

<b>Meeting Title: Pacific Swimming Board of Directors Meeting</b>
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**Date: September 15, 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			<b>Zone Reps</b>		<b>Athlete Reps</b>		<b>Guests</b>		<b>Office</b>	
Leo Lin	X	Michael Allegretti	X	1N – Laura Mitchell		Adian Pflieger	X	Mike Davis	X	Cindy Rowland	X
Mary Ruddell	X	Kelly Crowley		1N- Larry Rice	X	Gaku Ito	X	Marcus Daene	X	Laurie Benton	X
Veronica Hernandez	X	Kent Yoshiwara	X	1S – Mark Taliaferro	X	Jane Ainsley	X	Charlie Gonzalez	X	Diana Fetterman	X
Eric Scalise	X	Mike Piccardo	X	2 – Peter McNamara	X	Sophie Boeun	X	Chris Lam	X	Annie Stein	
Tony Daly	X	Kelly Schott	X	2- Chris Lam	X			Valerie Rudd	X		
		Phil Grant	X	3 – Kevin Twohey							
Marie Lin	X	Mike Piccardo	X	3- Debbi Tucker	X						
David Benjamin	E	John Schonder		4 - Jerry Rudd	X						
Don Heidry				4 - Jim Morefield	X						

TOPIC	DISCUSSION - CONCLUSION	RECOMMENDATION/ ACTION	FOLLOW- UP DATE
<b>Meeting Called to Order</b>	Meeting was called to order by David Cottam 7:30 PM		
<b>Conflict of Interest</b>	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.		
<b>Minutes from Previous Meeting</b>	July 21, 2021 BOD minutes amended and approved as amended		
<b>Minutes from Previous Executive Committee Meetings</b>	Executive Committee actions In August 2021 approved.		
<b>Officer's Reports</b>			
<b>Chair</b>	David Cottam: <ol style="list-style-type: none"> <li>1. Thanks Mary Ruddell for her long service as Treasurer, and Mike Davis for his long service as Official's Chair.</li> <li>2. Mary Ruddell now serves as Financial Vice Chair and Budget Chair</li> <li>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</li> </ol>		

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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"> <li>4. Finances are in much better shape than anticipated, and we hope to have a good recovery year.</li> <li>5. On September 25th USA-S will have a Special Business Meeting regarding the restructure of the USA-S House of Delegates.</li> <li>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.</li> <li>7. The proposed new USA - Swimming HOD format which will be voted on at the September USA Swimming HOD meeting, allows Pacific to send one non-athlete, non-coach member, and 4 coach members as voting delegates.</li> <li>8. USA-S is offering to all clubs the ability to acquire an Enterprise Zoom account license for an annual fee of \$240 .</li> <li>9. Laurie Benton asks that we discard all old registration forms, and use the 2021-2022 Registration Forms.</li> <li>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.</li> </ol>		
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"> <li>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.</li> <li>2. Mary applied for the forgiveness of our 2nd PP loan</li> </ol>		
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"> <li>1. Winter sectionals have still not settled on a venue and host</li> </ol>		
Registration	Laurie Benton - See Report		
Report/Recom - Staff	<p>Cindy Rowland: See posted reports and minutes</p> <ol style="list-style-type: none"> <li>1. Cindy showed us the reports on Membership available on the LSC Portal</li> </ol>		

