

US SAILING Board of Directors Meeting
Tuesday, April 24, 2007
Teleconference

Present: Dick Allsopp, Dean Brenner (excused himself at 9 pm), President Jim Capron, Susan Epstein, Amy Gross-Kehoe, Vice President Tom Hubbell, Chip Johns, Treasurer Leslie Keller, Patty Lawrence, Jerry Montgomery, Bill Stump, Jim Tichenor, and non-voting Ex Officio members, Secretary Fred Hagedorn and Executive Director Charlie Leighton.

Guests included Betsy Allison (for item 8c), Janet Baxter (for the discussions on items 8a and 8b, as well as item 9a), Clark Chapin (for item 8d), Charlie Cook (for item 9a), Ruth Creighton (for the Executive Director's Report and the discussion on Membership Issues), Dick Rose (for item 8c), and Cory Sertl (for item 9a).

1. The meeting was called to order by President Capron at 8:00 pm 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 18, 2007 meeting of the Board of Directors, as corrected;
 - b. Request by the U.S. Youth Multi-hull Championship Committee to have \$1,493 transferred from the Youth Multihull Restricted Endowment Fund to support coaching costs.

A proposal regarding the use of funds exceeding those available from the interest earned by the Youth Multi-hull fund was isolated from the Consent Calendar and discussed separately. After a review of the approved deed of gift of this fund (dated June 21, 2004) the following action was taken:

A MOTION to provide funds, not to exceed \$4,000, to assist the winning team from the 2007 US Youth Multi-hull Championships to represent the US at the Gold Cup in La Baule France August 22-26, 2007, was made, seconded and approved.

4. President Capron reported that he has been having many conversations with the multi-hull community about the US SAILING submission to the ISAF regarding the events for the 2012 Olympics and that the US Windsurfing Association had recently sent him a letter on the same subject. Capron also is seeing an opportunity to partner with other organizations regarding environmental issues and will be looking to bring suggestions to the Board in the near future.
5. Executive Director Leighton reported that the association is doing well financially at this point in the year. The association just finished co-hosting a seminar for 48 east coast yacht club managers on Yacht Club Management. Leighton presented on "How to survive Flag Officer Change. The staff is beginning to think about next year – maybe on the West Coast and/or maybe a seminar for Flag Officers. Leighton further reported that an Annual Report is being prepared for the membership.

As a part of the discussion of the Executive Director's report to the Board, a discussion regarding the creation of a membership initiative to create an Intermediate Membership ensued.

A **MOTION** to create an Intermediate Membership for individuals aged 19 – 30, at a reduced price point was made seconded and approved by a vote of 8-2-1. Directors Montgomery and Stump voted in the negative while Director Epstein abstained.

As an outgrowth of the discussion on the Intermediate Membership category, the Membership Committee and the Membership Staff were asked to formally take up the following suggestion for a Crew Membership (from the March 18, 2007 meeting of the Board of Directors) and to report back to the Board at their earliest opportunity:

- a. 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.
6. Treasurer’s Report. The Treasurer Keller reported that cash flow is very good. Further, Keller reported that the Audit Report for FY 2006 should be completed by the end of May.
 7. Olympic Report. Chairman Brenner reported that the Pan Am Sailing Team for the United States has been named.
 8. Old Business
 - a. Ethics – A **MOTION** to require members of the Board of Directors, the Chairs of Committees, the Chair of the House of Delegates and the Chairs of the Councils of US SAILING to complete and file a conflict of interest/ethics report with the association on an annual basis was made, seconded and approved.

Director Montgomery was named to lead a working party of himself, President Capron and Secretary Hagedorn to work with the NGC to finalize the wording of such a report and its questions.

- b. NGC Membership – A **MOTION** to initiate a change to Bylaw 525 so that current members of the Board of Directors may not serve concurrently on the Nominating and Governance Committee (NGC) was made, seconded and approved.

Currently one member of the Board is a named member of the NGC, and is actively working with the Council that named the member to find a replacement.

