

Minutes

Annual Meeting of the USA Fencing Board of Directors

September 29, 2013 in Chicago, IL

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*Reports are provided by committee chairs regarding their committee's activities; receipt of the submitted reports does not indicate adoption of items within each report.

Present: Nathan Anderson, Donald Anthony, Jerry Benson, David Blake, Sam Cheris, Kirsten Crouse, Wes Glon, Mary Griffith, Cody Mattern, Jeff Salmon, Laurie Schiller, Daria Schneider, Stephen Trevor, Doris Willette

Absent: Diana Hoadley

Guests: Nancy Anderson, Bradley Baker, Kris Ekeren, Melissa Jones, Seth Kelsey, Jim Neale, Kate Riesinger, Sunil Sabharwal

I. General Information and Organizational Items

General announcements

Remarks – Donald Anthony, President

Appointment of Parliamentarian

Laurie Schiller was appointed as Parliamentarian for the meeting. Aaron Clements was appointed as Parliamentarian for the remainder of the season.

Appointment of Secretary

Nathan Anderson was appointed as Secretary.

Appointment of Independent Director

Diana Hoadley was appointed as Independent Director.

Appointment of Vice President

Felicia Zimmermann was appointed as Vice President.

Motion (Mr. Schiller): To add a consent agenda to the agenda.

Second: Mr. Cheris

Motion passed with one opposed and one abstention.

Motion (Mr. Schiller): To adopt a consent agenda. The consent agenda to include approval of the August 21, 2013 minutes, receipt of the financial reports, receipt of committee reports, and approval of all committee appointments, other than Nominating Committee and Election Committee, as distributed to the Board.

Second: Mr. Cheris

Motion passed.

Motion (Mr. Cheris): Approve appointments of Parliamentarian, Secretary, Independent Director, and Vice President.

Second: Mr. Benson

Motion passed with one opposed.

II. Approval of Minutes

Approval of the August 21, 2013 Special Meeting of the Board of Directors minutes.

Approval of the minutes was included in the consent agenda.

III. Executive Director's Report (Kris Ekeren)

IV. Finance and Budget (Sam Cheris)

Financial Reports

Motion (Mr. Cheris): To receive the financial reports, as submitted to the Board.

Receipt of the financial reports was included in the consent agenda.

2013-2014 Budget

Motion (Mr. Cheris): To adopt the proposed 2013-2014 budget.

Second: Mr. Schiller

Motion passed.

V. Committee and Task Force Matters

Committee Reports

Tournament Committee*

Veterans Committee

Clubs Committee

Hall of Fame Committee

International Relations Committee

Scholastic/Collegiate Committee

Audit Committee*

Youth Development Committee*

* Committee reports from the Audit Committee and Youth Development Committee were not available at the time the agenda was prepared. The Tournament Committee provided an update to their report after the agenda was prepared. The reports and update are included as appendices A, B and C to these minutes.

Receipt of submitted committee reports was included in the consent agenda.

Selection of Members of the Nominating Committee

Motion (Mr. Schiller): To appoint David Arias, Meredith Delgado, Tim Morehouse and Stephen Trevor to the Nominating Committee.

Second: Mr. Benson

Motion passed.

Election of Members of the Election Committee

The following people were nominated to the Election Committee:

Nicole Ross

Michael McTigue

Dan Berke

Nathan Anderson

Motion (Mr. Schiller): To close nominations and elect the four nominees to the Election Committee by acclamation.

Second: Ms. Crouse

Motion passed.

Approval of all other committee and task force appointments

Approval of all other committee and task force appointments, as distributed to the Board, was included in the consent agenda.

Committee appointments are included in appendix D to these minutes.

VI. International Update (Don Anthony and Sunil Sabharwal)

Mr. Anthony provided oral remarks on the results of the recent FIE Executive Committee meeting in Lausanne, Switzerland.

Mr. Sabharwal provided oral remarks on the topic of hosting Senior World Championships.

Motion (Mr. Anthony): To have the National Office explore possibilities and get bids from cities that have already indicated interested in hosting the 2014 Senior World Championships (Washington DC, San Francisco, Columbus, New York).

