Minutes

July Board Call

📅 Mon July 27th, 2020
⏰ 7:30pm - 9:30pm EDT
📍 Zoom Conference Call

👥 In Attendance
Charlie Arms, Henry Brauer, Bruce Burton, Clerc Cooper, Jack Gierhart, Rich Jepsen, Russ Lucas, Dave Perry, Katie Pettibone, Briana Provancha, Tony Rey, Bill Ruh, John Schoendorf, Cory Sertl, Martine Zurinskas

Call to Order and Roll Call

Guests: 37 including staff.

Announcements - President's Report
Shared thanks to various committees and volunteers who are helping lead the way for US Sailing. Update on various areas of our sport and the support that US Sailing provides.

Consent Calendar

Decision: Vote #1: Motion to approve consent calendar, unanimously approved.

- BAR20200701 Diversity Equity and Inclusion Committee Update (e-vote approved 7-3-2020)
- BAR20200720 Committee Updates July 2020
- Minutes from June 22nd meeting

CEO and Association Report


- Youth Advisory Board update
  Will Levy gave an overview of the projects the Youth Advisory Board is working on: an introduction video, Youth Ambassador Program and Virtual Regatta.

CFO Report
Financial report - Dashboard included in the Association report. Heather gave an update on financial performance and cashflow. Continue to see a decline in sponsorship, program and public support but we are managing our operating expenses well.

a. Audit Report
   The Audit has been completed and reviewed by the Audit Committee. They have accepted the audit report. The 990s are being completed.
   
   The Board accepts the Audit Report as presented, unanimously accepted. Discussion about the report occurred.

b. Treasurer Update - John Schoendorf

Secretary Report

a. Fall Annual Meeting - tentatively scheduled for November 6-8
   Working with the Incorp. NY standards to move to a virtual meeting.

Old Business

a. RM Working Group Update
   Charlie Arms updated the Board on the Race Admin Division Task Force - three strategy sessions focused on: certifications, education, and organizational structure. A survey will be distributed to capture ideas and solutions to help form recommendations to the Board. A report to the Board is planning to be presented at the Sept meeting. Thanks from the President to these volunteers helping move our sport forward.

World Sailing Submissions for Aug. 1st 2020 Deadline

a. BAR20200715 - US Prescriptions for 2021-2024 presented by Rules Committee
   Rob Overton and Dick Rose (Rules Committee)
   
   Decision:  Vote #2: Motion to approve BAR20200715, unanimously approved.

b. BAR20200721 - WS Submission for IRO
   International Race Official Submissions: International Judges & International Race Officer
   
   Decision:  Vote #3: Motion to approve BAR20200721, unanimously approved.

c. BAR20200622 - Nomination of World Sailing VP
   Decision:  Vote #4: Motion to approve BAR20200622, unanimously approved.

d. BAR20200724- Nominations for World Sailing Delegation (Council, Committees, Sub-Committees)
   Decision:  Vote #5: Motion to approve BAR20200724, unanimously approved.

e. BAR20200725 World Sailing Treasurer Submission
   Decision:  Vote #6: Motion to approve BAR20200725, unanimously approved.

f. BAR20200726 World Sailing Submission - Para Sailing
Decision: Vote #7: Motion to approve BAR20200726, unanimously approved.

g. BAR20200727 World Sailing Submission - Base Budget for Training and Development
   Decision: Vote #8: Motion to approve BAR20200727, unanimously approved.

New Business

a. BAR20200716 - Compensation Committee Bylaw
   Update the Bylaws to reflect current business practices Bylaw 518
   Decision: Vote #9: Motion to approve BAR20200716, unanimously approved.

b. BAR20200717 - Diversity, Equity & Inclusion Committee Bylaw
   Including Bylaw 519, DEI as a standing committee
   Decision: Vote #10: Motion to approve BAR20200717, unanimously approved.

c. Nomination Committee Report

1. BAR20200723 Nomination Committee Slate
   Decision: Vote #11: Motion to approve BAR20200723, unanimously approved.

2. Executive Summary 2021 Nomination process
   The nomination committee presented their objectives for 2020-2021 as the following: Bylaw updates to include evaluating the performance of the BOD; utilizing the USOPC toolbox for Board Gap Analysis, performance assessment & peer-review; establish an online leadership interest form & work with DEI committee to strength and build a stronger network of talent.

