

# Minutes

## Special Meeting of the USA Fencing Board of Directors

May 6, 2015 via Teleconference

**Present:** Don Anthony, Michael Aufrichtig, David Blake, Sam Chervis, Mary Griffith, Diana Hoadley, Lorrie Marcil Holmes, Jeff Salmon, Laurie Schiller, Daria Schneider

**Absent:** Nathan Anderson, Alan Kidd, Cody Mattern, Lianne Merchant, Doris Willette, Felicia Zimmermann

**Guests:** Kris Ekeren, Nicole Jomantas, Keri Khan, Terry Kwan, Grant Jones, Melissa Jones, Jim Neale, Phil Reilly, Kate Reisinger, Christy Simmons, Kalle Weekes

### **I. General Information and Organizational Items**

President's Report (Appendix A)

### **II. Consent Agenda Items**

**Motion: (Mr. Anthony)** To approve the consent agenda.

1. To approve the minutes of the February 26, 2015 meeting.
2. To approve the financial reports for February and March 2015.
3. To add Irene Seelye and Kathy Walters to the Equipment Technology Committee.
4. To accept the resignation of Sheryl Eberhardt from the Tournament Committee.

Second: Mr. Blake

Motion passed.

### **III. Executive Director's Report (Appendix B)**

Q: Membership numbers are down specifically competitive members, what are we doing about this?

A: We are behind about 500 members from last year, which is mostly attributed to non-USA Fencing 2014-15 Board of Directors May 6, 2015 Meeting Minutes

competitive and there is a large number that moved from competitive to collegiate competitive. We are rolling out some new email campaigns to push membership renewal and retention and high school programs.

#### **IV. Finance Update (Sam Cheris)**

We are tracking on target without much leeway. We are \$23K positive through March. Keri went through everything to see what items were timing differences and came to a negative variance of \$9K. This is not a worrisome difference. Keri is now going through each budget line by line and meeting with each department to do our best to make sure we are going to meet the budget numbers for the remaining months.

To clarify, the organization is not currently \$123K in debt, and our goal is to eliminate the negative net worth of \$123K that existed at the end of 2014, so that we have a positive net worth as we begin the 2015-16 membership year. The cash and receivables vs payables graph shows that we are now positive \$484K, which shows that we are able to pay our bills on time, including volunteers and athletes.

We would like 100% of the BOD making contributions to USA Fencing. So far 11 board members have made contributions, and we would encourage the remaining members to make a donation by year end. We appreciate everyone who has made a contribution.

Q: Do you accept stock?

A. Yes, you can send it to the office and we can take care of transferring it to USA Fencing and then cash it in.

Mr. Anthony: Thank you for the clarification in regarding our debt.

#### **V. Legal Update (Mr. Neale)**

The majority of the work has been privileged and confidential information. The legal work has been mostly about a lawsuit regarding a referee suspension, a compliance issue with a club concerning suspended coach and a few contracts reviews with Kris.

#### **VI. 2015-16 Committee Discussion (Appendix C)**

**Motion: (Ms. Marcil Holmes)** To accept new committee structure.

Second. Ms. Griffith

Motion passed.

**Motion (Mr. Cheris):** To add bylaw change posting to new business.

Second Ms. Griffith

Motion Passed.

## VII. Branding Update

Oral update by Phil Reilly on the work that CMD has done on this project. The board agreed to move forward with the branding project.

## VIII. New Business

**Motion: (Mr. Cheris)** To adopt the rule changes as presented in Appendix A.

Second: Mr. Schiller

Q: When will glove change be implemented? Was testing done?

A: We don't know background details on what the FIE used to determine that the change needed to be made. We have only put the change in for sabre, but the FIE rule appears to be written for all three weapons. We do not know what the study results were and if injuries have decreased.

All aspects of the rules unless otherwise noted would be effective on 8/1/15. The changes will be effective for all competitions that are USA Fencing sanctioned. Are any vendors currently selling the new gloves? They have said that they are selling them. We are not sure if they have all sizes available. The new glove has been in effect for world cups for a year. It's a safety change that should be made across the board.

Motion has passed.

**Discussion:** 2016-17 Referee Compensation – Proposed compensation for 2016-17 season. Keri has run numbers on the effect the change will have on events. We are presenting this now so that we can begin discussions. The NCAA's and SYC's are out paying what we pay. The new guidelines will also take into account referees who work full days vs half days and those that are rated in multiple weapons. This pay change would be also for the other official groups as well.

Send comments or questions to Sam. We can discuss at the June meeting. The change will be considered for the next quad budgets.

**Motion: (Mr. Cheris)** To publish, in accordance with the USA Fencing Bylaws Article XIV, Section 2.a, a notice of proposed amendment to the Bylaws to be voted upon at the May 2015 meeting of the Board of Directors, and to provide a means by which comments of the membership relating to the proposed amendment may be commented upon for distribution to the Board prior to such meeting.

