

SESSION # 2

Report to be given on: Sat ___ Sun X

Committee Chair: Elin Zander

Recorder: Meg Smath

Action Items
<i>None.</i>

Attendance

Number of committee members present: 13

Number of committee members absent: 4

Total number of delegates attending the meeting: All

Minutes

I. Elin Zander introduced the committee members and Ross Wales

II. Elin went over ground rules for this session. Delegates were invited to comment on amendment proposals. The committee would not take action on any item unless there was time left at the end of the meeting. Summary of the discussion is included below:

L-4 Tom Boak requested that someone from Finance address L-4. Jeanne Ensign noted that corporations don't generally put policy into rules, so that the authority to act could be left to the knowledgeable people in the corporation. She felt that it might be more appropriate to put a general statement of financial responsibility in the rulebook. She noted that FOG had not been followed in certain instances in the previous year, but that doesn't justify wholesale revision. She thought that changing FOG to FOR would still not assure that it would be followed. Elin Zander asked if the Executive Committee would submit such a general statement for the committee's consideration. Jeanne thought that it would be more appropriate if it came from the Finance Committee but that committee may not have time to do so. Mike Heather felt that there was no real rationale to make this change. Dan Gruender noted that there is precedent for disregarding FOG in certain situations when it is in the interest of the corporation to do so. If it's codified as FOR, we would lose that flexibility. Jim Wheeler requested that anyone with compelling reason for making this change speak to that. Jack Kangas felt that the amount of money being spent by the corporation made it important that we put this issue before HOD and that we provide more controls over our financial processes and increase accountability to the HOD. Suzanne Rague noted that the issues that led to this proposal will be resolved during convention, but would like us to consider keeping those portions of this proposal that require proposed revisions to FOG be in convention packet. Cathy Pennington felt that codifying the FOG was a bad idea. We can't anticipate everything that will happen in

course of year and this would leave it impossible for the corporation to respond to changes.

L-5 Hugh Moore questioned why we would want the Zone Committee to select the internal auditor. The members of the committee for the most part have no financial expertise. Skip Thompson agreed with Hugh. He thought the premise was that internal auditor elected rather than appointed. Elin Zander noted that the rationale stated that, since the Exec Committee is being audited, another body should be the one to appoint the auditor. Richard Smith noted that internal auditor is independent of president in that he/she reports to HOD through Finance Committee, rather than president. Suzanne Rague countered that since the chair and members of the Finance Committee are all appointed by president, they are not truly independent. Jeanne Ensign noted that the finance committee's agenda included an item to talk about future of internal auditor now that we have contracted for an external audit. The role of the internal auditor may become more of looking at procedures rather than numbers.

L-6 Nancy Ridout reported that the current USMS Legal Counsel and her temporary replacement have no opinion. Jack Geoghegan noted that the Legal Counselors Committee will submit a proposal to the Legislation Committee that the Legal Counselor be ex-officio for specific committees, but not all committees. Tom Boak was concerned that L-6 would remove the right of the Legal Counsel to vote in all USMS bodies including the HOD. Ross Wales suggested that, if people are going to call the objectivity of the Legal Counsel into question, as has happened this year, it is probably better not to allow the Legal Counsel to have vote. Paul Fortoul spoke to attorney in Metropolitan who feels strongly that the Legal Counsel should not be in the position of both advising the Executive Committee and BOD and voting on those same issues. He thought it would be OK to allow them to vote as members of HOD.

L-7. Dan Gruender felt that this proposal makes sense.

L-8. Carolyn Boak noted that out of 13 voters on the revised BOD, only 5 of those would be elected by entire HOD, giving the zone reps too much power. She also felt that this change would make us more political and would devalue committee system. Ted Haartz clarified that USA Swimming and USMS have an agreement that each has an ex-officio on the other organization's BOD. Although our code has allowed the USA Swimming member of our BOD to vote, it has not greatly exercised that right. Betsy Durrant summarized the sense of the USMS BOD meeting last night, that we need to decide how we want the BOD to operate, then decide how to restructure it. Jim Wheeler felt that this proposal would undermine the purpose of Zone Committee. Dan Gruender commented that all committee chairs should be members of the BOD and that the BOD been increasingly active via e-mail in last couple of years. He felt that this issue needed more study before we make any changes. Helen Bayley felt that it is important to retain past presidents on the BOD. Technology will make it easier to include more members in BOD discussions, and that participatory democracy is a good thing. Ginger Pierson thought that membership in the BOD should be expanded to include ad hoc committee chairs too. Dave Radcliff said, as a zone rep, he did not want the responsibility of being a member of a much smaller BOD, because he could not replace the knowledge, expertise and