Executive Session
   Decision: Vote #12: Motion to approve the 2020 revised budget, unanimously approved

Adjourn
   Motion to Adjourn at 10:16 pm.
Action Request Form

Request No. BAR2020001 Date Submitted: July 1, 2020

Submitted By: Richard Jepsen

Subject: Committee Name Change from Diversity and Inclusion Committee to Diversity, Equity and Inclusion Committee

Action Requested: Move that the D&I Committee be heretofore known as the Diversity, Equity and Inclusion Committee and that the acronym will be DEI Committee.

Member Impacts: Zero impact on members

Any perceived negative effects: none

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): The three words, Diversity, Equity and Inclusion, are more frequently used in the corporate world and our members and donors will mostly appreciate we are using best practices in this area and leading.

No impact (be specific):

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects - zero known positive financial impact

Negative effects: - zero known negative financial impact

Implementation Strategy: We will adjust our documents (Bylaw wording, Terms of Reference, Website labeling and definitions). This will take some staff time, but the committee is doing as much of the heavy lifting as possible to reduce the burden on Betsy and Mike.

Any perceived negative impact: zero perceived negative impact.

Summary: The committee is very active and working on its mission while it also comports with Pillar 3 of the Strategic Plan refresh (Organizational Effectiveness) by cleaning up its house and preparing itself for efficient, effective action in consulting, outreach and recruitment.

I certify that this proposal has been checked. Governing Documents affected:
☒ Bylaws ☐ Committee Terms of Reference
☐ Championship Conditions ☐ Ted Stevens Act
☐ Regulations

Submitted by Richard Jepsen (signature attached)
Action Request Form

Request No. BAR20200720     Date Submitted: ____7/20/2020_______

Submitted By: ______Martine Zurinskas _________________________________

Subject: ___Committee Updates June _________________________________

Action Requested (word this in resolution form):

So it be moved to approve the following:

Regional Sailing Assoc Committee:
Bob Sheppard will assume the position as the Area E Coordinator filling the vacant space left by Steve Harris.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)

Any perceived positive effects: New depth of talent in various committee roles.
Any perceived negative effects: No

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): New vision
No impact (be specific):

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.

none

Implementation Strategy: Describe the implementation for the actions/changes that will be initiated by approval of the BAR, including communication plans, process revisions, responsible parties, etc.

Staff will work with these committee chair and members to bring them up to speed.

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 __________Martine Zurinskas__________________
Action Request to the Board of Directors

Request No. _____20200715  Date Submitted: ______07/15/2020

Submitted By: __Dick Rose and Rob Overton Racing Rules Committee _____________________________________

Subject:  Proposed US Prescription’s to The Racing Rules of Sailing for 2021-2024

Action Requested (word this in resolution form):

Resolved, that the US Sailing Board of Director, accept the proposed US Prescriptions to The Racing Rules of Sailing 2021-2024 (document title), with the understanding that the only changes made in them would be minor non-substantial edits for clarity.

Attachment 2021-2024 US Prescriptions with Reasons submitted for review on 20200715

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)

Any perceived positive effects:

Any perceived negative effects: none.

Will this proposal bring in new members?
☐ Yes, __________Estimated Number ☑ No

Mission Impacts: Describe below how and why this creates value.

Positive impact (be specific):

The Racing Rules of Sailing are published every four years, in the year after the Summer Olympics, by World Sailing. They govern sailboat racing around the world. The US Prescriptions are added to The Racing Rules of Sailing, and they govern races that are held in the United States or the parts of international races that pass-through US waters. The US Prescriptions rank as rules in the US.

Financial Impacts: Describe below any expected financial impacts on US Sailing.

Negligible because incorporated into the overall budget for the 2021-2024 rulebook.

Summary:

Please see attached summary documents as submitted by the Rules Committee, Rob Overton.

Attachment 2021-2024 US Prescriptions with Reasons submitted for review on 2020715

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

Submitted by ______Rob Overton, Chair of Rules Committee

1 | P a g e
Action Request Form

Request No. _____BAR20200721 Date Submitted: _______7-21-2020

Submitted By: _______Matt Hill___________________________________________________

Subject:________World Sailing Submission for International Judge & International Race Officer Requested (word this in resolution form):

Motion to approve the nomination of the following to initial certification as World Sailing International Race Officials:

   International Judge: Steve Schupak – Costa Mesa, California
   International Race Officer: Taran Teague, Annapolis, MD

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects:
More international Race Officials is a positive thing for US Sailing to achieve this level of certificate and depth of Race Management Talents.

Any perceived negative effects: None.

