

USAS CONVENTION – Orlando, FL, September 15-19, 2004
United States Masters Swimming

House of Delegates - Minutes

Note: The committee meeting minutes are posted on the USMS web site and can be obtained from the National Office.
MSA = moved, seconded and approved.

Thursday, September 16, 2004

President Jim Miller called the first meeting of the House of Delegates to order at 9:05 am.
Secretary Sally Dillon called the roll.

David Miller (ST) raised a question of privilege regarding two delegates from his LMSC. He stated that because of an act of the Executive Committee and agents of the EC, two delegates of South Texas LMSC had not been admitted to the assembly. David cited Robert's Rules of order and *moved that the two delegates should be seated with full privileges*. David also said he would entertain a friendly motion to suspend or table his motion until 1:30 on Friday at the opening of business of the second session of the House of Delegates (HOD). Jim Miller clarified for the HOD that the action to not seat the delegates was not a ruling by the EC. Patty Powis clarified that the ST LMSC was involved in a grievance dispute that was heard under Part IV of USMS Rules by a hearing panel. Then the ST LMSC appealed the panel's decision to an appeal board made up of members of the Board of Directors (BOD) of USMS. The ST LMSC was to do certain things and if they had not done them to the satisfaction of the appeal board by the time of convention, the ST LMSC would only have one voting delegate. Rob Copeland, Legislation Committee Chair, clarified that all the actions taken by the appeal panel were done in accordance to our rules. Rob went on to say, as acting parliamentarian, that we would be following Robert's Rules of Order and he would address them. He further clarified that our Rule Book takes precedence over Robert's Rules so if there are things in our Rule Book that are different than what's in Robert's Rules, our rules take precedence. David referred to the By Laws of the organization and stated his opinion that the HOD makes the decisions, not outside agencies. He questioned that voting rights could not be denied except by the HOD. Rob noted that the motion on the floor was to reinstate the two members. Carolyn Boak, chair of the National Board of Review, said that it was her understanding that it may take the LMSC another day to comply with the ruling of the appeal board and that if a motion to table the discussion until the following day could be passed, the LMSC would have the opportunity to comply and then get their delegates certified. Tom Boak (GULF) suggested we vote the motion down and give the issue another hearing when the LMSC complies with the appeal board's ruling. Rob pointed out that there had been a motion and a second that the delegates be seated. There was discussion about whether the motion required a second and whether the motion should be tabled. Debate was stopped when *it was MSA to call for the question*). *The original motion that the two members of the ST LMSC be seated as delegates with full privileges was defeated.*

President Jim Miller welcomed the assembly and extended a particularly warm welcome to the new delegates. He noted that ASUA would hold technical meetings as well as masters technical meetings in Orlando in conjunction with our convention. The members were interested in observing our process and we should expect to see ASUA representatives at our meetings. Jim complimented Orban Mendoza, President of ASUA, for his open-minded approach. He also recognized Chris Smith, President of Masters Swimming of Canada. Jim also recognized members of the organization who have passed on this past year and a moment of silence was held in their honor. Delegates were reminded that the unopposed meetings were of significant importance and all should attend. The Rules, Governance and Championship Bid meetings were unopposed so delegates could be involved.

David Miller (ST) stated that as a matter of procedure, he wished to appeal the ruling of the chair on the previous motion that arose out of the discussion of the two delegates. Rob Copeland explained the procedure and called for discussion. Seeing no discussion, Rob called for a vote and *the HOD voted down the motion to hear an appeal*.

Jim Miller introduced the members at the head table, Treasurer Doug Church, Zone Chair Lynn Hazlewood, Legal Counsel Patty Powis, Vice President Scott Rabalais, Immediate Past President Nancy Ridout, Secretary Sally Dillon, and temporary Parliamentarian Rob Copeland. Jim turned the meeting over to Rob Copeland. Rob requested that cell phones be turned off and conversation be taken outside. Robert's Rules of Order (RRO) would be our parliamentary procedure and we were reminded of various rules: Everyone who wanted to talk should do so at a microphone and identify themselves with their name and LMSC. Discussion could only be for a motion that had been seconded. With amendments – discussion of the amendment and a vote on it would take place before going back to the original motion. Debating should stay on the subject at hand and delegates were advised to speak to the issue, not personalities. Copies of a summary of RRO were distributed to each delegate. Finally, Rob covered the use of the voting cards (yes, no, and abstain).

Convention Committee Chair Mike Heather announced the location of the hospitality suite and that pick-up for morning workouts would take place outside the USAS registration area.

National Championships Meet Award: George Simon (NC) presented the award, sponsored by Raleigh Area Masters that recognizes individuals who have significantly contributed to the success of USMS National Championships. This year's award was presented to Hill Carrow.

National Publication: Jim Miller reviewed the yearlong effort to secure a publisher for our National Publication. The intent was to provide a coordinated approach from the standpoint of marketing, sponsorship, and the print and web media so we could offer our members a true membership benefit. Considerations were those surrounding ownership of the publication, the financial issues both now and in the future, the strategic marketing issues, the design, the editorial content, the relationship to the USMS editor, and the 2004 House of Delegates minutes

length of the contract. Lynn Hazlewood compiled paperwork generated during the process that was provided to the HOD. Jim noted that during the BOD meeting presentation by Douglas Murphy Communications (DMC) the previous evening, questions came forward that needed answering. He turned the microphone over to USMS's Treasurer and Legal Counsel.

Doug Church addressed the financial questions as follows: In the materials sent to the delegates, one of the most difficult aspects of the evaluation was to try to compare "apples to apples". In the course of trying to understand the proposals that were submitted from the bidders as well as the evaluation of our current contract and the proposed contract with DMC, the essential evaluation illustrated that on an "apples to apples" approach, the cost of the magazine without regard to advertising revenue was roughly the same. The essential difference between the two was the potential for advertising revenue. With the current contract with Sports Publication (SPI), we receive 3% of the revenue generated through sales of advertising in SWIM Magazine. Under DMC we would receive 75% of what has been defined as the net advertising revenue (after expense of obtaining the ads). Doug further explained how he accomplished his calculations and he noted that the cost of insurance for publisher liability coverage was not part of the current budget. Our insurance representative estimated the cost to be approximately \$10,000 with \$2500 attributable to the publication and the rest to the web site forum. He used the \$2500 number in his calculations.

