CALL TO ORDER
Bob Vincent, Board Chair, called the August 25, 2021, Special Meeting of the Board of Directors to order at 2:01 p.m. Mountain Daylight Time with the following members in attendance:

PRESENT
Maya Andrews, Chris Brearton, Kenneth Chung, Kathy Fish, Bruce Gemmell, Jennifer Gibson, Cecil Gordon, Natalie Hall, Tim Hinchey, Michelle Steinfeld, Katie Meili, Kathleen Prindle, Bill Schalz, Jeanette Skow, Jim Sheehan, Jay Thomas, Bob Vincent.

GUESTS
Tim Bauer, Allison Beebe, Bill Charney, Joan Choi, Mike Dilli, Lucy Duncan, Andrew Gemmell, Clark Hammond, Melissa Hellervik-Bing, Annie Norris, Shawn Smith, Matt Wilson.

STAFF
Paula D'Amico, Shana Ferguson, Abigail Howard, Kiki Laino, Isabelle McLemore, Lindsay Mintenko, Eric Skufca, Joel Shinofield, Lucinda McRoberts, Mike Unger.

DECLARATION OF CONFLICT OF INTEREST (2.5.4)
"Is any member aware of any conflict of interest (that is, of a personal interest or direct or indirect pecuniary interest) in any matter being considered by this meeting, which should now be reported or disclosed or addressed under the USA Swimming Conflict of Interest Policy?"
If a Board member determines there to be a conflict of interest at any point during the course of the meeting when a specific subject is being discussed and/or action is being taken, a declaration of a conflict of interest should be made at that time.

INTRODUCTION OF WORKING GROUP
Michelle Steinfeld introduced the House of Delegates (HOD) Working Group.

WORKING GROUP PRESENTATION
HOD Working Group Chair, Shawn Smith, presented the HOD Working Group process and proposed legislation (Attachments 1 - 2). Mr. Smith remarked that the Working Group began by first identifying why the initial proposed HOD legislation did not pass. Mr. Smith explained that the Working Group used that knowledge to draft a proposal that would include a two-year “proof of concept” to test the proposed legislation. Mr. Smith reported
the Working Group operated with the mindset that athletes and coaches need the most votes as the primary stakeholders within the membership. Mr. Smith also spoke about the importance of grassroots athletes and their vote, along with officials and volunteers in general.

The Board engaged in discussion regarding the pool of “10-Year Athletes,” including how it could possibly be increased by the Athletes’ Advisory Committee (AAC) and approved by the United States Olympic and Paralympic Committee (USOPC).

Chris Brearton added clarity around the legislation’s two-year window, specifically that the expiration date could be lifted and/or amendments could be made. Mr. Brearton noted that the legislation’s term limit provides a trial period, while also allowing USA Swimming to come into compliance with the USOPC and federal law.

Mr. Smith briefly described the proposed legislation to create the Coach Advisory Council, specifying that the Council would provide increased communication within the coaches’ community, as well as opportunities for coach members to provide direct feedback to the organization.

SPECIAL MEETING LOGISTICS/RESOLUTION
Michelle Steinfeld presented a resolution to call a Special Meeting of the USA Swimming House of Delegates.

**MOTION:** To call a Special Meeting of the USA Swimming House of Delegates on September 25, 2021, at 10:00am MT, and that it be held virtually, to vote on legislative approvals necessary to bring USA Swimming into compliance with the USOPC Bylaws and federal law. Seconded. APPROVED.

LEGISLATION – NATIONAL BOARD OF REVIEW PROPOSALS
Michelle Steinfeld presented two proposals to alter the composition of the National Board of Review to comply with the USOPC Bylaws and federal law by increasing the number of eligible athlete representatives (Attachment 3).

**MOTION:** To approve the legislative changes to update the composition and athlete representative requirements of the National Board of Review to provide for 1/3 members who meet the USOPC’s definition of “athlete representative.” Seconded. APPROVED.
LEGISLATION – WORKING GROUP LEGISLATION
Michelle Steinfeld noted that the HOD Working Group and AAC will continue their discussions regarding the HOD legislation.

ADJOURN
Mr. Vincent adjourned the meeting at 2:57 p.m. Mountain Daylight Time.

