

US SAILING Board of Directors Meeting  
Sunday, March 18, 2007  
Newport, RI

Present: Dick Allsopp, Dean Brenner, President Jim Capron, Susan Epstein, Amy Gross-Kehoe, Vice President Tom Hubbell, Treasurer Leslie Keller, Patty Lawrence, Jerry Montgomery, Bill Stump, Jim Tichenor, and Ex Officio members, Secretary Fred Hagedorn and Executive Director Charlie Leighton.

1. The meeting was called to order by President Capron at 10:40 AM Eastern Time.
2. Secretary Hagedorn called the roll and announced that a quorum was present.
3. A **MOTION** to approve the Consent Calendar was made, seconded and approved.
  - a. Minutes of the March 17, 2007 meeting of the Board of Directors;
  - b. Appointment of Anne Mooney (Area B Rep) on the U.S. Women's Championship Sailing Committee.
4. President Capron thanked Bill Ross for his, and other, invitations to attend the Flying Scot National Championships to celebrate the class' 50<sup>th</sup> anniversary. Regrettably, he will be out of the country at the time of the event.

President Capron shared that the President's Club had a dinner the previous evening and that they had called J.D. Reddaway to congratulate him on receiving the US SAILING Sportsmanship Award, the W. Van Alan Clark, Jr., Trophy which was awarded to him by the US Sailing One-Design Council Chairman, Skip Dieball.

5. House of Delegates Chair, Walt Chamberlain, provided 4 actions from the House of Delegates meeting for consideration by the Board of Directors:
  - a. Jr. Big Boat Sailing Program – The House of Delegates endorsed the Program. The Budget Committee indicated that a little more work on the funding sources was needed, but that a couple of donations had been identified.  
  
**ACTION:** The Board with support from the originator, Don Glasell, agreed to refer this proposal to the Training Committee.
  - b. Crew Membership (from the National Offshore Council) – That US SAILING establish a member classification to be known as “Crew Member.” The Crew Member classification is to provide a standard policy of injury and disability insurance and membership discount rights to merchandise from the on-line US SAILING store. It shall carry no other regular membership rights and benefits. It is recommended that the

membership be provided at a fee of \$25. The injury and disability policy is to be provided to all members of US SAILING as part of the regular membership benefits.

**ACTION:** The Board referred this proposal to the Membership Committee.

- c. ISAF Special Regulations. The following five (5) changes/additions were developed by the Safety-At-Sea Committee, endorsed by the National Offshore Council and recommended for approval by the House of Delegates (see Addendum 1 for details).
1. Change to ISAF Special Regulation 3.03.1, if it is not adopted by the ISAF it shall become a US SAILING Prescription in 2008;
  2. Change to ISAF Special Regulation 3.08.2, if it is not adopted by the ISAF it shall become a US SAILING Prescription in 2008;
  3. Change to ISAF Special Regulation 3.14.6(c);
  4. Add new ISAF Special Regulation 4.28.2;
  5. Delete ISAF Special Regulation 5.02.5(a).

**ACTION:** It was moved, seconded and approved to submit the above Special Regulations submissions to the ISAF.

- d. The House of Delegates acted on the 26 Board of Directors initiated changes to the Bylaws, along with the 6 alternative submissions from the Bylaws Committee, and shared its report. The following Table indicates the number assigned by the Bylaws Committee, the Bylaw(s) impacted by the change(s), the Bylaws Committee action, the House of Delegates action, and the action taken by the Board of Directors (if any):

<b>Bylaw Committee #</b>	<b>Impacted Bylaws</b>	<b>BLC Action / Recommendation</b>	<b>HoD Action</b>	<b>BoD Action (if any)</b>
2007-01	202 (4)(12), 222 (1)(12),  511 (1)(11)	none	Approve	Approve
2007-02	214 Section 3 (a)	none	Approve	Approve
2007-03	222 Section 1 (2)	none	Approve	Approve
2007-04	301 Section 2	none	Approve	Approve
	#(5) and # (6)			
2007-05	306 Section 1	none	Approve	Approve
2007-07	521 Section 7 (a)	none	Approve	Approve
2007-08	524 Section 2 (2)	none	Approve	Approve
2007-09	Part IX – Delete	none	Approve	Approve
2007-10	102 Section 2 (E)	reword	Approve	Approve
2007-11	202 Section 2	Disapprove	Disapprove	