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 : None

Negative effects: None

Summary: These candidates for IRO and presented to the board for approval. Matt Hill will submit to World Sailing.

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

Submitted by _____Matt Hill, MatthewHill@USSAILING.ORG___________________
To: US Sailing Board of Directors  
From: Matthew Hill, Race Administration Director  
Re: Nominations for International Race Officials  
Date: July 20, 2020

The following members are submitted to the Board of Directors for US Sailing’s endorsement of their candidacy as World Sailing International Race Officials:

**Jane Taran Teague – Annapolis, MD**

Taran Teague has been a National Race Officer since 2000 and a Regional Judge since 2004. She is a race management instructor at the basic and advanced level and has been a member of the Board of Directors of US Sailing, the Sailing Hall of Fame and Camp Seafarer/Seagull. She served as Area Race Officer for Area C from 2004 to 2010 and is currently chair of the Race Management Committee.

A racing sailor since childhood and a level B Sailor Athlete, Taran sails her Farr 30 and captains her Eastbay 38 in addition to officiating. Championship and international events Taran has officiated include the Sunfish Mid-Winter & Pan Am Qualifier, the US Offshore Championship and the Orange Bowl International Youth Regatta and Cork OCR.

The Race Management Committee recommends Taran Teague for International Race Officer.

**Steve Schupak – Costa Mesa, CA**

Steve Schupak has been a National Judge since 2013 and a National Umpire since 2010. He has been Regional Administrative Judge for Area J since 2017. He serves on the Appeals Committee of the Southern California Yachting Association and is a past commodore of the Newport Harbor Yacht Club. He is also former president of the Lido 14 class and is currently class measurer.

A racing sailor since childhood, Steve sailed in college and has raced dinghies and keelboats up to 35’ in buoy races, offshore and distance races. A level B Sailor Athlete, Steve describes himself as a “retired and recovering boatbuilder,” having built Harbor 20s and Lido 14s. Championship and international events Steve has officiated include the Rolex Big Boat Series, Hempel World Cup Series, St. Maarten Heineken Regatta and the Rose Bowl Regatta.

The Judges Committee recommends Steve Schupak for International Judge.
Action Request to the Board of Directors

Request No. _____BAR20200622______ Date Submitted: ____6/22/2020_____

Submitted By: __Martine Zurinskas________________________

Subject: World Sailing Vice President Nomination 2021-2024__________________________________

Action Requested:

Be it resolved by the US Sailing Board of Directors that the US Sailing Board supports the nomination of Cory Sertl as a candidate for Vice President of World Sailing for 2021-2024.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)

Any perceived positive effects:
Please see Mission Impacts, below.

Any perceived negative effects:
None. Note-not doing this would have significant negative impact. We would take a giant step backwards in leadership at World Sailing.

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):

Allows US Sailing to continue to expand our presence at World Sailing and provides international level leadership opportunities for Americans. Cory Sertl will continue the superior work leading our sport at the international level. She has been a central part of our delegation including years of work on the on the World Sailing Youth Events Subcommittee. Her working knowledge of the workings of US Sailing and our membership is unsurpassed, which means that she understands impacts of World Sailing actions on our membership.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.

No changes in budget impact. All budgets remain the same.

Summary:

As mentioned above.

I certify that this proposal has been checked. Governing Documents affected:

☒ Bylaws
☐ Championship Conditions
☒ Regulations
☐ Committee Terms of Reference
☐ Ted Stephens Act

Submitted by ______Martine Zurinskas, Secretary
Action Request Form

Request No. BAR20200724 WS Delegation 2021-2024  Date Submitted: _7/24/2020

Submitted By: ________Cory Sertl, President of US Sailing____________________________

Subject: World Sailing Delegation Nominations

Action Requested (word this in resolution form):

Motion to approve the nomination of the following to World Sailing Council Committees, and Sub-Committees:

- Council member #1: Cory Sertl
- Council member #2: Stan Honey
- Constitution Committee - Ashley Tobin
- Equipment Committee -Dina Kowalyshyn
- Events Committee -Graham Biehl
- Oceanic & Offshore Committee - Stan Honey
- Para World Sailing Committee - Betsy Alison
- Race Officials Committee and Race Management Sub-Committee - Tom Duggan
- Racing Rules Committee - Dick Rose and Jim Capron
- International Judges Sub-committee - Kevin Hawkins
- Regional Games Sub-committee - Fred Hagedorn
- Special Regulations Sub-committee - Sally Honey
- Youth Events Sub-committee - Elizabeth Kratzig

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects:

This continues the strategic work of the delegation by representing our US Sailors at World Sailing.