- a. To amend the Bylaws to make the Ethics Committee a Standing Committee. (Appendix D)

Second: Ms. Hoadley

Motion passed.

**IX. Good and Welfare**

The next meeting will be on June 26<sup>th</sup> in San Jose. The tentative schedule is that the working session will begin at 1:00 with the meeting at 5:00.

**X. Recess to Executive Session**

**X. Executive Session**

**XI. Adjournment**

**Appendix A**  
President's Remarks  
May 6, 2015

Our athletes continue to perform at very high levels in Cadets, Junior and Senior competitions around the world. Our Cadet and Junior teams demonstrated once again that we are one of the strongest fencing nations in the World in Tashkent finishing third behind Italy and France. Our Senior Team had a series of incredible performances at the Pan American Zonal Championships with a very important victory by our Men's Epee Team over Venezuela to put them in a good position as the Olympic qualifying season begins. This past "Super World Cup" weekend was a little more challenging when all of our teams traveled to various parts of the world to compete. Congratulations to Mariel Zagunis and our Women's Sabre team for their podium finishes.

Financially we are still being very diligent on managing our budget. The office will be reviewing numbers over the next couple of weeks to assess where we are to date and make recommendations on any changes that need to occur over the next months as we move closer to closing out the year.

There will be a number of International meetings coming up over the next few months. The Pan American Confederation will be holding an extraordinary congress May 30<sup>th</sup> to select a new location for the 2016 Pan American Zonal Championships because USA Fencing will be unable to host them in conjunction with our Summer Nationals as we specified in our proposal. The location for the Zonal Championships must be designated at least one year in advance. The FIE Executive Committee will meet on June 6<sup>th</sup> to finalize details on a number of issues including the host city for the FIE Congress in China later this year, testing of new Sabre rules being proposed and ongoing planning for the Rio Olympic Games. All FIE Commissions will also be meeting in Bucharest Romania at the end of July.

The upcoming election is on track with the Election Committee moving forward as scheduled. Please encourage all of our eligible members to vote.

The Road to Rio will include events hosted by USA Fencing. We have allocated resources in our budget for one event and are working on sponsorship and in kind support so we will be able to give our athletes as much home court advantage as possible over the course of a very grueling qualification period. Talks with local organizers and host cities continue to progress. We hope to have budgets and resources available for these events confirmed by the end of this month.

CMD has been working with the National Office and the Marketing Committee on our marketing efforts. Phil Reilly will be presenting some of their findings and recommendations to the Board later in the meeting. The work CMD is doing will be instrumental in USA Fencing's ability to achieve our revenue goals and be in a position where we can meet our objectives as stated in our Strategic Roadmap. The key to our future success is presenting the excellent product we have with regard to athlete success, the health and wellness benefits for our sport and the attractive demographic of our membership and fan base.

We are also looking for nominations from the Board for our 2015 Service Awards.

Thanks,

Don Anthony, Jr.  
President and Board Chairman

## Appendix B



To: USA Fencing Board of Directors

From: Kris Ekeren, Executive Director

Date: April 20, 2015

Subject: Executive Director's Report

---

Please see the updates on the progress made on USA Fencing's identified business objectives.

### **Optimize Leadership/Operational Effectiveness**

There are two groups that are currently addressing operational effectiveness. The Strategic Plan Metrics group (6 BOD members, 3 National Office staff members) and the Committee Working Group (3 BOD members, 1 National Office staff member) should complete their work by the June 26<sup>th</sup> BOD meeting. The Strategic Plan Metrics group is working with Lee Metcalf of Daugherty to establish metrics and dashboard reporting to effectively evaluate the progress on the business objectives and initiatives.

### **Achieve /Maintain Financial Solvency, Stability & Sustainability**

The National Office is on track to meet the end of the year budget goals. However, as Sam and Keri have pointed out in their monthly narrative report to the BOD, there are uncertainties as we close out the budget year including Sr. World Championships and Summer Nationals. Expenses will continue to be monitored very closely in the last quarter of our fiscal year.

The finance and business services division is evaluating financial trends from 2008-present to assist with the development of a quad budget for the organization.

### **Generate Sustainable Revenue from Internal and External Sources**

Grant Jones continues to build the foundation of the development division, while cultivating relationships and potential donors. We will be launching two initiatives to encourage giving as the membership year closes: increased visibility for members to give a donation when renewing their membership or signing up for Summer Nationals and a general philanthropic appeal in May. We are also working with CMD, who has been assisting USA Fencing with a branding project, on generating other external revenue. Staff will provide additional details during the Executive Director's update during the May 6<sup>th</sup> BOD meeting.

### **Optimize Qualification and Tournament Process**

The National Office continues to work with the Tournament Committee and Youth Development Committee to develop and refine tournament qualification paths. Discussions have also centered on the best way to communicate the qualification paths to our clubs and individual members. Significant time has been spent to clarify the 2015-16 Athlete Handbook. In addition, the National Office has put in additional checkpoints for reviewing qualification paths/reports and citizenship status for championship events.