521, Section 2

202 (F)

<b>Bylaw Committee #</b>	<b>Impacted Bylaws</b>	<b>BLC Action / Recommendation</b>	<b>HoD Action</b>	<b>BoD Action (if any)</b>
2007-11 a	202 Sections 1-4	Created	Approve	
	211, 212, 213, 214, and 215			
2007-12	222 Section 2 – select Chair, VC & Sec	none	Approve as amended	Approve as amended
2007-13	305 Section 9	Disapprove	Disapprove	
2007-14	502-506	Disapprove	Disapprove	----
2007-14 a	501, Delete 502-6	Approve	Approve	Approve
	Change “Coordinator(s)” back to “Chair(s)”			
2007-15	511 Section 4 & 5	Reworded	Approve	Approve
2007-16	521 Section 4	Reworded	Referred back to BLC	
2007-17	521 Section 5	Disapprove	Referred back to BLC	
2007-17 a	521 Section 5	Disapprove	Referred back to BLC	
2007-18	525 Section 3	Reworded	Disapprove	
2007-19	801 Section 2	Disapprove	Disapprove	----
2007-19 a	801	Rewording	Approve	Approve
2007-20	305 Section 1 (c)	Disapprove	Disapprove	----
2007-20 a	305 Section 1 (c)	Reworded	Approve	Approve
	PLUS Change 90 to 50 days, and 15 to 10 days			
2007-21	525 Section 3	Disapprove	Approve	Approve
2007-22	525 Section 3	Reworded	Approve	Approve
2007-23	526 Section 1	Disapprove	Disapprove	-----
2007-23 a	526 Section 1	Reworded	Approve	Approve
2007-24	301 Section 2 (1)	none	Approve	Approve
2007-25	521 Section 7 (a)	none	Approve	Approve
2007-26	303 Section 6	none	Approve	Approve

Typo -04	301 Section 2 (5)	Agree	Agree	Agree
	Replace “House of Delegates” w/ “National Governing Body (NGB) Council”			
Typo -07	521 Section 7 (a) – Delete 1 <sup>st</sup> IFDS Deleg.	Agree	Agree	Agree

**ACTION:** It was moved, seconded and approved to accept all of the bylaw changes (as noted in the above table).

The Approved Changes to the Bylaws may be found in Addendum 2. Changes -11, -11a, -13 and -18 will be debated at the next meeting of the Board of Directors, while changes -16, 17, and -17a have been returned to the Bylaws committee for their further consideration prior to the House taking any action. All other changes were approved.

6. The Division Chairs had no additional reports.
7. One council out of the 15 had an action for the Board of Directors to consider:
  - a. The Multihull Council, through Bill Doelger, presented a **MOTION** to Charge our US SAILING Delegates to the ISAF to support the selection of at least one (1) multihull event in the 2012 Olympic Games.

The **MOTION** was made and seconded. A full discussion was held on the ISAF submission system and the fact that the current submission is focused narrowly upon the performance goals of the USA and on the association’s belief that there should be gender equity in the Olympics, and that US SAILING is committed to leading in all disciplines of sailing practiced in the United States including team racing, match racing, multihull, monohull, windsurfing, model sailboats, and any other discipline that may evolve over time. After the discussion, the motion failed.

8. The following Committees made reports:
  - Budget, Sarah Alger, reporting for James Appel, noted that the committee had met and was suggesting that prior to a proposal coming to the Budget Committee for review, the proposal should be measured against the *Guiding* Principles approved by the Board of Directors in February, 2007. Primarily, the ability of the association to accomplish it well, and the need for the association to include the proposed product or service;
  - Championships, Karen Reisch reported that the committee met twice, that in FY 2006 the championships were \$25,000 under budget, on-line registration is the way to go with Active.com, and that all championships are scheduled through 2008. In addition, Reisch noted that three clubs had indicated their willingness to be utilized on short notice in the event of an emergency at a previously scheduled event site (Rochester YC, Fort Worth BC, and Bay View YC), if others are interested in volunteering to be on this list, they are invited to contact Karen Reisch;

- Nominating and Governance, Janet Baxter presented a written report with a proposed self-evaluation form for the members of the Board of Directors, and a Request for Action to circulate and require signature on a Statement Form.

