

December 15, 2021 Meeting Minutes

Location	Date	Time	Format
Zoom	December 15, 2021	3:00p.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 left at 5:25
Walker Clark	South Regional Vice-President	Present joined at 3:10pm
Drew Wells	Southwest Regional Vice-President	Present
Darrin Duistermars	Midwest Regional Vice-President	Present
Mary Mahoney	Mid-America Regional Vice-President	Present left at 5:35
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 left at 5:15
David James	Independent Director	Absent
Ally Carda	Elite Athlete Representative - Proxy	Present
Nick Mullins	Elite Athlete Representative	Present joined 3:04pm
Michelle Moultrie	Elite Athlete Representative	Present
Cam Schiller	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
Rich Cress	Director of Membership Services	Present
Andrea McKee	Director of Marketing & Communications	Present
Jay Hedrick	Network Administrator	Present
Devin Loehrs	Managing Director of IT	Present
Kevin Ryan	Independent Contractor, Director of Umpires	Present
Julie Whiteaker	Events Manager	Present
Ashlea Nash	Marketing Manager	Present

Minutes

1. Call to Order

President Patterson called the meeting to order at 3:03 p.m. CT.

At that time, a quorum was confirmed.

2. Roll Call

MOTION	BD	21-12	01
To approve Ally Carda as Elite Athlete Proxy for December 15, 2021 meeting.			
Moved	Beverly Wiley	Seconded	Sandy Searcy
CARRIED			

3. 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.”

All Board of Director members were in unanimous agreement.

4. Approve the Agenda

MOTION	BD	21-12	02
To approve the agenda with addition of 2 new association items for Executive Session			
Moved	Beverly Wiley	Seconded	Anna Louie
CARRIED			

5. Approve October 27, 2021 Minutes

MOTION	BD	21-12	03
To approve minutes from October 27, 2021 meetings			
Moved	Beverly Wiley	Seconded	Sandy Searcy
CARRIED – Rodney Cobb abstained due to being absent at the October 27, 2021 meeting.			

6. Management Report

CEO Cress presented the latest production reports through November 2021 to the Board. CEO Cress also noted that MTM will continue to sell us umpire awards until their supply is exhausted. Kevin Ryan is working with Crown Awards to design new product to be available in 2022.

7. Old Business

Board Composition – updated Board that beginning in 2022 there will be 24 members and that the committee will continue to evaluate options for 2023 and beyond.

8. New Business

A - CEO Cress provided a letter from Congress to NGBs for Board review.

B - Holiday Schedule – CEO Cress presented a proposed holiday calendar for 2022 that mirrors the USOPC calendar.

MOTION	BD	21-12	04
To approve the holiday calendar as presented.			
Moved	Rodney Cobb	Seconded	Roger Garcia
CARRIED			

C – CEO Cress presented a schedule of the 2022 Board Meetings.

9. Executive Session

MOTION	BD	21-12	05
To enter Executive Session.			
Moved	Anna Louie	Seconded	Mary Mahoney
CARRIED			

MOTION	BD	21-12	06
To approve Men’s National Team Staff as recommended by Selection Committee.			
Moved	Rodney Cobb	Seconded	Dick Gulmon
CARRIED – Nick Mullins abstained from voting due to being MNT player.			

MOTION	BD	21-12	07
To approve Bylaw, change #1 to add Section 5.5 C as presented by Donn Addante and included in this packet.			
Moved	Beverly Wiley	Seconded	Anna Louie
CARRIED			

MOTION	BD	21-12	08
To approve Bylaw, change #2 to add Sections 7.5 F and 7.5 J amended to remove the word “temporary” in Section 7.5 F as presented by Director Addante and included in this packet.			
Moved	Rodney Cobb	Seconded	Roger Garcia
CARRIED			

MOTION	BD	21-12	09
To approve Bylaw, change #3 to amend Section 7.8 as presented by Director Addante and included in this packet.			
Moved	Anna Louie	Seconded	Sandy Searcy
CARRIED			

