

## Board of Directors Meeting Minutes

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

### In Attendance

Board Members		
Joe Patterson	President	Present
Dave Devine	President-Elect	Present, joined at 2:04 p.m.
Rodney Cobb	Immediate Past President	Present
Beverly Wiley	Northeast Regional Vice-President	Present
John McPhail	Central Atlantic Regional Vice-President	Present
James Ellis	Southeast Regional Vice-President	Present
Walker Clark	South Regional Vice-President	Present, joined at 2:27 p.m.
Richard Merritt	Southwest Regional Vice-President	Present
Darrin Duistermars	Midwest Regional Vice-President	Absent
Mary Mahoney	Mid-America Regional Vice-President	Present, left at 3:30 p.m.
Dick Gulmon	Northern Regional Vice-President	Absent
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	Absent
Ally Carda	Elite Athlete Representative	Present
Nick Mullins	Elite Athlete Representative	Present
Michelle Moultrie	Elite Athlete Representative	Present
Cam Schiller	Elite Athlete Representative	Absent
Joshua Johnson	Elite Athlete Representative	Present
Aubree Munro	Elite Athlete Representative	Present, left at 4:00 p.m.
Kelsey Stewart	Elite Athlete Representative	Absent
Lovieanne Jung	Elite Athlete Representative	Absent
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**

<b>MOTION</b>	BD	23-03	01
To approve the agenda for the meeting as presented with an addition to Executive Session for the U15 roster.			
Moved	Anna Louie	Seconded	Sandy Searcy
CARRIED			

**4. Management Report**

CEO Cress presented the updated production reports through February 2023 for 2022. We should have 2023 production reports next month.

CEO Cress updated the Board on Tourney Machine as we continue to work through issues with its implementation. Training is available and Region 9 recently held a training session and more personalized training is available. It was also noted that only 94 people/groups had registered with Devin for the registration system survey and training. Devin stated the survey is not just for Commissioners and District commissioners, but for leagues and clubs as well. The use of “club” was defined as a group that registers two or more teams. Survey responses are vital for successful onboarding and training for the registration system. Director Garcia requested some follow-up from the Region 9 meeting.

**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.

<b>MOTION</b>	BD	23-03	02
To approve the amendment for Bylaw Section 10.17 D - Working Committees – Governance Review Committee as presented.			
Moved	Mary Mahoney	Seconded	Sandy Searcy
CARRIED			

<b>MOTION</b>	BD	23-03	03
To approve the amendment for Bylaw Section 5.1 Categories of Membership as presented.			
Moved	Donn Addante	Seconded	Anna Louie
CARRIED			

**6. Executive Session**

<b>MOTION</b>	BD	23-03	04
To enter Executive Session at 2:18 p.m.			
Moved	Anna Louie	Seconded	Bev Wiley
CARRIED			

President Patterson updated the Board on Commissioner Loechner's retirement effective March 31, 2023. Upon request from the Board of Directors in Pennsylvania, the National Office will be handling the selection of the next commissioner. The opening will be posted in the next few days. President Patterson recommended Bill Robinson as the Temporary Commissioner. Bill has stated he is not interested in the position permanently.

<b>MOTION</b>	BD	23-03	05
To appoint Bill Robinson as the Temporary Commissioner for Pennsylvania pending identification of the new Commissioner.			
Moved	Bev Wiley	Seconded	Donn Addante
CARRIED			

CEO Cress reported Bobby Pena of Arizona has submitted a resignation effective July 31, 2023 and a search will begin shortly for a replacement candidate. Director Louie requested a copy of the resignation letter as there has been no communication between the Commissioner and other Region 10 Commissioners.

CEO Cress updated the Board on Colorado noting staff is satisfied with the results achieved via the Trademark attorneys and will now turn the focus to the financial aspects and expect to propose action to the Board next month. Director Mahoney and President Patterson contributed to the discussion.

COO Flaig updated the Board noting 5 commissioners had yet to complete the Conflict of Interest form for 2023. Directors Wiley, Addante, Louie, McPhail, President Patterson and COO Flaig all contributed to the discussion.

<b>MOTION</b>	BD	23-03	06
To establish April 21, 2023, as the deadline for compliance of completing the Conflict of Interest statement. The Board will determine repercussion for non-compliance at the April meeting.			
Moved	Donn Addante	Seconded	Roger Garcia
CARRIED – Director Clark opposed			

President Patterson and CEO Cress updated the board on the Commissioner and Local Association agreements and Tourney Machine. Directors McPhail, Ellis, Devine and Cobb contributed to the discussion. President Patterson will schedule a zoom meeting by territory for commissioners moderated by Director Cobb.

David Patterson, USOPC, presented a training session on Board governance, duties and responsibilities.

CSDO Sebren presented the recommendation from the Junior Women's National Team Selection Committee for a replacement athlete for the U15 Ushagi Cup.

<b>MOTION</b>	BD	23-03	07
To approve the U15 replacement athlete as recommended by the Selection Committee.			
Moved	Bev Wiley	Seconded	Rodney Cobb
CARRIED			

<b>MOTION</b>	BD	23-03	08
To return to Open Session at 4:10 p.m.			
Moved	Roger Garcia	Seconded	Sandy Searcy
CARRIED			

**7. Adjournment**

<b>MOTION</b>	BD	23-03	09
To adjourn March 22, 2023, meeting at 4:13 p.m.			
Moved	Anna Louie	Seconded	Bev Wiley
CARRIED			