**ACTION:** The Board of Directors deferred discussion on this important topic until its April, 2007, meeting so that the Board members would have an opportunity to read the report and recommendations fully.

- Race Administration, Dick Rose reported that the committee is reviewing the processes used for the certification of Race Officials to ensure that it is consistent, fair and transparent.
  - Race Management, Robin Wallace indicated to the Secretary that a written report was available;
  - Racing Rules, Dick Rose noted that this is the final year for submissions to be made to the ISAF for the 2009-2012 Racing Rules of Sailing. The committee will have all of its final submissions ready, with Board of Directors approval, by July of this year;
  - Safety-At-Sea, Bruce Bingham, reporting for Alan McMillan, noted that the committee had 5 submissions to the ISAF for changes to the ISAF Special Regulations (see Item 5(c) above for Board Action);
  - Site Selection, Ed Theisen, reporting for Bill Ross, shared that the written report was available;
  - Training, Fred Hagedorn, reporting for Rich Jepsen, noted that the Training committee had two 4-hour strategic planning sessions over the weekend and was energized and moving forward;
  - Web Liaisons, Chris Luppens shared that a written report was available, that the website would be static between March 26 and April 2, 2007 while it is moved from the servers in Vermont to a data center in Boston, MA, and that the new database will be rolled out on April 16, 2007, as previously reported.
9. Old Business
- a. Proposals for a Classifiers Committee and Program – Dick Rose requested that this topic be deferred until the Board of Director’s April conference call so that Dr. Anne Allen may be included in the discussion. This suggestion was accepted.
10. Executive Session. The Board entered Executive Session at 12 noon in a separate room. All members of the Board of Directors were present with the exception of Tom Hubbell, Chip Johns, Jim Tichenor and Executive Director Charlie Leighton.
11. A **MOTION** to adjourn was made, seconded and approved at 12:20 pm, Eastern Time.

Respectfully submitted,

Frederick H. Hagedorn  
Secretary

## Addendum 1

The following 5 submissions were proposed by the Safety-At-Sea Committee, endorsed by the National Offshore Council, recommended for approval by the House of Delegates and approved by the US SAILING Board of Directors on March 18, 2007:

### **a. ISAF Special Regulation 3.03.1**

#### **CURRENT WORDING:**

3.03.1 A yacht defined in the table above shall have been designed and built in accordance with either:

- a) the EC Recreational Craft Directive for Category A (having obtained the CE mark), or
- b) the ABS Guide for Building and Classing Offshore Yachts in which case the yacht shall have on board either a certificate of plan approval issued by ABS, or written statements signed by the designer and builder which confirm that they have respectively designed and built the yacht in accordance with the ABS Guide,
- c) except that a race organizer and class rules may accept other evidence of suitability of design and build when that described in (a) or (b) above is not available, provided that the requirements of (a) or (b) have never been refused due to unsuitability of the boat.

US SAILING prescribes that 3.03.1(c) shall not apply in 2007.

#### **PROPOSED WORDING:**

(note: no change in category, MoMu0,1,2)

3.03.1 A yacht defined in the table above shall have been designed, built, *maintained, modified and repaired* in accordance with the requirements of either:

- a) the EC Recreational Craft Directive for Category A (having obtained the CE mark), or
- b) the ABS Guide for Building and Classing Offshore Yachts in which case the yacht shall have on board either a certificate of plan approval issued by ABS, or written statements signed by the designer and builder which confirm that they have respectively designed and built the yacht in accordance with the ABS Guide, or
- c) *ISO 12215 Category A, with written statements signed by the designer and builder which confirm that they have respectively designed and built the yacht in accordance with the ISO standard,*
- d) except that a race organizer *and* class rules may accept, *when that described in (a), (b), or (c) above is not available, the signed statement by a naval architect or other person familiar with the standards listed above that the yacht fulfills the requirements of (a), (b), or (c).*

**b. ISAF Special Regulation 3.08.2**

**CURRENT WORDING:**

3.08.2 A hatch shall be:

- a) so arranged as to be above the water when the hull is heeled 90 degrees

US SAILING prescribes that 3.08.2(a) shall not apply in 2007.