Doug also commented about unrelated business income from advertising revenue that could cause a tax. Our current 3% represents approximately \$3,000-\$5,000 per year. Our tax advisers have treated this as a royalty and it has not generated an unrelated business income tax. In the event the amount is substantial, the characterization of that amount is going to be of greater concern. Prior to convention he asked the accounting firm who prepares our audit review to give us a proposal for the purpose of having before the finance committee a cost to do a professional evaluation of how to characterize the potential income in a way that would reduce or eliminate the tax consequence, if possible. The question has not been answered in absolute terms. We would seek the best professional advice possible so we would have the least significant consequence to it. Doug's final comment was that our current contract is considered "no risk" in that SPI bears the burden. In the proposed contract with DMC, we would need to have some means of understanding the control and we would have a "not to exceed" clause in the contract or fix limits on costs so both the publisher and owner would define the limits of financial exposure.

In addressing the issues regarding the legality of the process, Patty Powis stated that the EC used the Professional Management Guidelines (PMG) that dictates the bidding process. The EC set what the process would be. When you have something for which you are going to spend more than \$10,000 you have to have a bidding process, an advertised bid, and interviews. The EC received 5 original bids and pared the choices down from there. With regard to the process, there have been some specific allegations made by the current publisher that some had seen in a "white paper" distributed at convention. Patty addressed two specific items. The first issue was that there was information about our current arrangement with our publisher that was improperly shared with bidders - specifically what we pay per member for our subscriptions, and what percent of the advertising we receive. Both items are in our contract with the current publisher. Patty stated that there was absolutely no bar in the contract to disclosing that information, there is no confidentiality clause in the contract that deals with that information, and in fact, it would have put bidders at a substantial disadvantage to not know what our current contract is. She went on to say that when you sign your registration form for USMS, it says on the form that \$8.00 of your registration goes toward the national publication - it is disclosed to all members and potential members. The second issue raised by our current publisher concerned the consultant who was involved in the consideration of the bids. The consultant, Mary Bolster, was formerly with Rodale Press. Four years ago, when this bidding process took place, Rodale Press was the other bidder for publishing our national publication. While Mary was involved in the preparation of that bid, she was no longer working for the company at the time the bid was considered at convention in 2000. The consultant was brought in because she had been a long-term USMS member and because she was familiar to members of USMS. The proposal to hire Mary Bolster as a consultant was brought to the BOD who approved hiring her. Mary's involvement was at the beginning of the process when we had the five original bidders. She gave the EC insights into how to handle the bids and how to focus in on what the organization should be looking for. After Mary's involvement the EC pared the bidders down to three finalists, one of which was our current publisher, and Mary was no longer involved in the process. The BOD approved an expenditure for the consultant of "not to exceed" \$2500 and she had not yet submitted a bill.

President Miller turned the podium over to the recommended bidder's representatives who conducted a presentation - shortened due to a lack of time. President Grant Murphy, Vice President/Editorial Director Virginia Sowers, and Art Director David Balch were present. Advertising Director Betty Jo Bass was unable to be there due to a prior commitment. The company was founded in 1993 and they are contract publishers, do not own any publications of their own, and operate purely in providing publishing services for public and private associations. Grant Murphy discussed advertising plans, the way they research options, and advertising rates. For the sake of time, Virginia Sowers turned the presentation over to David Balch. David presented a slide show of the covers and pages that DMC had prepared. High-end photography would be used for magazine covers and inside pages. Unfortunately, there was no time available for questions.

Hugh Moore moved that the HOD direct the Executive Committee to contract with Douglas Murphy Communications, Inc. to be our National Magazine Publisher. The motion was seconded. It was MSA that the vote be taken by secret ballot. It was MSA to table the discussion until a time future - possibly at the end of the Planning and Governance meeting if time allowed. Since the representatives from DMC were flying home in the afternoon, an informal meeting was scheduled to take place at 12:30 pm in order to allow delegates to ask questions of the DMC representatives.

The HOD meeting recessed at 10:25 am.

(Note: The Planning and Governance meeting used its allotted time and no time was available to discuss the National Publication until the following day.)

Friday, September 17

The HOD meeting reconvened at 1:35 pm.

Returning to the previous day's agenda, it was *MSA to un-table the motion that the HOD direct the Executive Committee to contract with Douglas Murphy Communications, Inc. to be our National Magazine Publisher.*

Questions were asked and answered, and comments were made regarding the recommendation of the EC as follows:
Helen Bayley (AZ) asked that representatives from SPI be allowed to make a presentation.

Mike Laux (CT) asked if we had a problem with the existing publication and Jim Miller responded that the EC felt we had a responsibility to bring the best possible publication to the members. Mike asked about the tax consequences and Jim responded that there would be none until the publication is self-supporting. Mike asked why this appears to be at the last minute and Sally Dillon reviewed the process noting that it had been discussed in the EC minutes throughout the previous year. The EC passed a motion to go out to bid for the National Publication in September of 2003. In October, the EC set up a task force to write the RFP and it consisted of the chairs from the Communications, Publications, and Marketing committees along with Nancy Ridout and Lynn Hazlewood from the EC. Sally went on to say that there were 16 separate sets of minutes that mentioned information about the National Publication and the progress that was being made throughout the year. In January the EC discussed seeking technical advice. In February the EC discussed getting such advice from Mary Bolster. The proposal went to the BOD and received a vote of 32 yes, 4 no, 1 abstain, and 3 people who did not vote. Discussion about Mary Bolster's previous experience with Rodale Press was brought up at the time. Finally, in August, after going through the bids, evaluating them thoroughly, and interviewing 3 of the bidders, the EC made a recommendation to the HOD. Sally noted that while the National Publication details have been prominent in the minutes all year it was not suggested by anyone that the process should have been done in another committee until the recommendation for DMC was announced. Mike's final question was why did we not bring up the expiring contract up at last year's convention? He had a sense that we were rushing to vote on the issue but admitted he had arrived to convention late.