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):
Our delegation has made significant positive gains in responsibility and influence over the past quadrennial. We need to continue this good work.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
none

Implementation Strategy: US Sailing Staff will submit to WS by deadline.

I certify that this proposal has been checked. Governing Documents affected:
☒ Bylaws  ☐ Committee Terms of Reference
☐ Championship Conditions  ☐ Ted Stevens Act
☐ Regulations

Submitted by ________Cory Sertl____________________________
Action Request Form

Request No. BAR20200725 WS Treasurer  Date Submitted: ____07-24-2020___________
Submitted By: ____Cory Sertl, President of US Sailing ________________________________
Subject:_____World Sailing Treasurer Appointment_________________________________________

Action Requested (word this in resolution form):

So it be resolved that the US Sailing Board of Directors approve the summary motion for World Sailing Submission for Appointment of Treasurer. This is a joint submission with Sail Canada.

To provide for the position and responsibility of Treasurer, the World Sailing Board shall select a Treasurer from amongst the Board members. In the event that no Board member is qualified to take on the role and responsibilities of Treasurer, the Board of Directors can select a qualified person. This qualified person would not be a voting member of the Board but invited to attend board meetings as so required. Council will be asked to ratify such appointment.

1. This Submission is intended to clarify and improve World Sailing financial communications.

2. The Submission is intended to improve World Sailing’s management of their finances in an open and transparent manner to its stakeholders.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects: Oversite at the WS Level.

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): This Submission is intended to clarify and improve World Sailing financial communications.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.

Positive effects: This Submission is intended to clarify and improve World Sailing financial communications.

Implementation Strategy: US Sailing Staff will submit to WS by the August 1st deadline.

Summary:

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

Submitted by _______Cory Sertl____________________________
Treasurer for World Sailing

Appointment of a Treasurer

A Submission from Sail Canada and US Sailing

Purpose or Objective

The purpose of this Submission is to enable the World Sailing Board to select a Treasurer from amongst the Board members.

Proposal

To provide for the position and responsibility of Treasurer, the World Sailing Board shall select a Treasurer from amongst the Board members. In the event that no Board member is qualified to take on the role and responsibilities of Treasurer, the Board of Directors can select a qualified person. This qualified person would not be a voting member of the Board but invited to attend board meetings as so required. Council will be asked to ratify such appointment.

Current Position

In December 2012, the World Sailing Board decided that the position of Treasurer was no longer necessary since each of the Directors is responsible for the finances of World Sailing. In the prior at least four (4) quads the then President did appoint a Treasurer to oversee all finances. In the 2012 Constitution, Article 70 provided that the Executive Committee shall appoint the CEO and the Treasurer. The 2017 Constitution did not have provision for a Treasurer.

Reasons

1. This Submission is intended to clarify and improve World Sailing financial communications.

2. The Submission is intended to improve World Sailing’s management of their finances in an open and transparent manner to its stakeholders.
Action Request Form

Request No. BAR20200726 WS Para Submission Date Submitted: _07-26-2020_________
Submitted By: ____Cory Sertl_______________________________________________
Subject:_____WS Submission to include PARA Sailing Funding _____________________________

Action Requested (word this in resolution form):

So it be resolved that US Sailing Board of Directors support the World Sailing Submission with a joint submission with SAIL Canada to request funding support of Para Sailing through 2024.

Purpose or Objective
To ensure that Para Sailing will continue to receive appropriate funding from World Sailing from now through 2024 with the objective of successfully having the sport of sailing re-included in the program of events for the 2028 Paralympics.

Proposal

World Sailing commit 20% of its Development budget (for clarity, approximately 5% of the total WS budget) for the 2021-2024 quadrennial budget for the development of parasailing and securing its inclusion in the 2028 Paralympic Games.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects: Yes. Support at the World Sailing level would drive support for para sailing in the US.

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): Drive our DEI objectives to have para sailing be a part of our US Sailing program long term.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects: WS financial support would lend itself to broader visibility for para sailing across the US

Implementation Strategy: If approved the WS Submission will be handled by Staff to WS.

Summary:

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

Submitted by _____Cory Sertl_____________________________
SUBMISSIONS FOR 2020 ANNUAL CONFERENCE

The deadline for submissions to be received is 12:00 hours UTC on 1 August 2020. A submission should be completed and returned to World Sailing to submissions@sailing.org.