**PROPOSED WORDING:**

(note: no change in category, Mo0,1,2,3,4)

3.08.2 A hatch shall be:

- a) so arranged as to be above the water when the hull is heeled 90 degrees. Hatches over lockers that open to the interior of the vessel shall be included in this requirement. A yacht may have a maximum of four (two on each side of centerline) hatches that do not conform to this requirement, provided that the opening of each is less than 0.071 sq m (110 sq in). Effective for boats of a series begun after January 1, 2009, a written statement signed by the designer or other person who performed the down-flooding analysis shall be carried on board. For purposes of this rule the vessel's displacement condition for the analysis shall be the Light Craft Condition LCC (in conformity with 6.3 of the EN ISO 8666 standard and 3.5.1 of the EN ISO12217-2 standard).

**c. ISAF Special Regulation 3.14.6 c)**

**CURRENT WORDING:**

- c) A taut lanyard of synthetic rope may be used to secure lifelines provided the gap it closes does not exceed 100 mm (4 in).

**PROPOSED WORDING:**

After the sentence, Add: This lanyard shall be replaced annually at a minimum.

**EXPLANATION:**

ISAF sent an announcement out in recent years making sailors aware of known failures. We have seen these same failures in the U.S. UV degradation, wear and tear, and even sharp weld splatterings have caused these lanyards to fail. Regular maintenance would remove UV degradation, wear and tear and would let sailors know by inspection that they have a sharp edge cutting their line if required to replace annually.

d. **ISAF Special Regulation 4.28.2**

*All new regulation proposed by Stan Honey:*

**PROPOSED WORDING:**

4.28.2 For MoMu 1, 2. Require in January 2012 and recommend until then that each yacht shall be equipped with an EPFS (e.g. GPS) capable of immediately recording a man overboard position from each helm station.

e. **ISAF SR NUMBER: 5.02.5**

**CURRENT WORDING:**

5.02.5 It is strongly recommended that:

- a) a harness and safety line SHOULD comply with EN 1095 (ISO 12401) or near equivalent.

**Proposal**

Delete 5.02.5 a)

Rationale

5.02.1 states “each crew member shall have a harness and safety line that complies with EN 1095 (ISO12401) or equivalent with a safety line not more than 2m in length”. This supersedes 5.02.5 a)



## Addendum 2

### **Bylaw changes approved by the Board of Directors pursuant to Bylaw 801**

**(As all were favorably acted upon by the House of Delegates, a simple majority of the Board of Directors was required to accept these changes.)**

**-- All passed on a unanimous voice vote --**

#### **Proposal #2007-01 (Approved as submitted)**

It is proposed that the “Council for Sailors with Special Needs” be renamed as the “Council for Sailors with Disabilities” with references in the Bylaws to be changed in Bylaw 202 Section 4 paragraph 12, Bylaw 222 Section 1 paragraph 12 and Bylaw 511 Section 1 paragraph 11.

#### **Proposal #2007-02 (Approved as submitted)**

It is proposed that Bylaw 214, Section 3 (a) be corrected by deleting the word “by” in the second sentence so that the first two sentences shall read as follows:

#### **Bylaw 214 – Meetings**

...

Section 3. Special Meetings. (a) Special meetings of US SAILING’s House of Delegates (including Delegate-Based Members) and/or General Members may be called at the President’s discretion in the interest of US SAILING. Notice of the meeting shall be published in a newspaper published in the county in the state in which the principal office of US SAILING is located, once a week for three successive weeks next preceding the date of the meeting. ...

#### **Proposal #2007-03 (Approved as submitted)**

It is proposed that Bylaw 222 Section 1(2) be changed to reflect 11 (rather than 10) Area Directors representing the Council of Sailing Associations to read as follows:

#### **Bylaw 222 – Composition**

Section 1. The House of Delegates shall be comprised of the following voting members:

...

(2) the Chair and 11 ~~ten~~ eleven Area Directors representing the Council of Sailing Associations

**Proposal #2007-04 (Approved as submitted)**

It is proposed that in Bylaw 301 Section 2 reference to the International Foundation for Disabled Sailing (IFDS) be moved so that paragraphs (5) and (6) shall read as follows:

**Bylaw 301 – General Authority and Responsibility**

Section 2. Without in any way limiting the general powers of the Board of Directors, it shall, among other things:

...

(5) Appoint a director to sit on the Board of the US Windsurfing Association and appoint delegates to the USOC National Governing Bodies (NGB) Council ~~and the International Foundation for Disabled Sailing (IFDS.)~~

(6) Nominate delegates to the International Sailing Federation (ISAF.) and the International Association for Disabled Sailing (IFDS.)

