US Sailing Board of Directors Meeting Minutes
November 20, 2017

Conference Call to order: 7:30pm

In attendance: Board: President Bruce Burton, VP Cory Sertl, Sec. Martine Zurinskas, Tarasa Davis, Dave Perry, Jim Walsh, Russ Lucas, Gary Gilbert, Treas. Steve Freitas, Sally Barkow, Clerc Cooper, Rich Jepsen, Ron White

Guests: 6 guests on the call.

1. Announcements

2. Consent Calendar: Vote #1 Motion to approve, unanimously approved.
   October 19th Minutes
   Read into minutes, e-vote approval of the BAR20171112 – Retirement Plan approved 11-17-2017

3. President’s Report
   Bruce Burton
   Review of all the Strategic Programs:
   - Board Meeting recap from October meeting in Bristol with highlight being the ribbon cutting. Great work team on a job well done.
   - Bylaw process being reviewed for our governance and safety of the competitors.
   - Year end crunch for funding and closing the gaps for the annual appeal.
   - Lots of important content was covered in the October meeting.

4. Chief Executive Officer Report
   Bruce Burton for Jack
   Full Association Report at this link: http://www.ussailing.org/about-us/board-of-directors/association-reports
   Summary: Summary report from Jack presented by Bruce. US Sailing Foundation met on October 20th to discuss YTD Performance and kick off the Foundation newsletter. Annual appeal – Smarter, Faster, Safer Stronger will hit this month. Organizational membership renewal began late November which includes organization membership categories to facilitate communication. 2018 World Cup Miami and Sailing Leadership Forum both occur in late January. Busy time for all staff and leadership. National Faculty met in October with 50 volunteers and staff. All branches were represented and very successful discussion to enable US Sailing to deliver world class education programs. World Sailing in Mexico was positive about US Sailing leadership and how well regarded and respected in the global sailing community. Colorado Springs hosted the Olympic Sailing Committee meeting and presentations from USOC Management about best practices, high performance, and fundraising. We also met with the athletes to discuss how we can better support their endeavors.

5. World Sailing Update
   Cory Sertl/Gary Jobson
   Very busy month with the World Sailing Meeting 4-12 November. Cory represented US Sailing on the WS Council and is also the Youth Events Sub Committee Chair. Breakfast of the Americas hosted by Uruguay. Overall themes: Gender equality, Sustainability Agenda, Water Quality standards, Governance, WS Event Contracts.
   2020 Olympic Decisions:
   - # athletes changed from 380-350 by IOC decision earlier this year
   - Tokyo 2020 Formats, Formats re: medal race, Nacra 17 similar fleet racing format to Rio 2016, RSX reaching starts and finishes if windy enough
   - Qualification System- (see Gary Bodie’s report and attachment for detail re: USA opportunities to qualify for the Olympics)
   - 1st Olympic qualifier (40% of quota) Sailing World Championships 30 July to 12 August 2018 Aarhus, DEN
   - Additional Olympic Qualification opportunities at Continental events and 2019 World Championship
   
   2024 Olympic Decisions:
   - Gender equality at event level confirmed again at Council.
   - Minimum 2, maximum 4 mixed gender events.
   - Events to ensure different physiques will have opportunity to compete.
   - Universal events and innovation events.
   
   Sailing World Cup:
   - Recognized that 2018 qualification system was published late, 2019 qualification system will be published after the 2017 conference.

Schedule & Call in details: http://www.ussailing.org/about-us/board-of-directors/schedule-agenda
Meeting Minutes: http://www.ussailing.org/about-us/board-of-directors/meeting-minutes/
• Para World Sailing Championship will be combined with WS Championship beginning 2022.

New Offshore and Oceanic Events:
• World Sailing One Design Offshore World Championships
• One Design Keelboat Championships
• Endorse ORC and RORC to work together to create offshore world championship with races double scored ORC IRC
• Incident reporting procedures

Youth Olympic Games – October 2018, Buenos Aires
• Nacra 15 Charter availability.
• Youth Olympic Games should feature more continental YOG as a pathway to Olympics.

Youth Worlds
• 2018 Corpus Christi NOR posted, CCYC presentation showing map, venue etc., Green Team sustainability initiative, no World Sailing sponsor for Youth Worlds.
• Poland 2019 Youth Worlds
• Bidding for 2020 and 2021 Youth Worlds – Dec 31 deadline

6. Treasurer’s Report
   Steve Frietas/ Donna Kane
   Summary of reports; stand as presented. Reports were sent on a separate cover email.

7. Secretary’s Report
   Martine Zurinskas
   Motion #2, BAR20171119 Committee Members Approved.

8. Olympic Report
   Jim Campbell

9. Old Business –
   Strategic Plan Update Tarasa Davis.
   Bylaws update – reviewing processes with Legal Committee will come back to board with BAR in December.
   Review Schedule for 2018 Board meetings

11. New Business –

12. Executive Session –
   Motion #3 to approve Award Nomination, approved.
   Motion #4 to approve BAR11152017 Discussions with NSHOF, approved.