Respectfully submitted:

Michelle Steinfeld, Secretary and General Counsel
Bob Vincent, Board Chair
<table>
<thead>
<tr>
<th>Attachment</th>
<th>Description</th>
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<tbody>
<tr>
<td>Attachment 1</td>
<td>Page 1 – HOD Working Group Draft Legislative Proposal</td>
</tr>
<tr>
<td>Attachment 2</td>
<td>Page 1 – HOD Draft Composition Proposal</td>
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<tr>
<td>Attachment 3</td>
<td>Page 2 – NBOR Legislative Proposal</td>
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USA SWIMMING  
RULES & REGULATIONS COMMITTEE  
PROPOSED  
AMENDMENTS TO 2021 RULES AND REGULATIONS  
FOR THE SEPTEMBER 25TH  
SPECIAL MEETING OF THE HOUSE OF DELEGATES  

<table>
<thead>
<tr>
<th>No.</th>
<th>Description</th>
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<tr>
<td>R-1</td>
<td>To provide for a USA Swimming Coach Advisory Council (CAC)</td>
<td>(new) 501.1.2</td>
<td></td>
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<tr>
<td>R-2</td>
<td>To allow USA Swimming’s House of Delegates to comply with USOPC Bylaw</td>
<td>Corporate Bylaws</td>
<td></td>
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<tr>
<td></td>
<td>requirements</td>
<td>6.1.1 thru .9</td>
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USA SWIMMING
RULES & REGULATIONS COMMITTEE
PROPOSED
AMENDMENTS TO RULES AND REGULATIONS
FOR THE SEPTEMBER 25TH
SPECIAL MEETING OF THE HOUSE OF DELEGATES

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<th>Adopted/Amended</th>
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Location: Page 13 – Corporate Bylaws Article 6.1 Organization
Proposed by: Board of Directors
Purpose: To provide for a USA Swimming Coach Advisory Council.
Recommendation: The Rules and Regulations Committee recommends ________________.
Effective Date: September 26, 2021

501.1 OPERATING COMMITTEES — the following committees shall report to the President/CEO (or his/her designee): [no changes]

2. COACH ADVISORY COUNCIL
A. The Coach Advisory Council (CAC) shall consist of twelve (12) coaches who meet the requirements of a USA Swimming Coach member directly elected by coaches who meet the requirements of a USA Swimming Coach member.
B. The Chair shall be elected by its voting members.
C. Each CAC member shall serve a three (3) year term, staggered so that one-third (1/3) of such members are elected each year.

Duties and/or Responsibilities are missing / Athlete Representation?

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<tr>
<th>R-2</th>
<th>ACTION: Adopted</th>
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<th>Pulled</th>
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</thead>
</table>

Location: Page 13 – Corporate Bylaws Article 6.1 Organization
Proposed by: Board of Directors
Purpose: To allow USA Swimming's House of Delegates to comply with USOPC Bylaw requirements.
Recommendation: The Rules and Regulations Committee recommends ________________.
Effective Date: September 26, 2021 with an expiration date of December 31, 2023

ARTICLE 6
HOUSE OF DELEGATES

6.1 ORGANIZATION MEMBERS – the following shall be the voting members of the House of Delegates:
All voting members of The Allied Member Director of the Board of Directors, Zone Directors, the National Team Steering Committee, the National Team Athletes Committee, the Age Group Development Committee, the Rules & Regulations Committee, the Registration/Membership Committee, the Credentials/Elections Committee, the Senior Development Committee, and past USA Swimming Presidents or Board Chairs (as applicable) shall be members of the House of Delegates. Membership on any committee notwithstanding, USA Swimming employees shall not be members of the House of Delegates.

The Zone Directors (four (4) coach, four (4) non-coach, and four (4) athlete), the four (4) Zone Junior Athlete Representatives, sixteen (16) LSC Athlete Representatives, with four (4) elected by each Zone’s LSC Athlete representatives, and twelve (12) non-coach/non-athlete member, with three (3) selected by each Zone’s Directors:

The Rules & Regulations Committee Chair and the Rules & Regulations Committee shall elect five (5) non-athlete members from the voting members of the Rules & Regulations Committee;

All voting members of the National Team Steering Committee;

The eight (8) non-athlete members of the Age Group Development Committee and two (2) Committee athlete members elected by the Age Group Committee. The eight (8) non-athlete members of the Senior Development Committee and two (2) Committee athlete members elected by the Senior Development Committee;

The eleven (11) members of the AEC: Athletes’ Executive Committee and ten (10) National Representatives, five (5) being appointed each year by the Athletes Chair and each serving a two (2)-year term, shall be members of the House of Delegates. The National Representatives and their alternates must at the time of their appointment be engaged in senior swimming, or have competed in USA Swimming Championships within five (5) years preceding their appointment. The Board Chair may appoint, from a slate of nominees submitted by the Athletes Committee, such further at-large athlete members so as to bring the total athlete representation in the House of Delegates to at least twenty percent (20%).

