

## Board of Directors Meeting Minutes

Location	Date	Time	Format
Zoom	October 19, 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
James Ellis	Southeast Regional Vice-President	Present
Walker Clark	South Regional Vice-President	Absent
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
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	Present, left at 3:22 p.m.
Natasha Watley	Elite Athlete Representative	Absent
Lovieanne Jung	Elite Athlete Representative	Present
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 & 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 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

<b>MOTION</b>	BD	22-10	01
To approve the agenda for the meeting with Director Wells’ addition to Executive Session related to Region 5.			
Moved	Darrin Duistermars	Seconded	Drew Wells
CARRIED			

## 4. Management Report

CEO Cress presented the updated production reports through September 2022 noting that some JO teams were added and there are now over 40,000 teams. CEO Cress noted that there is some concern over the lack of adult teams being reported as several associations still show zero teams registered.

CEO Cress presented the September events report and informed the Board of Directors of the following events: Men’s A&B National Championships, Border Battle, a private construction company event and a fundraiser for a local fallen officer. The 2022 season ended at the complex last weekend with the Oklahoma State High School Championships.

Devin Loehrs presented the roll out of the rulebook on Kindle. This is a test product for the 2022 rulebook and will be promoted when the 2023 rulebook is ready for release.

**5. Old Business**

President Patterson re-introduced the possibility of printing of the rulebook and scorebooks for 2023. Past President Cobb, Directors Mahoney, Ellis, Reed, Moultrie, Wiley, Gulmon, Wells, Addante, Searcy and Munro all contributed to the discussion.

<b>MOTION</b>	BD	22-10	02
To approve printing of the rulebooks and scorebooks with local associations purchasing them from the National Office.			
Moved	Roger Garcia	Seconded	Mary Mahoney
CARRIED			

**6. New Business**

Director Addante presented Bylaw Revisions related to Section 6.1 Local Associations.

<b>MOTION</b>	BD	22-10	03
To approve the Bylaw changes under Section 6.1 as presented.			
Moved		Seconded	
Item failed for a lack of motion			

Director Addante presented Bylaw Revisions related to Section 9.3 Council Members.

<b>MOTION</b>	BD	22-10	04
To approve the Bylaw changes under Section 9.3 as presented.			
Moved		Seconded	
Item failed for a lack of motion			

Director Addante presented Bylaw Revisions related to Section 9.6 National Council Meeting Date/Time/Place.

<b>MOTION</b>	BD	22-10	05
To approve the Bylaw changes under Section 9.6 as presented.			
Moved	Dick Gulmon	Seconded	Mary Mahoney
CARRIED			

Director Addante presented Bylaw Revisions related to Section 7.9 and 7.10 Director Attendance and Resignation, Removal and Vacancies noting these will be addressed at the next meeting in November.

**7. Executive Session**

<b>MOTION</b>	BD	22-10	06
To enter Executive Session at 2:45 p.m.			
Moved	Mary Mahoney	Seconded	Anna Louie
CARRIED			

CEO Cress presented the Finance Committee recommendation related to the Partnership with Softball Factory noting they are in default of their agreement, and the potential of USA Softball not renewing the partnership. Following the completion of the agreement in January, we will determine what remedies were available.

CEO Cress presented a proposed contract with a preferred vendor of the City of Oklahoma City (Crown Castle Fiber LLC) to place a tower on our property in order to improve cell and internet access for our patrons.

<b>MOTION</b>	BD	22-10	07
To approve the agreement with Crown Castle Fiber LLC.			
Moved	Darrin Duistermars	Seconded	Beverly Wiley
CARRIED			

Director Drew Wells informed the Board of his decision to resign all positions with USA Softball at the local and national level due to family matters impairing his ability to focus on his duties appropriately.

President Patterson updated the Board on various matters brought to the National Office regarding a Commissioner. The information will be provided to the Board in the next day or so for review and possible action.

Dick Gulmon presented a recommendation from the Finance Committee requesting commercial vendors royalty rates increase to 12% from 7% to more conform to industry standards.

<b>MOTION</b>	BD	22-10	08
To approve Finance Committee recommendation increasing commercial vendor royalty rates to 12%.			
Moved	Dick Gulmon	Seconded	Darrin Duistermars
CARRIED			

<b>MOTION</b>	BD	22-10	09
To return to Open Session at 3:28 p.m.			
Moved	Anna Louie	Seconded	Beverly Wiley
CARRIED			

**8. Adjournment**

Director Wiley inquired about reorganization of the National Office due to staff resignations. CEO Cress said work is on-going to best organize the staff and will be communicated as decisions are made.

<b>MOTION</b>	BD	22-10	10
To adjourn October 19, 2022, meeting.			
Moved	Anna Louie	Seconded	Beverly Wiley
CARRIED			

The meeting was adjourned at 3:33 p.m.