Second: Mr. Blake

Motion passed.

VII. Legal Update (Jim Neale)

VIII. Old Business

1. Motion (Mr. Mattern): Effective with the 2013-2014 season, officers of the board shall hold no other positions within the volunteer governance structure of USA Fencing, except as required by the By-Laws. Any necessary changes to appointments within the volunteer governance structure of USA Fencing shall take place immediately.

Second: Mr. Blake

This motion was postponed to this meeting during the Special Meeting of the Board on August 21, 2013.

Motion withdrawn.

2. Motion (Mr. Blake): To follow the newly adopted FIE rule that requires an 800 newton glove for saber fencers. USA Fencing will require 800 newton saber gloves at all National tournaments (NACs, JOs, and National Championships) to take effect January 1, 2014.

Second: Mr. Mattern

This motion was referred to the Equipment Technology Committee and the Fencing Officials Commission for comment during the Special Meeting of the Board on August 21, 2013.

Comments on the proposal had not been received from either committee as of the time of the creation and distribution of this agenda.

Motion (Ms. Schneider): To postpone consideration of this motion to the next meeting of the Board of Directors.

Second: Mr. Cheris

Motion passed.

IX. New Business

1. Motion (Mr. Schiller): To amend the voting procedure for induction into the USA Fencing Hall of Fame from the current membership vote to a vote of 25 select members of the Hall of Fame. The Hall of Fame Committee will select the 25 voters from current members of the hall of Fame, plus current members of the Hall of Fame Committee. Implementation: Immediately.

[Motion text has been slightly amended from the version originally included in the agenda]

Motion failed for lack of a second.

2. Motion (Mr. Schiller): To appoint a task force to determine whether USA Fencing should establish a standard for the strength of uniforms for USA Fencing sanctioned events. The task force will be comprised of, at a minimum, the Head USA Fencing Armorer, or his designee, USA Fencing General Counsel, or his designee, a member of the National Office Staff with knowledge of our insurance and liability coverage, one member of the USA Fencing Board of Directors, and a member to be appointed at large. The TF will elect a chair. The charge of the TF will be:

1. To determine if, based on our current insurance company's liability coverage and any other relevant legal factors, USA Fencing should establish a minimum Newton value for uniforms (jackets, knickers, and underarm protectors).
2. To gather data on other countries' standards, or lack thereof, of uniform strength and make a recommendation to the Board for a minimum Newton standard if they conclude we need one. The data Sam Cheris submitted to the Board in 2012 should be consulted as part of this investigation.
3. To consult with equipment companies that sell equipment in the US as to the feasibility and cost of creating such a standard, if any.
4. If a standard of strength is recommended that would result in significant new cost to members, to consult with club owners and the Youth Committee to make sure that such cost is justified by the liability issues established in point number 1 before presenting their recommendation to the Board of Directors.
5. As an alternative, require vendors doing business at USA Fencing sponsored events to create a classification grading system so that consumers are clearly aware of the quality level of equipment they are buying.
6. This task force must complete its work and submit its report at the February 2014 JO meeting of the Board of Directors.

[The motion was amended from the version included in the agenda. A new item (5) was included and the previous item (5) was renumbered (6).]

Second: Mr. Cheris

Motion defeated.

3. Motion (Mr. Cheris): To adopt the rule that masks may feature colored designs, on condition that they are approved by the Fencing Officials Commission at least 30 days before being used for the first time in an official USA Fencing competition OR at the discretion of the head referee. Fencers must submit pictures that clearly show the entirety of the design. Accepted designs will be posted on the Fencing Officials Commission website.

Second: Ms. Crouse

Motion passed.

4. Motion (Mr. Schiller): To adopt the specific four Transformation Alignment project recommendations presented in the Daugherty thirty page report on pages 34-38 with the specific understanding that the BOD needs to establish a list of long range goals and priorities and that we are simply adopting the beginning of the Strategic Roadmap without guaranteeing that everyone in the four year cycle will be adopted or executed.

