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| Committee Name: | Board of Directors | Session #: | 1 |
| Committee Chair: | Peter Guadagni | | |
| Minutes recorded by: | Greg Danner | Date/time of meeting: | 1/18/2021 8:00pm ET |

Actions Taken:

1. Approved: December 14, 2020 BOD Meeting minutes.
2. Approved: January 15, 2021 BOD Meeting minutes as amended.

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| Number of committee members present: 18 | Absent: 0 | Guests: 5 |
| Committee members present (list all, including chair and vice chair): Peter Guadagni - President; Chris Colburn - VP of Administration; Chris Campbell - VP of Community Services; Ed Coates - VP of Local Operations; Donn Livoni - VP of Programs; Greg Danner - Secretary; Teddy Decker - Treasurer; At-Large Directors: Carrie Stolar (Breadbasket); Jeff Strahota (Colonies); Britta O'Leary (Southeast); Mel Goldstein (Great Lakes); Paige Buehler (Northwest); John King (Oceana); Kris Wingenroth (South Central); Jill Gellatly (Southwest), Dawson Hughes - CEO; Past Presidents: Patty Miller (Immediate Past President); Maria Elias-Williams - Legal Counsel. | | |
| Not present: None. | | |
| Guests: Kyle Deery - Sr. Director, Marketing and Communications, James Williamson - Bonfire, Sandi Rousseau, Nadine Day, Nancy Ridout. | | |

Minutes

The meeting was called to order at 8:02 pm ET.

1. Agenda review and declarations of conflict of interest (Peter): Mel commented on his past role as a contractor when he voluntarily recused himself from the Board. As an elected At-Large Delegate, he indicated no conflicts of interest from his previous contractor role as he is solely a volunteer now. Mel highlighted his FINA and UANA responsibilities that may pose a potential conflict of interest, depending on the subject.
2. Approval of December 14 BOD meeting minutes (Greg): **MSA for approval of December 14, 2020 BOD Meeting minutes.** Discussion: None. **The motion passed unanimously.**
3. Approval of January 15 BOD meeting minutes as amended (Greg): **MSA for approval of January 15, 2021 BOD Meeting minutes as amended.** Discussion: None. **The motion passed unanimously.**
4. Minute of happiness (Peter): Highlighted Ted Haartz's pioneering efforts and contributions spanning 50 years.
5. 12 months of hard work (Peter):
 - a. Recognized that things might not open up until early summer due to the pandemic.
 - b. We need to help our clubs get back to normal as soon as possible and address membership challenges despite fewer resources being available.
 - c. Continued mindfulness of Board standards. Stressed the importance of listening and respecting each other, along with trusting our staff and respecting proper channels.
6. February meeting schedule (Peter):
 - a. Propose moving February BOD meeting to Feb 16. No objections.
 - b. Schedule special BOD study session on Feb 8 for National Board of Review (NBR) Committee recommendations. No objections.
7. Role of Executive Committee (Chris Colburn): Chris Colburn outlined for the group how EC responsibilities in the Rule Book are out of date. One EC duty is that the officers are trying to help committees align with the BOD and National Office through communication and the committee selection process. Additionally, the EC has traditionally dealt with the organization of the annual business meeting; the EC is still determining how we will address the annual meeting this year and how efforts will be focused. Paige asked about next steps; Peter responded that he simply wanted to clarify what it is that the EC is doing. Chris Colburn stated that we may introduce legislation in the future, but it is not necessary at this point.
8. CEO Update (Dawson):
 - a. Membership: Approximately 28,800 members as of today. Based on the trendline, it's anticipated we'll be on track for slightly above the 40k member estimate. Additional stats: 74% of clubs and workout groups have renewed up to

this point and 83% of designated coaches have renewed. Neither are viewed as alarmingly low based on the current situation. It is believed that there may be some pent-up demand for clubs and events.

- b. ALTS grant application cycle: will start later this week and have a limited run through February. Only 5-10 applications are expected.
 - c. Events: USMS is working with the Nationals hosts to modify dates for the Spring/SCY and Summer/LCM championships. Currently waiting to hear back from the hosts to confirm dates. Donn asked if it was possible to avoid a potential conflict with the Ultramarathon Open Water Nationals. It was suggested that with only approximately 40 people at the ultramarathon event it would not have a significant impact. Mel asked if there would be an April ALTS event; Dawson responded that there is a meeting this week with USA Foundation. Dawson added that any campaign this year would likely be smaller and due to the pandemic, we need to see if it is appropriate to promote anything along those lines.
 - d. 2020 Pan Am Championships rolled into 2021: The question was raised about the appropriate way to approach this event. From safety standpoint, USMS does not have control over the event. The BOD consensus was to provide our members with the event information so they can decide. Mel provided insight that the host is following FINA and USA-S guidelines to make the event safe. Chris Campbell asked if there was still a budget for a lead USMS coach; Dawson responded that there is a limited amount left in the budget. BOD members indicated it may be hard to justify any coach expense with limited USMS member attendance.
9. Update on Digital Transformation Project (Dawson and James Williamson): Dawson recapped the history of the project for the benefit of new BOD members: Winter BOD 2017 decision to acquire software with local partner (Bonfire) development rather than internal development, thereby allowing non-technical staff to manage day to day. James indicated that the USMS strategic update in 2016 provided the backdrop for tactics and objectives. He delved into slides on various phases of the Digital Transformation: original phases previously covered, new or upcoming developments like marketing tools (“21 days to swimming stronger” program), online swim.com workouts, community, and Customer Relationship Management (CRM). Dawson showed that IT costs related to staffing and contractors compared favorably to earlier recommendations if we had pursued software development internally. Videos featuring Kyle sharing new project developments were sent out to the BOD prior to the call. Peter noted his belief in continuous improvement. Patty lauded the capability developed thus far and stressed the need to focus on touchpoints with our members to see what they respond to. Dawson added that we have learned a good deal from Try Masters Swimming Week through our digital transformation: communication from coaches and clubs can be improved upon.
10. The next EC conference call will be held on Monday, February 1, 2021 at 8:00 pm ET. The next BOD conference call will be held on Tuesday, February 16, 2021 at 8:00 pm ET.

The meeting was adjourned at 9:25 pm ET.

Respectfully Submitted,

Greg Danner, Secretary