

**Meeting Title: Pacific Swimming Board of Directors Meeting**

**Date July 17, 2019**

**Attendance:**

Board members attending are noted by an 'x' in the table below/ board members not present but excused are marked with an 'E'. Team representatives and guest in attendance are also noted.

David Benjamin	X	Pam Redding		Mike Piccardo	X	<b>Zone Reps</b>		<b>Athlete Reps</b>		<b>Guests</b>	
Debbi Tucker	X	Kent Yoshiwara	X	Jay Rowland	X	1N – Jim Stretch		Robert Mitchell		Millie Nygren	X
Veronica Hernandez	X	Larry Rice		David Cottam	X	1S – Mark Taliaferro				Michael Allegretti	X
Allison Beebe		Clint Benton	X			2 – Peter McNamara					
Kyle Kikuta		Kelly Schott	X			3 – Kevin Twohey		<b>Office</b>			
Marie Lin	X	Mike Davis				4 - Jerry Rudd		Cindy Rowland	X		
Mary Ruddell		Judy Siegrist				4 - Jim Morefield		Laurie Benton	X		
William Chong	X	Leo Lin	X					Diana Fetterman	X		
Paul Reidl		Don Bautista						Jeannette Soe			
Don Heidry		John Bitter						Annie Stein			
Rick Beebe		Curtiss Kikuta	X								

TOPIC	DISCUSSION - CONCLUSION	RECOMMENDATION/ ACTION	FOLLOW- UP DATE
<b>Meeting Called to Order</b>	Meeting was called to order by David Benjamin at 7:30PM (1930 Hrs)		
<b>Conflict of Interest</b>	Meeting opened with question of any member having a financial conflict of interest. David Benjamin disclosed a conflict of interest in any matters involving AAA.		
<b>Minutes from Previous Meeting</b>	April 2019 approved. Amendment to correct the Diversity grants will be presented later. June 2019 minutes were approved.		
<b>Officer's Reports</b>			
<b>Chair</b>	David Benjamin – Thanked everyone for allowing him to serve as Chair for the last two years.		
<b>Vice Chair – Program Operations</b>	Debbi Tucker – No report.		
<b>Vice Chair – Program Development</b>	Veronica Hernandez –Rise Against Hunger representative called back. Athletes desire to participate in the this program in conjunction with the October HOD. An application is being made.		

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Treasurer	Mary Ruddell (sent in reports0: <ol style="list-style-type: none"> <li>1. Reports posted.</li> <li>2. Treasurer reports to be adopted. Approved.</li> </ol>		
Age Group	Kyle Kikuta – not present		
Sr. Committee	Allison Beebe – not present		
Registration	Report posted. Starting to work on 2020.		
Report/Recom - Staff	Cindy Rowland: <ol style="list-style-type: none"> <li>1. Far Westerns – closing on July 18<sup>th</sup>; 100 more athletes that last year</li> <li>2. Working on quarterly sales tax report; convention travel plans; year end reports; finalizing speakers for Officials' clinic and Awards banquet.</li> <li>3. Officials' clinic will be Oct 11,12,13 at the Crowne Plaza in Concord.</li> <li>4. Diana Fetterman – showed the FW lanyard which will hold the Deck pass and there is a pin that is coming.</li> </ol>		
Consent Calendar	Item A: Diversity pulled. All remaining items approved.		

