



Minutes

July Board Call

📅 Mon July 18th, 2022

🕒 6:30pm - 9:30pm EDT

📍 Zoom Conference Call

👥 In Attendance

Charlie Arms, Henry Brauer, Paul Cayard, Clerc Cooper, Stan Honey, Rich Jepsen, Sarah Lihan, Russ Lucas, Alan Ostfield, Tony Rey, Bill Ruh, Judge Ryan, John Schoendorf, Justin Shaffer

I. **Call to Order and Roll Call**

Excused: Maggie Shea

Guests: 35 including staff

II. **Announcements - President's Report**

President's Report stands as submitted. To view, click [HERE](#).

III. **Consent Calendar**

Decision: Vote #1: Motion to approve, unanimously approved.

a. **BAR 2022 0601 - Championship Approval**

Voted via e-vote

b. **Minutes from May 11th Meeting**

IV. **CEO Report**

a. **Association Report**

The Association Report stands as submitted. The full report can be found, [HERE](#).

Alan Ostfield, CEO, highlighted the following items.

- West Marine US Open Series- Long Beach. He noted it was a great event and opportunity to be in Long Beach to meet with many key people who will help us as we look towards LA2028. Additionally, at the event, he noted how great it was to see the cohesion of the team come together.
- Staffing Updates: The leadership team is in place. He shared Eric Krasnoo has joined as SVP, Partnerships & Memberships. Rich Jepsen, Board President, asked Alan who Eric reports to and who are his direct reports. Alan confirmed Eric his direct report and that Eric oversees the membership, marketing, and communication teams. Additionally, in both the partnership and membership departments, the open manager roles have split the role into two coordinator roles. He noted this decision will help to enhance the business and activity of those departments. Lastly, we are in the final round of interviews for the Marketing Communication Director. He noted they feel positive about putting out an offer shortly.
- IT Review - Alan thanked volunteers Tarasa Davis and Tom Mistele for their help with the current IT Review. He noted they have been pitched by 4 companies and will narrow that down to 2. He noted everyone involved has been asking the right questions and he feels confident we will get the results we want.

v. **CFO Report**

Heather Monoson, CFO, thanked the finance committee for their help with the audit. She shared that revenue is currently 3.8% ahead of budget. The biggest contribution to the positive variance is due to the Schoonmaker Endowment. Additionally, membership is ahead of budget for adult and family memberships and we are ahead of budget in youth programs. Sponsorship is behind currently but that is due to timing and collection. She is having ongoing conversations with Offshore due to the timing of the certificate transactions. Expenses are currently 18% below budget, mostly due to timing around travel and supplies. Lastly, she shared that cash flow is stronger than the projected budget and we hope to end the year in the black with 51k.

a. **Treasurer's Report**

John Schoendorf, Treasurer, shared that there were no surprises on the financial statements and that Audit comments are forthcoming.

VI. **World Sailing Submissions**

Fred Hagedorn gave an update regarding what was discussed during the World Sailing Mid-Year meeting in Abu Dhabi. He noted that equipment has been finalized for 2028 and World Sailing recognized the need for the Nacra 17 to be developed to reduce cost and improve

safety. World Sailing showed interest and commitment to wing foiling for the future. He also noted that the PanAm games will be the country's continental qualifiers for North and South America. During the meeting, there were significant discussions and clarification about the governance proposal. The Annual Conference will be at the end of October back in Abu Dhabi.

a. **BAR 20220705 - Racing Rules Submissions**

Decision: Vote #2: Motion to approve, unanimously approved.

b. **BAR 20220711 - Endorsement for IRO - Lynn Lynch**

Decision: Vote #3: Motion to approve, unanimously approved.

VII. **Secretary Report**

a. **Bylaws Update**

Justin Sterk noted the purpose of the bylaw and regulation update is to ensure compliance with the UOSPC Audit. He noted we are underway with the document request with the deadline being September 2nd. The other BAR is to update our bylaws to reflect adding a new board position increasing the Board to 15 voting members.

