

## Board of Directors Meeting Minutes

Location	Date	Time	Format
Zoom	September 28, 2022	1:00 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, joined at 1:35 p.m.
James Ellis	Southeast Regional Vice-President	Present
Walker Clark	South Regional Vice-President	Present, left at 3:00 p.m.
Drew Wells	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, left at 3:00 p.m.
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	Absent
Nick Mullins	Elite Athlete Representative	Absent
Michelle Moultrie	Elite Athlete Representative	Present
Cam Schiller	Elite Athlete Representative	Present
Janie Reed	Elite Athlete Representative	Present
Aubree Munro	Elite Athlete Representative	Absent
Natasha Watley	Elite Athlete Representative	Present
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
Rich Cress	Director of Membership Services	Present
Andrea McKee	Director of Marketing & Communications	Present
Jay Hedrick	Managing Director of Network Systems	Present
Devin Loehrs	Director of IT	Present

# Minutes

## 1. Call to Order

President Patterson called the meeting to order at 1:00 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

<b>MOTION</b>	BD	22-09	01
To approve the agenda for the meeting with Director Louie’s addition to Executive Session item 4 and CEO Cress for item 9.			
Moved	Darrin Duistermars	Seconded	Mary Mahoney
CARRIED			

## 4. Management Report

CEO Cress presented the production reports through August 2022. CEO Cress noted that there is some concern over the lack of adult teams being reported as several associations still show 0 teams registered. It was also noted that approximately 3,300 2022 season JO team registrations have been received and are being processed.

CEO Cress presented the August events report and informed the Board of Directors that an additional private event was held for MLB with their Breakthrough Series Program. The MLB Event is a partnership between MLB and USA Softball.

## 5. Old Business

CEO Cress noted the last rebates for 2022 will be distributed by the end of October and background checks are taking longer due to changes providing more robust county level searches.

## 6. New Business

Director Addante presented Bylaw Revisions related to Section 5.1 Categories of Membership.

<b>MOTION</b>	BD	22-09	02
To approve the Bylaw changes under Section 5.1 as presented			
Moved	James Ellis	Seconded	Sandy Searcy
CARRIED			

Director Addante presented Bylaw Revisions related to Section 7.5 related to Athlete Directors.

<b>MOTION</b>	BD	22-09	03
To approve the Bylaw changes under Section 7.5 as presented			
Moved	Sandy Searcy	Seconded	Bev Wiley
CARRIED			

Director Addante presented Bylaw Revisions related to Section 10.17 Hall of Fame Committee.

<b>MOTION</b>	BD	22-09	04
To approve the Bylaw changes under Section 10.17 as presented			
Moved	Darrin Duistermars	Seconded	Mary Mahoney
CARRIED			

Director Addante presented Bylaw Revisions related to Section 7.9 and 7.10 Director Attendance and Resignation, Removal and Vacancies.

<b>MOTION</b>	BD	22-09	05
To table the Bylaw changes under Section 7.9 and 7.10 to the November Board meeting.			
Moved	Anna Louie	Seconded	Bev Wiley
CARRIED			

CEO Cress informed the Board that our lead broker at RPS Bollinger, AJ Morgan, is leaving the company after 21 years to pursue other opportunities. Margaret Schubkegel will be at the Council Meeting representing Bollinger.

**7. Next Meeting Date**

CEO Cress requested a change in the October meeting date due to staff requirements at a conference in Oklahoma City.

<b>MOTION</b>	BD	22-09	06
To move the October Board Meeting to October 19, 2022.			
Moved	Dick Gulmon	Seconded	Anna Louie
CARRIED			

**8. Executive Session**

<b>MOTION</b>	BD	22-09	07
To enter Executive Session at 1:32 p.m.			
Moved	Anna Louie	Seconded	Sandy Searcy
CARRIED			

CEO Cress notified the Board that Boombah is returning as a partner for a year as a National Teams Supplier.

CEO Cress presented the International Play Policies and Procedures Manual updated to comply with athlete representation requirements and incorporation of the bylaws into Complaint Procedures.

