

Minutes

Special Meeting of the USA Fencing Board of Directors

June 21, 2012 via Teleconference

Present: Bradley Baker, Bill Becker, David Blake, Aaron Clements, Terry Kwan, Sunil Sabharwal, Jeff Salmon, Laurie Schiller, Soren Thompson, Kalle Weeks, Alex Wood

Absent: Wes Glon, David Herr, Mario Rodriguez

[Note: At the time of the meeting there was one vacancy on the Board]

Guests: Jamie Ailshire, Donald Alperstein, Don Anthony, Jerry Benson, Dan Berke, Sam Cheris, Kirsten Crouse, Greg Dilworth, Christina Gordet, Mary Griffith, Ashley Hatfield, Andrew Lambdin-Abraham, Michael Tarascio, Delia Turner, Felicia Zimmermann

I. General Information and Organizational Items

General announcements

Remarks – Kalle Weeks, President

Ms. Weeks indicated that she planned to make no announcements or introductory remarks, as the Board had a busy agenda scheduled. She noted that committee reports for the July meeting are now overdue.

A request was made to Board liaisons, to please prod committee chairs to get outstanding reports submitted as soon as possible.

II. Approval of Minutes

Motion (Mr. Baker): To approve the minutes of the May 24, 2012 Special Meeting of the Board of Directors.

Motion (Mr. Baker): To approve the minutes of the June 5, 2012 Special Meeting of the Board of Directors.

[Minutes are still under preparation and will be distributed with the agenda for the July meeting next week]

III. Executive Director's Report (Greg Dilworth)

Mr. Dilworth provided short remarks.

Due to there being only thirteen days between this meeting and the next, a full report is not being made at this time. There will be a review of marketing plans during the executive session. Olympic plans are moving forward. It was noted that many participants on the call are currently in Chicago setting up and getting ready to expedite the world cup starting the next morning.

IV. Finance and Budget (Sunil Sabharwal)

Financial Reports

Mr. Dilworth provided introductory remarks and answered a series of questions from the Board

As previously discussed, financial reports are reflective of where we'll be through 7/26. This reflects expenses and revenues up to the Olympic opening ceremonies. A year-end report will be prepared for the September meeting with data through 7/26. This will not have a one-to-one relationship with our final audited statement which goes through 7/31. Some items in the 2012-13 budget will fall in this year's audited report, given the differences in year-end for the two.

Question: We're projecting a year-end loss of \$84,000?

Answer: Approximately \$130k. This reflects a change from last month.

Question: How much do we expect to pay in Olympic expenses?

Answer: That depends on how you count. From the opening ceremonies forward, about \$125,000.

Question: A set of questions were sent previously. Some were answered by Debbie Walsh, while many could not be. Could you speak to the others?

Answer: I cannot due to traveling. Answers will be sent out next week.

Question: How's our cash flow?

Answer: Things will be very tight for the next three weeks. Membership renewals will bring a substantial influx of cash to our accounts at the end of July and start of August. At that point in time, we will be able to pay down our accounts payable. With the new rule requiring everyone to be a member, we expect the cash flow will be more front-loaded this year than it has been in the past.

Question: Will we meet payroll?

Answer: Yes.

Question: Other short-term expenses? For example, things related to the world cup this weekend and the venue in Anaheim?

Answer: Yes.

Question: Are we covering those expenses with a credit card?

Answer: Yes. Money is really tight, but we will get through it.

Question: Are we not spending money needed to operate over the next year for debt from the past year? Taking cash in now for the entire next year and spending it to pay off expenses over last year? That would leave us in tough situation over the next year.

Answer: It leaves us in the same situation we've been in over the last several years. We have always used membership money to pay off bills. It's been tight for four to five years and will continue to be tight. Assuming we hit the budget in the next year, at end of next fiscal year, we should have far fewer accounts payable and much more cash in the bank compared to where we are this year. In terms of what we have done over the last few years, there is not a substantial difference.

Discussion of 2012-13 Budget

Ms. Weeks provided some introductory comments.

There have been lots of ideas floated and commentary has gone back and forth. I'd like to not have a point-by-point, line-by-line discussion as this is an opportunity to provide guidance regarding the preparation of the budget to be brought before board in Anaheim. Now is time for high-level direction. We already have expressed a goal to have the bottom line to show (\$300,000) net equity.

Topics for suggestions already raised include:

Fees. Question for Board: Do we want to increase fees?

Staffing levels. Do we want to provide guidance?
Finding savings in tournament costs
Level of support for international programs

General discussion of the budget ensued.

One thing that makes it hard and why discussion has gone the way it has is that line items are so big. The level of detail makes it hard. Looking at the National Office salary, what portion goes to membership, tournaments, international services, etc. If we had good handle on costs in all areas we could see areas to generate revenue or cut costs. One idea has been put forward is that areas that are costly should start to pay for themselves. Without detail, it is hard to work in that direction.

In our follow-up call with Brian Lawrence, he mentioned that a very detailed budget had been developed prior to his departure. We would like to see that. Can pull out pieces and adjust.

It was noted that the spreadsheet provided to Board members has detail tabs. The tabs have all the requested information broken out. Every piece being asked for is there.

A lot more has been provided this time than in the past. It takes a good deal more time to go through it. There are still some questions about accuracy in the reporting of some data. Comments have been made by Mary Griffith of items charged to tournaments because no one knew where else to put them. There may be inaccuracies elsewhere. Separately, when the replay systems were purchased it was announced that their cost would be amortized over several years, which is not apparent in the budget.

Answer: Replay system costs are in depreciation under administration. If you would like, we can provide a specific schedule.

It is worth discussing some of bigger levers Greg has put on the second tab. One possibility is to get a sense from the Board on yea or nay for each as we cannot build an excel spreadsheet with 20 people on a conference call. The day before the next Board meeting, a group of individuals (Budget committee, incoming treasurer, Greg) could sit at a computer, take the input and put it together and make it reflect everything we have and opinions expressed.

Question: Are you suggesting that the Board not have the budget until the 4th and then vote up or down

on the 4th?

Answer: There have been so many suggestions to try this and that. That's what works.

Objections were voiced regarding the lack of ability to provide input and lack of time for review.

To this point we have effectively only been asked if we agree with \$700k target. We keep saying we want to meet that target but we keep getting back budgets that say we have to spend this money and this money. We have to add staff. I'm concerned. We've still added staff from levels when Kurt was ED. Mr. Dilworth noted that staff numbers have not increased. Question: How many members of the staff did we have under Kurt?

Answer: We had 15. Currently we have 12.5.

Question: On the last Budget Committee call, was the budget covered line item by item?

Answer: We did two things. We discussed the current liquidity situation and we went through largest drivers in the budget. Three or four big things make most of the difference, while everything else is marginal.

#1 membership services revenues. – We churn 35% of our membership annually. That means we lose a third and add a third. If we were better at managing churn, that would add a lot. There are many ways to do that.

#2 tournament services. We raised issue of national office running more events. SYCs or ROCs. How do we raise revenues. Do we create more competitions? Do we bring them in-house? This is a big driver of our budget.

We didn't go through line-by-line. We went through those few big things. Greg took those and came up with what you've seen.

On Membership services, Greg has indicated he doesn't know how to reduce churn. We need different people to look at that. There is a lot of money to be made there.

Should the Budget Committee be used as an oversight committee for the process, or to look at it in more detail?

Trying to take over the ROC/SYC system is the wrong approach. Increasing fees can be looked at. Part of the reason those events have grown is that they are run by local groups with a financial interest. That

process helps drive how we manage and run tournaments. It would be a big mistake to roll those in to the national organization.

Those events are a way to develop local staff: referees, armorers, BC staff.

We've worked in partnership with the tournament operators. Some disagree that we provide services. Database, rules, etc. Overall, the partnership has worked very well. The national organization needs to stick to tournaments it provides without trying to take over all others. The ROC committee vehemently opposes a national take over.

Question: It was difficult to have all ROCs hosted?

Answer: We had enough for the full schedule except vets. This year the bid process was earlier and more rigorous. In the past, the ROC Committee had direct control over scheduling. We could allow ordinary deadlines to be bent. Working with the TOC, we tried to put the system beyond reproach of allegations of favoritism or bias in the selection process.

Comment: If unable to fill a schedule, nationally-run tournaments could fill in. It could be done jointly.

Comment: The problem with vet events is that there is not enough interest. For Div IA and II, plenty of people are interested. It doesn't matter who runs them. with no points, people are not interested.

Ms. Weeks provided a summary of the discussion and refocused the group on where to go with budget. Eventually we're going to have to have a budget. To be comfortable, we need to see it no later than a week from now. It will be good to have others take a look before our meeting. We cannot see something for the first time on July 4th. How can we get to somewhere Greg and the office can work on a final version for review in about a week?

Ten possible financial levers were identified in the material sent out. Let's get a sense of the Board on those items.

Membership Fee Increases

On membership, I think we're already approaching a high price point. We've done a lot to change that structure with \$5 memberships, etc. We don't know what's going to happen. We need to let things settle down.

We've also routinely had a \$10 increase per quad. That ordinary increase has not been factored in. This is a logical place to look. \$10 is a reasonable amount. It does not seem excessive.

Comment: What are we offering for the \$10? We're already not managing money well.

Comment: Salaries go up over time.