Julie Heather (SP) asked what the cost would be per swimmer if we had no advertising. Doug Church said that at the morning's Finance Committee meeting it was the considered judgment that the cost between what we are currently paying to SPI and the cost for the DMC proposal without advertising is about the same.

Ralph Davis (MICH) read a letter that he had given to the Finance Committee. He was concerned about taking on a new business – his interpretation of contracting with DMC to publish our magazine. It was his opinion that a detailed business plan needed to be developed before starting a new business. He was concerned that all possible costs were considered and he asked who would be responsible to run the business and whether there were contingency plans set up.

David Miller (ST) noted that he had just gotten his hands on a copy of the proposal. He asked about the size of the magazine citing DMC's original bid of 40 pages and Patty Powis explained that the magazine contract would be for a 48- page magazine. He asked about shipping details and Patty said it would be sent 2nd class. He asked about the length of the contract and the option stated and Patty said we are not obligated to go beyond the 3-year contract. He asked about the physical proximity of DMC to the President in that they are both from Richmond, VA and, specifically, if there was any conflict (financial, personal, professional) between anyone that would have any bearing on the decision and Jim Miller responded that he did not have any prior knowledge of the corporation and that the principals are not customers, medically or otherwise.

Peter Crumbine (CT) spoke to the level of detail that he thought was bordering on micromanaging. He agreed that SWIM Magazine had been great over the years but the new opportunity seemed to be of tremendous potential. The cost, even with no advertising, was not significantly greater. He said that we elected a committee that has spent hours and hours over something that he thought was an exciting concept and he didn't think we should shoot it down over minute details.

Homer Lane (NE) shared the experience that he has had with his own company that has a publication of it's own and is a not-for-profit institution. He thought USMS might have to file a new form 990T and it would require some additional work. Homer's opinion was that we have a 5-year business plan developed by a group of USMS members and DMC that would give us comfort for the direction we are going and we need to have this before signing a contract. While noting that people were unhappy with the process, he thought it would be foolish for us to turn away something that, in fact, would be very beneficial to the organization.

Lucy Johnson (SP) expressed concerns with the financial side of the publication. She asked whether the contract was in the process of being written and if it would include the necessary information. She would like to see the contract before voting. In her opinion, we would be going into a new business because we would be taking the risk, which we have not done in the past and she did not believe we have the expertise. Lucy was concerned that DMC does not have other customers as large as USMS. She wanted to see the financial documents for DMC to be assured that they are solvent. Patty Powis noted that we have not negotiated a contract with DMC; we cannot do that without approval first. She noted that our rules allow Legal Counsel to negotiate a contract with input from Finance and that is exactly what Doug Church has been focused on. Doug has also talked about the business plan and she assured Lucy that there would be a performance clause in the contract that would allow termination before 3 years. With regard to DMC's background, Patty noted that we had a Dunn & Bradstreet evaluation run on them and that Doug spoke to current clients to get references - all were extremely complimentary.

Jim Matysek (NIAG) made an observation after viewing the presentation to the BOD. He thought it was very dry and that DMC "lost the audience". He was shocked and related his positive experiences working with DMC for 8 hours on Wednesday as a part of the

transition team. In his opinion, each of the DMC representatives was top notch and excellent in their fields. He felt their ability to work was much better than their ability to present to a large group.

Tom Hingle (CT) asked if we could continue with SPI and what would be the minimum contract. Patty responded that their contract expires at the end of the year. In order to continue the contract, we must have an RFP and bidding process (as per the PMG). She noted that the second place bidder, Stratton Communications, did not have representatives at convention. She confirmed for Tom that we could not "just extend" the contract for SPI.

Tom Boak (GULF) stated his opinion that the HOD could vote to extend the contract by suspending the PMG. He asked SPI about this and they told him that they would extend their contract for 2 years at their current price. Tom went on to talk about the process and fairness and said the RFP used the concept of our current type of magazine. He believed the concept changed during the process because one of the things put on the table was the idea of contract publishing as opposed to the way we do business now with SPI. It was Tom's opinion that at no point in the process was SPI approached about the idea of changing the way they do business with our organization. He said SPI was basically dropped from the process because their approach was the one that they had used with us up until then and when the approach changed, they had no chance to even talk about it. Tom also talked about loyalty. He cited a 12-year history with our current contractor and in his opinion, the way the people from SPI had been treated was really unfair. He had heard from vendors who were questioning our loyalty and that we were not talking to them and giving them fair treatment in the process. Finally, Tom said that it is accurate that the cost for the two publications was essentially the same. The current proposal with SPI yields \$4,000 in revenue (3% rebate) and the DMC revenue for the 2005 fiscal year is expected to be approximately \$37,500. The number is probably conservative but the Finance Committee recognizes that the publication would need time to ramp up on advertising. Tom said that in order for the magazine to be self-sufficient by year 3 it would take \$80,000 per issue. Current SWIM Magazine revenue is approximately \$27,000 per issue.

Carolyn Boak (GULF) reiterated the loyalty issue. She wanted to see SPI representatives be able to address the HOD. She also wanted to confirm the amount of cost for the LMSC inserts.

Julie Heather (SP) stated that DMC had told her that they could not provide the numbers for the inserts until the following week but that it could increase by \$5000 for her LMSC.

Lynn Hazlewood (PV) corrected the inference that the National Publication document is "her" document. It was prepared by her with help from Doug Church and Patty Powis and edited by the entire EC. Lynn noted that while the "goal" is to be self-sufficient in three years (the industry standard) at the very least the cost would be significantly reduced each year.

David Miller (ST) asked for a point of information regarding the size of the magazine and the cost estimation for 40 pages VS 48 pages. Doug Church informed David that the numbers were adjusted so that the "apples to apples" comparison as noted previously was for a 48-page magazine.

Scott Rabalais (GA) remarked that the EC did feel loyalty to SPI and a gratitude for what they have done over the years. But in going through the process we had an even higher loyalty – one to our membership. We approached the RFP process with that regard and our loyalty was to recommend to the HOD the best possible publication for all members.

Nancy Ridout (PM) clarified that in the discussion of the LMSC newsletter inserts, DMC had given their bids for a 4-color newsletter (from a web site) and that needed revising. The bid for the PMS newsletter was in line for what they currently pay.