Second: Mr. Benson

Motion passed with one abstention.

5. Motion (Mr. Cheris): I hereby move to add Keri Byerts to the banking resolution regarding the line of credit and credit cards at Great Western Bank in addition to Sam Cheris and replacing Val Belmonte who is no longer employed by USA Fencing.

Second: Ms. Schneider

Motion passed.

Other New Business

An oral presentation was provided by Anne Cribbs and Greg Massialas on the topic of hosting 2014 Senior World Championships in San Francisco.

Motion (Mr. Anthony): To approve the appointment of Stacey Johnson to fill the vacant trustee position of the United States Fencing Foundation.

Second: Mr. Mattern

Motion passed.

X. Good and Welfare

The Board will be meeting monthly for the next three months, with the objective of moving to a bimonthly schedule thereafter and towards a quarterly schedule.

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

The Board passed resolutions adopting recommendations of the Athlete Protection Officer on three background check “red light” appeals. The members in question are approved as Professional Members and have access to personal liability insurance coverage.

The Board passed a resolution to form a disciplinary panel to investigate allegations of a breach of coaching ethics made against a professional member. Members of the panel were selected.

The Board passed a resolution adjusting the compensation of the Interim Executive Director.

XII. Adjournment

Motion (Mr. Anderson): To adjourn.

Second: By Acclamation

Motion passed.

Appendix A

Audit Committee Report

Overview

The Audit Committee has had a series of meetings over the past year focused on, among others:

1. Review and approval of accounts
2. Selection of new auditors
3. Focus on USOC audit and Going Concern issues
4. Review of recent monthly financials and progress toward achieving budget targets
5. Importance of ability to forecast cash/cashflow as well as income statement
6. Highlighting the need to establish standardized financial reports

Positives

1. Impressed by success in accurately forecasting and achieving forecast for latest fiscal year
2. Pleased with narrative and line item/monthly detail provided in latest budget
3. New Finance Director + Treasurer have been very responsive and transparent in dealing with Audit Committee and BOD
4. Significant progress in moving ahead with improved financial reporting software and onboarding of new auditors
5. Impressed with ongoing commitment to budget discipline and ensuring net equity targets is hit

Issues

1. Year over year category/line item comparisons still need improvement
2. Financial reports can be further streamlined and made more accessible (balance of providing detail vs. extracting KPI's and clearly explaining major variances)
3. Continued improvement of ability to forecast cash flow
4. Forecasts and strategic planning should include financial planning over a quad (not just one year)
5. Budget still needs to do a better job of explaining key drivers/risks/issues in a strategic manner to a diverse group of stakeholders
6. Relationship between BOD/NO/Committees in preparing budgets and defining roles/responsibilities needs to be improved. The inability to efficiently pass the most recent budget must be addressed and corrected
7. We would like to see a plan to reduce NO staff turnover, particularly in the finance area, as it is hard to maintain consistent, high quality reporting and analysis otherwise.

Appendix B Youth Development Committee Report

The YDC made the following decisions on pertinent youth tournament issues. The National Office was informed of these decisions and the rationale behind them prior to the beginning of the 2013-2014 season.

- 1) The Y10 and Y12 events at Summer Nationals will remain NAC events and not be designated as National Championships for the 2013-2014 season.
 - a. We are looking for possible negative consequences of such a label vs the value in recognizing the accomplishments of our Y10 and 12 athletes.
 - b. We recognize that the tournament experience between the Y14 National Championship event and the Y10/12 NAC events are the same; from the referees, to the pools to DE format, to the final strip and medals
 - c. YDC members are currently reviewing research on youth sports relating to this issue.

- 2) There will be no change in the qualification paths for the Y10, 12 or 14 events at Summer Nationals.
 - a. Review of data did not warrant more restrictive paths at this time.
 - b. It is premature to use the RRPS to make a more restrictive path for Y10/12 since last year was the pilot year for these Regional Points.
 - c. This will be reviewed annually in order to be responsive to the growth of youth fencing.