Comment: Think back four years. We had paper-only tournament entries. No ability to follow tournaments live. Ratings changes turn-around time. The website is about to improve. We have a recency bias. Compared to four years ago, we're delivering a significantly different product. I would argue a significantly better product.

Comment: We're in a recession. We're losing 1/3 of our membership each year. Increasing fees will not increase membership. We'll continue to lose membership. We have divisions that charge a sanctioning fee. It's already happening. If we took that over, it would significantly increase cash flow. We pay our division \$5 per head at tournaments. Brad sent out numbers this week: over 90,000 entries on AskFRED. We could hire regional coordinators in each of six regions to oversee and deal with the process. We'd still come out ahead by \$3-400,000, without changing anything.

Comment: We would still need to buy FRED or develop a replacement.

A discussion of potential implementation followed

Comment: I'm not suggesting we don't do this. There is potential for a tremendous impact over the course of the entire quad. We need to be looking at sanctioning fee to cover services provided.

Comment: We're charging \$120 on the national level and attendance is higher than ever before.

Comment: 35% churn is based on the large number of cadets and juniors that stop after parental support cuts off.

Comment: We need to make it more accessible, not less.

Question: Where do we stand on raising membership fees? What is the expense to do so? Have we printed information?

Answer: We've printed a few tear-off sheets. \$3-500. We would need to make some easy changes in RailStation. The total cost would be under \$1,000.

A vote was taken of the sense of the Board on the matter.

The Board is in favor of being able to use membership fee increases as a potential lever for adjusting the budget by a vote of 5-3.

Comment: 4-year memberships could cut down on the churn rate.

Tournament Registration Fee Increases:

Comment: We're too high. We're higher than other sports.

Response: We're middle to high.

Discussion continued regarding the process for consideration of increasing fees. Consensus was to include all possible increases in registration fees, event fees, and team event fees as a single qualitative item, without getting into specifics of exactly which portion of the fee would be raised by how much. Further discussion was focused on the question of whether or not it makes sense to increase "tournament fees" in exchange for a six-figure or mid-six-figure impact on the budget.

Comment: Higher fees discourage athlete development. It is already expensive to make teams and develop athletes. Already domestic tournaments are crazy expensive. NACs are as expensive as Grand Prix world cups.

Comment: My general response is that what we do – providing referees, strips, and equipment – is a lot different than my experience at international events. We don't rely on clubs to show up with gear and referees.

Comment: On the French circuit, for example, the event quality is not noticeably different.

Comment: We're making sport more and more elite. We're taking away the ability for economically disadvantaged athletes to participate.

A recap of the discussion of local sanctioning fees ensued.

Sense of Board: Overall in favor. One opposed. Two abstain.

Online-only Magazine:

Comment: The magazine is one of few ways we interact with membership. We should look for improvements. This is a small number.

Question: Have we asked advertisers about their opinion if we move to online only?

Answer: We haven't asked. Our belief is many would be less willing to pay as much. Getting the magazine and physically touching it creates an incentive to flip through it. An email with a link has fewer readers. We have high hit rates on links, but it's not the same impact.

Comment: Economic studies that show items received via regular mail result in behavior where readers are more willing to peruse and purchase.

Comment: Many people perceive the magazine as a specific membership benefit. They like to receive it

and do read it.

The Board discussed means of getting more information regarding members' preferences regarding magazine formats

Sense of Board: Against going online. Unanimous.

Partial funding for Cadet and Junior World Championships:

Comment: The following is based on conversations with Sam, Carla, and Seth. Currently we fund athletes from when they get to airport until they get home. Airfare, hotel, entry fees, etc. In the past, there was a qualification system where certain results would get that and others would get partial payment.

Comment: That's how it was when I was junior. 25%, 50%, 75% or 100% funding based on number of international points. One needed to be a contender or make a final to be earning money. If qualified exclusively from circuits, there was not much funding.

Comment: I was back in era with partial funding. Overall, I like idea in principal as it incentivizes results. But it created a weird dynamic among the team. "Did you get money" etc. It hurt team spirit.

Comment: I'd be willing to pull the lever to hit the \$750k number, but it's the very last lever I'd be willing to pull. There are better options available.

Comment: We'll be past our target. We should prioritize. And include items not on the list.

Sense of group: Against. One vote in favor of using this lever.

2013 Zonals from squad budgets:

Comment: We did this in 2008-9. Money for Zonals was paid from USOC money. Therefore squads had fewer dollars for rest of season. This is essentially a reduction in net amount of spending on senior international programs.

Comment: Soren previously brought up the point about the Men's Epee squad raising money and others not. At some point, maybe we need to make cuts and tell squads to go raise revenue.

Comment: Squads could be better coached in how to do that. A lot of squads have received a lot of money and have been less incentivized to be proactive. If we're going to do this one year in quad, this is the year to do it. There is less need for camps, etc. If need to get a little more, this is the year to do it.

Comment: We're raising membership and tournament fees. We need to also cut international. The

athletes getting the most benefits need to help too.

Comment: The baseline budget already reflects a significant reduction on international. \$2.3 million this season has been cut to \$1.8 million next. This year we are spending \$1.3-\$1.4 million beyond what was internally generated. The budget calls for only \$762,000. Some of that is because events this year don't occur next (e.g., Senior Worlds). There are already significant cuts.

Question: How does this compare to year 1 of quads generally? I'm looking at sharing the burden. Is the cut because we're insolvent or is it simply part of the cyclical nature?

Answer: It's a combination. Cuts to the international programs proposed here are not as severe as four years ago. We're in a better place. We also have more opportunity going to Rio than four years ago. Four years ago certain weapons were looking good. Now we see opportunities across board. Not funding risks squandering that opportunity.

Sense of board: In favor. One opposed. One abstention.

Eliminate world cup:

Comment: This is really not an option for 2013. It could be for 2014. Right now the tournament could be run a lot cheaper, at about 1/3 of the cost. It could be subcontracted to a marketing specialist. There is sponsorship interest. This is not an item that should be a \$75,000 loss to the organization.

Comment: I'm opposed to not having world cup. We'd be the only country with any kind of high-level fencing program without a world cup. It's very hard to get back. We'd be going in the wrong direction to eliminate. We should move towards having one in every weapon, like France or Italy. It would be unfortunate to take a step in the wrong direction. It could be run more cheaply. That's a better way to go.

Comment: It would be penny wise and pound foolish to give up.

Sense of board: opposed. Unanimous.

Control venues (collect spectator fees):

Comment: There have been some emails about this. In quite a few sports, they collect and stamp your hand and give you a program. It becomes quite natural. Some people sneak in. Gymnastics is the same. It could be tried at one event and see if it works.

Comment: As best I can tell from other sports, we may be only event that doesn't charge entry fees.

There are obvious logistical issues. \$10,000 is the estimate of number of supporting memberships we'd get. This proposal is to require either buying a ticket or having a supporting, competitive, or professional membership. The \$5 membership would not be enough. This would dramatically increase sale of the \$10 add-on supporting membership for parents.

Over last couple of years we've had individuals in venues that are not members and behaved badly. This would give us a lever against those individuals which we could use if they do inappropriate things.

Comment: We had a similar situation at high school tournaments. There are charges for county and regional championships. It took about two years for parent opposition to subside. It created a sense of value there that was respected and paid for. Over the course of a year or two people will get the culture and start to respect it. You have to pay for it, it gives value to sport.

Comment: We need to do more to dress up tournaments if we're going to charge. We need to provide value for admission.

Comment: Good idea. Video screens for finals. Video for pools and brackets. Various things we could do.

Comment: There will be push back from parents. Ask them if they'd rather see pools on screen or get to see the event, they would pick the event.

Comment: If we want to do this, do it for a finals event. Dress up a finals area, rather than the whole tournament.

Comment: We need to balance everything. Let's prioritize later.

Comment: In Orlando there was an admission fee. Everyone was furious. We need to make sure there's some justification. More viewability before we start charging.

Comment: The previous observations have convinced me to flip from strongly opposed to in favor. Putting a price on something adds to the perceived value.

Sense of board: split vote (5-3)

All-Academic

Comment: As mentioned via email previously, this lever is already in budget.

Local Sanctioning Fees

Mr. Dilworth: It would be possibly doable. We would need to research to see if AskFRED is willing to enter an agreement or is willing to be bought. I could explore this if there's interest from the Board. I

don't have a good handle on cost. When this came up in email, I spoke to our membership department regarding ratings changes. They estimated 12 different tournaments with changes per week. ~600 tournaments each season turn in some change. There are typically 3-4 changes per tournament. That's all that's currently turned in. If we required tournaments submitting ratings changes to submit the entire entry list and charged a per head fee of \$1-2, we could do that without an outside partner. If we want to go to every tournament, we would have to have centralized system. FRED or RailStation. That would take time and non-trivial costs.

Question: Could you also look at, for an interim basis, charging by a tiered fee structure depending on the on level of the turned in tournaments?

A discussion of the feasibility of this approach ensued.

Question: Could this be discussed with division task force?

Answer: That would require restarting process for the task force, which has just been disbanded.

Comment: One way is to look at entry numbers. Another is rating of event and a third way is charging a flat fee for sanctioning.

Comment: Many divisions are already charging a fee. We should enter a partnership with FRED. If it's a sanctioned event, we collect a fee. No costs in paperwork. No cost in time. Straight funds to the organization. No need to hire someone else in office.