1. **BAR 20220212 - USOPC Audit Compliance**

Decision: Vote #4: Motion to approve, unanimously approved.

2. **BAR 20220213 - Adding Board Director Position**

Decision: Vote #5: Motion to approve, unanimously approved.

VIII. **Nominating Committee Report**

Nominating Committee Chair, Charlie Arms, discussed the gap analysis and process the committee undertook. She presented the following 2022 election slate:

- Henry Brauer – Nominate for Elected Director (1) seat for 2nd term, 2023-2025 (3-year position)
- Stan Honey – Nominate for Elected Director (7) seat for 2nd term, 2023-2026 (4-year position)
- Marie Rogers – Nominate for Elected Director (2) seat, 2023-2026 (4-year position)

In addition to the following slate, the Sailor Athlete Council will be electing one Sailor Athlete and the Nominating Committee will be appointing an Independent Director to the Board.

IX. 125th Celebration Update

Katie Ouellette shared the plans for the 125th campaign and previewed a couple of videos that will be released.

X. Membership Strategy

Hannah Meyer, Membership Director, walked through the current value proposition and member benefits offered to the various stakeholders of US Sailing and highlighted some proposed updates. She shared the short-term and long-term strategies for membership. Additionally, she shared that besides improving retention, engagement, and understanding/reporting of data that by 2023 the goal is to reach 60k members with \$3M in membership revenue. Lastly, she outlined the next steps as engaging with a Board Working Group to further the strategies prior to implementation. It was noted, that there were great comments during the call in the chat feature. Eric and Hannah said they will follow up on the feedback provided during the call.

XI. Siebel Fundraising Update

Jill Nosach gave an update on where we stand to date with the Siebel fundraising. She shared the impact newsletter that was distributed and discussed the urgency of getting to the match. She noted we are always looking for people who are willing to make introductions and learn more about the program and be inspired. She invited all to make a gift today.

XII. Old Business

XIII. New Business

XIV. Executive Session

a. Olympic High Performance Plan

The HPP was endorsed by the Board and will be submitted to the USOPC in mid August.

XV. Adjourn

Motion to Adjourn at 9:39 PM ET.



Wednesday, June 1, 2022

Action Request to the Board of Directors

Board Action Request Form

Request No. (Assigned by Secretary): BAR 20220601

Staff committee liaison/contact:

Betsy Alison

Date of Submission (Today's Date)

Wednesday, June 1, 2022

Submitted By:

Betsy Alison

Your email:

BetsyAlison@ussailing.org

Subject

Request Approval to host NA or World Championship in USA

Board Action Requested:

Board Approval of events (North American or World Championships) being hosted in the USA during the calendar year is required to be in compliance with World Sailing Regulations. This is a routine part of the process.

Every host org and class association is vetted prior to request by staff to ensure compliance with US Sailing membership.

There are 4 recent applications that require BOD approval are listed below:

J-24 2022 J/24 World Championship July 14-22, 2022 Corpus Christi Yacht Club 98 Coopers Alley
Corpus Christi Texas 78401

ILCA 6 2022 ILCA 6 Youth World Championship
July 24-30, 2022" Houston Yacht Club 3620 Miramar Shoreacres, TX 77571

ILCA 6 ILCA World Championship (this event was dropped by China May 2022) October 9-16, 2022
Texas Corinthian Yacht Club PO Box 577, 104 Park Circle, Kemah, TX 77565

ILCA 6 ILCA Women's World Championship (this event was dropped by China May 2022) October 9-
16, 2023 Texas Corinthian Yacht Club PO Box 577, 104 Park Circle, Kemah, TX 77566

Strategic Plan Alignment:

Hosting a Continental or World Championships aligns with supporting racing sailors and organizations.

Mission Impacts

Supports the Mission of US Sailing through increasing sailing participation and excellence through education, competition and equal opportunity, while upholding the principles of fair play, sportsmanship and safety.

Member Impacts

Class associations and Host organizations/clubs must be members of US Sailing. With World Championships, all competitors must be members of their respective member national authority.

