

Board of Directors Meeting Minutes

Location	Date	Time	Format
Zoom	February 22, 2023	2:00 p.m. CT	Virtual

In Attendance

Board Members		
Joe Patterson	President	Present
Dave Devine	President-Elect	Present
Rodney Cobb	Immediate Past President	Present
Beverly Wiley	Northeast Regional Vice-President	Present
John McPhail	Central Atlantic Regional Vice-President	Present, left at 3:56 p.m.
James Ellis	Southeast Regional Vice-President	Absent
Walker Clark	South Regional Vice-President	Present
Richard Merritt	Southwest Regional Vice-President	Present
Darrin Duistermars	Midwest Regional Vice-President	Present
Mary Mahoney	Mid-America Regional Vice-President	Present
Dick Gulmon	Northern Regional Vice-President	Present
Roger Garcia	Northwest Mountain Regional Vice-President	Present
Anna Louie	Pacific Coast Regional Vice-President	Present
Donn Addante	Elected At-Large Representative	Present
Sandy Searcy	Allied / Affiliated Members	Present
David James	Independent Director	Present
Ally Carda	Elite Athlete Representative	Present, left at 3:50 p.m.
Nick Mullins	Elite Athlete Representative	Present, joined at 3:24 p.m.
Michelle Moultrie	Elite Athlete Representative	Present
Cam Schiller	Elite Athlete Representative	Present
Joshua Johnson	Elite Athlete Representative	Absent
Aubree Munro	Elite Athlete Representative	Present
Kelsey Stewart	Elite Athlete Representative	Present
Lovieanne Jung	Elite Athlete Representative	Present, joined at 2:10 p.m.
Others Present		
Craig Cress	CEO	Present
Cheryl Bond	CFO, Minute Taker	Present
Chris Sebren	Chief Sport Development/Performance Officer	Present
Allison Flaig	Chief of Staff	Present
Andrea McKee	Director of Marketing	Present
Jay Hedrick	Managing Director of Network Systems	Present
Devin Loehrs	Director of IT	Present
Morgan Palmer	Director of Communications	Present

Minutes

1. Call to Order

President Patterson called the meeting to order at 2:00 p.m. CT.

Conflicts of Interest

“Is any member aware of any conflict of interest (that is, of a personal interest or direct or indirect pecuniary interest) in any matter being considered by this meeting, which should now be reported or disclosed or addressed under the USA Softball Conflict of Interest Policy?”

“If a Board member determines there to be a conflict of interest at any point during the course of the meeting when a specific subject is being discussed and / or action is being taken, a declaration of a conflict of interest should be made at this time.”

“This is also a reminder that no confidential information disclosed during this meeting, or while doing any of the business of USA Softball can be used for the benefit of any other entity.”

It was noted that all Commissioners on the Board have an inherent conflict of interest when discussing and voting for a registration and tournament system.

2. Roll Call

A quorum was determined as noted in the “In Attendance” grid.

3. Approve the Agenda and Minutes

MOTION	BD	23-02	01
To approve the agenda for the meeting as presented.			
Moved	Darrin Duistermars	Seconded	Sandy Searcy
CARRIED			

4. Management Report

CEO Cress presented the updated production reports through January 2023 for 2022. We are still waiting on some late JO registrations to finish the 2022 season.

CEO Cress updated the Board on Tourney Machine as we continue to work through issues with its implementation.

CEO Cress updated the Board on collection of the 2023 Conflict of Interest statements. All staff and board have completed their statements, but we are missing over 20 commissioners. President Patterson requested an Executive Session item for March for any still not collected at that time.

CEO Cress updated the Board on the progress with the new website under development.

CEO Cress updated the Board on an update sent out by IT related to the new registration system. Communicating more training material was a request at the commissioner meeting at the UIC Clinic. This message to collect association data had already been drafted, so commissioners were told to expect this email requesting the information. The email was sent on the 2/10/23. At this point, only 45 commissioners have opened the email and only 35 total responses to date come from 4 associations. The IT Department will resend the email to the commissioners, as it’s vital for the success of the registration rollout. CEO Cress reminded the BOD to have the survey filled out for their own association and to send a reminder to the associations they represent.

5. New Business

Director Addante presented 2 Bylaw amendments from the Governance Review Committee with input from staff and other directors. Directors Munro, Duistermars, Cobb, and Gulmon contributed to the discussion.