Comment: You're assuming all sanctioned events are receiving payment through FRED.

Comment: If you're going to do this, you need time for education of tournament organizers and divisions.

Comment: We're getting into implementation. Greg, please bring more information back to Board.

Comment: We're going back to looking at FRED. RailStation was supposed to become a universal system. Are we going to move away from that? RailStation was supposed to be paid for.

Response: RailStation does a lot that FRED does not. FRED is the industry standard. It's very user friendly. We worked out a protocol with RailStation that was designed to allow FencingTime to transfer files back and forth. If we are looking at FRED for local tournaments, would need to have a tie to RailStation down the line. We've had conversations with Peet in the past. We would need further conversations. RailStation is our database. FRED is the industry standard. It serves a different purpose. Those protocols were designed to allow for work with FRED down line. This would provide the incentive to conduct further conversations with Peet.

Elimination of rebate to divisions

Comment: I'm not opposed to the idea. I have a problem with eliminating them without some positive for the divisions. It has to be a part of a larger change to how governance is going to work now. There is a lot of fear that "national" is waiting to pounce on resources of divisions and sections.

Comment: I absolutely concur. We already have one motion that would affect divisions. It was submitted by the Tournament Committee as a conversation starter for qualification pathways. This feeds into mistrust.

Comment: I agree with both points. This is the least painful cut available. If making a choice between this cut and an increase in tournament registration fees of \$5, each about same value, this wins in a heartbeat. I think we should find ways to provide more to divisions. Four years from now I think we should give them more than we are now. We can't afford it right now. This is the lowest hanging fruit. This is the least painful cut.

A discussion regarding section assets ensued.

Comment: This should be part of entire package, including restructuring.

Comment: Want to point out that divisions haven't asked for their money could reflect divisions' good will towards organizations. It does not necessarily mean they don't need the money.

Comment: I'd still rather take the money from the divisions than from the members.

Response: This would be very negative. The divisions best practices task force would not be in favor.

Sense of board: Strongly opposed. One in favor.

Raise club membership fees

Mr. Dilworth: I would not recommend this. The new requirements from the SafeSport Task Force are substantial. Clubs may need to help supplement coaches becoming professional members. There are already new costs for them.

Prioritization:

Comment: I think we'll need to use all approved levers. It's not worth ranking them. If we find we're better off, we can go revisit.

Question: What do you expect on a revisit?

Answer: If we could shift zonals back out of squad budgets, we could decide that later in the year.

Response: That would involve not paying for other things in January or December. A lot of these things need to be set and cannot be changed. We're setting the plan for the next twelve months. We need to

set a plan we're willing to live with.

Response: To put it bluntly, I don't think we'll end up \$1,000,000 in debt, but more. It's not \$700,000 we need; we'll need \$900,000. With a little bit of conservatism, we need them all.

Motion (Mr. Sabharwal): To receive the Budget Report as submitted to the Board.

Second: Mr. Blake

Motion passed. One abstention.

Contract Approval

Motion (Mr. Sabharwal): To approve contract with FencingPhotos.com. [Contract distributed separately]

Second: Dr. Schiller

Motion(Mr. Baker): To move this discussion to executive session.

Second: [Inaudible]

Motion to move to executive session passed.

Motion (Mr. Sabharwal): To approve lease for new offices at Sinton Rd. [Contract distributed separately]

[Discussion was deferred to the meeting on July 4]

V. International Update (Sunil Sabharwal)

Mr. Sabharwal provided oral remarks.

The main upcoming event is Pan Am Confederation Congress mid-July. We do not yet have an agenda. This will be the first congress of the new administration. In Cancun at Zonals, I spent time with the new president, David Mungia, highlighting all the positive things we have done the past 3-4 years. We hosted the Pan Am Coaches Clinic (26 countries – 3 coaches/country) in 2009, Zonals in 2011, FIE Administrators course, FIE referee exam, we've given strips to Costa Rica so they could host zonals. I indicated we are interested in continuing this level of cooperation.

Everyone is gearing up for London.

Question: Is there more detail about the payment for the Administrator course in Reno?

Answer: To be precise, we're talking about the hotel bill. That bill is an FIE expense. The FIE has never paid it. They assumed we had paid it. In fact, neither FIE nor USA Fencing was correct. The hotel invoiced PSA approximately \$23,000. This was paid by PSA. PSA never forwarded the invoice to us. We never paid or invoiced FIE. The situation has been rectified. We have now invoiced the FIE. There were also some administration charges. In total, we've received about \$33,000. We will be paying back PSA in due course.

Question: There was some discussion about possibly not having a world cup to save money. It was indicated that we're legally obligated to hold it next year.

Answer: The FIE schedule has been finalized. Consultation with federations has taken place. All federations have confirmed dates and locations. It is set. The calendar is established and final. If we didn't want to do the world cup for some reason, we would have to go back and say we cannot fulfill our commitment. With the world cup, this is not a decision for one year, but may be for four years. Once you have an event, people hold on to them.

From a broader marketing perspective, we have very few assets that are marketable. This is one of those. It's doable to make this event cost-neutral or even positive.

Comment: An individual has stepped forward expressing interest in sponsoring the world cup.

Ms. Weeks: Please encourage them to put in writing and send to Greg and me.

VI. Legal Update (Donald Alperstein)

Items worked on since last meeting:

Drafted Appendices A and K

Pending litigation to be discussed in executive session

Disciplinary matter to be discussed in executive session

Motion (Mr. Baker): If the organizer of the Queen City ROC (originally scheduled to be held March 19-20, 2011) does not reimburse USA Fencing in the amount of \$568.96 by July 31, 2012, the President shall constitute a panel under the disciplinary rules.

[Discussion was deferred to the meeting on July 4]

VII. Board Vacancy

Motion (Mr. Baker): To adopt the procedure for filling officer and director vacancies described in Appendix A.

Second: Mr. Blake

Donald Alperstein: Some questions have been brought to me about the proposed election procedure. We all agree that whatever is in Robert's Rules of Order, the Board has right to modify or adopt other rules at Board's need.

There are two principals in Robert's Rules that informs the drafted procedure. No member should vote on a matter with a personal or pecuniary interest not common to other members of organization (in this case the Board). The rule on abstaining does not prevent a member from voting for an office or other position for which other members are eligible. The first rule trumps the second. First, if a member is voting in the instance now, his interest is not common to that of other directors. They are not running for, nor eligible for the office. One would not be voting for one's self in another office for which other officers are eligible. All that said, the Board can change the rule.

Aaron Clements: I have some general commentary. Robert's Rules have evolved from original rules of the Congress of the United States. There are a number of offices for which there are specific election procedures. All rules, however, are geared to allow a member of the body to run for those positions and vote for him or herself as part of process. If the Board thinks that's an inherent conflict, that's fine. The Board can vary rules from Robert's Rules if it sees fit. But we should very carefully view long-term consequences, as we might have different ideas regarding the election process when replacing an officer or a president or in times of particular divisiveness. We could have a situation where we're telling a member elected by membership that they are no longer competent to cast the vote provided by the membership that sent them there.

Question: Wouldn't a member of the Board elected to this position be holding two spots for a period of time?

Answer: If elected, I would resign my current seat immediately on taking that seat. The suggestion I presented would be to seat my replacement in my existing seat for remainder of my current term. He would, in effect, extend his term to two years and two months.

Motion passed. Mr. Clements was opposed. Mr. Schiller abstained.

Election

Nominations:

Mr. Becker nominated Aaron Clements.

Second: Mr. Schiller

Mr. Wood nominated Rex Chung

Second: Mr. Thompson

Mr. Thompson nominated Jonathan Bartlett

Second: Mr. Schiller

Mr. Blake nominated David Arias

Second: Mr. Baker

Mr. Salmon nominated Mark Fischl

Second: Mr. Baker

Mr. Sabharwal nominated Stephen Trevor

Second: Mr. Thompson

Mr. Blake nominated Alan Geller

No second

Mr. Blake nominated Marek Stepien

Second: Mr. Wood

Statements in support of Mr. Clements

Mr. Becker: People who haven't been serving on the board previously tend to come and go.

Mr. Schiller: Continuity is very helpful and Aaron is currently on the Executive Director Search Task Force.

Mr. Alperstein: Aaron being on board is a big help for me. I may not continue with new administration, but his presence has been a big help for me.

Statements in support of Mr. Chung

Mr. Wood: When I was on the nominating committee two years ago, he was a candidate. When the position opened, I looked at who had applied and had a strong financial and fundraising background. He is on the board of Fencers Club. He has the qualities we need on Board.

Mr. Thompson: I don't know him personally. People at FC have said he's done great things.

Statements in support of Mr. Bartlett

Mr. Thompson: I have known Jonathan for a while in a number of capacities. He is involved in the sport in a number of different ways. He's an athlete, organizer, and local officer. He has a strong business background. He has experience managing a division of a company.

Mr. Schiller: I knew him in Chicago. Reading through his résumé, he's done a good job with a lot of things. He has business and marketing experience.

Statements in support of Mr. Arias

Mr. Blake: I know he's been an active commenter on recent matters. I'll let his statement and bio speak for him.

Mr. Baker: I've had a number of experiences over several years with David. He brings strong qualities to the organization. My experience with him has been universally positive. He comes from a fundraising background. Of course we know his American Red Cross experience. He would help the Board. He's also previously provided high quality committee-level service.

