

Committee Name:	Board of Directors	Session #:	1
Committee Chair:	Peter Guadagni		
Minutes recorded by:	Carrie Stolar	Date/time of meeting:	06/20/2023 8:00 PM ET

Actions Taken:

1. Approved: May 15, 2023 BOD meeting minutes.
2. Ratification: The email vote to approve the submission of the proposed modification of the Organizing Principles page.
3. Affirm: The confidentiality policy.

Number of committee members present:	17	Absent:	1	Guests:	10
Committee members present/virtual (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; Robin Smith - VP of Programs; Carrie Stolar - Secretary; Teddy Decker – Treasurer; Patty Miller (Immediate Past President); Katie Kenyon (Legal Counsel); Dawson Hughes – CEO; At-Large Directors: Sue Nutty (Breadbasket); Susan Ehringer (Great Lakes); Paige Buehler (Northwest); John King (Oceana); Britta O’Leary (Southeast); Kris Wingenroth (South Central); Jeff Commings (Southwest).					
Not present: Charles Cockrell (Colonies).					
Guests: Crystie McGrail, Diana LaMar, Marilyn Fink, Sandi Rousseau, Nadine Day, Skip Thompson, Guy Davis, Kirk Clear, Nancy Ridout, Gary Keehner (Controller).					

Minutes

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

1. Agenda review and declarations of conflict of interest (Peter): No changes to the agenda or conflicts of interest.
2. Approval of May BOD meeting minutes (Carrie): **MSA for approval of the May 15, 2023 BOD meeting minutes.** Discussion: none. **The motion passed unanimously.**
3. Ratification of the email vote to approve the submission of the proposed modification of the Organizing Principles page (Carrie): **MSA for the ratification of the email vote to approve the submission of the proposed modification of the Organizing Principles page.** Discussion: none. **The motion passed unanimously.** After the vote, Peter gave a high-level update to the guests on the call about the Mission Vision and Values modernization effort.
4. Minute of good news (John): John shared about inspiring swimmers/swims, specifically about a vision-impaired swimmer who swam the mile and who counts his strokes so that he knows where he is in the pool. He inspires everyone watching, and his joy is contagious.
5. CEO update (Dawson):
 - a. Draft of the schedule for Relay: Kudos to Crystie McGrail and the LMSC Development Committee for pulling together the preliminary schedule for Relay 2023, which focuses on event development. Questions were asked about how many volunteers LMSCs can send to Relay. LMSCs can send the same number as they have delegates for the annual meeting, and the hotel costs will be paid for that number. The LMSCs are responsible for travel costs. It is recommended that each LMSC bring at least three that are interested in the theme of event development. Ideally the three volunteers should be one new, one with some experience, and one who is a more experienced volunteer. The committee has begun to confirm the speakers and wants to make sure that there is adequate lead time for the speakers to complete their presentations in advance. Peter asked and it was confirmed that LMSCs can bring more members to Relay, assuming there are available hotel rooms. LMSCs would be liable for all expenses incurred for those extra attendees. Please let Jessica know as soon as possible about the extra attendees. Paige asked about the inclusion of content for facilities managers, owners, directors and open water locations. Crystie acknowledged Stacy Abrams and Tom Moore for their work on the schedule.
 - b. Office lease: USMS has been working with the property manager on ways to eliminate the office cost since our office space is not being utilized. We have 2.5 years left on our lease. A current tenant is interested in our space and

will be taking it over as of July 1. Most of the staff work remotely, but, if necessary, office space can be used at Sarasota Sharks this summer. We will save \$80,000 over the next 2.5 years and will build this into the 2024 budget. Since USMS is based in Sarasota, it is still a Florida company and most of the staff is in Florida, so it does not affect our nonprofit status.

- c. Nationals/Florida/Sarasota and Florida politics and travel advisories around diversity issues in Florida. USMS has received two comments regarding those policies and issues. The national office has worked with the Diversity and Inclusion Committee in drafting a response to the comments. USMS will offer refunds for Nationals in Sarasota for those that aren't comfortable traveling to Florida.
 - d. Club and Event Development: There are 75 Clubs that Bill and Steve have connected with about growth opportunities. About half are new clubs and half are current clubs with a growth opportunity. Five have been funded so far and 6 are pending. Seven events (OW and pool) have reached out regarding event development support.
 - e. Business planning for 2024: Planning has begun, and early assumptions will be shared at the July BOD meeting.
6. Policy review (Peter): The BOD is reviewing policies every two years.
- a. The confidentiality policy. **MSA to affirm the confidentiality policy.** Discussion: none. **The motion passed.**
7. Grown Up Swimming Proposal (Dawson): Dawson prefaced his presentation by telling the guests that confidential information was shared with the BOD on Grown Up Swimming (GUS), and if they have any questions on the background of this proposal, they should call him. He said that he has talked to each individual BOD member and the Finance Committee. Dawson then shared a presentation about the Grown Up Swimming Preliminary Recommendation on Acquisition. No decision will be made tonight, but rather Dawson would like a recommendation on whether to keep learning about and potentially pursuing GUS. GUS originated about 5 years ago in Atlanta and has added 6 cities this year. Its demographics skew younger than USMS. Future markets will target strong youth summer league cities. GUS is a good crossover with the independent swimmer as well as with USMS members that don't traditionally participate in events. ALTS grads could also participate in GUS. GUS would have components of club, event, and community development, an additional revenue stream, and its governance and oversight by way of the CEO and BOD and would necessitate a dedicated full time staff person. Paige asked about pool rental costs. Dawson said that in Atlanta, they are using the pools for free. Some are gaining revenue at the concession stands and some pools are run by homeowners' associations who are happy to host the events. Susan asked about demographic specifics. Participants seem to be parents of summer league swimmers, former college swimmers, and local community members. The focus is on fun and social and team results rather than times and individual results. Potentially 20% of those participating in GUS in Atlanta have some affiliation with USMS. Patty asked about the lift on expansion. To have a league, you need 65 – 70 swimmers. The lift comes from the league manager and his/her time. Dawson shared a rough timeline to the BOD prior to the meeting. The Finance Committee has formed a small working group, and they will be meeting with the head of GUS. BOD members are invited to attend. The Finance Committee will meet in early July and Dawson will share its feedback at the July BOD meeting. The July decision will be about a letter of intent with GUS, which is not a binding letter but will let us see the results of the summer of 2023 and let GUS know of USMS' interest. Paige and Dawson commented on the opportunity to diversify our revenue and product model.
8. Task force descriptions and scope (Peter): With the postponement of the proposal of sunsetting certain committees on hold, Peter is creating 2 ad hoc committees. The overviews and scope of the ad hoc committees and their members are on Community.
9. Questions on BOD communications material (Robin): The working group has posted all its final draft documents in Community. Robin commented that the time suggestions on the agenda are just guidelines and is just a framework to the BOD for the discussion. Peter asked about call logistics. The BOD pairs will take the lead and work with the zone to set up the calls and send out the advance information, drawing on the national office as needed. Robin said that the zone sessions will probably not be completed by the July BOD meeting. BOD members should be sure to use the final version of the documents in the thread, "2023 USMS BOD Zone Communications Sessions - Final Draft Documents."
10. The next BOD meeting will be the summer BOD meeting on July 15 at 11 AM ET.

The meeting was adjourned at 9:04 PM ET.

Respectfully Submitted,

Carrie Stolar, Secretary