Helen Bayley (AZ) spoke about loyalty and honorability of Masters. She asked how the contract got signed in 2000 when Nancy Ridout was President and was interested that the BOD, at that time, rejected the bid by Rodale Press.

Anna Lea Roof (MV) stated as her LMSC registrar, that a majority of members do not swim in meets and do not have to join USMS to swim. The magazine is a big selling point. She said we owe it to ourselves to make sure that we have the best magazine we can get and that SWIM Magazine has been getting boring. Whether we ask them to make changes or get somebody new, we need to pursue something.

Tom Lyndon (NE) liked very much what he saw from DMC and was encouraged that we have a big opportunity but he is concerned that we had no business plan. Doug Church said a business plan is important from a finance standpoint and he would take notes to be sure that the contract includes the issues that will best serve the organization.

Doug Garcia (INW) noted the financial risk is limited. He thought the design of the DMC publication was flat – and he thought that the design of our current publication was also flat. He was not convinced that the new publisher would give us a better magazine and he recommended that we expand the contract with SPI and express to them that we are not particularly happy with their product and give them a chance to make changes. He also said we should have 2-3 bidders present to the HOD for the publication.

CJ Rushman (OHIO) noted that SPI publishes Swimming World, Swimming Technique, SWIM Magazine, and Swiminfo.com and that they are knowledgeable about swimming. He was not convinced that the new publishers know or understand about swimming and he wanted the EC to sit down with SPI to reach an agreement.

Jessica Seaton (SP) stated that before becoming a Chiropractor, she was a graphic designer and an art director, working particularly with airline magazines. She noted that while she did not fly planes, she was able to be a good art director for the magazine. Jessica

said she didn't judge the DMC presentations on charm or how well the representatives presented in front of a group of people. She did look at the graphic design and thought it was far superior to anything we have seen recently; it was dynamic and very good. She also said that it was very important for USMS to have control over all pages of the magazine— it reflects what USMS wants.

Jeanne Ensign (PNA) commented that if we were to increase revenue from \$27,000 to \$80,000 we would need ads that have nothing to do with swimming. They would be geared toward lifestyle – cars, prescriptions, other things that we don't have in our current magazine. She asked about the RFP for the National Publication Coordinator and whether we can retain a person to do this for the amount we are currently paying (\$20,000). Patty Powis said that it is the plan of the EC if this position is bid out, to not increase the current pay. While not absolutely necessary to bid out the position, since the job description has been changed, it wouldn't be a bad idea. The decision will be referred to the Communications Committee. Jeanne noted that she had not heard that we were already in transition with the new publisher and Patty responded that talks have been started but if we do not go through with the recommendation to contract with DMC then that would be the end of the discussion.

Jim Miller noted that, as delegates, we have obligations to the people we have back home. He recognized the trust and partnership we should feel toward SPI. However, in their presentations to us, with a proposed raise from \$8.50 to \$10.25 per member over time as well as the consideration of sharing only 3% of the advertising revenue, it doesn't show good intent on their behalf either. Jim had problems with the concept that everything was trust and all warm and fuzzy because that certainly was not true with the bid that was presented to the EC. The obligation that the EC and the HOD had was to the financial health to the corporation. The proposal before the HOD, if at the very worst, assuming no advertising revenue, is static – with no raise for 3 years. We know ads will be sold and that the numbers will change, as Finance has been conservative in their projections. Jim emphasized that the obligations are to our membership, our fitness swimmers, and our competitive swimmers to provide the best product that will enhance our print media, sponsorship and the web.

Jett Valladingham (INW) asked about the quality of articles and Scott Rabalais explained that the magazine will include a "feature well" that will consist of several major stories. The feature well will be surrounded by an introductory section and closing features. There will be "in depth" stories.

Al Prescott (NE) said he saw nothing but good things coming out of changing our magazine and he saw nothing but bad things if we don't. As far as a business plan, he didn't recall that we developed a business plan with SPI. He noted that he gets questions from fellow swimmers who want to "opt out" of the magazine because they don't like it. Al also noted that while he is hearing a lot of complaints about the process and different aspects of the decision, he hadn't heard anyone who seemed to be leaning toward SPI stand up and say, "SWIM Magazine is great and here are all the reasons why".

Ginger Pierson (OREG) reported that in January the International Masters Swimming Hall of Fame (IMSHOF) would be inducting Phil Whitten (Editor of SWIM Magazine) for his contribution to masters swimming. It was her understanding that SPI wanted a 12-year contract but she had asked Phil and he said no, the term was negotiable. Ginger asked that we allow Phil Whitten speak so he could discuss the negotiable issues. Jim Wheeler informed Ginger that a person couldn't speak unless they were delegate. Jim clarified that a non-delegate had spoken without his knowledge.

Parliamentarian Jim Wheeler reported that if 2/3 of the HOD voted favorably, we could suspend the rules in order to allow non-delegates to speak.

Jerry Clark (NC) stated that, in reference to Jeanne Ensign's concern, the USMS demographic profile is awesome and should attract a lot of advertisers. Advertisers may even besiege us but he thinks that is good. The editors should be cautious in their decisions as to which advertisers to have. It's a good problem to have and we can decide which advertisers we would like to have. Finally Jerry noted that he enjoys Phil Whitten's articles immensely and will continue his subscription if SPI is not chosen.

Charlie Cockrell (VA) asked whether, as part of the RFP process, there was a set of predefined evaluation criteria that were used to let the bidders know what they would be evaluated on (technical specifications, cost, revenues, past performance). How was the information provided and was there some way to address how the bidders scored against the various factors that led to the final recommendation? Patty Powis reviewed the process: there was an ad placed in SWIM Magazine and on the web site and there was a detailed RFP telling bidders what they should address. A task force consisting of representatives from the Communications, Marketing, and Publications committees created the RFP. A grid was prepared showing how each bidder did on the various criteria. All of these documents were included in the information passed along to the delegates. The three finalists were sent questions and issues they should address in the interviews and they were all sent those at the same time.

It was MSA to suspend the rules in order to allow Phil Whitten to speak.