Statements in support of Mr. Fischl

Mr. Salmon: He has a perfect background with platform tennis. He's been involved in turning around a troubled NGB before.

Mr. Baker: I've had a number of universally positive interactions with Mark. He would be a great addition to the board.

Statements in support of Mr. Trevor

Mr. Sabharwal: We overlapped as athletes in college. He's had a successful career at Goldman Sachs and in finance. He's on the Board of Trustees for the US Fencing Foundation.

Mr. Baker: I'd like to note that his name was put forward by Don Anthony, which in my mind means he

deserves additional consideration.

Statements in support of Mr. Stepien

Mr. Blake: Marek is experienced as a referee and coach. He has experience with British and Polish fencing. I'll let his bio speak for itself.

Discussion ensued regarding identity of the two tellers. It was decided that Donald Alperstein and Kalle Weeks would serve in the role.

After first-round voting, it was announced that there would be a second round run-off among David Arias, Aaron Clements, and Stephen Trevor.

After the second-round run-off, it was announced that there was a three-way tie.

Motion(Mr. Salmon): To modify the election procedure and have each Board member cast a vote to remove one nominee from consideration.

Second: Mr. Becker

Motion passed. 1 opposed.

After the first elimination vote, it was announced that Aaron Clements and Stephen Trevor were tied as the candidate to be removed.

After the second elimination vote, it was announced that Stephen Trevor has been removed as a candidate.

A final run-off between David Arias and Aaron Clements was conducted.

After the final run-off, it was announced that David Arias had been elected to fill the Board vacancy. Letters are to be drafted to all eight nominees by Mr. Baker.

VIII. Committee and Task Force Matters

Motion (Mr. Wood): To confirm the appointment of Jennie Salmon and Ginny Boydston to the National Team Oversight Committee.

Rationale: The NTOC believes it is important to have a representative from the Youth Development Committee (youth pipeline of athletes for elite development) and the Wheelchair committee (wheelchair athletes are included in USA Fencing's High Performance Plan submitted to the USOC) on the NTOC.

Second: Mr. Thompson

Motion passed.

Committee Reports

Athlete Council [Report included as Appendix B]

National Team Oversight Committee (Alex Wood) [Report included as Appendix C]

Motion (Mr. Wood): To approve the adoption of the modifications to the National Team Oversight Committee's roles, responsibilities, and decision-making authority as defined in Appendix D.

[Discussion was deferred to the meeting on July 4]

Executive Director Search Task Force (Sunil Sabharwal)

An oral report was provided by Mr. Sabharwal.

The team has been working hard last few weeks. We held an update call yesterday. SportSearch has searched their database of 4,000 people. 800 expressed interest. SportSearch conducted 200 phone interviews: 50 people were moved to a more detailed evaluation status for further phone interviews and reference checks. 10 names have been submitted to the task force, which have been discussed in detail. The next step is for six candidates to have phone interviews with the task force. Another 4-5 names are expected from SportSearch. Over the next two weeks task force interviews will be conducted with 8-10 heavily-screened short list candidates.

The task force is very pleased with kind of individuals identified. Some are insiders, others are members of the Olympic family, still others are out-of-the-box candidates with interesting credentials.

Question: Is there a time line for the process?

Answer: Interviews will be conducted in the next 2 weeks. In 4 weeks we'll be in a position to recommend to the Board 1, possibly 2 candidates. The date the new ED will be on board will be subject to personal circumstances of the selected candidate. In 45-60 days should be in position to have meaningful discussion of 1-2 remaining individuals.

Question: Has there been discussion of how last round evaluations would take place?

Answer: The idea is the top 3-4 would have in-person interviews.

Question: You mentioned you will recommend 1-2 people to Board. Is that the procedure in original charter?

Answer: Our charter says to recommend 1 person to the Board. I'm saying 1-2 in case the task force is divided. It's a fall-back.

Athlete Protection Task Force (Felicia Zimmermann)

The following documents from the Athlete Protection Task Force are included as appendices:

- Report Appendix E
- Non-Fencer Code of Conduct Appendix F
- Policy on Massage Appendix G
- Criminal Background Check Disqualification Criteria Appendix H
- Task Force Recommendations Appendix I

Tournament Committee [Report included as Appendix J]

Motion (Mr. Baker): To receive committee reports, as submitted to the Board.

[Discussion was deferred to the meeting on July 4]

IX. Old Business

Motion (Mr. Baker): To adopt the "USA Fencing Policy for Responding to Allegations of Certain Misconduct" included as Appendix K.

[Discussion was deferred to the meeting on July 4]

Motion (Mr. Sabharwal on behalf of the APTF): The pre-screening questionnaire in Appendix L is adopted as a standard for the National Office in its interviews of staff and will be made available to clubs as a minimum standard to satisfy the obligations of Member clubs.

Second: Mr. Herr

This motion was tabled during the meeting on May 24, 2012.

[Discussion was deferred to the meeting on July 4]

Motion (Mr. Sabharwal on behalf of the APTF): To adopt the Non-Fencer Code of Conduct in Appendix F, effective May 1, 2012.

Second: Mr. Herr

This motion was tabled during the meeting on May 24, 2012.

[Secretary's Note: A revised version of the Non-Fencer Code of Conduct has been included as Appendix F]

[Discussion was deferred to the meeting on July 4]

Motion (Mr. Sabharwal on behalf of the APTF): To adopt the APTF USFA Policy on Messages in Appendix G, effective May 1, 2012.

Second: Mr. Herr

This motion was tabled during the meeting on May 24, 2012.

[Secretary's Note: A revised version of the Policy on Messages has been included as Appendix G]

[Discussion was deferred to the meeting on July 4]

X. New Business

Motion (Mr. Blake): When a team event and an individual event in the same gender and weapon are scheduled on the same day and the entry deadline is before the day schedule is posted, any withdrawals due to the time conflict will be refunded in full.

Rationale: Currently, entry deadlines are before the day schedule is posted. When the event schedule is posted, if a team or individual has to withdraw because of the times in the day schedule, only 50% of the entry fee is refunded. Although we have been using the entry numbers to make the most effective day schedule, it does not seem to be the best way to deal with members who are up against this conflict.

[Discussion was deferred to the meeting on July 4]

Motion (Mr. Thompson, on behalf of the Tournament Committee): To weight Division II NAC events at 1.5 times the normal point value for the ROC Division II points list, and to adopt the changes to the Athlete Handbook included in Appendix M, effective August 1, 2012.

[Discussion was deferred to the meeting on July 4]

Motion (Mr. Clements): To modify the background check policy for international personnel as follows:

All USA Fencing paid staff and any member of the cadre of a USA Fencing contingent at an international event must successfully pass a background screen administered by NCSI. This policy will take effect on August 1, 2012. For purposes of this policy: (1) "USA Fencing paid staff" means employees and independent contractors receiving compensation from USA Fencing other than individuals whose only compensation includes payment of travel expenses, per diem, and a nominal honorarium to attend an event principally as an official for said event; and (2) "member of the cadre of a USA Fencing contingent" means any individual accompanying USA Fencing athletes to an event whose function at an event requires providing substantial interaction with and support for USA Fencing athletes and for whom USA Fencing provides total or partial monetary support to attend said event.

[Discussion was deferred to the meeting on July 4]

XI. Good and Welfare

XII. Executive Session to consider personnel, litigation, disciplinary and membership matters

Motion(Dr. Schiller): To move the meeting into executive session.

Second: Mr. Blake

Motion passed.

During executive session, the Board passed the motion by Mr. Sabharwal to approve a contract with FencingPhotos.com

XIII. Adjournment

Motion (Mr. Baker): To adjourn the meeting.

Second: Mr. Blake

Motion passed.

Appendix A

PROCEDURE FOR FILLING OFFICER AND DIRECTOR VACANCIES

Nomination Phase:

Each Director may nominate persons to fill the open position, provided the nominee meets the qualification of the open position and has previously executed the Affirmation required of candidates for that position by the Bylaws.

A person duly nominated shall be a candidate for the open position if the nomination receives a second from any Board member other than the nominating Director. A member of the Board who wishes to stand for election to the open position may not nominate himself or second his own nomination.

Following the close of nominations, there shall be discussion of the candidates in the order in which they were nominated, beginning with the member who made the nomination. A member of the Board who is a candidate for an open position may not speak during the meeting in support of his own candidacy unless all candidates for the position are offered the opportunity to do so. If the position to be filled is a vacancy on the Board of Directors other than an officer, no person may speak to the qualifications of any candidate for more than 30 seconds, and discussion of any one nominee shall not exceed a total of three minutes. This limitation on debate is intended to promote efficiency and is not intended to prevent the circulation of information on the candidates or restrict discussion of them outside the meeting.

Voting Phase:

The President shall appoint, with the confirmation of the Board, two tellers to tabulate the votes cast and, if necessary according to the procedure described below, to draw lots to break ties. Tellers shall not be voting members of the Board and shall as a condition of their appointment agree and confirm that they will hold confidential and in secret the individual votes of the Board members.

If the vote takes place during a telephone or video conference, voting shall be by emailed ballots sent by the voting members of the Board to the two tellers and to no one else. The tellers shall independently tabulate the votes cast, between them confirm the outcome and resolve any discrepancies, and shall then announce the result of the balloting.

