak with some of those that have opted out and many are supportive but need more time to transition. The 23 opt-ins account for approximately 34,500 members, which is ahead of the projection. Of the remaining undecided 19 LMSCs, some still have annual meetings before the end of the month. Nadine indicated some members may still be confused about the unified fee concept and Dawson offered to contact them. Peter encouraged the Board to think of all possible ways that we can implement the unified fee such that it is satisfactory for all LMSCs.

6. Committee chair and member appointments (information/discussion) (Peter): Peter is looking for any suggestions and encouraged the BOD to contact him with any thoughts.
7. Personnel matter (Dawson): The Board of Directors went into Executive Session to discuss confidential personnel issues.
8. Peter is planning an orientation for new Board members: a review of Board standards and membership statistics. Jim said that he would be happy to assist. Nadine recommended we put the agreed upon Board standards on the website.
9. The next EC call will be at 8:30pm ET on Monday, November 4, 2019. The next BOD call will be at 8:30pm ET on Monday, November 18, 2019.

The meeting was adjourned at 9:25 pm ET.

Respectfully Submitted,

Greg Danner, Secretary