

USA Swimming Board of Directors Meeting Minutes

October 4, 2019 / Colorado Springs, Colorado

1 **CALL TO ORDER**

2 Board Chair, Bob Vincent, called the October 4, 2019 Board of Directors meeting to order at
3 11:14 a.m. Mountain Time with the following members in attendance:

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5 **PRESENT:** Chris Brearton, Kenneth Chung, Maya DiRado, Bruce Gemmell, Jennifer Gibson,
6 Cecil Gordon, Natalie Hall (via conference line), Tim Hinchey, Lucinda McRoberts, Kathleen
7 Prindle, Bill Schalz, Jeanette Skow, Jim Sheehan, Davis Tarwater, Jay Thomas, Tom Ugast,
8 Bob Vincent.

9
10 **GUESTS**

11 Bill Charney (Charney Associates).

12
13 **STAFF**

14 Paula D'Amico, Shana Ferguson, Isabelle McLemore, Eric Skufca, Joel Shinofield, Mike
15 Unger.

16
17 **ELECTION OF BOARD OFFICERS**

18 Nominees, Tom Ugast and Chris Brearton, provided brief statements as to why they should
19 be elected Vice Chair / Chair-Elect.

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21 The Board went into Closed Session to discuss the two nominees and to vote.

22
23 Bruce Gemmell was excused due to a Conflict of Interest.

24
25 The Board came out of Closed Session, and Lucinda McRoberts announced that Chris
26 Brearton was elected as Board Vice Chair / Chair-Elect.

27
28 **MOTION:** *To destroy the ballots. Seconded. APPROVED.*

29
30 **FLEX MEMBERSHIP UPDATE**

31 Joel Shinofield reported on the nuances and future direction of Flex Membership, including
32 associated fees and costs.

33
34 **CLOSED SESSION**

35 **COMPENSATION CONSULTANT ENGAGEMENT**

36 The Board went into Closed Session to discuss retaining a compensation consultant to
37 evaluate the CEO compensation amount and structure.

38 All staff members were excused.

39

40 **MOTION:** To approve an increase to Board budget line item 7808: Task Forces and Other
41 Committees by \$35,000. Seconded. **APPROVED.**

42

43 **ADJOURN**

44 Board Chair, Bob Vincent, adjourned this meeting at 3:50 p.m. Mountain Time.

45

46 Respectfully submitted:



Lucinda McRoberts, CAO & General Counsel



Bob Vincent, Board Chair