Election:

It shall take a majority of the votes cast to fill the vacancy.

No member of the Board who is a candidate for an open position may vote on that position.

If on the first ballot no candidate receives a majority of the votes cast, there shall be a runoff among the two candidates receiving the most votes, plus ties. Thus, if two or more candidates are tied for the most votes, the runoff will be conducted among them; if one person obtains more votes than the others, and two or more candidates are tied for the next most votes, then the runoff would be among the first and the tied candidates.

If the runoff does not result in one candidate receiving a majority of the votes cast, the procedure described above shall again be used to reduce the field for a second runoff of two candidates plus ties, provided that if there is a tie that prevents further winnowing of the field of candidates by this method, the tellers shall draw lots among the tied recipients, the loser of which draw shall be dropped from the field of runoff candidates. If necessary, this process shall repeat in successive rounds of voting (and, if necessary, the drawing of lots) until either one candidate

receives a majority of the votes cast or, if the final two candidates are tied, the winner is selected by the drawing of lots.

Appendix B Athlete Council – 2012-2016

New Athlete Council - in office at the conclusion at the Summer Olympics:

- (1) Ryan Estep - Wheelchair Representative
- (2) Natalie Vie - Women's Epee Representative
- (3) Daria Schneider - Women's Sabre Representative (Alternate, USA Fencing Representative to the USOC AAC)
- (4) Doris Willette - Women's Foil Representative
- (5) Greg Chang - Men's Foil Representative
- (6) Jeff Spear - Men's Sabre Representative
- (7) Cody Mattern - Men's Epee Representative (USA Fencing Representative to the USOC AAC)
- (8) Soren Thompson - Incumbent (Men's Epee fencer) (Chair, Athlete Council)
- (9) Holly Buechel - Incumbent (Women's Epee fencer)
- (10) Iris Zimmermann - Incumbent (Women's Foil fencer)
- (11) Rafael Suarez - Incumbent (Men's Foil fencer)

Athlete representatives to the Board of Directors:

Cody Mattern
Daria Schneider
Soren Thompson

Appendix C

National Team Oversight Committee (NTOC) Report

The NTOC convened an in-person meeting on June 2nd and 3rd in Newark, NJ.

The following issues were discussed during the meeting:

1. Recommend replacing Feb 2010 description of function of NTOC with revised mission, roles, responsibilities, and decision-making authority of NTOC. New motion attached to this meeting's report.
2. Adding new members to the NTOC - representatives from YDC (Jennie Salmon) and wheelchair community (Ginny Boydston). New motion attached to this meeting's report.
3. Resolved that the maximum number of cadets allowed to be entered in designated international cadet competitions will be 20 per weapon.
4. Resolved that the squad fees for cadets and juniors be set at \$275 per accepted entry.
5. Performance grant of \$275 with submission of related travel receipts for a top-4 result at designated international cadet competitions and top-8 for designated junior world cup competitions.
6. One US referee at designated junior and cadet international competitions will be named 'Head of Delegation' and will need to perform a number of responsibilities with help from the designated coach.
7. Number of designated international events - three for cadet, four for junior (except sabre +1 for Phoenix).
8. Review, update, and approve responsibilities for Weapon Squad Manager and International Team Manager.
9. Discussion of World University Games – funding proposed similar to last WUG by working with universities to help fund their athletes; work with Emik Kaidanov on program; propose to have most recent NCAA Overall champion to have first right of refusal to send cadre.
10. Discussion and formulation of new Division I, Junior, and Cadet domestic tournament format for NAC tournaments only.
11. Review job description for National Coaches. Recommend that current national coach contracts be extended until November 1, 2012.
12. Review job description for High Performance Director. Recommend that job description be posted to USA Fencing website as soon as possible.
13. Request guidelines on development of a National Training Club/Center from HPD
14. Recommend HPD that international points gap between placements in 33-64 table be only one point for SF of 2.0.
15. Recommend Strength Factor to be raised to a maximum of 2.5 for senior world cups.
16. Recommend for men's epee team selection that there be no limit to the number of 33-64 results that can be considered in Group II team point standings.
17. Recommend the actual strength factor will be applied to places 33-64 only if SF is at least 2.0 and there are at least 160 or more fencers registered fencers.

Jim Page will be discussing some of these issues with the National Coaches at the upcoming Zonal Championships. The next in-person meeting is scheduled to take place in September. The HPD is expected to present a draft of the High Performance Plan for the 2012-2016 Quad to the NTOC at that meeting. This HPP needs to be submitted to the USOC by October 1, 2012.

Appendix D Proposed NTOC Modifications

The National Team Oversight Committee will be responsible for the following:

- Review and approve High Performance Plan required by the USOC, and to monitor progress in fulfilling those plans as needed;
- Review and approve national coach performance plans on an annual basis, and if major modifications are requested;
- Review and approve international team selection criteria on an annual basis, and if modifications are requested by the National Coaches;
- Review budgets for all weapon squad programs on an annual basis;
- Review budgets that pertain to international events as needed (e.g. World Championships);
- Review and approve performance cadre for teams selected for major multi-weapon international tournaments and World Championships;
- Recommend any changes to domestic tournament formats and point systems, in conjunction with relevant committees and the FOC, if requested by the National Coaches or the HPD, for approval by the HPD.
- Review and approve job descriptions for national coaches and High Performance Director;
- Review any elite performance plans for wheelchair program development;
- Review plans regarding practices and procedures affecting athlete performance.

The HPD is responsible for the day-to-day operations of the international program, including managing staff and team development. The HPD will work in conjunction with the NTOC on all issues listed above in order to ensure that international program, including domestic plans that impact international development, and budget goals are met.

Although not limited by such membership, the NTOC proposes that members of the NTOC should be composed of coaches, who have trained and traveled with elite athletes to international tournaments, other than national coaches, as well as a representative, or a designee, each from the Tournament Committee, the Fencing Officials Commission, the Youth Development Committee, and the Wheelchair community. In addition, there must be at least 20% athlete representation on this committee.

No full-time or part-time member of the National Office may serve on this committee as a voting member. The High Performance Director shall be independent of the NTOC reporting as a member of the National Office professional staff.

Rationale:

The National Team Oversight Committee (NTOC) was established at the February 2010 meeting of the Board of Directors and approved by the Executive Committee during its June 17, 2010 teleconference. The NTOC convened in Newark, NJ on June 2nd and 3rd of 2012. At its meeting the NTOC discussed the mission, goals, and responsibilities. After reviewing what had been proposed, established, and approved by the Executive Committee in 2010, the NTOC, along with the High Performance Director, Jim Page, and Executive Director, Greg Dilworth, concluded that in order for the international program of USA Fencing to succeed the NTOC and the HPD should work in a collaborative fashion. In order for that to happen the members of the NTOC felt that the committee should have more than just an “advisory” role but should have more of active decisive role with the HPD and the National Office regarding the international programs. The HPD and ED agreed. This motion has been reviewed and approved by the NTOC, the HPD, and the ED.

Below is the original NTOC motion that was passed by the Executive Committee in June of 2010.

Primary Responsibilities:

- Review High Performance Plans to be submitted to the USOC, and to monitor progress in fulfilling those plans;
- Review national coach plans on an annual basis;
- Review international team selection criteria and systems on an annual basis;
- Review budgets for all weapon squad programs, national team camps, World Championships; and the Olympic Games;
- Provide oversight of appointments of cadre for teams selected for international tournaments and World Championships;
- Recommend actions that pertain to High Performance Plans, annual national coach plans, international team selection criteria, cadre selection, and budgets;
- Review plans regarding practices and procedures affecting athlete performance;
- Recommend actions to improve opportunities for elite athletes who compete on the international level;
- Recommend policy matters affecting sport performance.

The committee will report to the Director of Sport Strategy. If any actions or recommendations are overruled by or are in conflict with the Director of Sport Strategy's decisions, such decision-making responsibilities will then be transferred to the Executive Director. The Executive Director, in his or her discretion, may refer such decisions to the Board of Directors and, as timing requires, to the Executive Committee. Furthermore, the NTOC will be guided by the Budget Committee on matters regarding funding other than USOC grants.

The Executive Committee proposes that members of NTOC should be composed of the following types of people with the following types of expertise:

- High Performance/Elite Coach – a coach that has trained and traveled with elite athletes to national/domestic and international tournaments (national coaches are excused from filling this slot);
- USFA Budget Committee representative – a member of the Budget committee should serve on this committee to provide some perspective on budgetary concerns;
- Cadre member of Olympic, World Championship, or Pan American team who has current knowledge of international issues/policies/procedures;
- A Veteran Fencer – an athlete who still competes in the Veterans' age group who competed at high-level international tournaments in the past;
- Athlete representative – an athlete who has competed at the World Championships, Olympic Games, or Paralympics within the past 10 years (all athletes who are currently aspiring for such teams are excused from filling this slot though).

In addition, a member of the national coaching staff, selected by the national coaches, will be a non-voting member, as will the Director of Sport Strategy. No full-time or part-time member of the National Office may serve on this committee as a voting member. The chair of the group is to be selected by the committee from among its voting members. Furthermore, as the agenda dictates, representatives of the Tournament Committee and Fencing Officials Commission will serve as advisors.