MOTION	BD	21-12	10
To approve Bylaw, change #4 to amend Section 10.3 presented by Director Addante and included in this packet.			
Moved	Roger Garcia	Seconded	Mary Mahoney
CARRIED			

MOTION	BD	21-12	11
To approve Bylaw, change #5 to Section 10.4 as presented by Director Addante and included in this packet.			
Moved	Sandy Searcy	Seconded	Darrin Duistermars
CARRIED			

MOTION	BD	21-12	12
To approve Bylaw, change #6 to add section 10.17 E as amended to establish the Governance Review Committee and presented by Director Addante and included in this packet.			
Moved	Roger Garcia	Seconded	Sandy Searcy
CARRIED			

MOTION	BD	21-12	13
To approve authorizing the CEO or his designee(s) have the authority to housekeep any Bylaw sections reference 20% athlete representation to 33% as required by the USOPC.			
Moved	Rodney Cobb	Seconded	Beverly Wiley
CARRIED			

MOTION	BD	21-12	14
To approve the Governance Review Committee Charter to conform with USOPC guidelines.			
Moved	Dick Gulmon	Seconded	Rodney Cobb
CARRIED			

MOTION	BD	21-12	15
To approve the Conflicts of Interest Policy to further comply with USOPC guidelines.			
Moved	Roger Garcia	Seconded	Darrin Duistermars
CARRIED			

MOTION	BD	21-12	16
To approve the Gift Acceptance Policy to further comply with USOPC guidelines.			
Moved	Dick Gulmon	Seconded	Anna Louie
CARRIED			

MOTION	BD	21-12	17
To approve the Gifts and Entertainment Policy to further comply with USOPC guidelines.			
Moved	Donn Addante	Seconded	Anna Louie
CARRIED			

MOTION	BD	21-12	18
To approve the Major Donation Policy to further comply with USOPC guidelines.			
Moved	Sandy Searcy	Seconded	Anna Louie
CARRIED			

MOTION	BD	21-12	19
To approve Finance Committee recommendation to accept manufacturer's proposed 3-year agreement.			
Moved	Dick Gulmon	Seconded	Rodney Cobb
CARRIED			

MOTION	BD	21-12	20
To approve the Finance Committee mandate that all local associations will utilize the new registration system being negotiated with the Preferred Vendor beginning with the 2024 season.			
Moved	Dick Gulmon	Seconded	Anna Louie
CARRIED			

MOTION	BD	21-12	21
To approve authorizing National Office Staff to function as de facto local association in Oklahoma County and the 6 adjacent counties to negotiate with local ballparks for USA Softball branding/participation, register local teams and umpires.			
Moved	Dave Devine	Seconded	Rodney Cobb
CARRIED			

Opposed – James Ellis, Roger Garcia and Drew Wells

Discussion was held regarding local association reviews and succession plans, and updates on Commissioner searches and association reviews.

MOTION	BD	21-12	22
To approve Oregon as a viable association.			
Moved	Roger Garcia	Seconded	Darrin Duistermars
CARRIED			

MOTION	BD	21-12	23
To approve Mike Wells of Oregon for Commissioner Emeritus pending completion of his term on 12/31/21 and submission of all required documents for the 2021 year.			
Moved	Roger Garcia	Seconded	Anna Louie
CARRIED			

MOTION	BD	21-12	24
To return to Open Session.			
Moved	Darrin Duistermars	Seconded	Rodney Cobb
CARRIED			

10. Adjournment

Director Duistermars updated the Board on the health of Commissioner Emeritus Jerry Hansen.

CEO Cress urged Directors to complete the USOPC Governance course that was provided via email before 12/31/21.

MOTION	BD	21-12	25
To adjourn December 15, 2021 meeting.			
Moved	Darrin Duistermars	Seconded	Rodney Cobb
CARRIED			

The meeting was adjourned at 5:57pm.