

Meeting Title: Pacific Swimming Board of Directors Meeting

Date: July 21, 2021

Attendance:

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

David Cottam	X	Michael Allegretti	X	Zone Reps		Athlete Reps		Guests		Office	
Leo Lin	X	Kent Yoshiwara	X	1N – Laura Mitchell		Jivana Nagpal	X	Phil Grant	X	Cindy Rowland	X
Veronica Hernandez	X	Kelly Schott		1N- Larry Rice	X	Lily Struempf	X	Marcus Daene	X	Laurie Benton	X
Daniel Cottam		Mike Davis	X	1S – Mark Taliaferro	X	Aidan Pfeiger	X	Erik Scalise	X	Diana Fetterman	X
Kyle Kikuta	X	Clinton Benton	X	2 – Peter McNamara	E	Saya Ryan	X	Chris Lam	X	Annie Stein	
Marie Lin	X	David Benjamin	X	3 – Kevin Twohey				Millie Nygren	X		
Mary Ruddell	X	Debbi Tucker	X	4 - Jerry Rudd				Sarah Gutierrez	X		
Kelly Crowley		Mike Piccardo	X	4 - Jim Morefield	X			Amy Chang	X		
Don Heidary		Jay Rowland	X					Tony Daly	X		
Carlene Takaki											

TOPIC	DISCUSSION - CONCLUSION	RECOMMENDATION/ ACTION	FOLLOW- UP DATE
Meeting Called to Order	Meeting was called to order by David Cottam 7:30 PM		
Conflict of Interest	Meeting opened with question of any member having a financial conflict of interest. Clint Benton reminded us that he has a spouse that is staff.		
Minutes from Previous Meeting	July 21, 2021 BOD minutes amended and approved as amended		
Minutes from Previous Executive Committee Meetings	Executive Committee actions In August 2021 approved.		
Officer's Reports			
Chair	David Cottam: <ol style="list-style-type: none"> 1. Thanks Mary Ruddell for her long service as Treasurer, and Mike Davis for his long service as Official's Chair. 2. Mary Ruddell now serves as Financial Vice Chair and Budget Chair 3. The following individuals were appointed to positions by David and approved by the BOD: Don Heidary- Club Development Chair, Kelly Schott-Safe Sport Coordinator, Kent Yoshiwara and Kelly Crowley-Disability 		

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	<p>Diversity, Equity, and Inclusion Co-Chairs, John Schonder-Open Water, Mike Piccardo-Investment Chair, and Annie Stein-Scheduling Chair</p> <ol style="list-style-type: none"> 4. Finances are in much better shape than anticipated, and we hope to have a good recovery year. 5. On September 25th USA-S will have a Special Business Meeting regarding the restructure of the USA-S House of Delegates. 6. Voting delegates to the USA-S Business meeting will be Leo Lin, Tony Daly, Veronica Hernandez, Aiden Pflieger, Anika Nagpal, Kyle Kikuta, Clint Benton and David Cottam. Meeting will be via zoom and registration to attend is still open. 7. The new format would allow Pacific to send one non-athlete, non-coach member, and 4 coach members as voting delegates. 8. USA-S is offering to all clubs the ability to acquire an Enterprise Zoom account license for an annual fee of \$240 . 9. Laurie Benton asks that we discard all old forms, and use the 2021-2022 Registration Forms . 10. All BOD members need to sign a Statement of Principles and Conflict of Interest Form. Cindy will be sending that out to all of us as soon as they are ready. Please sign and return to Cindy as soon as you receive it. 		
Vice Chair – Program Operations	Leo Lin - no report		
Vice Chair – Program Development	Veronica Hernandez: - no report		
Treasurer	<p>Mary Ruddell:</p> <ol style="list-style-type: none"> 1. Draft Statement of Activities Budget Performance of July and August, and Draft Statement of Financial Position as of August 31, 2021 presented and approved. 2. Mary applied for the forgiveness of our 2nd PP loan 		
Age Group	Position Open - Veronica is looking for someone who is a coach, to fill this role		
Sr. Committee	<p>Tony Daly:</p> <ol style="list-style-type: none"> 1. Winter sectionals have still not settled on a venue and host 		
Registration	Laurie Benton - See Report		
Report/Recom - Staff	Cindy Rowland: See posted reports and minutes		