**Proposal #2007-05 (Approved as submitted)**

It is proposed that Bylaw 306 be CORRECTED by DELETING the word “the” from the second sentence, such that the second sentence shall read as follows:

**Bylaw 306 – General Authority and Responsibility**

Section 1. Meetings. The Board of Directors shall meet at least six times per year. The President ~~of the~~ US SAILING shall preside at all meetings of the Board of Directors and in his absence the Vice President shall preside. ...

**Proposal #2007-07 (Approved as submitted)**

It is proposed that Bylaw 521 Section 7 be changed by:

- A. CORRECTING the name of the Olympic Sailing Committee by REPLACING the word “Division” with the word “Sailing.”
- B. CORRECTING the name of the Audit Committee by DELETING the phrase “and Ethics.”
- C. ADD reference to the IFDS in the last sentence (see below).

With these changes Bylaw 521 Section 7 would read as follows:

**Bylaw 521 – General**

...

Section 7. Sailor Athlete Representation

(a) Minimum Committee Composition Requirement – Sailor Athletes shall comprise at least 20% of the members of the following committees: Olympic ~~Division~~ Sailing Committee, Review Board, Nominating and Governance Committee, ~~Audit and Ethics~~ Committee, Budget Committee, U.S. Junior Women’s Championship Committee, U.S. Youth Championship Committee, U.S. Singlehanded Championship Committee, U.S. Team Racing Championship Committee, Offshore teams, Offshore One-Design and Level Classes Committee, ~~IFDS Delegation~~. Sailor Athletes shall comprise at least 20% of the nominees for the ISAF and IFDS Delegations, recognizing that ISAF and IFDS determine which nominees are accepted.

(b) Objective – An objective of US SAILING is that Sailor Athletes shall comprise at least 20% of all committees of US SAILING.

**Proposal #2007-08 (Approved as submitted)**

It is proposed that Bylaw 524 Section 2 be changed to read as follows:

**Bylaw 524 – Bylaws Committee**

...

Section 2. Duties. The committee shall:

- (1) Review all proposed amendments to these bylaws and the regulations and edit same for composition, draft amendment Proposals when requested, have the right to originate amendments, and may consolidate similar amendments for joint Proposal subject to acceptance by the proposers.
- (2) Upon completion of the procedures described in paragraph (1) ~~the paragraph immediately~~ above, the committee shall present the proposed amendment to the House of Delegates for action.
- (3) The committee may include its recommendation for action on the Proposal, if any.

**Proposal #2007-09 (Approved as submitted)**

PART IX – TRANSITION has no further force and is automatically deleted from the Bylaws in accordance with Bylaw 902.

**Proposal #2007-10 (Approved as submitted)**

It is proposed that Bylaw 102 Section 2(E) be changed to read as follows:

**Bylaw 102 – Purpose and Objectives**

...

Section 2. As the national governing body for sailing in the United States, US SAILING's objectives include:

...

- E. To promote safe boating and foster educational programs for the training of members in boating safety and the science of seamanship and navigation;

**Proposal #2007-12 (Approved as Modified)**

It is proposed that Bylaw 222 Section 2 be CHANGED by DELETING the words “, from its members,” from the current sentence and ADDING a second sentence to read as follows:

**Bylaw 222 – Composition**

...

Section 2. The House of Delegates shall elect its own Chair, Vice-Chair, and Secretary, ~~from its members, each of whom shall be entitled to vote.~~ The Chair, Vice-Chair, and Secretary may be selected from the general membership of the Association and do not need to already be a member of the House of Delegates. If the officers are not already members of the House, they are not entitled to vote.

### **Proposal #2007-14a (Approved as Modified)**

It is proposed that Bylaws 502-506 be deleted and Section 2 of Bylaw 501 – General be revised as shown below:

#### **Bylaw 501 – General**

Section 2. Division Chairs will be appointed by the President subject to approval by the Board and shall oversee the committees that are assigned to them, ~~shall~~ and encourage, promote, and coordinate with the chairs of all committees to meet their respective duties and responsibilities. They shall obtain when necessary, the names of the proposed new chairs and members of each committee to serve during the next year and timely deliver them to the President for action. Recommendations for the removal and replacement of chairs and members of committees shall also be made to the President. Each division is composed of the chair and such committees as are described in the Regulations. The division shall perform such duties as are described in the Regulations. The term of each chair is one year except for the Olympic Division. The Olympic Division Chair has a term of four years and a maximum of two consecutive terms.

