

MINUTES
U.S. Masters Swimming
Board of Directors, Governance Committee
Phone Conference, April 19, 2010

Attendance: Anthony Thompson (chair), Meg Smath, Michael Moore, Nancy Ridout,
Don Mehl, and Sean Fitzgerald.

1. Meeting minutes from 5-April-10 were approved without any amendment.

2. Conflict of Interest Topics

A. Staff & Contractors as Voting Members of USMS HOD

The committee first discussed if this should address contractors to USMS national office or to also include LMSC. The consensus was that LMSC are aware of any contractor work being done and generally elect delegates with the knowledge of their status as contractors.

USMS is a unique organization in that we write our rules and legislation to govern ourselves, unlike many other leadership groups or legislative bodies who primarily oversee others. It would be hard to know when and where conflicts of interest might arise from any of the delegates to convention, and to focus narrowly on USMS contractors would not be good governance. Delegates should be present and voting in the best interest of the organization, especially on financial matters.

The process that BOD members undertook to become more aware of conflict of interest and formally sign conflict of interest statements was discussed. The consensus was a process to highlight the responsibilities of the HOD delegates should also be undertaken. This could either be a formal process of signing documents or a less formal announcement at the beginning or event before the USAS/USMS Convention(s).

Anthony will contact Legal Council to gather his opinion if HOD delegates should formally sign conflict of interest or if a less formal approach might be more appropriate.

B. Conflict of Interest of USMS BOD members holding offices in LMSC

The unique development of USMS was discussed. Much of our leadership starts at the local level and continues to the national level. In generally, what is best for the LMSCs is what is best for the whole organization and what is best for USMS is what is best for the LMSCs. It would not be good for either the LMSC or the leadership of the organization or the whole organization to make qualified candidate choose between serving in leadership at LMSC or at the national level as a member of the BOD. If individual have the time to serve both the LMSC and on USMS BOD, the consensus was to allow this practice to continue.

3. Review of Governance of LMSC

a. Resource to Review on LMSC Governance

Over the last 2-3 year, the Zone Committee first created the "state of the LMSC" report and last year completed the "Minimum Standards for LMSC" approved a last years convention. In addition, the LMSC Development Committee was created and should be working on identifying and corrective actions for deficiency within LMSCs.

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b. The Stakeholders to LMSC

The stakeholders of LMSCs are the clubs as members as well as individual members of LMSC. Gathering information from these stakeholders would a large task (even a sampling) and may duplicate efforts being done by LMSC Development Committee (& perhaps USMS Club and Coach Development staff) and work already performed by Zone Committee to create the previously mentioned documents.

Anthony will contact the chair and vice chair of the newly created LMSC Development Committee and explain what the BOD Governance Committee has been asked to do, and determine what current activities are doing to minimize overlap and confusion by having multiple parts of USMS contacting individuals, clubs and LMSC leadership.

Members of the committee will review the LMSC Minimum Standards and be ready to discuss them at the next meeting, as well as feedback from LMSC Development Committee.

4. New Business - none
5. Next meeting – schedule for Monday 10-May at 6pm CST