World Sailing strongly advises that submissions are sent in plenty of time in case there are technical faults when sending.

If you are submitting in PDF format, please also send a Word version.

World Sailing has published guidance on submissions on its website. You are strongly recommended to read this guidance before making a submission.

Formatting:

- If the submission proposes a change to existing Articles, Regulations, the Racing Rules of Sailing, or the Equipment Rules of Sailing, please insert the current version in the “Proposal” section highlighting new wording as **bold and underlined**, and text to be deleted as double struck through. The words “As above” should then be inserted in the “Current Position”. Clearly defined reasons should be inserted in the “Reasons” section.
- The font and size for text in submissions is Arial 11pt except for the RRS/ERS.
- For the RRS/ERS submissions, the font Times New Roman 12pt should be used when inserting current wording or new wording proposals. For ERS submissions the new wording should not be in bold unless it refers to an ERS definition.

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Name of Authorised Person: Cory Sertl and Hugh McGugan

Position: President of US Sailing and President, Sail Canada

Contact email: CorySertl@gmail.com, chair@sailing.ca.

If you are making a submission which you are aware will be the same as one from another submitter(s), please provide details*: Joint Submission US Sailing and Sail Canada

* This is not mandatory but greatly assists the World Sailing Executive Office in cross-checking the submissions.

For Committee Chairman: Please tick the box to confirm that the responsible Vice President has been informed of this submission: ☒ (forms where the box is not ticked will be returned to the submitter).

All submissions will be acknowledged within 24 hours. If you do not receive an acknowledgment, please contact World Sailing.
Para World Sailing Funding through 2024

To ensure financial support for Para Sailing

A joint submission from Sail Canada and US Sailing

Purpose or Objective
To ensure that Para Sailing will continue to receive appropriate funding from World Sailing from now through 2024 with the objective of successfully having the sport of sailing re-included in the program of events for the 2028 Paralympics.

Proposal

World Sailing commit 20% of its Development budget (for clarity, approximately 5% of the total WS budget) for the 2021-2024 quadrennial budget for the development of parasailing and securing its inclusion in the 2028 Paralympic Games.

Background

Para Sailing has been recognized by World Sailing as an important part of the sport of Sailing. Since the merger with IFDS in 2014, great progress has been made to grow participation in parasailing worldwide despite the loss of status as a Paralympic sport. The clear path established through the Para World Sailing Strategic Plan has guided the work of the PWSC and enabled this progress with the financial support of World Sailing. The Para Strategic Plan includes work to enable MNAs to start and maintain Para Sailing programs and to maintain a good working relationship with the IPC leading to potential reinclusion of Para Sailing in the 2028 Paralympic Games in Los Angeles.

World Sailing’s Training and Development Strategy identifies Para World Sailing as one of 5 Areas of Focus and describes the para development plan as based on two main actions:

· Incorporate a Para Sailing awareness module in all Training and Development Programs.

· Deliver a Paralympic Sailing Development Program that includes: training for coaches to deliver practical sessions to para sailors; coaching for para sailors to improve their technical ability; and continuing development of inclusive programs in the MNAs.

Both of these initiatives will require a sustainable funding strategy to ensure success.

Current Position

The current financial situation of World Sailing has resulted in significant cutbacks of support for Para programs and activities.

Reasons

1. To continue to financially support the development work that is required to improve and grow Para Sailing in all countries.

2. To assist with funds to get Para Sailing reinstated in the Paralympic Games for 2028 – this process begins in 2021 and presently it is anticipated that IPC will consider reinstating certain sports at it’s annual conference 2023.
Action Request Form

Request No. BAR20200727 Budget for WS Training & Development Programs   Dat:  __07-27-2020___

Submitted By: ______Cory Sertl________________________________________________

Subject: _____WS Submission for Base Budget for WS Training and Development Programs _____

Action Requested (word this in resolution form):
So it be resolved by the US Sailing Board of Directors to approve the submitted WS Submission to establish a base budget for the delivery of World Sailings Training and development programs.

Link the budgets of the Training and Development Department and World Sailing by establishing a base budget for Training and Development as a fixed percentage - 25% - of the overall World Sailing budget.

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects:
WS Core vision and mission should be training and development and this submission will look to secure this in the budget moving forward.

Any perceived negative effects: none

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): If passed, this investment by WS could impact the US Membership to support training and development in the US.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Unknown effects.

Implementation Strategy: WS Submissions are handled by the Staff at US Sailing.