DRAFT

Appendix E Safe Sport Task Force

To: USA Fencing BOD

From: Steve Sobel, Chair and Felicia Zimmermann, Vice-Chair Safe Sport Task Force

Re: Report on actions and recommendations

1. Non-Fencer's Code of Conduct and USA Fencing Massage Policy

At its last face-to-face meeting the USA Fencing BOD considered proposals from the Safe Sport Task Force on these two policies. Changes were suggested and the documents were returned to the SSFT for further consideration and clarification. The documents now presented contain the recommendations from the BOD and have been reaffirmed by the SSTF.

Non-Fencer Code of Conduct – Appendix A – The major change was elimination of a provision referencing past criminal actions and disqualification criteria. The document is now more specific in terms of the competitions covered and forward looking in suggesting appropriate actions and guidelines for inappropriate behavior around the teams.

USA Fencing Massage Policy – Appendix B - There were two major changes to this document. A second sentence was eliminated in item 4 that seemed to contradict the statement remaining and at a minimum confused the meaning of the provision. Item 6 was completely changed by adopting language suggested by Aaron in his explanation of BOD concerns to the SSTF.

2. Disqualification criteria used by NCSI to issue Red Light Finding- Appendix C

It appears the BOD has never reviewed this proposal from the SSTF to redefine the criteria under which NCSI would issue “Red Light” finding. The effect of the proposed changes is to divide possible finding into two categories, i.e. those that are so egregious that there is no possibility of an appeal and those that could be considered conditional findings and appealable to the Athlete Protection Officer and to the BOD. The effect of this change is to more carefully define the opportunities for appeals to insure that persons guilty of offenses that may not threaten fencing athlete safety have a chance to explain and when appropriate to continue to be involved in the sport.

3. Change to remove referees from the motion adopted by the BOD on mandatory screening requirements.

The SSTF proposed the following amendment to the BOD for consideration at the last face-to-face meeting:

“All USA Fencing paid staff and any person representing USA Fencing at **an international event (e.g. U-17 Int'l Event, World Cups)** in an official capacity **(e.g. Captain, etc)** and receiving monetary support to attend an the event must successfully pass a background screen administered by NCSI.”

During the discussion at the BOD the motion was discussed, changed to provide clarity and passed as follows:

“All USA Fencing paid staff and any person representing USA Fencing at an international event in an official capacity (including cadre and referees) and receiving monetary support to attend the event must successfully pass a background screen administered by NCSI at their own expense. This policy will take effect on August 1, 2012”

While it may be the case that referees should be included specifically in this proposal, the SSTF thinks it is inappropriate to include them at this time, as there have been no discussions with the FOC on the intent or

the implications. Therefore the SSTF suggests the following changes to the approved motion:

“All USA Fencing paid staff and any person representing USA Fencing at an international event in an official capacity (including all members of the cadre) and receiving monetary support to attend the event must successfully pass a background screen administered by NCSI at their own expense. This policy will take effect on August 1, 2012”

4. Recommendations dealing with membership categories and those who should be required to pass a background screen as criterion of membership.

(This is where Felicia’s new wording would go)

DRAFT

Appendix F NON-FENCER CODE OF CONDUCT

The following rules of conduct will be ~~strictly~~ applied to all USA Fencing personnel ~~including, but not limited to, who are~~ members of the cadre at any international or domestic World Cup, World Championship, Pan American Games, World University Games, Youth Olympics, Olympic Games, or Paralympic Games competition, ~~camp or other fencing activity~~. Any failure to adhere to this code of conduct may result in disciplinary action.

The following shall be considered violations of the USA Fencing Code of Conduct for Non-Fencing personnel:

- Violation of the Amateur Sports Act, which requires that USA Fencing must provide an equal opportunity to amateur fencers, coaches, trainers, administrators and officials to participate in amateur athletic competition without discrimination on the basis of race, color, religion, age, sex or national origin.

~~1) Conviction of, imposition of a deferred sentence for, or any plea of guilty or no contest at any time, past or present, or the existence of any pending charges for any felony, any offense involving use, possession, distribution or intent to distribute illegal drugs or substances or any crime involving assault or sexual assault.~~

- Any inappropriate sexual contact or advance or any other inappropriate sexually oriented behavior or action directed towards a fencer by a cadre member, including violation of any sexual misconduct or harassment policy of USA Fencing that may be in effect.
- The sale or distribution of illegal drugs or the illegal sale or distribution of any substance on the World Anti-Doping Agency's (WADA) recognized list of banned substances.¹
- The illegal possession or use of illegal drugs in the presence of a fencer by a cadre member.
- Engaging in any activity that contravenes the stricter of the laws of the United States of America (USA) or the host country in which the activity is taking place.
- Providing alcohol to a fencer by a cadre member when the fencer is under the legal age and therefore prohibited from purchasing or consuming alcohol.
- The act or the appearance of intoxication from the use of alcohol or illegal drugs in the presence of a fencer or cadre member.
- Any non-consensual physical contact with or abuse (including verbal abuse) of any person by a cadre member.
- Any intentional act of dishonesty in connection with any USA Fencing-related activity.

¹ The United States Anti-Doping Agency (USADA) adheres to WADA guidelines. USADA at www.usantidoping.org, drug reference number: (national: 800-233-0393), (international: 719-785-2020)

- Any non-consensual physical contact, obscene language or gesture or other threatening language or conduct directed toward any official, which is related to any decision made by such official in conjunction with a USA Fencing-related event.
- Violation of any team rule of conduct as established by the United State Olympic Committee (USOC), USA Fencing, the Federation International d'Esclime (FIE), or person in authority leading an international team, including but not limited to department, curfew, practice, team meeting attendance, and prompt attendance at competitions.
- Any other act, conduct or omission not provided in this code which is detrimental to the image or reputation of USA Fencing, the USA or sport of fencing, or which violates a rule established by the USOC, FIE, International Olympic Committee (IOC) or other governing body.

All members of any traveling party including personal coaches are expected to adhere to and reinforce the rules and regulations listed above.

AFFIRMATION

I have read and accept this Code of Conduct, including the USFA Grievance Procedure contained in the USFA Athlete Handbook. I agree to the rules, guidelines, jurisdiction and procedures stated in this document as a condition of being authorized to participate as a member of the cadre or to coach any USA Fencing athletes at any international or domestic World Cup, World Championship, Pan American Games, World University Games, Youth Olympics, Olympic Games, or Paralympic Games competition, camp, or other fencing activity.

Signature

Date

Appendix G
US Fencing Policy on Massage
Introduction:

Massage is an important injury prevention and rehabilitation therapy that is used extensively with athletes. However, the application of massage can also create an opportunity for exploitation and abuse as the athlete receiving the massage may not be fully dressed during the treatment and the massage may involve touching sensitive areas of the body including the buttocks, upper thighs and chest. This is of particular concern if the athlete is a minor. As protection of athletes is the primary concern of US Fencing development of a policy on massage is needed to diminish the possibility of any unethical and/or unprofessional behavior by those assigned by US Fencing to provide massage to its members in specifically sanctioned circumstances, including, but not limited to, World Cup, Zonal and World Championships teams and any US Fencing-sponsored training camps and housing. Additionally, as the massage therapy provider is regarded as representing the organization in these situations, any liability associated with misconduct by the provider can extend to the US Fencing as well. Finally, a policy is necessary to protect the massage provider from unfounded claims of misconduct.

Recognizing this, in 2003 USFA President Stacey Johnson appointed a Task Force consisting of Donald Alperstein, Irwin Bernstein, and Steve Sobel to develop a USFA policy. In 2010, USFA President Kalle Weeks appointed an Athlete Protection Task Force (APTF) consisting of Steve Sobel (Chairman), Hector Cruz Lopez, Dale Rogers, Felicia Zimmermann, and Jim Page (USFA Staff Liaison) to review the general subject of providing a safe environment for athletes in fencing. The APTF has reviewed the work of the USOC, and other NGBs in various areas of potential abuse, and the role of NGBs in general. Reviewing various issues related to the use of massage in sport, the APTF determined that any policy must have the following priority goals:

- a) protect the athletes, especially minors,
- b) protect the organization, and
- c) protect US Fencing Sports Medicine staff and personnel assigned to athlete healthcare.

Moreover, the policy must have the following characteristics:

- a) be appropriate and rational
- b) be implementable,
- c) account for the varied circumstances in which massage may be legitimately utilized with US Fencing athletes, and
- d) contain a mechanism for reporting and adjudicating instances of misconduct.

As noted previously, the policy will be applicable to all US Fencing-sponsored teams (World Cups, World Championships, Zonal events, etc) as well as US Fencing-sponsored training camps housing. The APTF proposes that the policy detailed below be adopted by the Board of Directors.