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	<ol style="list-style-type: none"> <li>2. Staff is closing up things from the 2020-2021 season, and is getting ready for 2021-2022 season.</li> <li>3. Getting the LEAP documents ready for submission. We are 90% done, and will submit by the deadline September 31, 2021</li> <li>4. Outreach Memberships will no longer use "free lunch" as a qualifying criteria since California is giving this to everyone</li> <li>5. Reminding people to send in their meeting minutes. Staff will look into what will be sufficient from the Zones since some Zones post their minutes on the Zone website, of Pacific Swimming.</li> </ol>		
<b>Consent Calendar</b>	Consent Calendar approved (including all committee reports and minutes)- Athlete, Officials, Safe Sport gave oral reports		
<b>Athletes</b>	Adam Pfeiger: <ol style="list-style-type: none"> <li>1. The Athlete Leadership Summit Conference will be virtual and will take place on October 16-17 and is still open to take registrations. It is hoped that every Club in the LSC will be represented.</li> <li>2. There will be a session there focused on preparation for the HOD</li> <li>3. Athletes are also working on creating a Leadership Camp</li> </ol>		
<b>Safe Sport</b>	Kelly Schott: <ol style="list-style-type: none"> <li>1. Just finished with a meeting and she will be sending information from that meeting to all Zone Chairs.</li> </ol>		
<b>Officials</b>	Phil Grant: <ol style="list-style-type: none"> <li>1. Thanks given to Mike Davis for his long term service</li> <li>2. Sarah Obaggy is now official's co-chair of Zone 3 - replacing Phil</li> <li>3. The Official's Committee had a scheduling meeting and have assigned officials to the first part of the schedule of LSC meets</li> <li>4. October 16th we will have a virtual Official's clinic. There will be 3 sections: Basic Stroke and Turn, Refresher Stroke and Turn, and Admin Referee/Official.</li> <li>5. There will be a mini clinic given at Sebastapol by Sarah Obaggy.</li> <li>6. On September 11 there was an Official's Clinic in 1N via Zoom attended by 77 people.</li> <li>7. Pacific Swimming had a significant number of Officials serving in assigned positions at the Western Zones Senior meet at Clovis</li> <li>8. USA Swimming has extended allowance of using the Dolphin Semi Automatic Timing System for sanctioned meets to May 31st, 2022.</li> </ol>		
<b>Zone Reports</b>			
<b>Zone 1N</b>	No report		
<b>Zone 1S</b>	No report		
<b>Zone 2</b>	No report		

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Zone 3	No report		
Zone 4	No report		
Budget	No report		
Old Business	None		
Old Motion	<p><b>Motion2107FC01 Re-Designate the Board Designated Fund to pay the Credit Line</b></p> <p>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.</p> <p>Mary Ruddell, Finance Committee</p> <p>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.</p> <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. Passed</p>	Passed	
	<p><b>Amended 2103GC04b&amp;c Job Description of Finance Vice Chair and Treasurer</b></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> <ol style="list-style-type: none"> <li>1       <b>FINANCE VICE CHAIR</b></li> <li>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.</li> </ol>	Passed	

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	<p>8 The Finance Vice Chair shall:</p> <ul style="list-style-type: none"> <li>9 • have charge of and supervision over and be responsible for the funds, moneys, securities, and</li> <li>10 other financial instruments of Pacific Swimming.</li> <li>11 • prepare an annual and quadrennial budget for Pacific Swimming operations and present the</li> <li>12 budget for approval by the Board of Directors and the House of Delegates.</li> <li>13 • cause to be conducted the audit or review required pursuant to Bylaws Article 7.4.2 C (2) &amp; (3).</li> <li>14 • authorize the Treasurer to disburse the funds of Pacific Swimming by checks or drafts,</li> <li>15 automated debits, or wire transfers upon the authorized depositories of Pacific Swimming</li> <li>16 and obtain and preserve proper receipts and documents for all moneys disbursed.</li> <li>17 • cause the moneys, securities, and other financial instruments of Pacific Swimming to be</li> <li>deposited in the name and to the credit of Pacific Swimming in such institutions as shall be</li> <li>designated in accordance with Bylaws Article 6.12.</li> <li>18 • have the authority to require from the officers, committee chairs, coordinators, staff or agents of</li> <li>19 Pacific Swimming reports or statements providing information as the Finance Vice Chair may</li> <li>20 deem appropriate with respect to any and all financial transactions of Pacific Swimming.</li> <li>21 • cause to be appropriately segregated any special purpose or restricted fund or accounts.</li> <li>22 • issue regular reports listing the current budget variances by line item, all consolidated</li> <li>23 expenditures and the current fund and account balances for the fiscal year to date, together</li> <li>with</li> <li>24 such other items as the General Chair or the Board of Directors may direct.</li> <li>25 • in general, have oversight of all duties incident to the corporate treasury.</li> </ul> <p>29 The Finance Vice Chair is responsible for the adequacy of Pacific Swimming's system of internal financial and accounting controls. The Finance Vice Chair is ultimately responsible for Pacific Swimming's compliance with Bylaws Article 7.4.2 and Bylaws Article 8. The Finance Vice Chair shall serve as the Chair of the Finance and Budget Committees and shall serve on the Investment Committee. The Finance Vice Chair is authorized to sign on Pacific Swimming Bank and Investment 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><b>41 TREASURER</b></p> <p>42 The Treasurer is the principal receiving and disbursing officer of Pacific Swimming.</p>		