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Consent Calendar	Consent Calendar approved (including all committee reports and minutes)- Athlete, Diversity, Officials, Investment, Scheduling, Zone 2, and Zone 4 had oral reports		
Athletes	Adam Pfeifer: <ol style="list-style-type: none"> 1. The Athlete Leadership Summit Conference will be virtual and will take place on October 16-17 2. Topics will include Governance, Strategic Planning, Mental Health, DEI (Diversity, equity , and inclusion) and a College Coach Panel. 3. Applications to attend will close September. It is hoped that each team in the LSC will send 2 athletes (an Athlete Rep, and another athlete chosen by the Head Coach of the team and the Athlete Rep. 		
DDEI	Kent Yoshiwara: <ol style="list-style-type: none"> 1. USA Swimming has no "cap" regulation,. Competing with a "SoulCap is not considered a disqualification in USA Swimming. 2. USA Swimming's National DEI Committee, Team Black, and DEI Counsel all voiced opposition to FINA's ruling banning the use of the "SoulCap in FINA competitions, and were not supportive of the statements FINA made regarding the use of SoulCaps. 3. This will be brought up in our DEEI meeting tomorrow night, to see if we recommend an LSC response supporting the athlete's affected by the ban. 		
Scheduling	Leo Lin: <ol style="list-style-type: none"> 1. All LSC meets were put up for bidding and all were awarded 2. Pleasanton, has just turned back the Short Course Far Westerns in April. 3. Scheduling is now opening this meet for a new venue 		
Officials	Mike Davis: <ol style="list-style-type: none"> 1. The Officials Chairs met and went over the many applications for positions in the LSC 2021-2022 Meet Season. Many assignments were completed and the list will be distributed before the 2021-2022 Season starts. (Their were no athletes at this meeting because the athlete representatives were swimming at Sectionals in Roseville 2. OQM meets were designated and we will be able to evaluate every position up to level N3i with our own people. 3. Because of budget cuts we will limit outside evaluators to one OQM meet (and will bring 1 or 2 evaluators at that meet who can do N3finals evaluations) 4. We have a significant number of officials with assigned positions in the Western Zones Senior Meet. This will be Mary Jo Swalley's and Gloria Schuld's last such meet. 5. In September, Mike Davis will step down as Official's Chair (after 6 years) and Phil Grant will become Official's Chair 6. An LSC Official's Clinic is planned for October 16-17, and it may be done in person. Venues are being explored. 		
Investment	Mary Ruddell:		

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	<ol style="list-style-type: none"> 1. She is monitoring interest rates, and the interest rate on our loan has not changed 2. Don Heidary, and Mary have been tasked with figuring out how to pay off the loan we have taken. They have 4 or 5 options and will present them to the Investment Committee August 19. 		
Zone Reports			
Zone 1N	No report		
Zone 1S	No report		
Zone 2	Leo Lin: <ol style="list-style-type: none"> 1. At our last Board Meeting we had elections for Zone 2 Officers: Chair - Mark Ryan, Vice Chair - Chris Lam, Secretary - Doug Reid, Treasurer - Carol Cottam, Governance Liaison -Peter McNamara Governance Liaison for 1N - Larry Rice, and 1S -Kyle Vanswol 		
Zone 3	No report		
Zone 4	Jim Morefield: <ol style="list-style-type: none"> 1. The Meet schedule for the Zone is completed 2. Had Board Elections and all incumbents were reelected. 3. 3 athletes from the Zone participated in Wave 2 of Olympic Trials 		
Budget	Mary Ruddell: <ol style="list-style-type: none"> 1. See Motion 2107FC02 - Revise Budget for Sectional Athlete Travel Support 2. See Motion 2107CC01, and 2107CC02 - Budget changes from the Camp Committee Revised Budget approved with the above amendments		
Old Business	None		
Old Motion	Motion2107FC01 Re-Designate the Board Designated Fund to pay the Credit Line Redesignate the purpose of the Board Designated Fund (BDF) from an account to offset shortfalls in membership income to a holding tank for funds to pay the Priority Credit Line. Mary Ruddell, Finance Committee Reasoning: The establishment of a Board Designated Fund was approved at the July 2014 BOD meeting. (Motion1407FC1) The purpose of the Board Designated Fund (initially named the Board Designated Membership (BDM) fund) was to be used for shortfalls in membership income.	Passed	