US Fencing Policy on Massage

1. Only US Fencing members who hold an appropriate certification as a healthcare provider (MD, DO, DC, certified athletic trainer (ATC), physical or occupational therapist, or massage therapist (LMT, CMT)) and who are appointed by US Fencing to a team or sponsored event in an official capacity as a healthcare provider can provide massage therapy to team members.
2. Any athlete who is a minor must have a signed consent form, release or waiver of liability from his/her parents to be eligible for massage therapy services from the designated US Fencing staff. The appropriate form will be provided to all athletes in settings covered by this policy by US Fencing prior to the beginning of the covered trip, competition or camp. Any US Fencing member who engages in massage of a minor in violation of this policy shall be deemed acting in a manner detrimental to the welfare, interests or character of the US Fencing and shall be subject to disciplinary action that can result in suspension, expulsion or denial of membership.
3. Under no circumstances will an athlete be required to be naked to receive massage services from the designated staff. At a minimum, all athletes will wear shorts and females will additionally wear a bra or top. In all cases, the athlete will also be appropriately draped during the massage.
4. Although the US Fencing has no authority over private activities involving US Fencing members in private settings, it nevertheless recommends due diligence by all members of US Fencing to avoid unprofessional conduct, exploitation or abuse involving massage.
5. Nothing in this policy is meant to prohibit ad hoc massage of athletes in exigent circumstances by others (for example a coach or teammate) in a public setting when the personnel designated in Section 1 are not immediately available (this situation would generally involve massage of the extremities due to cramping during a bout).
6. Any USA Fencing member who provides massages in violation of this policy may be subject to disciplinary action that can result in suspension, expulsion, or denial of membership. USA Fencing will maintain a reporting and adjudication system and will mandate case reporting to the Athlete Protection Officer (APO), who will oversee and coordinate investigations of all instances reported by members of USA Fencing who believe they have been subject to misconduct in regards to receiving massage or who are aware of cases that contravene this policy. On recommendation of the APO, USA Fencing may institute disciplinary action through its adjudication system. Details of the reporting system and the designated APO will be published prior to any event covered by this policy on USA Fencing's website and, if possible, in the Athlete's Handbook, and such details will additionally be included in any event-specific communication issued by USA Fencing (such as the Athlete's Packet for national tournaments).

Appendix H USA Fencing Criminal Background Check Disqualification Criteria

The USA Fencing Safe Sport Task Force proposes that USA Fencing work with the NCSI, the agency authorized to conduct background screens on behalf of USA Fencing, to amend to criteria under which “red light” designations are provided to USA Fencing and the circumstances under which such designations may be appealed.

USA Fencing Criminal Background Check Disqualification Criteria

Automatic Disqualifiers (“Red Light”): An individual will be disqualified from USA Fencing membership if a background search reveals that such individual has been convicted of, received an imposition of a deferred sentence for, or for any plea of guilty or no contest at any time, or the existence of any pending charges for any crime involving:

- a. Any felony involving violence against a person (including crimes involving firearms) or animal abuse
- b. Any felony or misdemeanor involving:
 - i. Sexual misconduct
 - ii. Drug distribution or the intent to distribute, within the previous 7 years;
 - iii. Child endangerment, neglect or abuse

Individuals subject to disqualification may request an appeal through the USA Fencing Athlete Protection Officer (APO) to evaluate the accuracy of the reported information, but not the consequence of disqualification if the above criteria are met.

Appealable Disqualifiers (“Red Light”): An individual will be subject to review for disqualification from USA Fencing membership if a background search reveals that such individual has been convicted of, received an imposition of a deferred sentence for, or for any plea of guilty or no contest at any time, or the existence of any pending charges at any time of any crime involving:

- a. Other Felonies not included in 1 above;
- b. Other Misdemeanors for:
 - i. Drug use or possession (including the use of drug paraphernalia) within the previous 3 years and any other drug related crime not covered in i. above
 - ii. Violence against a person (including crimes involving firearms);
 - iii. Destruction of property;
 - iv. Animal abuse

Individuals subject to disqualification may request an appeal through the USA Fencing Athlete Protection Officer (APO) to evaluate both the accuracy of the reported information, and the consequence of disqualification if the above criteria are met.

Appendix I Safe Sport Task Force Recommendations

Original SSTF Motion Amended/Approved – April 26, 2012

All coaches employed by Member Clubs must be Professional Members of USA Fencing by the 2012-2013 season. This requires each coach to successfully complete a pre-screening interview at the club and successfully pass a background screen administered by the NCSI. The National Office is directed to publish procedures for implementing this policy no later than July 1, 2012.

Table 1:

Type	Background Screening	Note
Competitive	No	
Professional / Coach	Yes	
Non-Competitive	No	
Supporting	No	
Lifetime	No	
Plus	Yes	Provided to other types so that an individual does not need to change their membership type. For example, a lifetime member can be a coach and adding the “Plus” designation will allow them to keep their type as well as be identified as successfully passing the background check

SSTF Proposals

- **Proposed Membership Class Name Changes**

To rename the existing membership class “Professional” member to “Coach Member”. Individuals in Coach Membership class must successfully pass a background screen, administered by USA Fencing’s selected background screening company, within 30 days of membership registration. In addition, other membership categories would be reflected as a “Plus” Membership after successfully passing the screening within 30 days of purchasing a membership upgrade to “Plus”. This provision will be implemented for the 2012-2013 season.

Rationale: *The various categories currently for the membership describe the clearly the type of segment, e.g. Athlete. The taskforce highly recommends and encourages the change from Professional to Coach for clarity. At this time USA Fencing does not provide testing or certification to designate an individual as a professional coach and the category of Professional can be misconstrued. See Table 1 for the types of membership and definition of Plus.*

- **Proposed SSTF Amendment**

All coaches employed or receiving compensation by Member Clubs and Affiliate Clubs must be Coach Members of USA Fencing or have successfully passed a background check. This requires each coach to successfully pass a background screen administered by USA Fencing’s selected background screening company, within 30 days of registration. This provision will be implemented for the 2012-2013 season.

Note: Addition of “receiving compensation” to cover contract coaches or individuals receiving any form of compensation to the background screen requirement. Membership class name change is also reflected, from “Professional Member” to “Coach Member”.

Rationale: *As part of one of the key categories to create a successful Safe Sport environment, it is important that a background check of the coaches is undertaken. By requirement through lessons, coaches in the sport of Fencing are in close proximity and relationship with their athletes, many of them children. It is important that*

parents and owners are clear about the history of their coaching staff. Club owners can promote and demonstrate successful background checks of their coaching staff and parents can be assured given the policy of USA Fencing and the process of the screening company.

- **Proposed SSTF Motion**

All Owners and Principal Officers of Member Clubs and Affiliate Clubs must be a member of USA Fencing with a Plus upgrade or a Coach membership. The Membership Plus upgrade or Coach membership requires the individual to successfully pass a background screen administered by USA Fencing's selected background screening company, within 30 days of the upgrade or membership registration. This provision will be implemented for the 2012-2013 season.

Rationale: *As part of one of the key categories to create a successful Safe Sport environment, it is important that a background check of the owners and principal officers of a USA Fencing club is undertaken. USA Fencing can provide evidence to its insurance underwriters that there is active screening not just of the coaches, but the owners as well. It is just as important to provide parents clarity and re-assurance that USA Fencing is proactive in providing a Safe Sport environment and atmosphere.*

DRAFT

Appendix J Tournament Committee Report

2012 SN Update. This year's Summer Nationals in Anaheim, as of June 8, has 7,074 individual and 427 team entries. (Last year in Reno, we had 6,221 individual and 340 team entries.) We do not project finishing before 7:00 pm on any day, though we do project two days to end by 7:30 pm. The rest are expected to finish at 8:00 pm or later, with three nights expected to run past 9:00 pm. This tournament will also feature our first planned triple-flighted event, because of the unusually large number of entries in the Junior Men's Saber on our largest day (931 individual and 62 team entries).

BC staffing for SN continues to be problematic. While we will have several new staff members who served successfully as trainees during the regular season, tournament conditions this season have not been conducive to developmental training of new computer leads and bout committee chairs. Of the four staff members with current experience chairing SN, two were not available this year, so the stress on senior BC staff will be considerable.

FencingTime. The new software continues to work well. Most BC staff have been trained on the new software and on the new procedures entailed by its use, though several staff members who were competent on XSeed still need cross-training on FencingTime to be available to work both computer and table side at national events; that process could take most of next season.

BC Recruiting & Development. Due to the very large SN entry numbers, we decided to postpone the entry-level BC workshops we'd intended to launch in Anaheim to this fall, when BC staff would be more readily available to lead them. Other elements of our recruiting and development plan will also be pushed back somewhat, due to the number of our training materials that need to be updated with the new FencingTime procedures. Further information on our timeline will be included in the TC report for the July board meeting.

Qualification path revision proposal. There were numerous serious problems with divisional qualifiers this spring. It appears that these problems have always occurred but we are seeing them now because the current report forms require complete results instead of simply a list of qualifiers as they formerly did. Some problems can be reduced by improvements in the instructions and training provided to the divisions, but others are due to failure to follow those instructions, such as failing to check for valid USFA membership, age eligibility, classification eligibility, country representation. Other problems have involved failure to use an approved tournament format or to follow the announced format properly.

In addition, a huge portion of division events—approximately 60% of the possible qualifying tournaments—had three or fewer entries and did not need to be fenced at all, meaning that a good portion of the entry fields in the Division II, Division III, and Youth 14 championships did not have to compete at all in order to qualify.

We therefore offer a motion to move to points-based qualification for these three categories for next season.

Respectfully submitted,

Mary Griffith
Chair, Tournament Committee

Appendix K
USA FENCING POLICY FOR RESPONDING TO ALLEGATIONS OF CERTAIN MISCONDUCT

Preamble

Realizing that certain types of misconduct may jeopardize the SafeSport environment embraced and fostered by USA FENCING, the following policy is in effect for responding to allegations of certain forms of behavior by, or of conduct that threatens the well-being of, USA FENCING members, as specified herein.