- 3) The current rule that no cuts will be made after pools in youth events should continue.
 - a. The committee felt that the full competitive experience is most valuable for our youngest athletes and this includes experience with direct elimination bouts.
 - b. We would like to see more information in the numbers as to how making cuts would be justified from a tournament organization standpoint and weigh this with what is good for the development and overall experience for our youth fencers.
 - c. If we are presented with data that is compelling from a tournament standpoint, than beginning with cuts in Y14 events at NACs/ SNs would be the natural place to start.

The RRPS will no longer be maintained by the Regional Coordinators on askfred.net. Point rankings will be maintained by the National Office. This is a very positive step towards standardizing the RRPS, increasing access to/awareness of quality youth tournament opportunities and recognizing both participation and accomplishment at the Regional level. The RYC Point Patch program will culminate at Summer Nationals 2014.

The new Y10/12 DE formats are now in place in Fencing Time 4. The membership was notified via email and by an announcement on the website. Also, the next issue of American Fencing will explain the change. Feedback from coaches, parents and athletes has been positive.

I would be happy to speak with any Board Member who has questions, concerns or suggestions pertaining to the work of our committee and youth fencing in general. I encourage you to refer to past reports by this committee as well to see the background for the content of this report.

Respectfully,
Jennie Salmon

Appendix C Tournament Committee Report Update

2013-2014 NACs

Entry numbers for the October NAC are just under 2,500 (as compared to 1727 the last time we held this particular combination in October 2004). Since this would usually be one of our smaller NACs, we can expect the entire season to be extremely challenging. We are planning to provide additional content for the e-blasts to competitors advising steps they can take to minimize problems and make their tournament experience go as smoothly as possible.

2014 Summer Nationals

The September 6 TC report I submitted for the board packet was essentially a "where we are now" picture of the planning for the 2014 SN, for which tournament staff and volunteer leads (TC chair, FOC domestic assignments chair, technical & compliance manager, ED, etc.) began discussion before the end of this year's event in Columbus, which was substantially more demanding and grueling for officials than any tournament in any of our previous experience, despite its lack of serious glitches. The discussion has evolved considerably since then, and our conclusions have changed.

We concluded that the 10-day/70 strip option was less likely to be feasible in terms of staffing than the 12-day/60 strip option. This will, like every option we've considered, require substantial recruiting, developing, and cajoling of tournament officials, in considerably more numbers than we used this year in Columbus, to handle a tournament that could have as many as 25% more entries.

This will be an unusual—and we fervently hope, a unique—tournament. We are still figuring out what will even be possible for us to do, but here's what we've got so far:

- We are trying to think of staffing as more like three NACs than two 5-day tournaments in terms of hiring. This will require substantial international hiring, which could be somewhat mitigated by requiring foreign federations meeting a minimum number of entries to bring appropriately qualified referees, and will also require significant recruiting and development of new referees throughout this season's NACs.
- Commensurate additional (~30-50%) staff recruiting and development will also be necessary for other categories of officials.
- In order to ensure that our tournament officials remain capable of performing the duties we ask of them, we will need to discourage officials from attempting to work the entire tournament, and make sure that nobody works more than three consecutive days without at least a half-day if not a full day break.
- Events will need to be scheduled according to size and referee usage, with little or no regard for the usual scheduling criteria to avoid conflicts. The most we are likely to be able to do is roughly balance the entry numbers and referee usage for each day.
- Preliminary schedule modeling using our current event formats gives us end time projections of 2:00-3:00 am for approximately half of the tournament. This is not remotely reasonable for either athletes or officials, so it is likely we will have to adjust those formats to allow us to complete competitions no later than midnight. We've only just begun to work on this, but our current thinking is to determine target event size ranges for all events and to use the event numbers as of the entry deadline to determine the exact promotion rates necessary, somewhat similarly to the way world cups formats are set.