Phil Whitten (SWIM Magazine Editor) spoke about his long membership in USMS and as a delegate to the convention. He addressed the editorial process and said that the one adopted in 2003 with the assistance of the USMS liaison and USMS Editor was one that created an editorial calendar and an approval process. For each issue, he has worked with Bill Volckening productively to generate the articles, the editorial process and to select photographs. He said it was a cooperative relationship.

Regarding negotiable items, Phil stated that "the proposal for a 12 year relationship came out of discussions with USMS and which it appeared to SPI that both organizations thought that a longer contract was desirable for reasons that were favorable to each organization. It was a proposal, nothing more, and they expected it to be negotiated and they never heard back from USMS." As far as Phil was concerned, every item was something discussable and negotiable and they would agree to reasonable terms. Phil noted that

he was available to take questions directly. He also noted that he thought at some point after the RFP went out and they submitted their proposal, that the EC apparently changed its mind and decided to enter into an association arrangement. He said SPI would have revised their proposal to meet the criteria.

Julie Heather (SP) said that she had been informed by a member of the EC that SPI had responded to every issue that had been brought up with the organization. Julie also questioned the concern about the raise in fees for the magazine up to \$10.25 – she believed it would be a reasonable amount due to inflation.

It was MSA to call the question.

Carolyn Boak (GULF) asked if we had certified the delegates from South Texas. Peter Crumbine (CT) advised the HOD that the LMSC had agreed in writing to meet the terms of the review panel and that the two delegates had been reinstated.

Ballots were distributed and 190 delegates were called to vote. Jim Wheeler reminded all that ballot stated, “I am accepting the recommendation of the Executive Committee”. A “yes” vote would accept the recommendation to go to a new publisher and a “no” would be to not accept the recommendation.

Parliamentarian Jim Wheeler and Convention Chair Mike Heather collected and counted the votes.

LIAISON AND COMMITTEE REPORTS:

Convention Committee: Mike Heather announced that the Florida LMSC would provide lunches for each Zone. Lunch would be ready at the end of the Zone meetings and available in the hospitality suite.

Senior Games Liaison: Bill Tingley noted that his report was in the convention packet. The Senior Games would be in Pittsburg, PA in 2005 with qualifying going on this year. He planed to address the LMSC chairs at their meeting.

Zone Committee: Lynn Hazlewood noted that the Election Guidelines had not returned from Kinko’s for printing. *It was MSA to approve the committee’s minutes with the exception of the EOG.*

Ad-hoc Endowment Fund: Doug Church reported that it was a very good year on earnings and the fund balance was \$151,000+. Three separate grant awards have been made and the projects funded by the grants have begun to show results. Dr. Joel Stager had submitted a preliminary report that would be published soon. Doug reminded everyone that the Endowment Fund is a place to honor members and friends and he was pleased that many are doing this. Forty-five separate gifts to the Endowment had been made in the memory of David Greg. He also noted that ideas for projects could come in from the non-medical ranks. *It was MSA to approve the committee’s minutes.*

Liaisons and Special Assignments: In the interest of time, Jim Miller read through the list of liaisons and special assignments to see if they had anything to add to the report that was in the convention packet. *It was MSA to approve all reports in convention packet with the exception of those who had additional comments.*

National Sponsor Liaison: Mel Goldstein announced that NIKE would provide a \$1500 grant to an individual club or LMSC to help defray facility cost. In addition, they would provide a named athlete to put on a clinic. Mel also noted that the MBNA Affinity Card now offers an award program for our members and current MBNA members would need to re-apply. *It was MSA to approve the report of the Sponsor Liaison.*

FINA Representative: June Krauser thanked the organization for their support and noted that at the end of 2005 she would retire from the position. President Miller opened nominations for the position. Nancy Ridout, Hill Carrow, Shannon Sullivan, and Phil Whitten were each nominated and seconded. A short bio for each candidate would be prepared and the vote would take place under new business on Saturday. *It was MSA to approve the report of the FINA Representative.*

IGLA Liaison: Mark Wussler reported that the IGLA Championships would take place soon in Ft. Lauderdale, FL. An open water event would be offered for the first time. A new award would be given for the highest scorer in the distance events in honor of Rick Windes who passed away this past year. *It was MSA to approve the report of the IGLA Liaison.*

National Board of Review: Carolyn Boak reported that the Review Board was instituted in 2004 and fourteen members were chosen as a pool for future panels: Peggy Buchanan, Bill Cleveland, Jerry Clark, Peter Crumbine, Errol Graham, Julie Heather, Laura Kessler, Kristy King, Hugh Moore, Ginger Pierson, Jeff Roddin, Joan Smith, Kris Wingenroth, and Charlie Cockrell. When an appeal is made to the Board of Review, the Chair would either mediate the dispute or choose a group from the panel to mediate or to make a decision about the dispute. Only one dispute came to the Board in 2004. It had been decided by a panel under the previous Legislation Rules and was an appeal to the Board of Directors. A panel of members of the Board of Directors was formed to decide the dispute between the South Texas LMSC and a member of USMS. Members of the BOD Panel were Peter Crumbine (Chair), Dave Diehl, Julie Heather, Hugh Moore, Leo Letendre, Kathy Casey, Jessica Seaton, Meg Smath, and Doug Garcia. The ST LMSC lost two of its voting delegates at Convention until they complied with the decision, which they did on September 18. *It was MSA to approve the report of the NBR chair.*

Parliamentarian Jim Wheeler and Convention Chair Mike Heather reported back to the HOD that there were 97 votes in favor of the recommendation, 89 opposed, and 3 abstentions. The EC will move forward and contract with Douglas Murphy Communications, Inc. for our National Publication. *It was MSA to destroy the ballots.*

Concern was expressed that important details might be left out of the contract. *It was MSA that the EC provide a statement of contract "points" to the Finance Committee for comment before entering into final negotiations with DMC.*

COMMITTEE REPORTS:

Executive Committee: Jim Miller presented the EC report. *It was MSA to approve the committee's minutes.*

Board of Directors: Jim also presented the BOD report. Tom Boak asked that the minutes be amended to include that the letter referred to would be directed to the Board of Directors, ISHOF. *It was MSA to approve the committee's minutes.*