Procedure

1. Regardless of whether a member has previously been subjected to a background check, or has been excused on appeal from a “red light” resulting from a background check, additional investigation, perhaps leading to disciplinary, protective or remedial action, will be taken if any executive employee, officer, member of the Board of Directors, principal committee chair or the Athlete Protection Officer receives any credible information that a current USA Fencing member:

- a. has been convicted of, or
- b. has received a deferred sentence for, or
- c. has entered any plea of guilty or no contest to, or
- d. has pending charges

for any crime that under prevailing USA FENCING criteria would result in a “red light” background check or for any conduct that constitutes a disreputable act pertaining to minors or athletes and that contravenes USA FENCING’s SafeSport commitment. To invoke the procedures described in this Policy, the information need not satisfy the rules of evidence or the standards imposed on law enforcement agencies.

2. If the information consists of, or is supported by, published or official documentation, the recipient shall report the information and any supporting explanation, evidence and documentation to the USA FENCING Athlete Protection Officer (APO), who shall inform the President, the Executive Director, and General Counsel that an evaluation has been undertaken, as described in Section 5, below.

3. To preclude the submission of claims without substance, if the information is not supported by published or official documentation, it shall be reported by the recipient to the President, who shall designate a member of the Board of Directors to further investigate the information, to determine whether the report is sufficiently reliable that it should be conveyed to the APO for disposition under Section 5 below. This designated member shall be free to consult with USA Fencing General Counsel to assist in the evaluation of the information.

4. If any person specified in Section 1, above, receives information of the nature there described that concerns an individual who is not a USA FENCING member but who is involved in the sport of fencing or comes into close proximity with fencers or fencing activities, that information shall be reported by the recipient to the President, who shall designate a member of the Board of Directors to further investigate the information. This designated member shall consult with USA FENCING General Counsel and the APO, and shall then determine whether to submit a proposed recommendation for action to the Board of Directors. Such action may include, but is not limited to, barring the individual from entering any USA FENCING sanctioned tournament, venue, or club.

5. Upon receipt of a report or information as provided in this Policy, the APO shall evaluate the accuracy of the allegations and material received and shall attempt to gather any additional evidence necessary to determine whether there is good reason to believe that the conditions stated in Section 1, above, have been established. The APO shall report his or her findings and recommendations to the President, the Executive Director, and General Counsel, who shall individually or together recommend proposed disciplinary, remedial or protective actions to the Board of Directors for consideration and disposition.

6. If any allegation or information that would invoke the procedures set forth in this Policy concerns the actions of the person to whom the Policy otherwise requires a report be made, or to a family member, student, or other individual closely affiliated with that person, then the informant shall be in compliance with the Policy if he or she makes the required report to any of the President, the Executive Director, General Counsel, or the APO who is not the subject of, or affiliated with the individual who is the subject of, the allegations or information, and that person shall thereafter have the duties assigned herein to the person being accused.

7. Any information or report submitted under this Policy that is deemed at any level of review to be frivolous, fraudulent, vexatious, vindictive or intentionally defamatory shall subject the person providing the information or report to disciplinary action.

Appendix L Pre-Screening Questionnaire

Utilizing a Pre-screening Questionnaire as part of the Background Check Process

A good proportion of non-violent criminals often demonstrate excellent social engineering and deceiving skills. They utilize these skills in many aspects of their trade that span from gaining trust and confidence from their intended victims, gaining access to whatever is they are after, concealing their actions, and even justifying and defending their actions in the event of confrontation.

They are often very good liars and have the ability to substantiate their claims about themselves. This is the result of careful thinking and even rehearsing. Since they usually have a history of participating in the type of activities they conceal, they become proficient at telling their story to the point that even trained interviewers have difficulty identifying potential red flags.

While developing a tool to screen potential instructors for a national aquatic education program, a group of program coordinators developed a tool to pre-screen adult leader candidates before they were allowed to work directly with the public. After various processes were implemented, an evaluation revealed that the pre-screening phase was the most successful tool in identifying potential problem individuals.

The pre-screening process involved a short questionnaire and a short interview. The purpose of the pre-screening process was to advise the applicants that background check was part of the application process and that we would compare the questionnaire with background check results for inconsistencies. The questionnaire included questions such as:

1. Have you ever been convicted of any crime against children or other persons? Yes No
2. Have you ever been accused of any crime against children or other persons? Yes No
3. Have you ever been found in any dependency action to have sexually assaulted or exploited any minor or to have physically abused any minor? Yes No
4. Have you ever been found by any court in a domestic relations proceeding to have sexually assaulted or exploited any minor, or to have physically abused any minor? Yes No
5. Have you ever been convicted of the possession, use, or sale of illegal drugs or other controlled substances within the last seven (7) years? Yes No
6. Within the past 30 days, have you abused alcohol, legal or illegal drugs? Yes No
7. Please to disclose any other convictions or pending charges at this time, including driving charges other than minor traffic infractions? Yes No
8. Have you ever been subjected to a background check? Yes No
9. Are you aware of anything that may turn up in the background check that may disqualify you from participating in the capacity for which you are being considered? Yes No

This is usually followed by a statement like:

I hereby certify that the above answers are true and accurate. I understand that any misleading, false or inaccurate information may be cause for immediate disqualification from participating in activities (fill this blank with whatever activities are relevant) I further understand that "yes" answers will be evaluated on a case-by-case basis and will not necessarily disqualify me from (whatever ...)

Signed _____ Date _____

Printed Name _____

We strongly believe in pre-screening, especially when done in conjunction with a thorough background check and interviews. We suggest we consider this as part of the process of recruiting and appointing coaches, trainers, and other personnel that can potentially be in direct contact with our athletes. Further, we strongly suggest we implement a policy in which club owners and club coaches submit themselves to answering a questionnaire in conjunction with their application process to obtain liability insurance and register their clubs.

Appendix M Tournament Committee Proposed Changes to the Athlete's Handbook

2.11.3.2 Division II National Championships

A. Eligibility (age, classification, qualification path)

Fencers must be 13 years old before January 1 of the current season or on the Junior NRPS. Fencers must have a classification in the weapon of "C", "D", "E" or Unclassified at the time of the qualifying competition AND meet age requirements as above **AND**

- Be among the top 150 (with ties qualifying) on the current season's Division II Regional Open Circuit point standings at the regular fee deadline for these Championships. ~~Place in the top 25% of the current season's Division II Qualifying competition (see Table 2.7.3.1 in Chapter 2.7) [BoD, September 2006]~~ **OR**
- Qualified for Division 1A, if classification eligible. [BoD, September 2008].
- ~~Finish in the top 10% (with a minimum of 4) of a Division II ROC (see Table 2.7.3.2 in Chapter 2.7) [BoD, September 2010]~~

2.11.4.2 Division III National Championships

A. Eligibility (age, classification, qualification path)

Fencers must be 13 years old before January 1 of the current season or on the Junior NRPS. Fencers must have a classification in the weapon of "D", "E" or Unclassified at the time of the qualifying competition AND meet age requirements as above **AND**

- Be on the current season's Division II Regional Open Circuit point standings at the regular fee deadline for these Championships. Place in the top 25% (see Table 2.7.3.1 in Chapter 2.7 for detailed chart) of the total number of "D", "E" or "U" fencers competing in the current season Division II Qualifying competition (when Division II and Division III qualifying competition held together; See Appendix 2.7 for more details) **OR**
- ~~If separate Division III qualifying competition held by Division, then top 25% of the field will qualify for Division III National Championships [BOD September 2006]~~ **OR**
- Qualified for Division II. [BOD, September 2008].

2.11.6.2 Youth 14 Championships

A. Qualifying Path

Fencers must meet age eligibility above **AND**

- Earn Youth 14 points at a current season Super Youth Circuit Competition **OR**
- Earn points at a current season Youth 14 NAC, Cadet NAC **OR**
- Earn points at the previous season's Youth 14 or Cadet USA Fencing National Championships **OR**
- ~~Place in the top 25% (see Table 2.7.3.1 in Chapter 2.7) of the fencer's Division's Youth 14 qualifying competition held in the current season~~ **OR**
- Place in the top two of first in the Y14 event at a current-season RYC tournament [BoD, October 2010]. In mixed events, only the top two first place finishers is recognized as qualified.

Rationale: Divisional qualifying tournaments for the Youth-14 and Division II and III championships at Summer Nationals are no longer an effective qualification path. This spring, of 894 potential events, 525 (59%) had three or fewer entries and did not need to be fenced. Only two divisions fenced all events; six divisions had no Youth 14 qualifiers, and 13 divisions held no qualifiers at all. In addition, over 50% of the qualifying reports submitted to the national office had problems severe enough (mostly competitors who were non-members or ineligible by age, classification, or division representation) to delay processing until resolution.

These proposed changes would use existing points standings and events to replace the divisional qualification paths for these three event categories, with the following benefits:

- Fencers would be required to compete at least once to qualify for these championships.
- Divisions would regain a calendar date for more competitive and profitable tournaments.
- Confusion within divisions and among fencers over the qualification paths would be reduced.
- These qualification paths would increase incentives for entering regional events.
- The national office workload processing division qualifying reports would be significantly reduced during the six to eight weeks leading up to the SN entry deadline. Petitions for SN entry would also be fewer, further reducing the office workload.