### **Grow and Promote the Sport of Fencing**

Member Services continues to focus on developing programs for club development to assist with membership growth. The National Office will be providing information on new high school

programs as the 2015-16 membership year begins.

The staff and marketing committee will continue to work with CMD on polishing our brand, while developing a well-developed PR plan as we approach Rio.

### **Improve Sports Performance and Development**

I want to recognize our athletes, coaches and support staff for great performances at both the Junior and Cadet World Championships and the Pan Ams. We saw outstanding individual performances during both competitions, and swept the gold medals for teams during the Pan Ams.

We continue to focus on preparation for Rio, with the Sports Performance team working closely with athletes, coaches, and other groups to provide the needed support to all of our athletes.

In the area of sports development, staff is beginning discussions on coach education and sport development models. We are also working with the FOC to evaluate the effectiveness of the referee pilot program.

### **Transform Culture of Fencing Leadership and Governance**

The National Office has drafted code of conduct documents for the various constituent groups involved in the organization, including coaches, parents, and spectators. The codes of conduct will be reviewed and presented prior to the 2015-16 membership season.

### **Refine Organizational Structure of Fencing in the US**

The National Office will host division education modules to assist volunteers with the division responsibilities. In addition, the Division and Section Resource Group will be working on the distribution of section assets.

### **Miscellaneous Operational Issues**

- The Athlete Handbook is being reviewed by staff and volunteers at this time. Once the document is in the final draft form, we will be utilizing a technical writer to assist with the project.
- We still anticipate that the National Center for Safe Sport will be operational in 2015. All NGBs will be required to participate and we have budgeted for the expense that will be allocated to us.
- There will be several meetings and functions during Summer Nationals, including the Hall of Fame and All Academic receptions, a past president's luncheon, and an international women's referee seminar. We'll continue to highlight the events on our website.

## Appendix C



To: USA Fencing Board of Directors  
From: Kris Ekeren, Executive Director  
Date: April 29, 2015  
Subject: Recommendation for 2015-16 Committee and Resource Team Structure

---

The Committee Working Group (CWG) has continued to focus on the operational effectiveness of USA Fencing's committee and resource teams. With input from the CWG (David Blake, Mary Griffith, Lorrie Marcil-Holmes, and Kris Ekeren) and the Board of Directors officers, the National Office is recommending the following structure for 2015-16:

### **Board Support**

- Legal Resource Group
- Background Screen Review Group
- Parliamentarian
- Historian

### **Standing Board Committees**

**Standing Committee:** a committee that is created by USA Fencing bylaws; cannot be created or disbanded except by amendment of the bylaws

- Audit
- Budget
- Election
- Nominating
- Ethics (pending BOD approval at the June 26 meeting)

### **Additional Principal Committees/Commissions**

**Principal Committee:** includes standing committees and additional committees as the BOD designates as sufficiently integral to the operation of the USA Fencing.

**Commission:** type of committee of the BOD that is charged with operational responsibility but that is not required to include Athlete representation.

- Fencing Officials Commission
- Tournament
  - Youth Development Committee
- Veterans

### **Committees of the Board**

**Committee of the Board:** a committee that is not a standing committee.

- Compensation
- Equipment Tech
- Hall of Fame
- International Relations (shift from Task Force status)

### **Task Forces**

**Task Force:** a special committee constituted for a single or specific purpose that is limited in scope or time.

- Collegiate Task Force

### **Resource Teams**

**Resource Team:** not defined in bylaws; teams that are formed to assist the National Office with operations.

- Club and Member Services
- Division (shift from Task Force status)
- High School Resource Team (shift from Task Force status)
- IT (shift from Board committee)
- Marketing and Communications (shift from Board committee)
- Paralympic Development (shift from Task Force)
- Safe Sport
- Sport Development (new group to assist with coach education and athlete development model)
- Sports Medicine (shift from Task Force)
- Sports Performance

After BOD review of the structure, the National Office will post charters for the committees and resource teams on our website and encourage USA Fencing members to indicate interest for the volunteer positions. The National Office will compile the information and provide to the BOD for discussion during the June meeting.

## **Appendix D**

Section 8. **Ethics Committee.** The Ethics Committee is a Standing Committee.

- a. **Purpose.** The purpose of the Ethics Committee is to foster a culture of ethics within USA Fencing and assist the National Office and the Board of Directors in promoting and upholding the highest ethical standards throughout the organization. The Ethics Committee is responsible for reviewing code of conduct and conflict of interest regulations for athletes, coaches, and other constituent groups and making recommendations to the National Office/Board of Directors regarding suggested changes. At least annually, the Committee shall review the USA Fencing conflict of interest forms. The Committee is also responsible for reviewing and making recommendations regarding any ethics violation complaints that are received by the Board of Directors or National Office.
  
- b. **Composition.** The Ethics Committee shall consist of four members chosen by the Board of Directors and an athlete. Of the four members chosen by the Board of Directors, one should be a representative from the Legal Resource Group.