Will this proposal bring in new members?

Unknown

Financial Impacts:

None, except for some membership renewals

Implementation Strategy/Ownership:

Confirmation of approval will be sent to the class and host org post approval by the BOD by US Sailing staff. Any support asked by One Design class of staff will be answered.

I certify that this proposal has been checked. Governing Documents affected:

Does not Apply



Action Request to the Board of Directors

Board Action Request Form

Request No. (Assigned by Secretary): BAR 20220705

Staff committee liaison/contact:

Matt Hill

Date of Submission (Today's Date)

Tuesday, July 5, 2022

Submitted By:

Peter Wilson

Subject

Racing Rules Committee submissions

Board Action Requested:

Motion to approve the submitted Racing Rules Committee submissions to World Sailing:

- Definition Obstruction (3 proposals) - State the conditions under which an obstruction is a continuing obstruction. Improve wording related to lines and areas as obstructions. Reformat the exceptions in the definition for ease of reading.

- Rule 17 (2 proposals)

Proposal 1: Simplify rule 17 to make it clearer by deleting the last sentence.

Proposal 2: To limit the application of rule 17 so that it does not apply in situations in which the leeward boat sails above her proper course, but does not cause the windward boat to change course. Also, to remove an ambiguity resulting from the use of the word 'above' to clarify that a leeward boat gybe when her proper course is to do so.

- Rules 18.1(d) and 19.1

To clearly state when rule 19 applies, and rule 18 does not apply, at a mark that is a continuing obstruction.

- Rule 19.1: To clarify that both exceptions when rule 19 does not apply are when rule 18 applies between the boats.

- Rule 19.2: To make it clear that in rule 19.2 the word 'side' refers to a side of a boat, and not to a side of the obstruction. To change rule 19.2(b) so that it only applies when both boats pass the obstruction on the same side.

Strategic Plan Alignment:

N/A

Mission Impacts

Racing Rules Committee doing its job to present to World Sailing submissions.

Member Impacts

N/A

Will this proposal bring in new members?

Unknown

Financial Impacts:

N/A

Implementation Strategy/Ownership:

N/A

I certify that this proposal has been checked. Governing Documents affected:

Regulations

Committee Terms of Reference



Action Request to the Board of Directors

Board Action Request Form

Request No. (Assigned by Secretary): _____

Staff committee liaison/contact:

Date of Submission (Today's Date) Monday, July 11, 2022

Submitted By: Matthew Hill

Your email: matthewhill@ussailing.org

Subject

MNA Endorsement of Lynn Lynch for World Sailing International Race Officer

Board Action Requested:

Resolved: That the US Sailing Board of Directors endorses Lynn Lynch as a candidate for appointment as a World Sailing International Race Officer.

Strategic Plan Alignment:

Promoting highly competent race officials to international status supports the Competitive Services aspect of the Member Experience & Value strategic priority.

Mission Impacts

Promoting highly competent race officials to international status supports the Competitive Services aspect of the Member Experience & Value strategic priority.

Member Impacts

To the extent that developing highly competent race officials in the US benefits racing sailors, this is a member benefit.

Will this proposal bring in new members?

Financial Impacts:

None.

Implementation Strategy/Ownership:

On approval, the Race Administration Director will transmit US Sailing's MNA endorsement to World Sailing.

I certify that this proposal has been checked. Governing Documents affected:

Nomination of Lynn Lynch for Appointment as a World Sailing International Race Officer

The US Sailing Race Management Committee nominates Lynn Lynch for Member National Authority endorsement by the Board of Directors as a World Sailing International Race Officer.

Lynn, a Chicago native, began sailing and racing as a high school student at Chicago Yacht Club. She soon began teaching sailing and running races, which she did in Chicago and California for the better part of two decades.

She was first appointed a Club Race Officer in 2010 and a National Race Officer in 2015. She also holds a Coast Guard captain's license.