#### **Bylaws 502-506 are deleted**

### **Proposal #2007-15 (Approved as Submitted)**

It is proposed to that Bylaw 511 be changed by ADDING new Sections 4 and 5 at the end which would read as follows (NOTE: these sections are entirely new):

#### **Bylaw 511 – General**

Section 4. Each Council may make Proposals for consideration by the Board through the House of Delegates. The House shall record its approval or disapproval of the Proposal to the Board in the form of a submission.

Section 5 Each Council shall establish bylaws, approved by the Board, which shall not conflict with US SAILING Bylaws or Regulations. These Bylaws must:

(1) Determine its membership and officers, and when appropriate, establish a procedure to appoint (or elect) representatives to US SAILING Committees.

(2) Provide for a limit on how long officers may serve, not to exceed six consecutive years.

(3) Require meeting at least once per year, preferably at the Annual Meeting of US SAILING.

### **Proposal #2007-19a (Approved as Submitted)**

It is proposed that Bylaw 801 – Amendments be revised as follows:

- A. Revise the bylaw to re-order the sections into chronological order.
- B. Include a requirement that the number of approving Directors should be no less than the number that approved the initiation; and
- C. Include a requirement in Section 4 (b) below that a supermajority is necessary for approval if the House is to be overruled.

#### **Bylaw 801 – Amendments**

Section 1. An amendment to these Bylaws may be initiated by either the House of Delegates or the Board of Directors by a majority vote of the then sitting members of the proposing body. The proposing body shall present the amendment to the Bylaws Committee for its review in accordance with Bylaw 524.

Section 2. The Bylaws Committee shall then submit such proposed amendment, together with any suggested changes it may have, to the House of Delegates for its consideration.

Section 3. No later than its next in person meeting, the House of Delegates shall vote on the proposed amendment and any changes suggested by the Bylaws Committee and shall promptly report to the Board of Directors the results of its vote.

Section 4. The Board of Directors may then approve an amendment to these Bylaws by:

(a) a majority vote of the Directors present at a duly called meeting, if the proposed amendment has been approved by a majority of the House of Delegates as set forth in Section 1 above; or

(b) by a three-quarters vote of the Directors present at a duly called meeting but no less than a majority of the then sitting members of the Board if the proposed amendment has not been approved by the House of Delegates as set forth in Section 1 above.

Section 5. The amendment shall take effect at the time specified in the motion approved by the Board, unless the amendment specifies a date for effectiveness.

**Proposal #2007-20a (Approved as Modified)**

It is proposed that Bylaw 305 – Election/Selection of Directors and Term of Office be revised as follows:

**Bylaw 305 – Election/Selection of Directors and Terms of Office**

...

(c) General Members (individuals and Family members) may vote in ~~Person~~ person, by mail or by electronic ballot.

(1) Physical ballots shall be distributed at the annual meeting.

(2) Mail-~~in~~out ballots shall be provided to General Members ~~upon request~~ in the mailing with the announcement of the candidates

(3) Downloaded ballots ~~or~~ may be downloaded from US SAILING's website not more than ~~60~~ 50 days and not less than ~~30~~ 10 days prior to the Annual Meeting.

(4) Mail-~~in~~out or Downloaded Ballots must be received by US SAILING not less than 10 business days prior to the Annual Meeting.

(~~3~~5) Electronic voting ballots shall be provided for on the US SAILING website. Electronic votes ~~ballots~~ may be cast not more than ~~30~~ 50 days and not less than 10 days prior to the Annual Meeting.

(4~~6~~) Mail-~~in~~out, Downloaded, or electronic ballots ~~and electronic ballots are considered~~ are directed proxies, which ~~shall be cast by~~ the Executive Director shall cast at the annual meeting as directed on the respective ballot.

