

Minutes

Special Meeting of the USA Fencing Board of Directors

January 20, 2011 via Teleconference

In Attendance: Bradley Baker, Bill Becker, Aaron Clements, David Blake, Wes Glon, David Herr, Alan Kuver, Terry Kwan, Paula Reed, Mario Rodriguez, Sunil Sabharwal, Laurie Schiller, Soren Thompson, Kalle Weeks, Alex Wood

Guests: Beth Bell, Dan Berke, Rita Colman, Greg Dilworth, Jonathan Jefferies, Andrea Lagan, John Springgate, Ms. White

I. General Information and Organizational Items

General announcements

Remarks – Kalle Weeks, President

Ms. Weeks reviewed materials presented to the Board by Kae Rader regarding the roles and responsibilities of members of the Board of Directors.

Two documents will be sent to the Board. Members are asked to review Ms. Rader's self-study materials in advance of the meeting in Dallas, and to send comments regarding the Executive Director job description to her and Ms. Kwan by February 1.

Appointment of Parliamentarian

Motion (Mr. Becker): To appoint Mr. Herr as Parliamentarian.

Second: Mr. Rodriguez

Motion Passed.

II. Minutes of the December 16, 2010 Special Meeting of the Board of Directors

Motion (Mr. Baker): To approve the minutes of the December 16, 2010 Special Meeting of the Board of Directors (distributed separately)

Second: Mr. Kuver

Motion Passed.

III. Board of Directors Report of Action, January 4, 2011

The following motions were adopted by the Board of Directors via email vote, which concluded January 4, 2011:

- To approve the modified athlete contract to include reference to dispute resolution procedures to be added to the Athlete Handbook. The procedures to be added to the Athlete Handbook should also be published immediately.
- To approve the contract between Professional and Scientific Associates (PSA) and USA Fencing.

Motion (Mr. Baker): To approve the report of Board Action.

Second: Mr. Kuver

Motion Passed.

Clarification statement from Mr. Dilworth addressing concerns around potential Stay & Play programs: We have indicated to PSA that we have no interest in Stay & Play and do not anticipate having future interest in such a program.

IV. Finance and Budget

Financial Reports (Greg Dilworth and Sunil Sabharwal)

An oral report was given by Mr. Dilworth, in which he addressed the following matters:

Financially we are about where we expected to be at this time. The USOC has agreed to shift funding from 2012 (less expensive year) to 2011 (relatively more expensive year), as well as to front-load payments in 2011. We will have a variance request that will be sent out for email vote after this conference call to add \$10,000 to Wheelchair program (line 82) to purchase 4 wheelchair frames to ship with NAC equipment rather than continue to impose on clubs to provide frames. No other variances are requested at this time.

Question: Can we make it a goal to have financial information available sooner?

Answer: Yes. My [Greg's] error this time. We will do better moving forward.

A discussion of one-day memberships and increasing the price thereof will be on the agenda for discussion in February, with the expectancy of a motion for an increase in March. The Athlete Protection Task Force is likely to make suggestions for changes in professional and club memberships, and these should be handled as part of the same changes.

V. Updates from the Executive Director (Greg Dilworth)

An oral report was provided by Mr. Dilworth supplementing the written report previously distributed and attached to these minutes.

It was noted with sadness that Dana Brown will be leaving the organization due to family reasons.

The December NAC, as anticipated, lost ~\$20,000. It was noted that the replay systems did not work in Atlanta.

At NAC C (Dallas) all replay systems worked throughout the weekend. Different problems were identified in each of the five systems from Atlanta. Hardware failure in a small replaceable part has been identified and corrected. Foreign software was loaded on one of the systems causing problems. Settings on others were changed. David Blake, who has owned such a system for a period of time, has agreed to be available at future NACs to set up and maintain systems.

Mr Dilworth commended the work of the armorers, bout committee, head referees, and referees that made the tournament run smoothly. No day went past midnight, despite prior concerns. Tournament officials' food was improved in Atlanta and Dallas after concerns at NAC A and B.

We continue to work with potential sponsors. More detail will follow in the executive session.

USA Fencing is in the process of adding a communications coordinator to the staff. Responsibilities include press releases, website updates, American Fencing articles, follow-up with local media, editors, etc. as athletes record results and as we visit various cities.