The following from each LSC shall be members of the USA Swimming House of Delegates: the chair of its Administrative, Senior, and Age Group divisions; the athletes’ representative to the LSC; the coaches’ representative to the LSC; and its General Chair. An alternate for each of the delegates may also be elected. Information that may be of assistance to the House of Delegates at its next meeting shall be provided in a conspicuous place on the website. Three (3) coach member delegates and one (1) non-coach member delegate from each LSC. The LSC Board of Directors shall determine the method by which the four (4) delegates are selected; and

Any organization, as set forth in 2.3.2 of these Bylaws, which conducts a program in competitive swimming, or which is composed of persons joined together in support of swimming or some aspect of it, may make application for membership to USA Swimming. The Board of Directors or its designee shall determine whether an organization meets the criteria set forth in this Article and may recommend ratification of membership by the House of Delegates. Additionally, if the organization is national in character, the Board of Directors or its designee may recommend to the House of Delegates that the organization be allowed to appoint a maximum of five (5) members to the House of Delegates.

The 10-Year Athlete representatives and 10-Year+ Athlete representatives shall constitute at least one-third (33.3%) of the total House of Delegates and shall be directly elected by athletes who meet the same standards as 10-Year Athletes. A minimum of twenty percent (20%) must be 10-Year Athlete representatives and the remainder may be 10-Year+ Athlete representatives.

The United States delegates to, and swimming technical committee members of, the Federation Internationale de Natation and the Union Americana de Natación shall automatically be members of the House of Delegates.

Each of the Armed Forces may appoint one (1) member, provided it is actively engaged in senior swimming activity.

The Board Chair, in consultation with the National Team Steering Chair, shall appoint, on an annual basis, twenty-five (25) members selected from coaches who had athletes that qualified for the preceding Olympic Trials and from members that served as the manager or assistant manager on a national team or junior national team trip within the past four (4) years. The appointments shall provide for a reasonable geographic representation of USA Swimming Membership.

The Board Chair shall be empowered to appoint up to ten percent (10%) of the total membership as members of the House of Delegates. One-fourth (1/4) of all those appointed shall be appointed in equal numbers from members, other than athletes, of the five (5) LSCs having the largest number of registered athletes as of August 31 of the prior calendar year.

All members of the House of Delegates shall serve until their successors are selected, except that membership may be terminated by resignation filed with the Secretary. All LSC members under 6.1 must be selected on or before July 1 of each year and written certification thereof must be sent to the Secretary on or before July 15. No substitution of a member may be made unless written certification thereof is given to the Convention Credentials Committee Chair on or before the House of Delegates.
Delegates is called to order.

.11 Membership on any committee notwithstanding, USA Swimming employees shall not be members of the House of Delegates.
<table>
<thead>
<tr>
<th>Age Group</th>
<th>Person</th>
<th>Coach</th>
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<tr>
<td>10-year athletes</td>
<td>20%</td>
<td>67</td>
<td>177</td>
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<tr>
<td>10-year + athletes</td>
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<td>59</td>
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<tr>
<td>Zone Officers</td>
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**Board of Directors**

- **Chair**: 1
- **Allied organization Vote**: BOD has voice but no vote
- **Rules & Docs**: 5
- **Meeting Calendar**: 6
- **Age Groups southwest**: 2
- **Senior Committee**: 2
- **Regional/National Board**: 2
- **Officers/Executive Board**: 2
- **Zone Directors/Atletes**: 24
- **Zone Votes**: 3 coach votes, 1 at large non-coach
- **Zone Reps**: 4
- **Zone Meetings**: 2
- **Zone Elections**: 24
- **Zone Vice Chair**: 1
- **Zone Chairs**: 24
- **Zone Newsletters**: 2
- **Zone Committees**: 24
- **Zone Officers**: 24

**Rules & Regs**

- **6 at Large**: Chair, 5 Non-Athlete Members (Allied Organizations NCAA, YMCA, US Masters, NFHS)
- **(May go up to 9 with OW coach?)**
- **10 yr/Active athletes not specified? If filled by 10 yr athlete, then vote rolls into 2 year athlete pool**
- **10 yr/Active athletes not specified? If filled by 10 yr athlete, then vote rolls into 2 year athlete pool**

**Steering Committee**

- **8** (May go up to 9 with OW coach?)