Respectfully submitted,
Mary Griffith
Chair, Tournament Committee

Appendix D Committee and Task Force Appointments



Committee and Task Force Appointments - 2013-2014

Board of Directors Ex Officio: Kris Ekeren	Donald Anthony (President), Nathan Anderson, Jerry Benson, David Blake, Sam Cheris (Treasurer), Kirsten Crouse, Was Glon, Mary Griffith, Diana Hoadley, Jeff Salmon, Laurie Schiller, Steve Trevor, <i>Cody Mattern, Daria Schneider, Doris Willette</i>
Athlete Advisory Group	Cody Mattern (Chair), Holly Buechel, Greg Chang, Ryan Estep, Daria Schneider, Jeff Spear, Rafael Suarez, Natalie Vie, Doris Willette, Iris Zimmermann-Nowack
US Fencing Representative to NGB Council and USOC Assembly	Interim Executive Director Kris Ekeren President Donald Anthony
USOC Athlete Representative USOC Athlete Representative – Alternate	Cody Mattern Daria Schneider
General Counsel Associate General Counsel	Jim Neale Steve Sobel Donald Alperstein, Sam Cheris, Aaron Clements, Thomas Hanahan, John Springgate, Alex Wood
Legal Resource Group	
Official Historian	Andy Shaw
Secretary	Nathan Anderson
Parliamentarian	Aaron Clements

Standing Committees	
Audit Committee Staff Liaison: Keri Byerts	Steve Trevor (Chair), Jerry Benson, Allex Gruman, <i>Daria Schneider</i>
Budget Committee	Sam Cheris (Chair), Diana Hoadley, <i>Jan Viviani</i> , Keri Byerts (non-voting member)
Election Committee Board Liaison: Staff Liaison: Kris Ekeren	Nathan Anderson, Dan Berke, Michael McTigue, Nicole Ross, <i>Lauren Willock</i>
Nominating Committee Board Liaison: Staff Liaison: Kris Ekeren	Tim Morehouse (Chair) Donald Alperstein, Nancy Anderson, Kalle Weeks, David Arias, Meredith Delgado, Steve Sobel, Stephen Trevor, <i>Dagmara Wozniak</i>

Additional Principal Committees	
Fencing Officials Commission Term expires: 2014 2015 2016 2017 Board Liaison: Jeff Salmon Staff Liaison: Tanya Brown	Sam Cheris (Chair), Mark Stasinos (Vice Chair), Omar Bhutta (Secretary) <i>Gerrie Baumgart, William Becker, Matt Cox</i> Sam Cheris, Francisco Martin, Mark Stasinos Omar Bhutta, Sharon Everson, Doug Findlay Peter Burchard, Derek Cotton, Mary Frye Ex-Officio: Iana Dakova (FIE Arbitrage 2013 - 2016)
Tournament & Tournament Services Committee Board Liaison: Kirsten Crouse Staff Liaison: Tanya Brown	Mary Griffith (Chair), Sheryl Eberhardt, Nikki Franke, Alan Geller, Carla-Mae Richards, Brandon Rochelle, <i>Natalie Vie, Jeff Spear</i> Omar Bhutta – FOC Liaison
Tournament Oversight Committee Board Liaison: Staff Liaison: Tanya Brown	Bill Becker (Chair), Aaron Clements, Nikki Franke, Alan Geller, Mary Griffith, Susan Jennings, Jennie Salmon, <i>Holly Buechel, Lindsay Campbell</i> Ginny Boydston, Drew Ridge – Advisors
Veterans Committee Board Liaison: Nathan Anderson Staff Liaison:	Judith Offerle (Chair), Jim Adams, Bill Becker, Rinaldo Campana, Paul Levy, Drew Ridge, Delia Turner, Philippe Bennett
Youth Development Committee Board Liaison: Wes Glon Staff Liaison: Tanya Brown	Jennie Salmon (Chair), Tyler Jacobson, Linda Merritt, Tasha Martin Poissant, Alex Ryjik, Julie Seal, William Viquiera, <i>Jacqueline Leahy, Iris Zimmermann-Nowack</i>
Committees of the Board	
Clubs Committee Board Liaison: Jerry Benson Staff Liaison: Kris Ekeren	Iris Zimmermann-Novak (chair), Felicia Zimmerman (VP), Dr. Donald LeMay (Med), Fernando Delgado, Bill Becker, Jon-girl Habala, Jay Choi
Compensation Committee Board Liaison: Staff Liaison: Kris Ekeren	Sam Cheris (Chair), Brendan Bâby, Steve Trevor, <i>Lauren Willock</i>