- c. Classifiers – A **MOTION** to create a Classifier’s Committee, to provisionally approve its Terms of Reference, and to initiate a change to the US SAILING Regulations to add the Committee to the Race Administration Office was made, seconded and approved.
- d. The Bylaws Committee presented 10 initiated changes to the Regulations, along with the one alternative submission from the Bylaws Committee, and shared its report. The following Table indicates the number assigned by the Bylaws Committee, the Regulations(s) impacted

by the change(s), the Bylaws Committee action, and the action taken by the Board of Directors (if any):

Bylaw Committee #	Impacted Regulation	BLC Action / Recommendation	BoD Action (if any)
2007-27	3.01	added definition	Approve
2007-28	4.02.H	simplified	Approve
2007-29	4.03.1 and 4.03.2	disapprove	Disapprove
2007-29a	4.03	more complete	Approve
2007-30	8.04	none	Approve
2007-31	8.06 E	clarity	Approve
2007-32	8.07	hold regulation number in reserve	Approve
2007-33	8.13 D	clarity	Approve
2007-34	6.03	reword	Approve
2007-35	10	none	Approve
2007-36	2.02 D	none	Approve

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

The Approved Changes to the Regulations may be found in Addendum 1.

Bylaw changes -11, -11a, -13 and -18, initially deferred to this meeting from the March 18, 2007 meeting will be debated at the next meeting of the Board of Directors on May 21, 2007.

9. New Business
 - a. The upcoming ISAF Mid-year meeting was discussed. The make-up of the ISAF Council was of particular interest, and it was **MOVED**, seconded and approved to ask the US Delegation to support the Working Party's Report with the exception of the deletion of ISAF Regulation 39.1(i).
10. A **MOTION** to adjourn was made, seconded and approved at 10:25 pm, Eastern Time.

Respectfully submitted,

Frederick H. Hagedorn
Secretary

Addendum 1

Regulation changes approved by the Board of Directors pursuant to Bylaw 801

-- All passed on a unanimous voice vote --

Proposal #2007-27 (Initiated 17-Feb-07)

It is proposed to change the "labels" of the Levels in 3.01.A, from "A, B, and C" to "OP, E, and C".

3.01 SAILOR ATHLETES

A. To ensure representation of athletes within US SAILING, three levels of sailor athletes are defined: Levels Olympic-Paralympic (OP), Elite (E), and Competitive (C). The definition of a Sailor Athlete shall be established in accordance with Part IV of the US SAILING Bylaws and compatible with the requirements for defining "athlete representatives" contained in the Article 17.7 of the USOC Bylaws. The definition shall be posted prominently on the US SAILING website.

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Proposal #2007-28 (Initiated 17-Feb-07)

It is proposed to add a second sentence to 4.02.H Technology Committee: "The committee membership shall include the chair of the Web Liaison Committee.

4.02 ADMINISTRATION DIVISION

The Administration Division is composed of the following committees:

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H. Technology Committee - advises on technology, coordinates and assists the web liaisons appointed by each committee and council and is responsible for the website. The Chair of the Web Liaison Committee shall be an ex-officio member of this committee.

Proposal #2007-29a (Bylaws Committee Initiative)

It is proposed that Regulation 4.03 be re-written as shown below:

4.03 COMPETITION DIVISION

~~The Competition Division is composed of the following offices and committees:~~ The committees of the Competition Division are each assigned to one of four administrative offices as follows:

4.03.1 INSHORE RACING OFFICE

~~The Inshore Racing Office is composed of the following committees~~ The Inshore Racing Office shall oversee, coordinate and promote such activities of US SAILING as concern one-design classes relating to small boat racing and shall support and coordinate the following committees:

~~A. Inshore Committee — sponsors, executes and coordinates programs and activities which build participation and encourage racing in inshore boats; interfaces with councils, committees, industry, and one-design classes relating to small boat sailing; and coordinates the common activities of the committees within the Inshore Racing Office.~~

~~BA.~~ Match Racing Committee – promotes match racing in the United States and coordinates US Match Racing events as needed.

~~CB.~~ Team Racing Committee – promotes team racing in the United States and coordinates US Team Racing events as needed.