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	<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>49 accounts and other financial records of all Pacific Swimming's affairs and transactions and</p> <p>50 such</p> <p>51 duplicate books of accounts as the Board of Directors or the Finance Vice Chair shall</p> <p>52 determine.</p> <p>53 • upon request, cause such books or duplicates thereof, quarterly financial reports and annual</p> <p>54 audited financial statements to be exhibited to any member of the Board of Directors, Pacific</p> <p>55 Swimming or USA Swimming.</p> <p>56 • ensure that all financial statements and supporting documentation of income and payments is</p> <p>57 stored electronically as specified by the Finance Vice Chair and that originals are stored and</p> <p>kept according to established record keeping requirements. 56</p> <p>The Treasurer is an authorized signer on Pacific Swimming Bank and Investment Accounts. The</p> <p>Treasurer shall publish monthly a Consolidated Statement of Financial Position (balance sheet) and</p> <p>Statement of Activities Budget Performance (profit &amp; loss) and submit them to the Finance Vice Chair.</p> <p>Larry Rice, Task Force for Financial Vice Chair and Treasurer</p> <p>Passed</p>		
New Business	<p><b>Pacific Coast All Star Meet</b></p> <p>Veronica Hernandez reports this meet will happen but the venue is not confirmed. It is possible it could be at Pacifica</p>		
	<p><b>Travel Support</b></p> <p>Mary Ruddell reminds people that the travel support for this year is \$300 Nationals/Juniors, \$200 Sectionals, \$300 TYR Pro Series, and \$300 for Futures. Athletes can get support for up to 3 meets per year. Coaches (1 per team) can get support for 1 a year.</p>		
New Motions	<p><b>Motion 2109IC01 Line of Credit Pay-Off Plan</b></p> <p>Pay \$25K per quarter towards principal loan amount, plus monthly interest payments. the first payment shall be \$50K in Q@ 2022 (PacSwim fiscal calendar - January/February), with additional payments to be made each May, Aug, Nov, Feb. Loan shall be paid off no later than August 2025. The investment Committee shall hold scheduled evaluations each quarter to review market conditions and current interest rate and recommend payment</p>	Passed	

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	<p>modifications, vi motion to the BOD if deemed necessary. Mike Piccardo, Investment Committee</p> <p>Discussion:</p> <ol style="list-style-type: none"> <li>1. Plan is to pay \$25,000 plus all interest per quarter, but start with \$50,000 this Q2, completing payment by August, 2025. However the Investment committee will monitor it, to determine if there are significant changes in the market requiring paying off the loan sooner.</li> <li>2. The Committee chose this plan from 6 plans that were presented.</li> </ol> <p>Passed</p>		
<b>Next Meeting</b>	Exe July 22, 2021, BOD September 15, 2021 at 7:30 pm via Zoom		
<b>Meeting Adjourned</b>	<b>8:56 PM</b>		

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