Block #1: Bob Bruce reported that the block's main discussion was about the 2006 World Championships. The discussions are contained in the report. *It was MSA to approve the committee's minutes.*

Block #2: Patty Powis reported that the block focused on the governance issues and the use of professional staff. They also discussed efforts to reduce conflicts in USMS starting at the LMSC level. *It was MSA to approve the committee's minutes.*

Block #3: Hugh Moore reported that the main discussion was about the effect on the committees if the governance issues passed. *It was MSA to approve the committee's minutes.*

Block #4: Julie Heather reported that the effect of governance on their committees was discussed along with other issues. *It was MSA to approve the committee's minutes.*

Block #5: Kathy Casey reported that they had extensive discussion about data, the web, and technology details. They plan to communicate throughout the year and expect to have a conference. *It was MSA to approve the committee's minutes.*

Registration Committee: Anna Lea Roof reported that the committee requested funds to allow Leo Letendre, Jim Matysek, and herself to meet at the National Office to work on the registration process. Anna Lea noted a correction in the minutes that the meeting began at 10:30 am. *It was MSA to approve the committee's minutes.*

Fitness Committee: Pam Himstreet reported that the committee has a web page and that they conduct three events for the non-competitive swimmer. Pam presented the 2004 Fitness Award to Jody Welborn. Tom Spence (OHIO) spoke to promote the next 30-minute swim. *It was MSA to approve the committee's minutes.*

Legislation Committee: Rob Copeland reported that they held a second meeting earlier in the day. The committee recommended L-1 as emergency legislation. L-2 was submitted to the committee by Planning and the committee recommended it as emergency legislation as well. A 90% favorable vote was required and *it was MSA to approve L-1 and L-2. It was MSA to approve the committee's minutes.*

History & Archives Committee: Barbara Dunbar reported on the action items contained in the minutes. The committee is looking forward to getting the administrative tools to be able to update, maintain, and edit the H&A pages on the USMS web site. *It was MSA to approve the committee's minutes.*

International Committee: Sandi Rousseau reported on the action items contained in the minutes and accepted a friendly amendment to change the term "former Olympian" to "Olympian." *It was MSA to approve the committee's minutes.*

Publications Committee: Meg Smath reported on the action items contained in the minutes. Six excellent designs were submitted for the Rule Book cover and Bill Volckening produced the winning design. The printing bid was awarded to Gateway Printing and the cost to purchasers has been raised to \$9 for single copies (actual cost is \$8.77). The 2005 Rule Book will be dedicated to Walt Reid recognizing his efforts in providing the records in a timely manner for many years. Meg noted a correction in the minutes to include the acceptance of the Rule Book bid and an increase of the cost as action items. Meg said the mini-Rule Book price would not change. *It was MSA to approve the committee's minutes.*

Marketing Committee: Acting chair Doug Garcia reported that the Pilot program and Planner would both continue as projects. The committee will have a strategic marketing plan ready for the EC mid-year meeting. *It was MSA to approve the committee's minutes.*

2006 FINA Masters World Championships: Michael Moore provided a short visual presentation about the Championships being held at Stanford University in August of 2006.

After general announcements, the HOD meeting recessed at 4:25 pm.

Saturday, September 18.

The HOD meeting reconvened at 2:20 pm.

COMMITTEE REPORTS:

Insurance Committee: Colleen Driscoll reported on action items contained in the minutes. *It was MSA to approve the committee's minutes.*

Records & Tabulations Committee: Pieter Cath reported on action items contained in the minutes. *It was MSA to approve the committee's minutes.*

Finance Committee: Tom Boak reported on the first two meetings held, the action items contained in the minutes, and the committee's changes to the Financial Operating Guidelines (FOG). *It was MSA to approve the committee's minutes.*

Coaches Committee: Bob Bruce reported on two committee meetings and the action items contained in the minutes. *It was MSA to approve the committee's minutes.*

Communications Committee: Hugh Moore reported on action items contained in the minutes including the continuance of the web developer for the coming year. *It was MSA to approve the committee's minutes.*

Safety Education Committee: Julie Heather reported that LMSCs and clubs would be reminded that entry into the water should be feet first – at practices as well as meets. The committee submitted a rule change regarding the use of hand paddles during meet warm-ups. *It was MSA to approve the committee's minutes.*

Mike Laux (CT) expressed a concern that some people were confused during the vote the previous day and he asked that the HOD reconsider the vote on the National Publication. Since Mike had not voted in favor of the original motion he was not allowed to make a motion. *Marie Pierre-Graf moved that the HOD reconsider the vote taken previously regarding the National Publication vote. The motion was seconded.* Jim Wheeler announced that a simple majority was needed to bring the vote back to the HOD. *The motion failed 85 to 65.*

TYR Newsletter Award: Bill Volckening thanked TYR for their sponsorship. He also thanked the evaluation team (Meg Smath, Kelly Crandell, and Doug Garcia) for their hard work in selecting the Newsletter of the Year. The 2004 award went to the AQUAMASTER – the newsletter of the Oregon LMSC, edited by David Radcliff.

Ad-hoc ISHOF Nominating Committee: Ginger Pierson reported on the committee's work and the distinction between the ISHOF and the IMSHOF. She conducted a brief ceremony recognizing IMSHOF and ISHOF members in attendance: Barbara Dunbar, Graham Johnston, June Krauser, and Margie Hutingler for her husband, Paul. The committee nominated Mel Goldstein, as a contributor, to ISHOF for 2006. *It was MSA to approve the committee's minutes.*

Officials Committee: David Diehl reported on action items and other items contained in the minutes. He requested funding to continue attendance at the "Our Kid's" meeting, a forum that discusses the rule differences and makes efforts to bring them together. *It was MSA to approve the committee's minutes.*

Sports Medicine Committee: Jessica Seaton reported that the committee would be putting on a Sports Medicine conference in conjunction with the 2004 World SCM Championships in October. Joel Stager submitted two research projects and would present information on one at the conference. Joel's second project deals with exercising and aging, particularly with swimmers, and the committee is working to obtain more funds for the project. Jessica noted that the committee voted after their meeting to submit an expenditure of \$350 to assist in sending a member to the medical congress in Indianapolis. *It was MSA to approve the committee's minutes.*

Vote for FINA Liaison: Ballots were distributed for voting on the new FINA Liaison. Candidates were Hill Carrow, Nancy Ridout, Shannon Sullivan, and Phil Whitten. A roll call vote was taken.