In 2008 Lynn was named the first On the Water Director at Chicago Yacht Club. In 2014 she accepted the position of Race Director at St. Francis Yacht Club, and since 2017 she has served as Sailing Director at New York Yacht Club.

Among Lynn's most enjoyable events are Sailing World Cup, where for the last six years she served as Course Race Officer for the ILCA course, the Farr 40 Worlds, the KiteFoil Gold Cup, and New York Yacht Club's 175th Anniversary Regatta.

Lynn has an extensive US Sailing education resume: she has served as a Basic Keelboat Instructor Trainer, Powerboat Master Instructor Trainer, Advanced Race Management Instructor, Small Boat Levels 1, 2 and 3 Instructor/Coach and Level 1 Instructor Trainer. She has served on the Training Committee and the Power Boat and Race Administration National Faculties, and was a member of the subject matter expert team that led the development of the National On-Water Standards and instructional resources.

Lynn lives in Portsmouth, RI, with her family.



Tuesday, July 12, 2022

Action Request to the Board of Directors

Board Action Request Form

Request No. (Assigned by Secretary): BAR20220712

Staff committee liaison/contact: Justin Sterk

Date of Submission (Today's Date) Tuesday, July 12, 2022

Submitted By: Justin Sterk

Your email: justinsterk@ussailing.org

Subject

USOPC Audit Compliance; Bylaws and Regulations Updates

Board Action Requested:

US Sailing will be undergoing a audit conducted by the USOPC starting in October 2022. To ensure compliance with all USOPC governance requirements as listed in the USOPC's audit implementation guide (attached), USSA's Governance and Compliance committee is conducting a full review of the relevant USSA governance documents, including its Bylaws and Regulations.

The Governance and Compliance committee is in the process of performing its own internal audit of the Bylaws and Regulations and identifying all provisions that may need to be updated prior to the October audit.

The attached Bylaws and Regulations represent the most current revisions to those documents to accomplish the dual goals of (1) full USOPC audit compliance and (2) general cleanup and consistency.

Strategic Plan Alignment:

USOPC audit compliance is a necessary component to remaining certified by the USOPC as the national governing body for the sport of sailing in the United States.

Mission Impacts

Aligning USSA governance and organizational efficiency/effectiveness with USOPC best practices will further US Sailing's overall mission as the NGB for the sport of sailing in the United States.

Member Impacts

Aligning USSA governance and organizational efficiency/effectiveness with USOPC best practices will positively impact members.

Will this proposal bring in new members? Unknown

Financial Impacts:

None.

Implementation Strategy/Ownership:

The Governance and Compliance committee intends to have all necessary Bylaws and Regulations updates completed prior to September 1, 2022. US Sailing's Staff Counsel and Compliance Manager will have ultimate responsibility for leading the governance and compliance committee's efforts.

I certify that this proposal has been checked. Governing Documents affected:

Bylaws

Regulations



Tuesday, July 12, 2022

Action Request to the Board of Directors

Board Action Request Form

Request No. (Assigned by Secretary): BAR20220713

Staff committee liaison/contact: Justin Sterk

Date of Submission (Today's Date) Tuesday, July 12, 2022

Submitted By: Justin Sterk

Your email: justinsterk@ussailing.org

Subject

Revision of US Sailing Bylaws pursuant to BAR 2022 0511 (Adding a board director position).

Board Action Requested:

Approve the addition of a board director position nominated by the nominating committee and voted on by the general membership. Bylaw 302 Sec 1.

Strategic Plan Alignment:

Will improve the organizational effectiveness and allow for more diversity on the board.

Mission Impacts

Will strengthen our organization for the future and proactively modernizing our business, member, and athletic practices to push forward on the path to excellence while meeting governance requirements.

Member Impacts

Give another member the opportunity to serve on the board.

Will this proposal bring in new members? No

Financial Impacts:

a minor increase in the cost of stewardship for the board members.

Implementation Strategy/Ownership:

Nominating Committee will be tasked with recruiting a new board member who fills the gap in our diversity and board expertise.

I certify that this proposal has been checked. Governing Documents affected: Bylaws