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	<p>Motion 1907DI01 – Revision of the Diversity Grant amounts to correct for July BOD minutes errors.</p> <p>AAA \$8000 SAIL \$1000 OAK \$1100 SBA \$900 ALTO \$200 Total: \$11,200 Kent Yoshiwara; passed. David Benjamin abstained.</p>		
Diversity	<p>Kent Yoshiwara</p> <ol style="list-style-type: none"> <li>1. Working on Diversity Camp &amp; Summit; looking for a location</li> <li>2. Many LSC's adopted their new Bylaws without Diversity and Inclusion representation.</li> <li>3. Motion being presented to handle potential outside donors</li> </ol>		
Finance	<ol style="list-style-type: none"> <li>1. Several motions will be presented later in the meeting</li> </ol>		
Zone Reports			
Zone 1N			
Zone 1S			
Zone 2			
Zone 3			
Zone 4	See Report		
Old Business	None		
Old Motions	None		
New Bylaws	<p><b>David Benjamin</b></p> <p>Goal is for the BOD to approve the New Bylaws so that they can forth to the October HOD. The Bylaws is being reopened for discussion. David brought forward a few housekeeping items that he discovered.</p> <ol style="list-style-type: none"> <li>1. Article 4.1.2 BOARD OF DIRECTORS – Board of Director Members as designated in <b>Article Section 5</b>.</li> <li>2. Article 5.1 <b>.15 Senior Chair</b></li> <li>3. <b>.16 Age Group Chair</b></li> <li>4. Article 5.4.3 <b>No spouse of an employee of Pacific Swimming can hold the offices of General Chair, Administrative Vice-Chair, Finance Vice-Chair, Vice-Chair Program Operations, or Vice-Chair Program Development.</b></li> <li>5. Article 6.1 <b>.8 Senior Chair</b></li> <li>6. <b>.9 Age Group Chair</b></li> <li>7. Article 6.2.3.C (3) <b>Camp Coordinator</b></li> <li>8. (8) <b>Finance and Audit Chair</b></li> <li>9. Article 6.11.3 <b>"...portion of their duties to..." ; "...any portion of that officer's duties to the paid..."</b></li> <li>10. Article 6.11.3 – It was noted that one more sentence needed the "powers or" stricken; "A delegation of <del>powers or</del> duties shall not relieve..."</li> </ol>		

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	<p>11. Article 7.1,2 AGE GROUP DIVISION – Age Group Chair</p> <p>12. Article 7.1.3 SENIOR DIVISION – Senior Chair</p> <p>13. Article 7.4.5.B(3) Program Operations Vice-Chair</p> <p>14. Article 7.4.5.B(4) Program Development Vice-Chair</p> <p>15. It was noted that Article 7.4.5.B is now numbered incorrectly. Clint Benton asked this Article be pulled.</p> <p>16. Article 7.18 noted to also needs to have "powers or" stricken.</p> <p>17. Article 7.4.3 B pulled by Dave Cottam to discuss term limits</p> <p>Bylaws was passed with the housekeeping changes and the two sections pulled for discussion.</p> <p>1. Clint Benton – Article 7.5.B: The Executive Committee is meant to be small and functional. The changes proposed now add two more members to the committee. The Age Group Chair and Senior Chair should report the the Vice-Chair of Program Operations or Program Development depending upon the nature of the issue. Mike Piccardo also noted that having more members requires more athlete representatives. <b>Motion 1907BOD01: Remove the Age Group Chair and Senior Chair from the Executive Committee; and, add Program Operations Vice-Chair and Program Development Vice-Chair to the Executive Committee in the new Bylaws.</b> Mike Piccardo 2<sup>nd</sup>. Passed</p> <p>2. Dave Cottam – Article 7.4.3 B: The term limits of the Governance Committee was chosen by Pacific Swimming to be Two 2-Year terms. David Benjamin answered a question regarding the choices that were given when rewriting the Bylaws. He stated that the choice was the length of terms, not the number of terms. Clint pointed out that the length of terms was to be a choice of 3 or 4 years. Pacific Swimming has chosen 2 years. Dave Cottam stated that the choices given by USA Swimming would have resulted in a length of service of 6 years if an LSC chose 3-year terms for a total of 2 terms. The purpose was to have continuity in the Governance Committee. So Dave Cottam is proposing 3 terms as the limit. Veronica Hernandez noted that this allows a person to come off the Governance Committee if needed and sooner. <b>Motion 1907BOD02: Change the Governance Committee members to a limit of 3 terms of 2 years each for a total of 6 years.</b> .Passed</p> <p>3. <b>Motion 1907BOD03: Send to Updated Bylaws to the HOD with the discussed amendments as amended.</b> Curtiss Kikuta. Leo Lin 2<sup>nd</sup>. Passed</p>		
New Motions	<p><b>Motion 1907FC01:</b> The Finance Committee moves to make the following correction to Pacific Swimming’s Policies and Procedures Section III Fees G.2 .</p> <p>2. The minimum service charge to reissue lost or checks not cashed <b>within a 6 month time frame</b> shall be \$25. No fee shall be charged to reissue checks sent to an address other than the one listed on the request form.</p> <p><b>Reasoning:</b> There should be no time frame associated with this service fee. Pacific Swimming’s checks state “Void after 60 Days”. If a check has not been cashed within 45-60 days since it was issued, I contact the club to ask if the check was received. Most usually find and deposit the</p>		