4.03.2 OFFSHORE RACING OFFICE

~~The Offshore Racing Office is composed of the following committees~~ The Offshore Racing Office shall oversee, coordinate and promote such activities of US SAILING as concern offshore

racings and handicapping, rating and measurement systems for inshore and offshore racing and shall support and coordinate the following committees:

- ~~A.~~ Offshore Committee – coordinates the functions of the Offshore Racing Office; administers US SAILING's sail numbering and handicapping systems; publishes offshore rules, regulations, time allowance tables, and safety reports; and distributes bulletins relating to rule changes and event schedules; and assists sailors in obtaining measurement rating or handicap certificates. Develops new products and services for offshore sailors as needed.
- ~~BA.~~ IMS Committee – promotes the IMS Class and coordinates the distribution of IMS certificates. Recommends US SAILING prescriptions to the IMS rule.
- ~~CB.~~ IRC Committee - promotes the IRC Class and coordinates the distribution of IRC certificates.
- ~~DC.~~ ORR Committee – promotes the ORR Class and coordinates the distribution of ORR certificates.
- ~~ED.~~ PHRF Committee – promotes the PHRF Class, develops guidelines for performance handicapping, coordinates the distribution of PHRF certificates, and decides handicapping appeals.
- ~~FE.~~ North American Portsmouth Committee – publishes and promotes the North American Portsmouth Handicapping system.
- ~~GF.~~ Offshore Teams Committee – selects and coordinates U.S. offshore teams for international events that require nomination of a national team and assists in their preparation for competition, including provision of team management and training support when required.
- ~~HG.~~ Safety at Sea Committee –coordinates safety at sea research and safety educational programs; assigns specialist groups to address specific problems in equipment, technique or other aspect of safety at sea; and coordinates and submits proposed changes to ISAF Special Regulations annually.

4.03.3 CHAMPIONSHIPS OFFICE

The Championships Office is composed of the following committees The Championships Office shall oversee, coordinate and promote the championships of US SAILING and shall support and coordinate the following committees::

- A. Championships Committee – coordinates US SAILING Championships with local host organizations; interfaces with the race administration committees and subcommittees; coordinates the common activities of the individual championships committees within the Championships Office; assists with sponsorship and publicity; documents and ensures compliance with the championship conditions.
- B. Trophy Committee – coordinates and manages the deeds of gift and the physical care of US SAILING trophies, which may include trophies other than the Championship trophies.
- C. Individual championship committees - responsible for scheduling and running the designated championship under the championship conditions. Activities may include selecting boats, schedules, vendors, and venues and deciding how the event should be run and publicized. The individual championship committees are:

Adult Championships

- U.S. Championship of Champions Committee
- International Women's Keelboat Championship Committee
- U.S. Disabled Sailing Championship Committee
- U.S. Match Racing Championship Committee
- U.S. Men's Sailing Championship Committee
- U.S. Multihull Championship Committee
- U.S. Offshore Championship Committee
- U.S. Singlehanded Championship Committee
- U.S. Team Racing Championship Committee
- U.S. Women's Match Racing Championship Committee
- U.S. Women's Sailing Championship Committee

Junior / Youth Championships

U.S. Junior Championship Committee
U.S. Junior Women's Championships Committee
U.S. Youth Championship Committee
U.S. Youth Multihull Championship Committee

4.03.4 RACE ADMINISTRATION OFFICE

The Race Administration Office is composed of the following committees: The Race Administration Office shall oversee, coordinate and promote such activities of US SAILING as concern the running, judging and umpiring of races and shall support and coordinate the following committees:

- A. Race Administration Committee – proposes products and programs that promote quality race administration, and coordinates the common activities of the committees within the Race Administration Office.
- B. Appeals Committee – In addition to ~~Bylaw 522-3~~ the duties described in Bylaw 522, Section 3, publishes selected decisions of the Appeals Committee; recommends changes in the RRS to the Racing Rules Committee; and proposes, for approval by the Board, the submission of US SAILING Appeals to ISAF for adoption as ISAF Cases.
- C. Judges Committee - develops, supports, and certifies judges within the US; maintains the training and testing programs for certification; investigates complaints against judges; assists sailing organizations in obtaining qualified judges for events; and provides support and advice on the roles and conduct of judges at US SAILING events; submits candidates for approval by the Board as nominees for ISAF International Judges.
- D. Race Management Committee - develops, supports, and certifies race officers within the US; maintains the training and testing programs for race officers; investigates complaints against race officers; assists sailing organizations in obtaining qualified race officers for events; and provides support and advice on the roles and conduct of race officers at US SAILING events; submits candidates for approval by the Board as nominees for ISAF International Race Officers.
- E. Racing Rules Committee - drafts and oversees submissions to ISAF, for approval by the Board, of proposed changes to the RRS on behalf of US SAILING; drafts and maintains, for approval by the Board, the US SAILING prescriptions to the RRS; and conducts national training as coordinated by the Race Administration Committee.
- F. Umpires Committee - develops, supports, and certifies umpires within the US; maintains the training and testing programs umpires; investigates complaints against umpires; assists sailing organizations in obtaining qualified umpires for events; and provides support and advice on the roles and conduct of umpires at US SAILING events; submits candidates for approval by the Board as nominees for ISAF International Umpires.

Proposal #2007-30 (Initiated 17-Feb-07)

It is proposed to replace Regulation 8.04 in its entirety with the underlined paragraph below.

8.04 BORROWING AUTHORITY

~~In the absence of Board action, decisions to borrow funds on any line of credit for US SAILING shall be the joint decision of the President and the Treasurer, with the substitution of the Vice President in the absence of either of the aforementioned officers.~~

The Board has authorized the establishment of a Letter of Credit and the use of deferred membership dues to provide cash flow during seasonally slow periods. When such borrowing is needed, funds from the deferred membership dues shall be used before the LOC so long as the organization benefits from a lower cost of funds by doing so. The Executive Director shall report all such borrowing in the Director's monthly report along with a projection of cash flow for the following three months. All borrowing shall be repaid as soon as is feasible based on incoming cash and projected outflows.

Proposal #2007-31 (Initiated 17-Feb-07)

It is proposed to change the volunteers' per diem expense reimbursements to an agreed upon \$125.

8.06 EXPENSE REIMBURSEMENT

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E. Expense reimbursement for volunteer delegates attending international meetings on behalf of US SAILING will, on request, be reimbursed for the cost of reasonable round-trip airfare and provided ~~a per diem at the rate set by the IRS guidelines for food and lodging~~ an agreed upon per diem of \$125.

E. US SAILING shall reimburse, upon request, volunteer delegates attending international meetings on behalf of US SAILING for the cost of reasonable round-trip airfare and an agreed upon per diem of \$125.

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Proposal #2007-32 (Initiated 17-Feb-07)

It is proposed to delete Regulation 8.07 in its entirety.

~~**8.07 FUNDING OF THE OPERATION RESERVE FUND (RESERVED)**~~

~~Twelve Thousand Dollars (\$12,000) shall be transferred monthly to the Operation Reserve Fund until that Fund reaches a total value of \$1,100,000. These funds may be co-mingled with the USOF accounts for investment purposes. This provision is suspended for the year 2006 and through February 2007.~~

Proposal #2007-33 (Initiated 17-Feb-07)

It is proposed to change Regulation 8.13.D as shown below:

8.13 PROPERTY AND EQUIPMENT

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D. Products, including databases and intellectual properties, procured with US SAILING funds are the property of US SAILING. ~~Reasonable restrictions on the use of such property (usually incurred as a necessary condition for obtaining databases or other such property) will be respected.~~ US SAILING shall respect the restrictions imposed on the use of such property as a condition of procurement.

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Proposal #2007-34 (Initiated 17-Feb-07)

It is proposed to change Regulation 6.03 by deleting paragraph D and adding a sentence in the introductory paragraph.

6.03 APPOINTMENT OF AREA REPRESENTATIVES TO COMMITTEES

For selection of individuals to represent US SAILING Areas on committees or otherwise perform Area functions including, but not limited to, Regional Administrative Judge, Area Race Officer, Regional Training Coordinator, and Area Representatives to the individual U.S. Championship Committees, the following shall apply unless an exception is approved by the Board.

A. The committee chair shall nominate Area committee members.

B. The Area Director may name a candidate for consideration by a committee chair.

C. The Area Director shall be notified of the prospective selection in advance of notifying the candidate and with sufficient time for the Area Director to adequately consider and comment on the appointment.