**Age Group Committee**

- **2**

**Senior Committee**

- **2**

**Registration/Membership Chair**

**Credentials/Election Chair**

- Responsible for electing 7 coaching delegates to HOD

**Coaches Committee**

- Independently elected (same verbiage as the athlete committee legislation) 12 coach members, 3 10 yr athletes

**AEC**

- Collaborates with Nominating committee to for coach representation

**Largest LSC/Allied Organizations**

- 207
- 212
- 80
- 56

- 41%
- 42%
- 16%
- 0.33333333

**Traditional composition of the HOD**

- 20
- 41
- 38

**Roster Sizes**

- 2016 Olympics: 47
- 2012 Olympics: 49
- 2016 Pan Am: 36
- 2016 World: 51
- 2013 World: 54
- 2017 World: 56
- 2019 World: 56

**Olympic Games**

- 2016 Olympics: 47
- 2012 Olympics: 49
- 2016 Pan Am: 36
- 2016 World: 51
- 2013 World: 54
- 2017 World: 56
- 2019 World: 56

**Pan American Games**

- 2015 Pan American Games: 56
- 2019 Pan American Games: 53

**World Championships**

- 2015 World: 56
- 2017 World: 56
- 2019 World: 56

**Notes**

- LSC Voters: 3 coach votes, 1 at large non-coach
- Allied organization Vote: BOD has voice but no vote
- For each Zone: 6 extra athletes may be decided by zone athletes, Non-Coach Directors, and 3 extra at large non-coach/non-athlete determined by each Zone Board
- 6 at Large: Chair, 5 Non-Athlete Members (Allied Organizations NCAA, YMCA, US Masters, NFHS)
- (May go up to 9 with OW coach?)
- 10 yr/Active athletes not specified? If filled by 10 yr athlete, then vote rolls into 2 year athlete pool
- 10 yr/Active athletes not specified? If filled by 10 yr athlete, then vote rolls into 2 year athlete pool
- Independently elected (same verbiage as the athlete committee legislation) 12 coach members, 3 10 yr athletes
- If 10 yr athletes are on committees, votes are moved to Active at large TBD by AEC
- Responsible for electing 7 coaching delegates to HOD
- Collaborates with Nominating committee to for coach representation
Location:  Page 93 – 402.1

Proposed by:  Board of Directors

Purpose:  To update the composition and athlete representative requirements of the National Board of Review to provide for 1/3 members who meet the USOPC’s definition of “athlete representative”

Recommendation: The Rules and Regulations Committee recommends ________

Effective Date:  September 25, 2021

402.1 NATIONAL BOARD OF REVIEW — The Chair and one or more Vice Chair(s) of the National Board of Review shall be appointed by the Board Chair, with the advice of the Secretary & General Counsel. The term of the Chair and Vice Chair(s) shall be two years with a limit of five (5) full terms each may serve. Each case submitted to the National Board of Review shall be assigned by the Chair of the National Board of Review to a panel consisting of members of the National Board of Review Committee, unless conflicts or other reasons require panel members who are not members of such Committee. Each hearing panel shall consist of not fewer than three (3) members and not more than five (5) members, one of whom shall be an athlete member, to hear and decide the case with a sufficient number of eligible athlete representatives so as to satisfy the requirement that such athletes constitute one third (33.3%) of the hearing panel, to hear and decide the case. The appointment of any member to a hearing panel who is not a member of the National Board of Review Committee shall be confirmed by the Board Chair and the Secretary & General Counsel.
Location: Page 98-99 – 407.1

Proposed by: Board of Directors

Purpose: To update the composition and athlete representative requirements of the National Board of Review to provide for 1/3 members who meet the USOPC’s definition of “athlete representative”

Recommendation: The Rules and Regulations Committee recommends ________

Effective Date: September 25, 2021

407.1 PROCEDURE

.4 Unless the Board of Directors by majority vote decides otherwise, the review by the Board of Directors shall be on the basis of the record and written briefs and shall not be a de novo hearing. The Secretary & General Counsel may establish a hearing panel consisting of at least five (5) members (all of whom must be members of the Board of Directors and at least twenty percent (20%) one third (1/3) of whom must be athlete members 10-Year Athlete representatives) to hear any appeal, including appeals conducted as de novo hearings. The decision of the hearing panel shall be final with the same force and effect as if the full Board of Directors heard the matter.