

US SAILING Board of Directors Meeting
Tuesday, April 25 2006
Minutes

President Janet Baxter called the meeting to order at 8:03 PM EDT.

Board of Directors members present were: Janet Baxter, Jerelyn Biehl, Dean Brenner, Jim Capron, Ruth Creighton, Susan Epstein, Tom Hubbell, Rich Jepsen, Leslie Keller, Charlie Leighton, Dick Rose, Bill Sandberg, John Siegel, John Strassman, and Jim Tichenor. Absent were: Bob Billingham and Patty Lawrence.

Action Items:

A motion to approve the March 18, 2006 Board of Directors Minutes as presented was moved, seconded and passed. A motion to approve the March 19, 2006 Board of Directors Minutes as corrected was moved, seconded and passed.

President Janet Baxter opened the meeting by telling the board that in the last month she had presented a Hanson Award in Atlanta, visited Charleston Race Week and Long Beach for the Congressional Cup.

Baxter invited Executive Director Charlie Leighton to give his report. Mr. Leighton began by reporting that the first quarter has been very successful financially. Due to expense reduction and possibly good timing, all departmental net operational results are either ahead of budget or last year's YTD figures, or both. Leighton said that this was the first month during his tenure he could report such good news. The staff is very energized and Leighton is pleased with their performance. There are monthly staff meetings at which different topics are presented, to help the staff see the larger picture. The topics range from accounting, to recent trends in boat design, to the history of US SAILING.

Fundraising is going well in the Medalists Program.

Leighton would like to start planning a special agenda for the 2008 Annual General Meeting. He explained that the 2008 AGM will take place soon after the conclusion of the 2008 Olympic Games and it would be an appropriate time to introduce the US Olympic Team to the organization and invite the Medalist Donors to the meeting. Leighton hoped that the site selection committee would consider a venue that would support and attract the largest possible number of participants. Ruth Creighton raised the point that the Site Selection Committee was supposed to be following a policy that the Board passed some time ago and she volunteered to go back through past minutes to find that policy and redistribute it to the Board. Dean said that the Board should advise the Site Selection Committee that we are looking for an exciting venue suitable for the special programs envisioned for the 2008 AGM.

Leslie Keller then gave the Treasurer's report. The Audit will be ready for review at the June meeting. The RFP for a new Auditor is being prepared which will include both a one and three year time period along with options for preparing the annual 990 report in house as opposed to it being prepared by an outside firm. As a note Keller reported that the auditors are requiring that the pledges from the Medalist Program be booked as receivables when they are received. This will increase the apparent revenues for the Olympic Program but Keller said that the reports will be footnoted to explain the situation. Keller and Leighton said that the Olympics will be reported

on a cash basis to track the actual receipt and disbursement of funds. Additionally President Baxter requested that the Olympic financial reports extend over the entire quadrennium.

The staff opened a brokerage account for the deposit of funds for perpetual trophy funds and this needs to be approved by the Board. There is a second account which needs to add Bobbi Warren as an authorized signatory.

Action Items:

It was moved that the US SAILING Board of Directors approve the establishment of an account with A.G. Edwards & Sons to maintain the funds of several perpetual trophies. Motion was seconded and passed.

It was moved that Bobbi Warren be named as an authorized agent for US SAILING for Wachovia Securities, LLC. Motion was seconded and passed.

Olympic Sailing Committee Chair, Dean Brenner, reported that the US team is starting the peak European regatta season and is doing very well. Brenner repeated Leighton's remarks about the continuing success of the fund raising program and expressed appreciation for their support. Because of the increased revenue streams the Olympic program is planning to hire an assistant for Katie Kelly in administration in the near future, and additional coaches in 2007 and 2008. Brenner reported that there has been a resolution reached on the grievance filed by an athlete, concerning the ranking system. In response to a question about the expected weather conditions in China during the Olympic Games, Brenner responded that the Olympic Committee is gathering data through a meteorology service and the US will be sending a full complement to Qingdao at the end of the summer. The US will have a full contingent of athletes, coaches and support personnel in China for three weeks this August for the Qingdao International Regatta and they will come back with a significant amount of data.

Tom Hubbell reported that the Regulation re-write team has stopped accepting comments and the team is now working to correct the numbering system. Hubbell solicited comments on how quickly the process of finishing up should proceed. The consensus was that the Board will want to see a published draft next month so the new Regulations could be voted on the following month.