Recognition & Awards Committee: Kathy Casey reported that they had officially recognized the Fitness Award, a Club of the Year Award, and a Communications Award. Guidelines for submitting award proposals would be developed in the coming year. *It was MSA to approve the committee's minutes.* Kathy Casey and Carolyn Boak presented the Dorothy Donnelly USMS Service Awards for 2005 to Joan Alexander, Trisha Commons, Marilyn Fink, Cheryl Gettlefinger, Mary Meyer Hull, David Lamott, Dennis McManus, Chris Meier-Windes, Mark W. Moore, Jeff Moxie, Anna Lea Roof, George Simon, Dottie Whitcomb, Mary Beth Windrath, and Robert Zeitner.

Planning Committee: Betsy Durrant reported on the first three meetings held by the committee and the action items contained in the minutes. She further explained the proposal for the EC and BOD recommendations. It was clarified that approval of the report would not pass the proposed legislation for the BOD. Tom Boak spoke passionately against the proposal. The recommendations for the EC were passed during the Legislation report the previous day. It was also clarified that the proposal was for the Zones to propose one or more candidates and the HOD would vote to select the Zone Director. The task force would discuss the HOD in the coming year and ask committees to do self-evaluation. Betsy stated that it was expected that committee chairs and past presidents would receive an automatic vote in the HOD. *It was MSA to approve the committee's minutes.*

Legislation Committee (part 2): Rob Copeland presented two legislative proposals that his committee considered emergency legislation and that required a 90% favorable vote to pass. They would put the Planning/Governance recommendations into effect. L-3 would re-configure the BOD as proposed by the Planning Committee (8 EC members and 8 Zone Directors). Doug Church spoke passionately in favor of the proposal. *It was MSA to approve L-3 – Article 506 Board of Directors.* L-4 dealt with the elections and terms of office. *It was MS to approve L-4.* Lucy Johnson spoke in favor of the motion citing her concern that the election procedures would be affected if it did not pass. Carolyn Boak and Jeanne Ensign asked about the nomination process for the Zone director, expressing concerns that the proposal was not clear. Lynn Hazlewood noted that more thought and consideration should go into the proposal and it did not have to be done then. We would need to elect all BOD members next year but can work on the procedures over the year. Betsy Durrant suggested the proposal be withdrawn because it appeared that there was less agreement than expected. *The motion failed to approve L-4.* Election procedures and terms of office would be dealt with between conventions. Jim Miller thanked the task force for their hard work and Betsy Durrant thanked all the delegates who participated at the meetings.

Legal Counsel Committee: Patty reported on the one action item contained in the minutes. *It was MSA to approve the committee's minutes.*

Election Operating Guidelines: Lynn Hazlewood thanked Lucy Johnson for her hard work preparing the changes to the EOG. Lucy presented changes to the EOG that were necessary due to the changes in the makeup of the Executive Committee and Board of Directors. *It was MS to approve the election guidelines.* Dave Miller questioned the requirements for attendance at convention. Hugh Moore suggested that the Zone Committee do more work on the documents and then send it to the BOD during the coming year to for approval. Lynn clarified that it would be the current 41-member BOD who would make the decision. Paul Fortoul (METRO) asked for a clarification about the nomination process for the Zone Directors. Lucy said members of each Zone would nominate them and then the election committee would select a slate from the list of nominees. He also requested that any decision by the BOD be more than a simple majority. *It was MSA to amend the original motion to require a 2/3 vote of the BOD to make changes to the EOG between conventions.* Lucy pointed out that due to L-4's earlier disapproval, there were sections of the document that could not be approved in the EOG document and it was determined that the items would be housekeeping. *The motion to approve the election guidelines as submitted passed.*

Lynn announced that there would be an election next year for the new EC and BOD and it would most likely be the most interesting one we have ever had. Announcements would be made in our National Publication.

Planning Committee (Part 2): Jim Miller reported that a 4th meeting was held by the Planning Committee to develop the legislation changes that were submitted to the Legislation Committee. *It was MSA to approve the committee's minutes of the 4th report.*

Championship Committee: Barry Fasbender reported that they held three meetings and that there were attachments to the minutes. They approved Coral Springs, FL as the host for the 2006 SC yards National Championship (May 4-7). *It was MSA to approve the committee's minutes.*

Long Distance Committee: Peter Crumbine reported on items contained in the minutes of two meetings. The committee recommended a number of changes to the Long Distance rules and Peter asked if anyone wished to "pull" any of the proposals for discussion. None were "pulled". *It was MSA to approve the committee's minutes.* Vice Chair Marcia Cleveland reported on two English Channel swims that took place over the summer: George Brunstad (70) became the oldest person to swim the Channel and his time was 15:59. Marcy McDonald (40) attempted a 3-way crossing and accomplished a 2-way. Both George and Marcy raised money for local charities.

David Yorzyk award: Kathy Casey presented the award that is given to the outstanding 400 IM swim of the year. This year's recipient was Barbara Dunbar who swam a National Record in the event.

The balloting for the FINA Liaison required a run-off between Nancy Ridout and Phil Whitten and the secretary called the roll for the vote.

Rules Committee: Leo Letendre reported on the recommendations of the Rules Committee. He called out the numbers of each proposal and some were "pulled" for discussion. R-9 was withdrawn. Proposals recommended as written: R-2, 5, 12, 14, 16, 17, 19, & 20. R-12 and R-17 were pulled. *It was MSA to approve the proposals not pulled, as a block.*

Discussion on the pulled items:

R-12 – Colleen Driscoll (Metro) clarified that if someone is using paddles injures someone else there is no insurance. *It was MSA to approve R-12.*

R-17 – Mary Pohlman (CEN) asked for a clarification as to how to verify who was in a lane and heat and Barry Fasbender said the host has to keep the information for one year. This does not remove the obligation for keeping the records. *It was MSA to approve R-17.*

Proposals recommended as amended: R-4, 6, 7, 10, 11, 13, 15, & 18. Correction to R-4: the wording "as determined by Article 102.2" should be deleted. No proposals were pulled. *It was MSA to approve the proposals as a block.*

Proposals not recommended by the committee: R-1, 3, & 8. No proposals were pulled. *It was MSA to accept the recommendation of the committee to not approve the proposals.*

It was MSA to accept the committee's minutes.