<b>MOTION</b>	BD	22-09	08
To approve the revisions to the International Play Policies and Procedures Manual.			
Moved	Bev Wiley	Seconded	Donn Addante
CARRIED			

CEO Cress presented the proposed Men’s National Team Roster for the 2022 World Championships to be held in New Zealand in November.

<b>MOTION</b>	BD	22-09	09
To approve the Men’s National Team Roster as presented.			
Moved	Rodney Cobb	Seconded	Drew Wells
CARRIED – Director Schiller abstained due to conflict of interest			

CEO Cress presented the proposed Women’s National Team Roster and coaching staff for the 2022 Pan American Games, scheduled to be played in November in Guatemala.

<b>MOTION</b>	BD	22-09	10
To approve the Women’s National Team Roster as presented.			
Moved	Sandy Searcy	Seconded	Anna Louie
CARRIED – Director Moultrie abstained due to conflict of interest			

Finance Committee Chairman Gulmon presented a recommendation regarding the Tournament System Usage Procedures. The recommendation was originally presented to the Finance Committee by the Presidents’ Ad Hoc Committee and approved by the Finance Committee for Board consideration. Directors McPhail, Clark, Mahoney, Moultrie, Garcia, Searcy, and Ellis all provided discussion on the issue.

<b>MOTION</b>	BD	22-09	11
To approve the Tournament System Usage Procedures.			
Moved	Darrin Duistermars	Seconded	Roger Garcia
CARRIED – Directors Ellis, Wells, Moultrie, and Reed opposed the motion.			

Director Louie inquired if someone qualified for Council Meeting room reimbursement but not travel reimbursement, they could receive travel reimbursement in place of room reimbursement if they did not need a room. It was pointed out this was not a part of the budget and the procedural code regarding payments for the Council meeting.

CEO Cress presented the August stadium financial reports for the Women’s Open. The Women’s event was impacted by a need to condense the timeline for expected severe weather.

Vice President Garcia and CEO Cress presented the recommendation of Mike Rabin for Commissioner Emeritus. Mr. Rabin meets all requirements.

<b>MOTION</b>	BD	22-09	12
To approve Commissioner Emeritus for Mike Rabin.			
Moved	James Ellis	Seconded	Anna Louie
CARRIED			

CEO Cress and Vice President Louie announced Vince DeFriese as Commissioner for USA Softball of Northern California as of October 1, 2022.

Vice President Wiley updated the Board on the status of the New York viability review and issues that were noted during these meetings. The Association Review Committee recommends approval of USA Softball of New York as a viable association.

<b>MOTION</b>	BD	22-09	13
To approve New York as a viable association.			
Moved	Bev Wiley	Seconded	Anna Louie
CARRIED			

CEO Cress presented the proposed room rate for the 2023 Council Meeting at the Omni Hotel which is next door to the Oklahoma City Convention Center.

<b>MOTION</b>	BD	22-09	14
To approve the hotel room rate of \$142.50 at the Omni Hotel for the 2023 Council Meeting in Oklahoma City.			
Moved	Darrin Duistermars	Seconded	Roger Garcia
CARRIED			

President Patterson noted that due to job conflicts, 1:00pm CT is increasingly difficult for several members. Based on discussion, 2:00 p.m. CT and 3:00 p.m. CT are the best alternatives.

<b>MOTION</b>	BD	22-09	15
To approve 2:00 p.m. CT as the new meeting time for October and December 2022.			
Moved	James Ellis	Seconded	Anna Louie
CARRIED – Directors Garcia Cobb Addante opposed the motion.			

<b>MOTION</b>	BD	22-09	16
To return to Open Session at 3:12 p.m.			
Moved	Anna Louie	Seconded	Darrin Duistermars
CARRIED			

## 9. Adjournment

Director Duistermars expressed his appreciation for the National Office Staff for their efforts and the quality of the individuals on staff. He also thanked Roger Garcia for his assistance in broadcasting the Border Battle.

<b>MOTION</b>	BD	22-09	17
To adjourn September 28, 2022, meeting.			
Moved	Bev Wiley	Seconded	Mary Mahoney
CARRIED			

The meeting was adjourned at 3:18 p.m.