**Proposal #2007-21 (Approved as Modified)**

It is proposed that Bylaw 525 – Nominating and Governance Committee be revised as follows:

**Bylaw 525 – Nominating and Governance Committee**

Section 3. Duties. The committee shall:

(1) ~~No later than June 15~~ No later than 90 days before the annual meeting, Nominate two individuals for each position on the Board of Directors open for election, excluding those seats to be nominated by the House of Delegates, at the next annual meeting. The list of nominations by the Nominating and Governance Committee and those from the House of Delegates shall be posted on US SAILING's web site no later than ~~July 1~~ 90 days before the annual meeting.

...

**Proposal #2007-22 (Approved as Submitted)**

It is proposed that Bylaw 525 – Nominating and Governance Committee be revised as follows:

**Bylaw 525 – Nominating and Governance Committee**

...

Section 3. Duties. The committee shall:

(5) As appropriate, ~~recommend to the Board of Directors the removal of members of the Board of Directors, for cause~~, submit to the Review Board the name of any individual serving on the Board, in the House, or on a committee for a determination as to whether the individual should be removed for misconduct.

~~(6) As appropriate, recommend to the Board of Directors the removal of committee members, including chairs, for cause.~~  
(6 7) The committee shall also perform the ethics oversight of US SAILING.

**Proposal #2007-23a (Approved as Submitted)**

The Bylaws Committee proposes that Bylaw 526 – Review Board be revised as follows:

**Bylaw 526 – Review Board**

Section 1. Composition. The committee shall be composed of a chairman and ~~four~~ such additional members as the Board may determine in the Regulations (but not less than five total members).

Section 2. Duties. The committee shall perform the duties described in ~~its Code of Regulations~~ Regulation 15 regarding grievances and disciplinary proceedings.

The Bylaws Committee simultaneously recommends that Regulation 4.07 Non-Divisional Committees be revised as follows:

**US SAILING Regulations**

...  
4.07 NON-DIVISIONAL COMMITTEES

...  
(G) Review Board – See Bylaw 526. The Committee shall consist of a chair and nine additional members.

**Proposal #2007-24 (Approved as Submitted)**

At its meeting on 17-Feb-07, the Board initiated the following Bylaw change to Section 2 (1) of Bylaw 301.

It is proposed to delete the “colon” through to the end of the sentence such that the new paragraph would read:

**Bylaw 301 – General Authority and Responsibility**

...  
Section 2. Without in any way limiting the general powers of the Board of Directors, it shall, among other things:

...  
(1) Consider, plan and act on policies and program activities to foster the mission of US SAILING: ~~to encourage participation and promote excellence in sailing and sail racing in the United States.~~

### **Proposal #2007-25 (Approved as Submitted)**

It is proposed that Bylaw 521 Section 7 be changed by:

DELETE all Championship Committees and REPLACE them with general language (see below)

With these changes Bylaw 521 Section 7 would read as follows.

#### **Bylaw 521 – General**

...

##### Section 7. Sailor Athlete Representation

(a) Minimum Committee Composition Requirement – Sailor Athletes shall comprise at least 20% of the members of the following committees: Olympic Sailing Committee, Review Board, Nominating and Governance Committee, Audit Committee, Budget Committee, ~~U.S. Junior Women's Championship Committee, U.S. Youth Championship Committee, U.S. Singlehanded Championship Committee, U.S. Team Racing Championship Committee, Offshore teams, Offshore One Design and Level Classes Committee, IFDS Delegation~~ and any other committee whose event is approved by the Board of Directors as the vehicle for the selection of athletes to represent the USA in international competition (the list of such committees shall be published and maintained on the US SAILING Website). Sailor Athletes shall comprise at least 20% of the nominees for the ISAF and IFDS Delegations, recognizing that ISAF and IFDS determine which nominees are accepted.

### **Proposal #2007-26 (Approved as Submitted)**

It is proposed that Bylaw 303 – Eligibility and Conflict of Interest Section 6 be revised by adding a sentence to the end so that the section reads as shown below:

#### **Bylaw 303 – Eligibility and Conflict of Interest**

...

Section 6. Board members, except the President, Olympic Division Chair, Select Member, and the Executive Director by virtue of holding these titles, shall not hold any chairmanship (or equivalent position) at the regional or national level in US SAILING or at the national level in the sport of sailing. No Board member may concurrently hold a chairmanship or presidency of a US SAILING council or committee, regional sailing association, or, national or international class association. This prohibition does not apply to committees of the Board such as the Compensation Committee or the Investment Committee or such other special committees of the Board as may be established by the President for specific tasks.