Baxter then asked how the Council By-Laws were progressing. The Vice Presidents questioned whether there was a structure/template/policy available to the Councils to follow when drafting their Bylaws. It was decided that the Transition Team, consisting of President Baxter, Tom Hubbell, and the US SAILING Vice Presidents, contact the Council contacts to expedite the process of writing their Bylaws. The Secretary was directed to send a letter to the Councils requesting the latest version of their Bylaws. The Secretary will then forward the drafts to the Board for review and approval.

Hubbell continued that he is still soliciting ideas on the structure and schedule of the fall and spring meetings. Leighton commented that the attendees could be interested in a panel discussion/ Q&A session on topical sailing issues with notable sailing personalities. Baxter suggested that the Team 7 working group would be the group to coordinate this effort.

Next, several unresolved action items left over from previous meetings were addressed:

The Offshore community presented a motion to reinstate the Offshore Committee. John Siegel suggested that the various Offshore Subcommittees be subordinate to the Offshore Committee and the Offshore Committee be the conduit that all offshore issues be presented to the Board.

Action Item:

It was moved that the Offshore Committee remain as a Committee in the Competition Division.

Motion was seconded and passed.

Rich Jepsen had earlier e-mailed to the Board a short questionnaire pertaining to the future of the Spring Meeting. He summarized for the Board the many comments he received.

Action Item:

It was moved that US SAILING continue the practice of having a Spring Meeting and that the meeting would be held in Newport, RI.

Motion was seconded and passed.

President Baxter requested Tom Hubbell to present a proposed schedule for future meetings. The Fall meetings will be four days and the Spring meetings will be three days.

The third remaining item was the matter of the placement of the Safety at Sea Committee. There were two schools of thought on the role of the Safety at Sea Committee. One vision was that the Committee is a training group that receives input from and produces educational programs for all of the constituencies of US SAILING. The other was that it is a clearing house for Offshore safety issues and documentation which include training programs of value for all of US SAILING. A single consensus was not emerging so John Siegel and Rich Jepsen were to confer offline and present a proposal to the Board in the future. The Regulation Working Group was to keep the Safety at Sea Committee in its current slot in the Regulations at this time. The Secretary was directed to put this topic on next month's meeting agenda.

The CSA Bylaw Amendments document was presented. It was decided that it would be preferable to view the CSA Bylaws in their complete form. Susan Epstein will forward the document to the Board. The Board will schedule discussion of the CSA Bylaws for the next meeting.

The topic of Signature Cards was raised. The CFO is in the process of opening a number of new accounts and there are many forms and signature cards that each need authorization signatures from a number of corporate officers and board members and many require a Board Resolution. Currently each card must be physically forwarded from person to person and the process takes a long time. The CFO has asked the Board to consider a process to streamline the process by giving the Executive Director and the CFO authorization to open accounts by a blanket resolution with a formalized reporting process to the Board. The Board's consensus was that it was not willing to give blanket authorization at this time. It was also noted that the Board is supposed to approve all new accounts when they are opened and every account on an annual basis. Currently this is not adequately reflected in the minutes and needs to be corrected. Leighton was to investigate what requirements various financial organizations have.

Susan Epstein had presented the discussion of Local Sailing Organizations as an agenda item, however she said it became clear that more research was required before bringing any proposal to the Board. Epstein suggested that the CSA should be consulted and the discussion deferred.

John Siegel presented a lengthy document from John B. (Jim) Kilroy which asked for action on the canting keel issue. The majority of the Board felt that US SAILING should remain neutral on what it considered a technology issue. Dick Rose offered another opinion that canting keels were an entirely new development that could cause major changes in the sport of sailing. Rose reminded the Board that the use of a canting keel is currently prohibited by racing rule 51 and, if it is moved with stored energy, by racing rule 52. Both these rules may be changed, either by class rules or by the notice of race and sailing instructions. Rose suggested that US SAILING should survey its members to determine the level of support for canting keels. Rose offered the example of several other developments that were deemed to be too far from the norm and were consequently prohibited. On the other hand it would be important guidance to the Board if it was determined that there was widespread support for this new technology.

A question was raised if it would be appropriate for US SAILING to provide guidance on the best practices on how to integrate canting keel boats into events. John Siegel replied that the Offshore Office was considering developing such guidelines and he would report on the Offshore Office's current status on the project for the next meeting.

In the category of Good of the Order, Bill Sandberg told the group that he was writing an article for a regional publication about the benefits of joining US SAILING, and he would appreciate any input from the members of the Board.

Meeting Adjourned at 10:25 PM EDT.

Respectfully submitted,

John Strassman, Secretary