13. Motion to Adjourn, 9:15pm
Action Request Form

Request No. _____BAR#20171112          Date Submitted: _____11-12-2017_______

Submitted By: _______Donna Kane & Jack Gierhart, Plan trustees_____________

Subject:_______ Amend US Sailing’s Tax-Deferred Savings Plan (“the Plan”)

Action Requested (word this in resolution form):
Motion to approve the following:
1. Effective January 1, 2017 US Sailing hereby amends and restates the Plan in compliance with the terms and provisions of the Section 403(b) of the Internal Revenue Code.
2. Effective January 1, 2017 US Sailing appoints UNITED STATES SAILING ASSOCIATION, INC. as the Plan Administrator. The Plan Administrator shall have all the powers, discretion and authority to administer the Plan as the Plan Administrator to the extent specified in the Plan.
3. The Plan shall consist of the Adoption Agreement, the DATAIR Section 403(b) Base Plan, Administrative Addendum and Administrative and Funding Addendum.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects:
  Plan complies with current IRS code.
  Plan provides increased flexibility for administration.
  The new opt-out feature will encourage more employees to participate in the Plan.

Any perceived negative effects:
  The new Plan will make it more difficult for employees to opt out.

Will this proposal bring in new members?
☐ Yes, ________Estimated Number ☒ No ☐ Unknown

Mission Impacts: Describe below how and why this creates value.
Positive impact (be specific):

No impact (be specific):

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects
  This will have no financial impact to US Sailing.

Negative effects: none.

Summary:
The current plan needed to be modified to comply with IRS code. The opt-out feature is new to the plan.
For questions, please contact Donna Kane, Finance Director US Sailing  DonnaKane@USSAILING.ORG
Direct: (401) 366-3110

I certify that this proposal has been checked. Governing Documents affected:
☐ Bylaws ☐ Committee Terms of Reference
☐ Championship Conditions ☐ Ted Stephens Act
☐ Regulations
Committee Chairs and Members update 2017-11-20

Championships:
Co-Chair with focus on Adult and Youth split
Co Chair Adult Championships – Drew Daugherty
Co Chair Youth Championships – Shannon Bush
  Champions of Champions – Shannon Bush
  Youth Champs – Malinda Crain
  The Balance of the committee chairs remain the same as approved in Oct. 2017

Match Racing Committee members update
  Alice Manard Leonard  10/20/2008
  Bruce A Cook  10/20/2007
  Bruce Stone
  David Stotler  1/1/2011
  Kris Scheppe
  Elizabeth Finn Baylis  10/20/2008
  Bill Gladstone  12/31/2010
  Tod Reynolds  12/31/2011
  Nevin Snow  11/1/2017
  David Storrs  12/31/2012
  Maggie Shea  12/31/2012
  Janel Zarkowsky  12/31/2013
  Bill Simon  Dec 2015
  Glenn Oliver  Dec 2015
  Landon Gardner  Dec 2015
  Nicole Breault  Dec 2015
Action Request Form

Request No. 11152017                      Date Submitted: November 17, 2017

Submitted By: Bruce J. Burton, President

Subject: USS alignment with NSHOF

Action Requested (word this in resolution form):

Be it resolved that the Board of US Sailing permit the President of the Association to enter in discussions with the National Sailing Hall of Fame for the purpose of working more closely together, for the benefit of our membership and all sailors in the USA. At term sheet will be developed cooperatively between USS and NSHOF, which must be approved by the USS Board before execution by the President and CEO of US Sailing and NSHOF officers.

Background
The NSHOF is considering “going virtual” and ending their pursuit for funding of a museum building. Both their Annapolis and Newport locations appear to financially unfeasible. USS wants to have a closer relationship and the thinking is it attached in the draft Alignment Proposal, which is not finished. Russ Lucas and Bruce Burton will be the lead negotiators on this effort.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects:
This action is in accordance with Regulation 12.03 C.

Any perceived negative effects: None

Will this proposal bring in new members?
XXYes, _TBD________Estimated Number No Unknown

Mission Impacts: Describe below how and why this creates value.
Positive impact (be specific):
It provides alignment with USS and NSHOF and reduces market confusion. Fundraising efforts between the two organizations can be coordinated.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects
Any Term Sheet must have either neutral of positive financial impact. We will not enter into an agreement that has a net negative impact.

Negative effects: None

Summary:
I certify that this proposal has been checked. Governing Documents affected:
- Bylaws
- Championship Conditions
- Regulations
- Committee Terms of Reference
- Ted Stephens Act

Submitted by: Bruce J. Burton