

Board of Directors Meeting Minutes

Location	Date	Time	Format
Zoom	October 28, 2023	12:30 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
	Southeast Regional Vice-President	
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	Absent
Nick Mullins	Elite Athlete Representative	Present
Michelle Moultrie	Elite Athlete Representative	Present
Cam Schiller	Elite Athlete Representative	Absent
Joshua Johnson	Elite Athlete Representative	Absent
Aubree Munro	Elite Athlete Representative	Present, joined at 2:10 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	Absent
Allison Flaig	Chief of Staff	Present
Jay Hedrick	Managing Director of Network Systems	Present
Devin Loehrs	Director of IT	Present
John Falcone	Legal Counsel	Present, joined at 1:00 p.m.
Kyle Brewer	Network Systems Manager	Present

Minutes

1. Call to Order

President Patterson called the meeting to order at 12:30 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 on the proposed bylaw amendment related to board composition.

2. Roll Call

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

3. Approve the Agenda and Minutes

MOTION	BD	23-10	01
To approve the agenda for the meeting as presented.			
Moved	Anna Louie	Seconded	Mary Mahoney
CARRIED			

4. Management Report

CEO Cress presented the October production report that was prepared with data as of October 26, 2023, and will be utilized in the meetings this week. Directors Garcia, Louie, Mahoney and McPhail discussed invoicing dates for these reports.

CEO Cress presented the monthly stadium report for September. Men’s A&B Slow Pitch National Championships were held Labor Day Weekend.

5. New Business

CEO Cress presented the proxies for the 2023 Annual Council Meeting as submitted by Commissioners by the appropriate deadline. Thor Nelson, Michael Hoffman, Lynette Strange and Jason Johnson were added in addition to the list provided.

MOTION	BD	23-10	02
To approve the 2023 Proxies as presented with the 4 additions noted above.			
Moved	Rodney Cobb	Seconded	Roger Garcia
CARRIED			

MOTION	BD	23-10	03
To approve Cody Pannebaker as a Proxy for Nick Mullins at the November 1, 2023 Board of Directors Meeting.			
Moved	Rodney Cobb	Seconded	Michelle Moultrie
CARRIED – Director Mullins abstained due to a conflict of interest.			

6. Executive Session

MOTION	BD	23-10	04
To enter Executive Session at 12:55 p.m.			
Moved	Mary Mahoney	Seconded	Anna Louie
CARRIED			

CEO Cress noted that 1 candidate applied for the Wyoming Commissioner position and will be interviewed later today.

CEO Cress announced Commissioner Raimer is retiring from Wisconsin at the end of the year and Wyoming is recommended to be deemed a viable association. The commissioner opening will be posted immediately.

MOTION	BD	23-10	05
To approve Wyoming as a viable association.			
Moved	Dick Gulmon	Seconded	Rodney Cobb
CARRIED			

CEO Cress and Director McPhail updated the Board on the history of the South Carolina association under former commissioner Chad Greene. Director McPhail proposed combining North Carolina and South Carolina into one association called USA Softball of the Carolinas under the leadership of Tim Doby, current commissioner of USA Softball of North Carolina. Directors Garcia, Devine and Wiley contributed to the discussion and recommend the association be placed in Region 3.

MOTION	BD	23-10	06
To approve combining USA Softball of North Carolina and USA Softball of South Carolina into one association called USA Softball of the Carolinas under the leadership of Tim Doby and included the association in Region 3 effective November 1, 2023.			
Moved	John McPhail	Seconded	Beverly Wiley
CARRIED			

CEO Cress reported that Ben Crenshaw has resigned as commissioner in Kentucky. Staff and Director Duistermars have met with members of the staff in Kentucky as to how the association might move forward in the best interests of softball in the area. The consensus was that Kentucky should be moved under the leadership of Brett Williamson, Commissioner of USA Softball of Indiana. Commissioner Williamson agrees to this arrangement but at this time would like to maintain Kentucky as a separate association for the time being. Directors Garcia, Duistermars, McPhail and President Patterson contributed to the discussion.

MOTION	BD	23-10	07
To approve Brett Williamson as Commissioner for USA Softball of Kentucky.			
Moved	Darrin Duistermars	Seconded	Walker Clark
CARRIED			

Director Garcia updated the Board on the status of the search for a commissioner in Idaho.

CEO Cress announced Kim Swafford has been named the Commissioner in Arizona. A lengthy discussion occurred regarding how to assist new staff in local associations who are starting from scratch financially and how assistance might be provided to them. Directors Louie, Garcia, Mahoney, Addante, Mahoney, Wiley, Mullins, and McPhail along with John Falcone, legal counsel, contributed to the discussion. The prevalent opinion is this should be a board decision on a case-by-case basis.

MOTION	BD	23-10	08
To allow the CEO discretion to waive the first year of affiliation fee.			
Moved	Annie Louie	Seconded	Roger Garcia
FAILED – Director Louie voted in the affirmative			

CEO Cress presented the results of the USOPC Audit that was recently completed for the 2019-2023 quad. Of the 42 criteria, we were compliant with 32, 7 needing improvement and 3 deficient. We have 120 days to become compliant. We are in dispute with the finding over our independent director position and will meet with the USOPC in the next few days for further discussion and clarification.

CEO Cress presented John Falcone, legal counsel, to update the Board on the status of our SportsEngine agreement. Mr. Falcone discussed the status of conversations and negotiations related to the development of the registration system and the consequences of certain actions by the Board. Directors Cobb, Devine, James, Garcia, and Gulmon contributed to the discussion.

CEO Cress informed the Board that the Co-Ed World Cup has been cancelled due to travel issues for numerous teams. Sponsors will have their funds refunded in the next few weeks.

CEO Cress presented the September stadium financials for the Men's A&B Slow Pitch National Championships.

MOTION	BD	23-10	09
To return to open session at 3:18 p.m.			
Moved	Mary Mahoney	Seconded	Donn Addante
CARRIED			

7. Adjournment

MOTION	BD	23-10	10
To adjourn the October 28, 2023, meeting at 3:23 p.m.			
Moved	Roger Garcia	Seconded	Anna Louie
CARRIED			