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	<p>With the House of Delegates approving the increase in membership/registration fees, the Finance Committee determined that Pacific no longer needs to maintain an account within the investment fund to offset shortfalls in membership income. Pacific Swimming does need to set aside/accumulate funds to payoff the Priority Credit Line.</p> <p>Because of time this motion was tabled to September BOD meeting</p>		
	<p>Amended 2103GC04b&c Job Description of Finance Vice Chair and Treasurer</p> <p>1 FINANCE VICE CHAIR</p> <p>2 The Finance Vice Chair shall be the chief financial officer of Pacific Swimming. The Finance Vice Chair shall have general charge of the affairs and property of the division that includes the Treasury function, the development and implementation of an investment program for Pacific Swimming's working capital, funded reserves and endowment funds, and the development and implementation of a marketing and fundraising plan for Pacific Swimming.</p> <p>8 The Finance Vice Chair shall:</p> <p>9 • have charge of and supervision over and be responsible for the funds, moneys, securities, and other financial instruments of Pacific Swimming.</p> <p>10 • prepare an annual and quadrennial budget for Pacific Swimming operations and present the budget for approval by the Board of Directors and the House of Delegates.</p> <p>11 • cause to be conducted the audit or review required pursuant to Bylaws Article 7.4.2 C (2) & (3).</p> <p>12 • authorize the Treasurer to disburse the funds of Pacific Swimming by checks or drafts, automated debits, or wire transfers upon the authorized depositories of Pacific Swimming and obtain and preserve proper receipts and documents for all moneys disbursed.</p> <p>13 • cause the moneys, securities, and other financial instruments of Pacific Swimming to be deposited in the name and to the credit of Pacific Swimming in such institutions as shall be designated in accordance with Bylaws Article 6.12.</p> <p>14 • have the authority to require from the officers, committee chairs, coordinators, staff or agents of Pacific Swimming reports or statements providing information as the Finance Vice Chair may deem appropriate with respect to any and all financial transactions of Pacific Swimming.</p> <p>15 • cause to be appropriately segregated any special purpose or restricted fund or accounts.</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p>	Passed	

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	<p>22 • issue regular reports listing the current budget variances by line item, all consolidated</p> <p>23 expenditures and the current fund and account balances for the fiscal year to date, together</p> <p>24 with</p> <p>25 such other items as the General Chair or the Board of Directors may direct.</p> <p> • in general, have oversight of all duties incident to the corporate treasury.</p> <p>29 The Finance Vice Chair is responsible for the adequacy of Pacific Swimming's system of internal</p> <p> financial and accounting controls. The Finance Vice Chair is ultimately responsible for Pacific</p> <p> Swimming's compliance with Bylaws Article 7.4.2 and Bylaws Article 8. The Finance Vice Chair shall</p> <p> serve as the Chair of the Finance and Budget Committees and shall serve on the Investment</p> <p> Committee. The Finance Vice Chair is authorized to sign on Pacific Swimming Bank and Investment</p> <p> Accounts.</p> <p>Not a new BOD position - Job content change due to addition of Finance Vice Chair to BOD.</p> <p>40</p> <p>41 TREASURER</p> <p>42 The Treasurer is the principal receiving and disbursing officer of Pacific Swimming.</p> <p>43 The Treasurer shall:</p> <p>44 • oversee and ensure the receipt of all moneys, incomes, fees, and other receipts of Pacific</p> <p>45 Swimming and oversee the payment of all bills, salaries, expenses, and other disbursements</p> <p>46 approved by the Board of Directors.</p> <p>47 • cause to be kept, by Treasurer or person authorized in writing by the Treasurer, correct books</p> <p>48 of</p> <p> accounts and other financial records of all Pacific Swimming's affairs and transactions and</p> <p> such</p> <p>49 duplicate books of accounts as the Board of Directors or the Finance Vice Chair shall</p> <p> determine.</p> <p>50 • upon request, cause such books or duplicates thereof, quarterly financial reports and annual</p> <p>51 audited financial statements to be exhibited to any member of the Board of Directors, Pacific</p> <p>52 Swimming or USA Swimming.</p> <p>53 • ensure that all financial statements and supporting documentation of income and payments is</p> <p>54 stored electronically as specified by the Finance Vice Chair and that originals are stored and</p>		

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	<p>kept according to established record keeping requirements. 56</p> <p>57 The Treasurer is an authorized signer on Pacific Swimming Bank and Investment Accounts. The Treasurer shall publish monthly a Consolidated Statement of Financial Position (balance sheet) and Statement of Activities Budget Performance (profit & loss) and submit them to the Finance Vice Chair.</p> <p>A Task Force was created at the request of the General Chair to compare the motion put forward by the Governance Committee and review the amendments made by Mary Ruddell. The Task Force has put forward these recommended job description for the position of Finance Vice Chair and Treasurer below.</p> <p>This motion is passed and will be presented as an amended motion 2103GC04b and c Finance Vice Chair and Treasurer</p>		
New Business			
New Motions			
Next Meeting	Exe July 22, 2021, BOD September 15, 2021 at 7:30 pm via Zoom		
Meeting Adjourned	8:56 PM		

RESPECTFULLY SUBMITTED BY
MARIE LIN
SECRETARY , PACIFIC SWIMMING BOARD OF DIRECTORS