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	<p>check. If we need to stop and reissue a check, there should be a fee associated with that action.</p> <p>Discussion: Fee to reissue a check if a club loses a check is being dealt with. The time frame is removed. Executive committee may act on these motions.</p> <p><b>Motion1907FC02:</b> The Finance Committee moves to make the following addition to Pacific Swimming’s Policies and Procedures Section III Fees G.</p> <p>3. The Late Payment Fee for clubs who have “A” Medal or Equipment Rental invoices still unpaid after 45 days shall be \$25.00. Pacific Swimming shall, at their discretion, discontinue extension of credit for A Medals or Equipment Rental to clubs with an outstanding balance in excess of 60 days.</p> <p><b>Reasoning:</b></p> <p>Invoices for A Medals or Equipment Rental are “Due upon Receipt”. Staff sends email reminders to clubs with outstanding invoices. There have been clubs with an outstanding invoice balances in excess of 90 days. A late payment fee of \$25 is a reasonable consequence for a past due invoice.</p> <p>Discussion: No policy for late payment. This is an implementation of a late payment fee. After 60 days credit will no longer be extended. Club must prepay for all items. Leo Lin – the club would no longer be in good standing and the matter would then go before the ARB. Sequence should be Fee, then no credit, then not in good standing.</p> <p><b>Motion 1907FC03:</b> The Finance Committee moves to add the following statement to Pacific Swimming Policies and Procedures Section II Budget and Finance A.</p> <p>10. Unrestricted or restricted contributions in the form of cash, securities or value-in-kind will be recognized at fair market value, and recorded as such. Donor contributions that have stipulations will be recorded as restricted assets and can only be used for the purpose as stipulated. Contributions without any stipulations will be recorded as general assets and may</p>		

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	<p>be used for any purpose in line with Pacific Swimming's objectives after the Board's approval.</p> <p><b>Reasoning:</b> The Diversity and Inclusion Committee has been in contact with an individual who would like to make a contribution to Pacific Swimming's D&amp;I Committee for a specific purpose. The committee has also stated that they would like to seek out funding from individuals and businesses to fund D&amp;I projects.</p> <p>I consulted with Michael Bryant from Wheeler Accountants regarding this issue. He recommended that Pacific adopt a policy regarding restricted and unrestricted donations. Donor restricted net assets will be monitored for audit/review purposes and filing informational tax returns.</p> <p>Discussion: This came about because there is an interest donor. The funds would be restricted and must be used as intended. Jim Morefield – Website characterized that these were corrections but these are actually policy changes. It was agreed to have the website change for “correct” to “amend.”</p>		
Closing Comments	<p><b>Clint Benton –</b> Reminded the members that we pass on the information to all of the clubs that the State of California has made us mandatory reporters of any knowledge or witnessed act of abuse to an athlete on the pool deck. USA Swimming, Center for SafeSport and local law enforcement authorities must be notified. Need to ensure that over 18 swimmers must take the Athlete Protection Training and that they are informed that failure to do so will result in the loss of the opportunity to swim or compete in USA Swimming events. The upcoming Far Westerns, Nationals and Junior Nationals will be dealing with the 18 year old athlete issues. The APT will show up on the athlete's Deck Pass.</p>		
Next Meeting	BOD ON 09-18-19		
Meeting Adjourned	MEETING ADJOURNED AT 8:40 PM (2040 HRS.)		

RESPECTFULLY SUBMITTED BY  
DEBBI TUCKER  
VCOPS – PACIFIC SWIMMING BOARD OF DIRECTORS