experience that is now provided by the committee chairs and past presidents. He felt that we would be losing, rather than gaining, checks and balances. Jeanne Ensign stated that she likes that the zone reps' focus is downward toward LMSCs. Leo Letendre noted that the organization has evolved and that, in essence, we are riding on shoulders of past presidents. Nancy's legacy has included drawing the BOD more into day-to-day operations. We are in process of learning how to use the BOD the right way and it is premature to say that it is not functioning. Skip Thompson noted that we debated the vote of past presidents on the BOD 2 years ago and that we voted to allow them the vote at that time. Anna Lea Roof commented that all the past presidents are extremely active except the dead ones. Ross Wales had mixed feelings and noted that there is nothing illegal in how our BOD is currently constituted. He advised us to think about changing the BOD so that it can meet during the year and plan proactively rather than reactively. L-8 doesn't address this, however. If we are not sure what we want to do with Board, then it is better to stay with what we've got now than to make massive changes. Tom Boak: L-8 doesn't do what organization needs; we need to study the issue before we decide.

L-9. No discussion

L-10. Hugh Moore thought that removing the past president from the Executive Committee would discourage their involvement. Jim Wheeler noted that he has been on many boards and the past president was a voting member on all of them. Jim Matysek thought it was better to change the role of the past president to an advisor. He likened keeping the past president as a voting member to the idea of having Bill Clinton serve on GW Bush's cabinet. The past president may not always in tune with previous administration. David Grilli commented that the USMS past president WAS an elected officer of the corporation. Ross Wales concurred.

L-11. Jack Geoghegan reported that the Legal Counselors Committee believes this contains too much verbiage. They recommend that we use Ross Wales's verbiage instead. Ross Wales agreed. Too many words lead to too many problems. Jeanne Ensign felt that including open meetings for personnel issues opens organization to liability. Paul Fortoul is in favor of open meetings policy. Tom Boak suggests proposing L-11A to allow a separate proposal with Ross Wales verbiage.

L-12. Jim Wheeler thought we already followed RRO. Sally countered that we think we're following, but it's more complicated than we may think. Hugh Moore: "at all levels." Can't dictate to LMSCs (this language has already been removed by the proposer.) Jack Kangas reported that the Ohio LMSC wanted their amendments to stand on their own and proposed them in order to generate discussion on the issues. Mike Heather noted that according to RRO, the group could suspend rules at any time so he feels there is no good reason to codify it. Dan Gruender agreed that RRO can be bent to whatever position you want to take. Helen Bayly thinks that RRO best vehicle we can use. Jack Kangas codifying it would clarify procedures and expectations.

L-13. Lynn Hazlewood noted that the current guidelines for the election of USMS officers was instituted in 1991 and requires that the top 2 vote getters be revoted on in a

runoff. It's important to consider how much time it will take. Dave Miller noted that the word may should be changed to shall in the first sentence. Sally Dillon notes that the Long Distance Committee votes by plurality. L-13 only affects votes taken by the HOD. Ross Wales reports that USA Swimming reports the numbers of votes received without revealing who received the votes and then determines a natural break for the purpose of further voting. Nancy Ridout presented the scenario w/ 50-49-48 votes for 3 candidates. In this situation we might not want to eliminate anyone. Paul Fortoul felt that this issue requires further discussion before we decide on a method. Barry Fasbender suggested that we drop A and B and implement the top part only.

L-16. Carolyn Boak thought it was appropriate that 18 year olds be allowed to work out but not compete. Sarah Hrmoda was against creating a separate class of membership. She noted that there were only 98 19-year-olds in organization in the year 2000. Jack Kangas has a problem with 18-year-olds coming to USMS practices. Ted Haartz reported that this issue has been discussed with USA Swimming and they had no objections. Lisa Watson noted that college students are often put off about joining USMS when they have to wait a year. The question was raised: if they can join they should be able to compete? Mel Goldstein reported that the recent survey of our members showed that 60% would prefer that 18 year olds not be allowed membership. Carolyn Boak noted that some 18-year-olds would be able to compete in some meters meets. Leo Letendre noted that age group is different than age. Jim Wheeler reflected that the 19-24 age group was once an issue, and that many college teams have lots of 18 year olds. Eric Shanks was concerned that his employer, the Univ. of Nebraska would feel that USMS programs conflicted with mission of university, unless we allow 18 year olds. Doug Garcia commented that the different rules for age group determination in yards vs. meters is already confusing. Adding 18 year olds to mix with different rules for membership vs. competition would add to that confusion. Paul Fortoul noted the conflict with wet & dry side on the age issues for membership vs. competition, and the difficulty of changing both sides in the same year.

Recessed @ 2:30.