



# BOD Conference Call Minutes

## July 23, 2019

The call began at 7:30pm

### **BOD members present:**

Steve Potter (DAQ), Jamey Myers (SCAT), Gary Theisen, Jonathan Shaheen (CCAC), Ed Saltzman (DYNA), Sarah-Grace Thompson (SA), Wes Hamborg (WRA)

### **GA Swimming staff present:**

Megan Kingsley

Meeting was called to order at 7:38pm by Steve Potter. A quorum was established.

### **BOD Bylaw revisions**

*[Point M- Committee chairs and coordinators] (Article 7.2)*

**Motion (Potter):** under listed members, we stick with what we have listed today as elected chairs and coordinators (Saltzman second).

Discussion: Hamborg asked why we didn't consider 7.1 and referenced the footnote. Potter said we could add extra at anytime if we want, but doesn't think there is anything we need to add today. Potter asked what elected division are we missing? Saltzman said officials is missing in the new board.

Motion approved unanimously.

*[Points N, O, P - Standing committee additional members] (Article 7.4)*

**Motion (Potter):** under 7.4.1.B, we stick with what we have today, and if we find we need in the future to make changes, we can do that (Myers second).

Motion approved unanimously

**Motion (Theisen):** to include general chair on the finance committee (Shaheen second)

Discussion: Hamborg asked Theisen why he thought age group or senior chair should not be on the finance committee. Historically it's been the general chair, admin vice-chair, treasurer, and the senior athlete, and really the only 2 things the finance committee does is to review the budget before it goes to the board, and reviews the 990 form before it sends it to USA Swimming. Since we're adding an finance vice-chair, that gives us enough to look at it. AG and Senior have input and have their own independent budgets. Potter explained that having the finance vice-chair and treasurer positions helps with a balance of powers, checks and balances, and prevents issues from arising.

Motion approved unanimously

Ceci Christy joined the call at 7:55pm.

**Motion (Hamborg):** to go with option 2 for governance committee (Myers second)

No discussion.

Motion approved unanimously

Beth Winkowski joined the call at 8:00pm

**Motion (Potter):** the governance committee will consist of 3 members (2 non-athlete and 1 athlete) (Myers second)

No Discussion

Motion approved unanimously

Discussion ensued about governance and nominating committees.

**Motion (Myers):** that the safety committee consists of 5 members, which includes 1 athlete member (Hamborg second)

Hamborg referenced the end note and asked if we need to specify positions for those filling the safety committee. Potter said that Christy would be the chair of the committee, and members would be identified and selected by the chair. Theisen pointed out that this is *safety* and not *safe sport*, more in regards to liability and risk management. Christy echoed Theisen that this doesn't concern safe sport, but did volunteer to lead this chair if needed.

**Potter made a friendly amendment to reduce the number to 3 members (1 of which athlete) of the safety committee, Myers accepted and Hamborg seconded.**

No further discussion

Motion approved unanimously.

Discussion ensued about the existence of an executive committee.

**Motion (Potter):** that the executive committee will be reserved (Hamborg second)

No discussion

Motion approved unanimously

Beau Caldwell Joined the call

**Motion (Saltzman):** an officials committee be added (Myers second)

No discussion

Motion approved unanimously

**Motion (Hamborg):** to include technical planning committee (Shaheen second)

No discussion

Motion approved unanimously

**Motion (Shaheen):** to emulate what we currently have as our standing committees (Pepper second)

No discussion

Motion approved unanimously

*[Point Q- Communications through Secretary or Staff] (Article 7.5)*

**Motion (Myers):** to motion for staff and secretary (Theisen second)

Discussion: Caldwell asked to clarify this motion. Potter explained that this deals with communication. Caldwell explained that he thinks the secretary is an option because of days before LSC's had staff.

**Amendment to the motion (Theisen)** to say staff and/or secretary (no second)

Amendment dies

Myers withdrew his motion

**Motion (Theisen):** to go with staff (Shaheen second)

No discussion

Motion approved unanimously

Discussion ensued about what this means for those who need to communicate with staff and secretary. Caldwell clarified that this means committee meetings and agendas need to be communicated and documented, but not personal/individual conversations.

**Motion (Hamborg):** to have staff (Pepper second)

No Discussion

Motion approved

*[Point R- Include or exclude administrative review board] (Article 13, 10.3)*

Discussion ensued on what this means. Caldwell read the footnote and Potter explained how USAS is doing away with the Zone Board of Review.

**Motion (Theisen):** that we will have an admin review board and they will be indemnified under 10.3 (Shaheen second)

Potter clarified what an indemnified person is... people doing the business of GASI. Indemnified persons are identified and held harmless from legal liability through the bylaws and covered by USAS insurance. Potter explained how this body will work and what purpose they will serve. Caldwell said they would be called upon when needed, not out fishing. Potter, Pepper, and Theisen explained how this is the old LSC board of review procedure from before the Zone board of review was established. Discussion ensued about the old LSC board of review. Theisen asked what authority the new admin review board would have and suggested they have authority. Potter said that we need this because there's no other place for review.

Motion approved unanimously

**Motion (Potter):** that there are 5 members of the admin review board and 1 of which is an athlete (Caldwell second)

No Discussion

Motion approved unanimously

**Discussion and proposals ensued in review of everything we have decided.**

Ferreira jumped on call at 9:00pm

**Motion (Hamborg):** to change bylaw 3.1 to membership fees are set by the HOD (Shaheen second)

Caldwell re-explained the differences between giving this power to the BOD or HOD. Concerns were expressed for giving each side this authority.

Motion approved with 2 dissenting

**Motion (Potter):** that the officials chair is a member of BOD and has voice and vote. (Myers second)

**Friendly amendment (Caldwell):** to say the officials chair is elected to the BOD (Amendment declined by Potter, amendment dies)

Motion approved with all in favor with Saltzman abstaining

**Motion (Theisen):** that we add Tech planning back to the board (Potter second)

No Discussion

Motion approved with Caldwell dissenting and Hamborg abstaining

**Motion (Ferreira):** to add second coaches representative to the board (Shaheen second)

Discussion ensued on why we need this. Ferreira said we need more BOD continuity and they would be elected in alternate years. Theisen said it's the current responsibility to groom a successor to their position. Hamborg said we could give this position responsibilities that would go to paid staff. Caldwell refuted this saying we only elect 3-4 positions each HOD, so there is continuity in the BOD. Caldwell also said that we need specific things for this extra coaches rep to take on, and suggested to table this position and send it to a committee to figure out their responsibilities.

A roll call vote was taken

In favor - Myers, Hamborg, Ferreira

Opposed- Saltzman, Potter, Shaheen, Thompson, Christy, Pepper, Caldwell, Theisen

Motion fails

**Motion (Theisen):** that the terminology the document be GSI as the acronym, rather than GASI (Potter second)

No discussion

Approved unanimously

### **Announcements:**

Next BOD meeting July 24 from 8:30-9:30pm

Hamborg wants to discuss 5.2, 6.6.3

**Motion (Potter) to adjourn (Saltzman second).**

Motion approved unanimously

Meeting adjourned at 10:05pm