Wheelchair fencing has taken a long time to get a handle on. This has been attributed both to communications breakdowns in Office and waiting for the USOC to make their annual financial allocation. The allocation was received in late 2010. Communications gaps are being closed. A plan and proposed budget for 2011 have been sent out by Jim Page. A future variance request for purchase of wheelchair frames was again noted.

There has been significant staff turnover in the International Department. Annual reviews of each National Coach have been conducted, perhaps for the first time ever. Surveys and interviews with athletes, coaches, and parents involved were a part of that process. We are currently looking to move to a model with weapons directors or coordinators in charge of logistical support for each weapon to free elite coaches to focus on coaching.

A successful camp was conducted at the OTC in Colorado Springs involving 4 MS and 2 WS athletes in early January. New information was obtained about USOC support available in such areas as strength and conditioning programs and use of video resources.

There is a JWS World Cup this weekend in Phoenix, AZ. Bill Becker's work on this tournament is greatly appreciated. We expect a world class event, if one that is only lightly attended.

Cadet/Junior Worlds in Mer Morte, Jordan: Andrea is working on host hotel arrangements. We believe we have identified a good choice and are currently working to finalize a contract. There have been extensive discussions regarding security for our athletes, staff, and cadre attending the Championships and we are working closely with the USOC on this issue.

Mr. Dilworth was asked if he feels that we have received good value for the replay systems so far. His answer indicated that he does.

It's a matter of a learning curve understanding how to use the systems. Mr. Dilworth expressed disappointment that they did not function in Atlanta. The systems worked perfectly in Dallas and were used in finals of all events at the tournament. Discussions regarding how to use the systems and the video captured for training both athletes and referees are continuing. With David Blake agreeing to attend each national tournament to assist with set-up and use of the systems and with more people

becoming more familiar with the systems progress along the learning curve is anticipated.

VI. Committee and Task Force Reports

Nominating Committee Report (Aaron Clements)

Mr. Clements provided an oral report of the activities of the Nominating Committee.

The committee was inundated with individuals applying. Many candidates want to be involved, including some without the level of previous organizational experience that would be expected for potential Board members. Such candidates can serve as a potential pool of interested members that should be tapped for other tasks where possible.

Unsuccessful candidates have been notified by the chair of the committee. The committee is currently preparing a report to the Board with recommendations for future nominating committees to help streamline the process for future years as we learn how provisions in Bylaws work out.

Election Committee Report (David Blake)

An oral report was provided by Mr. Blake.

We're going to go forward with one-year contract for electronic voting, based on information provided from National Office. A longer term contract currently would be difficult until we learn what problems we may encounter. Over the next couple of weeks, the committee will be working on plans for posting of information regarding the forthcoming elections.

Other Updates

No further committee activity updates were reported.

VII. New Business

1. Motion (Mr. Baker): To approve appointment of Jane Carter as Chair of the Youth Development Committee.

Second: Mr. Kuver
Motion Passed.

2. Overview of Financial Policy Manual

An oral report was provided by Mr. Dilworth. The Financial Policy Manual will be posted to website as a draft version to solicit comments, questions, and suggestions from membership.

The manual incorporates financial policies currently in effect in the National Office and language concerning where staff has authority to take action on own volition and where Board approval necessary.

The newly revised manual is designed to replace the motion passed last year regarding what contracts
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require Board approval in order to have policies all in one place.

Mr. Dilworth presented a request for feedback on the contents of the manual for changes to be made. It is anticipated that the manual, with any needed revisions, will then be approved and adopted at the Board meeting in February. Future changes to manual will also require Board approval.

VIII. Executive Session

The Board convened in Executive session to consider legal and personnel matters.

Motion (Mr. Herr): To approve the signing of an agreement between USA Fencing and Ludus Tours that provides for Ludus to assist USA Fencing's athletes' friends and family as well as fencing fans with hospitality and housing during the 2012 London Olympic Games.

Second: Mr. Schiller

Motion Passed.

Motion (Mr. Herr): To accept the 2011 Performance Partner Agreement between USA Fencing and the USOC

Second: Mr. Kuver

Motion Passed.

IX. Adjournment

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

Second: Mr. Clements

Motion Passed.