

United States Masters Swimming Governance Committee Conference Call January 18, 2009

Action Item:

1. The Anthony will draft a task list of ongoing and currently assigned tasks to the Governance Committee.
2. The Anthony will follow-up with the BOD Policy Committee about public posting of the BOD committees' charters.
3. Nancy will draft two version of a policy for BOD members to applying for jobs with USMS. They will be reviewed at the next Governance meeting.
4. The committee will ask for feedback from the Championship and Long Distance Committees, as well as the legal counsel, on the duties of the proposed Risk Management Coordinator.
5. Anthony wills follow-up with USMS president on appointments to BOD committees, as well as a member who has not attended the two recent meetings.

Chair Anthony Thompson called the meeting to order at 6 p.m. CST. Also present were Meg Smath, Nancy Ridout, Don Mehl, and Michael Moore. Absent: Sean Fitzgerald.

Action plan

Reviewing the October 2008 action plan for the Board, the committee discussed the items assigned to the Governance Committee and felt they all had been completed during either the mid-year meeting in February 2009, or during the course of the work done in 2009 or as presentations at convention. A few items were ongoing:

- To be transparent and open to all USMS leaders and constituents in its deliberations and decision making
- To revisit the policy guide to make sure it is consistent with the new Board roles and responsibilities and consistent with the new intentions of delegation of certain responsibilities to staff

From the committee's charter, there were items that have not been addressed by the committee, including but not limited to:

- Evaluating the USMS governance process and structure of local and regional divisions (LMSCs and zones) and making recommendations.
- Reviewing items of conflict of interest (two are currently underway: BOD members applying for jobs with USMS; and member of USMS staff having voting status in the HOD, as described in 504.1.7).

Other parts of the charter deal with ongoing activities, which may need to be prioritized once a full task list is created, including:

- Leading periodic assessment of the BOD performance and proposing, as appropriate, changes in BOD structure, roles and responsibilities.
- Designing and implementing an ongoing program of BOD information and education for Board members.

Anthony will also continue to follow-up with Besty Durrant and the BOD Policy Committee about getting the charters of the standing BOD committees posted in the policy manual on the USMS website.

Policy about directors applying for USMS employment

Nancy was to draft two **versions** for the Governance Committee to review; one version stating that a BOD member would resign when applying for employment with USMS and a second version that the BOD member would take a leave of absence. In the case of past- presidents, a leave of absence would be required to seek employment (similar to the current leave taken by Mel Goldstein). The committee will put this on the agenda for its next meeting (tentatively planned for Monday 25-Jan-2010 at 6pm CST).

Risk Management (Safety) coordinator

After the elimination of the Insurance Coordinator position at Convention, insurance is now coordinated by staff. The risk management coordination element of the job is best done by a volunteer, but could eventually be done by staff as USMS grows.

Previous minutes outlined the view by Jim Wheeler (previous Insurance/Risk Management Coordinator):

- The duties of a risk management coordinator:
 - Evaluate operational policies and practices from an aquatic safety and risk management perspective.
 - Advise USMS of current best practices relating to hosting or sponsoring aquatic events and programs.
 - Review aquatic safety elements of meet bids and program proposals made to USMS.
 - Provide aquatic safety information and resources to help minimize USMS exposure to loss due to aquatic injuries and accidents that may occur.

The committee will ask for feedback from the Championship and Long Distance Committees.

The consensus was that Jim's description was good, and it should be recommended as worded to be a volunteer position created by the USMS President per 507.3.1 (with 2010 being a rules year, legislation could be drafted to amend 507.3 – but the issue could be revisit once brought to the BOD at mid-year – the Governance Committee did not see it as an emergency legislation issue.).

The **Governance** Cmte also wanted input from Legal Council on legal issues about having a Risk Management Coordinator and potential liability to USMS.

New Business

The “letters of warning” suggested by Jim Miller were discussed. Governance was not certain if it was a task for the committee, or might be better addressed by Compensation and Benefits or the whole BOD. Anthony will follow-up with Jim Miller on the suggestion to see if Governance should discuss it or if it should be referred to Compensation and Benefits Committee or addressed as new business at a later meeting of the entire BOD.

Next Meetings

With the exception of Michael, the committee can meet on Monday 25-Jan-10 at 6pm CST. Anthony will also continue to follow-up with Jeff Moxie about appointments to the committee and the interest of Sean Fitzgerald in continuing on this committee.

The Governance Committee will plan one additional meeting in February 2010 before the mid-year BOD meetings on 26-28-Feb-10 in Dallas.

Meeting adjourned at 7:01pm CST.

Minutes by Anthony Thompson with support from Meg Smath and committee reviewed at 25-Jan-10 meeting.