

USA Swimming Board of Directors Special Meeting Minutes

August 25, 2021 / Virtual Zoom Conference Call

1 **CALL TO ORDER**

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

5
6 **PRESENT**

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

10

11 **GUESTS**

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

14

15 **STAFF**

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

18

19 **DECLARATION OF CONFLICT OF INTEREST (2.5.4)**

20 *"Is any member aware of any conflict of interest (that is, of a personal interest or direct or*
21 *indirect pecuniary interest) in any matter being considered by this meeting, which should now*
22 *be reported or disclosed or addressed under the USA Swimming Conflict of Interest Policy?"*

23

24 If a Board member determines there to be a conflict of interest at any point during the
25 course of the meeting when a specific subject is being discussed and/or action is being
26 taken, a declaration of a conflict of interest should be made at that time.

27

28 **INTRODUCTION OF WORKING GROUP**

29 Michelle Steinfeld introduced the House of Delegates (HOD) Working Group.

30

31 **WORKING GROUP PRESENTATION**

32 HOD Working Group Chair, Shawn Smith, presented the HOD Working Group process and
33 proposed legislation (Attachments 1 - 2). Mr. Smith remarked that the Working Group
34 began by first identifying why the initial proposed HOD legislation did not pass. Mr. Smith
35 explained that the Working Group used that knowledge to draft a proposal that would
36 include a two-year "proof of concept" to test the proposed legislation. Mr. Smith reported

37 the Working Group operated with the mindset that athletes and coaches need the most
38 votes as the primary stakeholders within the membership. Mr. Smith also spoke about the
39 importance of grassroots athletes and their vote, along with officials and volunteers in
40 general.

41
42 The Board engaged in discussion regarding the pool of “10-Year Athletes,” including how it
43 could possibly be increased by the Athletes’ Advisory Committee (AAC) and approved by
44 the United States Olympic and Paralympic Committee (USOPC).

45
46 Chris Brearton added clarity around the legislation’s two-year window, specifically that the
47 expiration date could be lifted and/or amendments could be made. Mr. Brearton noted that
48 the legislation’s term limit provides a trial period, while also allowing USA Swimming to
49 come into compliance with the USOPC and federal law.

50
51 Mr. Smith briefly described the proposed legislation to create the Coach Advisory Council,
52 specifying that the Council would provide increased communication within the coaches’
53 community, as well as opportunities for coach members to provide direct feedback to the
54 organization.

55

56 **SPECIAL MEETING LOGISTICS/RESOLUTION**

57 Michelle Steinfeld presented a resolution to call a Special Meeting of the USA Swimming
58 House of Delegates.

59

60 **MOTION:** *To call a Special Meeting of the USA Swimming House of Delegates on September 25,*
61 *2021, at 10:00am MT, and that it be held virtually, to vote on legislative approvals necessary to*
62 *bring USA Swimming into compliance with the USOPC Bylaws and federal law. Seconded.*

63 **APPROVED.**

64

65 **LEGISLATION – NATIONAL BOARD OF REVIEW PROPOSALS**

66 Michelle Steinfeld presented two proposals to alter the composition of the National Board
67 of Review to comply with the USOPC Bylaws and federal law by increasing the number of
68 eligible athlete representatives (Attachment 3).

69

70 **MOTION:** *To approve the legislative changes to update the composition and athlete*
71 *representative requirements of the National Board of Review to provide for 1/3 members who*
72 *meet the USOPC’s definition of “athlete representative.” Seconded. **APPROVED.***

73

74

75

76 **LEGISLATION – WORKING GROUP LEGISLATION**

77 Michelle Steinfeld noted that the HOD Working Group and AAC will continue their
78 discussions regarding the HOD legislation.

79

80 **ADJOURN**

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

82

83 Respectfully submitted:



Michelle Steinfeld, Secretary and General Counsel



Bob Vincent, Board Chair

USA Swimming Board of Directors Minutes Attachments

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Attachment 1	Page 1 – HOD Working Group Draft Legislative Proposal
Attachment 2	Page 1 – HOD Draft Composition Proposal
Attachment 3	Page 2 – NBOR Legislative Proposal