MOTION	BD	23-02	02
To approve the amendment for Bylaw Section 9.3 National Council Members as presented.			
AMENDED – by Director Gulmon - 03. Local athletes who are currently rostered or played on any USAS registered team.			
Moved	Rodney Cobb	Seconded	Darrin Duistermars
CARRIED			

MOTION	BD	23-02	03
To approve the amendment for Bylaw Section 10.17 F Marketing Committee (New) as presented.			
Moved	Sandy Searcy	Seconded	Darrin Duistermars
CARRIED			

6. Executive Session

MOTION	BD	23-02	04
To enter Executive Session at 2:24 p.m.			
Moved	Bev Wiley	Seconded	Anna Louie
CARRIED			

CEO Cress presented the recommendations from the Women’s National Team Selection Committee for the 2023 coaches for the World Cup and Pan-American Games.

MOTION	BD	23-02	05
To approve the coaches and rosters as presented and to allow the Selection Committee to name the final assistant provided, they meet all the standards and requirements for participation.			
Moved	Rodney Cobb	Seconded	Aubree Munro
CARRIED – Directors Carda, Moultrie and Stewart abstained due to a conflict			

CEO Cress presented the recommendation from the Men’s National Team Selection Committee for the 2023 U23 roster to compete in exhibition games against Team Canada in Vero Beach, Florida, which will utilize funds the team raised for this event.

MOTION	BD	23-02	06
To approve the U23 roster as recommended by the Selection Committee.			
Moved	Anna Louie	Seconded	Dave Devine
CARRIED			

CEO Cress expressed appreciation to MLB for assisting with the U23 event in Vero Beach.

CEO Cress presented the Marketing Partnership Agreement with Loud City Partnerships for approval.

MOTION	BD	23-02	07
To approve the Marking Agreement with Loud City Partnerships to market naming rights for the complex and other assets associated with the facility.			
Moved	Dick Gulmon	Seconded	Dave Devine
CARRIED			

CEO Cress presented copies of the Commissioner Agreement noting we have received just a few in the past and need to move to full compliance to make sure we operate as efficiently as possible. Directors McPhail, Devine, Carda and Mahoney contributed to the discussion.

MOTION	BD	23-02	08
To approve revising the Local Association Membership Agreement by revising Section 3.2 Internet Domain and Website Layout to be retitled Website Layout with the following language. “The Local Association Member’s website shall conform to the website layout and formatting requirements determined and published by USA Softball from time to time.”			
Moved	Donn Addante	Seconded	Rodney Cobb
CARRIED			

MOTION	BD	23-02	10
To approve a mandate that the approved Commissioner and Local Association Agreement documents must be signed by the respective Local Association Commissioners and Presidents and received by the USAS National Office no later than Friday, July 7, 2023. Failure to comply will result in the immediate suspension of all voting privileges and travel/lodging reimbursements for all offending commissioners and council members. Additionally, Local Associations will be ineligible to host National Championship Finals in 2024 and beyond.			
Moved	Donn Addante	Seconded	Dick Gulmon
CARRIED			

CEO Cress updated the Board on the status of events related to the local association in Colorado. Directors McPhail, Addante, Mahoney along with staff members Chris Sebren and Cheryl Bond contributed to the discussion. Staff will be pursuing all legal remedies to which USA Softball might be entitled to protect our interests both financially and in relation to intellectual property rights.

CEO Cress, President Patterson and Directors Louie and Cobb discussed the local association in Arizona and the current commissioners expressed plans for continued involvement in the sport.

CEO Cress, President Patterson, Directors Wiley and Addante discussed the status of the local association in Pennsylvania.

MOTION	BD	23-02	11
To send the Notice of Hearing to Commissioner Loechner in Pennsylvania.			
Moved	Dick Gulmon	Seconded	Beverly Wiley
CARRIED			

MOTION	BD	23-02	12
To return to Open Session at 3:50 p.m.			
Moved	Sandy Searcy	Seconded	Anna Louie
CARRIED			

7. Adjournment

MOTION	BD	23-02	13
To adjourn February 22, 2023, meeting at 3:57 p.m.			
Moved	Mary Mahoney	Seconded	Dave Devine
CARRIED			