Ransom Arthur Award: In honor of Leo Letendre, this year's Ransom Arthur recipient, Kathy Casey and David Diehl proposed a new rule that entertained the HOD.

Jim Miller announced the results of the balloting for the FINA Liaison and the vote was: Nancy Ridout, 101 votes and Phil Whitten, 79 votes. Nancy will become the Liaison in 2006. *It was MSA to destroy the ballots.*

Finance Committee: Tom Boak noted that the HOD had the authority to put USMS in an out-of-budget situation. Starting with revenue and going page by page, Tom asked for items to be pulled and they were 4500, 4171, 4172, 4210, 4431, 5095, 5102, 5685, 5460, 5520, 5820, 5821, and 3050.

It was MSA to approve all other items in the budget.

Discussion of the pulled items

4171, 4172 and 4431 - Nancy Ridout noted a conflicting communication regarding sponsor funds that had resulted in \$3,000 being removed from the OTC Camp budget and placed in the general fund. She requested that this sum be reinstated in the camp budget. Scott Rabalais also spoke in favor of having \$3000 added to the budget for the high altitude camp. Scott Williams pledged \$3000 from the Olympic Club as a sponsor of the event. Nancy then modified her request from \$3000 to \$1000 to realize the total budget request. *It was MSA to transfer \$1000 from Marketing-Medal Sponsors to Marketing-USOTC income and approve 4171 and 4172. It was MSA to adjust the figures to equal 12 swimmers X \$1650 each and approve 4431.*

4500 - Tom Lyndon expressed a concern that we had budgeted for two individuals to work on the USMS web site and an amount of \$15,000 was set aside for them to assist the 2006 World Championships. He did not think either of our individuals should be used for the Worlds and that we should retain the full value of the positions. Hugh Moore said that the web administrators (Lynn Hazlewood, Jim Matysek, and Hugh) met with Michael Moore and Ann Kribbs (from the organizing committee) to discuss the use of the current IT staff for the 2006 World Championships online entry. All agreed it would be in the best interest of USMS and the Championships to use this staff knowing we would get a quality product and be able to utilize portions of the upgrades for our online entry system for local meets in the future. The conclusion was that it would be much better to do this "in-house" rather than to go to an outside provider. Hugh and Lynn also met to discuss whether the other workloads would be adversely affected and they determined that they could accept the delays that would occur. There being no further discussion *it was MSA to approve 4500.*

5102 – the National Office budget: Barry Fasbender asked about the meet income in the line item. He said that the intent of the Championship Committee was to make the income/expense be neutral. He noted that there are contracts for 2005 already and he does not believe we can charge the hosts for the services being provided. The 2006 host also is under the assumption that there will be no charge for processing the entries at the National Office. Tom Boak asked that the committee work toward having the cost for entry processing be a responsibility of the event host starting in 2007 and Barry agreed. Stu Marvin offered to pay the \$2500 to cover the entry processing for his 2005 meet. Tom said any contribution toward the expense would be appreciated. *It was MSA to approve 5102.*

5095 – the pull was recalled and *it was MSA to approve 5095.*

5460 – Sports Medicine: Jessica Seaton asked about a reduction in her budget request and Tom explained the adjustments. *It was MSA to approve 5460.*

5520 – Ginger Pierson asked about her reduced budget and Tom explained the adjustments. *It was MSA to approve 4420.*

5685 – The question was answered previously. *It was MSA to approve 5685.*

5820, 5821, and 4210 - Pieter Cath was concerned about the amounts budgeted for the Top-Ten booklets. He agreed with Tom that total expense of the booklets, including the complimentary issues, should be offset by the income from booklet sales. Tom suggested that the expense (5820) and income (4210) items each be \$4000 to indicate a break-even situation. Tom noted that the current revenue is only \$510 and that it seems that we were substantially below budget. Jeanne Ensign believed the discrepancy was that the complimentary issues had not been figured into the cost. Tom asked if people could go online to get the information and Pieter stated that some people still want a hard copy. Jeanne suggested we leave this as break even, review the figures in the future, and adjust the cost for 2005. Jim Matysek suggested that some of the subscriptions were for a longer period than a year so the income may have come in at a different time. Tracy Grilli noted that there is an additional \$1.29 mailing cost. It was agreed that we should be looking at the expense/income of this item for the future. *It was MSA to change 4210 and 5820 to \$4000 each. It was MSA to approve 5820. No change was made to 5821.*

3050 – LCD - Mike Heather reported that we would not have a need for an item budgeted. The \$3000 requested for the LCD was removed. *It was MSA to approve 3050.*

5520 – Ginger reported that she had been informed that there would not be an ISHOF inductee in the coming year so her travel budget would be reduced by \$700.

5310 - Tom reported that we had no allocation for the new delegate activities. *It was MSA to approve a new budget category for the new delegate activities in the amount of \$500.*

The final budget appeared to be \$200 in the red and Tom noted that we would reduce the contingency (5880) to balance the budget. *It was MSA to approve the final budget.*

Finally, Tom noted that in session #3 of the Finance Committee minutes there was an indication that payments to ISHOF would be suspended until ISHOF worked out their issues. The term "escrow" was used and it was not a correct term. *It was MSA that we change "escrow" to "reserve" in the committee's minutes.*

Jim Miller asked if there was any old or new business to bring to the HOD. Hearing none, he reminded us that the theme of the convention was "The Future is Now". He saluted the HOD for all the work done and noted that the BOD mid-year meeting was no longer needed due to all that's been accomplished. He reminded everyone that a convention wrap-up meeting would be held the following morning.

It was MSA to adjourn the HOD at 5:54 pm.

Respectfully submitted by:

Sally Ann Dillon
USMS Secretary