Proposal #2007-35 (Initiated 17-Feb-07)

It is proposed to change Regulation 10.01 by rearranging and reformatting the Regulation with no change in content.

10 CHAMPIONSHIPS AND OTHER US SAILING EVENTS

10.01 US SAILING CHAMPIONSHIP

A. Administration

1. Guidelines for sailing instructions, notices of race and conditions adopted by the Championships Committee shall be used for all US SAILING championships at all levels. Exceptions shall be approved in advance by both the relevant organizing committee and the Chair of the Championships Committee.
2. Race officers, judges, and umpires at US SAILING championships shall be appointed in accordance with published guidelines approved by the Championship Committee and the Race Administration Committee.
3. Championship Conditions shall be maintained and approved by the sponsoring committee and the Championship Committee. The current version of the Championship Conditions shall be available on the US SAILING website. As documented below, some conditions may require permission of the Board.
4. Event organizing committees shall communicate, coordinate, and consult with US SAILING committees and councils that support and promote the event's sailing discipline or constituency.

B. Non-USA Resident Participation

1. Unless the notice of race for a particular championship requires US citizenship or resident alien status, participation in US SAILING championships is open to non-US citizens (including resident and non-resident aliens), provided all other requirements of the Championship are met. Specific championships may require US citizenship or resident alien status by stating the requirements in the notice of race in the championship conditions. Non-resident aliens may request a waiver. Creating a new requirement of US citizenship for a championship requires approval of the Board.
2. When the Championship is a qualifier for international or any other competition the top finisher(s) qualified to represent the US will qualify. The OSC may make exceptions to this regulation for entry in the US Olympic Trials – Sailing or their associated pre-Trials.
3. The venues for US SAILING championships shall be located in the U.S. unless an exception is approved by the Board. An RSA, club or LSO outside the United States may host qualifiers for US SAILING championships, provided the host club or LSO is a member of US SAILING.
4. Non-US citizens may serve on juries or as race officials for US SAILING championships.
5. Chairs of individual championships committees may establish special rules for trophies won by foreign participants. Perpetual trophies may not be taken outside of the U.S.

C. Prohibited Substances

1. For adult US SAILING championship events, no competitor shall use, either on or off the water: marijuana or any other controlled substance (as defined in 21 U.S. Code 802) the possession of which is unlawful under 21 U.S. Code 841.
2. For Junior and Youth events or for junior or youth competitors in any US SAILING championship, no participant or competitor shall use, either on or off the water: marijuana or any other controlled substance (as defined in 21 U.S. Code 802) the possession of which is unlawful under 21 U.S. Code 841, or alcoholic beverages (distilled spirits, wine and beer, each as defined in chapter 51 of the U.S. Internal Revenue Code and intended for beverage use).
3. An alleged breach of one of these regulations shall not be grounds for a protest. However, when the protest committee believes that a competitor may have breached one of these regulations, it shall follow the process described in racing rule 69.1, and a competitor found to have breached one of these regulations shall be excluded from the remaining races of the

series and, where practicable, removed from the regatta venue and sent home. The competitor's boat shall be disqualified from all races of the series.

4. Either Regulation 10.01.C or 10.01.C.2, as appropriate, and Regulation 10.01.C.3 shall be included in the Notice of Race and the Sailing Instructions for every US SAILING championship.

D. Use of Personal Flotation

Competitors in US SAILING championships or qualifiers for US SAILING championships shall wear a U.S. Coast Guard (USCG) approved personal floatation device (PFD) while on the water, other than for brief periods while adding or removing clothing. Where the ORC regulations apply, they replace this requirement. Competitors from outside the U.S. may wear flotation approved by their own nations' maritime authority to the extent permitted by international treaty.

10.02 US SAILING EVENTS

A. Power Line Hazards

All US SAILING events and championships, at all levels, shall be held at sites free of power line hazards.

Proposal #2007-36 (Initiated 17-Feb-07)

It is proposed to change Regulation 2.02 by hyphenating "not-for-profit" as shown below:

2.02 MEMBERSHIP REQUIREMENTS

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- D. for an organization offering US SAILING Keelboat Certifications, whether commercial or not-for-profit

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