Divisions and Sections Resource Group Board Liaison: Jerry Benson Staff Liaison: Kris Ekeren	Edwin Hurst (Chair), Donald Alperstein, Gerrie Baumgart, Fernando Delgado, Allen Evans, Richard Weiss
Equipment Technology Committee Technical Resource Group Board Liaison: David Blake Staff Liaison:	Ron Herman (Chair), Dan Dechaine, Ted Li, Brian Rosen, Joe Byrnes - Emeritus Bill Murphy, Matt Porter
Ethics Committee Board Liaison: Staff Liaison: Kate Reisinger	Jim Neale (chair), David Arias, Stacey Johnson, Lewis Siegel, Stevel Sobel
Hall of Fame Committee Board Liaison: Laurie Schiller Staff Liaison: Kris Ekeren	Andy Shaw (Chair), Richard Cohen, Stephen Khinoy, Arnie Messing, Carla-Mae Richards, <i>Doris Willette</i>
Integrated Technology	Dan Berke, David Blake, Joe Salisbury
International Relations Resource Group Board Liaison: Donald Anthony Staff Liaison: Kris Ekeren	Sunil Sabharwal (Chair), Donald Alperstein, Donald Anthony , Carl Borack, Sam Cheris, Derek Cotton, Emmanuil Kaidonov, George Kolombatovich, Francisco Martin, Alex Ryjik, Cathy Zagunis, <i>James Williams, Iris Zimmermann-Novak</i>
Marketing & Communications Committee Board Liaison: Donald Anthony Staff Liaison: Kris Ekeren	Phil Reilly (Chair) , Carl Borack, Jeremiah Galvin, Allex Gruman, Lawrence Molloy,, Howard Sanders
Paralympic Development Resource Group Board Liaison: Cody Mattern Staff Liaison: Nicole Jomantas	<i>Mario Rodriguez</i> (Chair), Dennis Aspy, Ginny Boydston, Michael D'Asaro, Pia Douglas, Sharon Everson, Terry Harkey, Jon Moss, Sean Shumate, Les Stawicki, <i>Cat Bouwcamp</i>
Parents Committee Staff Liaison: Kris Ekeren	Kirsten Crouse (Chair), Debbie Amsbaugh, Patricia DeVore, Karen Skeete, Amanda Uhry
ROC Committee Board Liaison: David Blake Staff Liaison: Tanya Brown	Aaron Clements (Chair), Alan Kuver, Kevin Mar, David Sierra, Mark Stasinos, Brenda Waddoups, Lianne Merchant
Scholastic/Collegiate Task Force Board Liaison: Laurie Schiller Staff Liaison: Kris Ekeren	Kathy Vail (Chair), Wes Glon, George Janto, Christina Massialas-Vaka, Greg Schiller, Laurie Schiller, Rick Thompson, <i>Rafael Suarez, Holly Buechel, Tim Morehouse</i>
Sports Medicine Committee Board Liaison: Cody Mattern Staff Liaison: Kate Reisinger	Jeremy Summers (Chair), John Carollo, John Heil, Aladar Kogler, Donald DeLay, <i>Greg Chang, Cody Mattern</i>

Task Forces	
National Points Task Force Board Liaison: Sam Cheris Staff Liaison: Tanya Brown	Sam Cheris, Carla-Mae Richards, <i>Soren Thompson</i>
Sport Performance Task Force	Karen Cogan, Iana Dakova, Nat Goodhartz, Michael Marx, Greg Massialas, <i>Ryan Estep, Eric Hansen</i>
Team Operations Task Force	Ginny Boydston, Peter Burchard, Zoltan Dudas, Aladar Kogler, Bob Largman, Francisco Martin, Carla-Mae Richards, Justin Tausig, <i>Keeth Smart, Doris Willette</i>

Athlete Representatives marked in Italics