Summary:
The intention of this Submission is to protect the programs that are delivered by the Training and Development Department and funded by World Sailing.

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

Submitted by _____Cory Sertl_________________________
Action Request Form

Request No. BAR20200716  Date Submitted:  July 16, 2020

Submitted By: Richard Jepsen

Subject: Addition of the Compensation Committee to the list of Standing Committees, including a change to Bylaw 511 and the addition of a bylaw 518, document attached

Action Requested (word this in resolution form):
Please vote to approve the Compensation Committee to be a Standing Committee under US Sailing Bylaws

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects: Zero direct member benefit
Any perceived negative effects: Zero negative effect

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): Compensation Committee is a critical committee which requires its presence to be memorialized as a standing (permanent) committee. Having this critical committee permanent means better 'organizational effectiveness' under our new strategic priorities, ensuring the committee endures and avoids having to be reconstituted each year, which has delayed its execution on its mission in the past.

No impact (be specific): Other than serving the Board and treating the CEO with respect from a thorough and prompt review of performance and compensation treatment, zero impact on other aspects of the mission.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects - zero direct impact. Better functioning Compensation Committee should lead to better relationship between the Board and the CEO, improving retention and loyalty.

Negative effects: None

Implementation Strategy: Describe the implementation for the actions/changes that will be initiated by approval of the BAR, including communication plans, process revisions, responsible parties, etc.

The staff will need to edit and re-post the bylaws. I don't believe a general announcement is needed.
Any perceived negative impact: none - this work is straightforward.

Summary: This is cleaning up something that might have been done long ago. Recent difficulties in timeliness of the CEO's performance and resulting recommendations on pay treatment were dramatically delayed. We are still trying to get the execution back to 'best practices'. By becoming a standing committee we believe the committee will maintain continuity and member rotation will become more streamlined.
I certify that this proposal has been checked. Governing Documents affected:

- [x] Bylaws
- [x] Committee Terms of Reference
- [ ] Championship Conditions
- [ ] Ted Stevens Act
- [ ] Regulations

Submitted by Richard Jepsen
Compensation Committee Bylaws Update

Bylaw 511 – General Section
1. Standing Committees. US Sailing shall have the following standing committees:
   (1) Appeals Committee
   (2) Audit Committee
   (3) Bylaws Committee
   (4) Nominating Committee
   (5) Review Board
   (6) Governance Committee
   (7) Compensation Committee
   (8) Such other committees of a permanent nature as are created by the Board of Directors and described in the Regulations.

NEW
Bylaw 518 – Compensation Committee
Section 1 Composition. The committee is composed of a Board member as chair and two additional Board members. Each member selected must have experience as a professional manager or executive or other relevant experience.

Section 2. Terms. Except for the chair, terms of the members of the committee shall be three years or until their successors are appointed and approved. The terms shall be staggered on a schedule such that one member’s term expires each year.

Section 3. Duties. The committee shall:
1. Develop procedures and criteria for evaluating the performance of the Chief Executive Officer which must be approved by the Board;
2. Annually evaluate the performance of the Chief Executive Officer using these procedures and criteria;
3. Periodically meet with the CEO during the year to guide the CEO regarding the performance standards and criteria; and
4. Report to the Board of Directors after each meeting with the CEO.

Compensation Committee Regulation Update

4.09 OVERSIGHT COMMITTEES
C. Compensation Committee – reviews the compensation of the Chief Executive Officer and makes recommendations to the Board according to the process and standards outlined in its Terms of Reference and Bylaw 518 – Compensation Committee.
Action Request Form

Request No. BAR20200717 DEI Committee Bylaws

Submitted By: Richard Jepsen

Subject: Diversity, Equity and Inclusion Committee status as a Standing Committee

Action Requested (word this in resolution form):
Resolved: That the Diversity, Equity and Inclusion Committee be granted status as a Standing Committee in the US Sailing Bylaws

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects: none
Any perceived negative effects: none

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): this will codify the mission of the committee and ensure US Sailing has a resource to help it with its strategic priority to improve diversity, equity and inclusion in the sport and the organization.

No impact (be specific): There are no negative impacts.

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects - zero direct financial positive effect
Negative effects: - zero direct negative financial effect

Implementation Strategy: Describe the implementation for the actions/changes that will be initiated by approval of the BAR, including communication plans, process revisions, responsible parties, etc.

Staff will be required to update the bylaws and repost them.
Any perceived negative impact:

Summary:

I certify that this proposal has been checked. Governing Documents affected:
☒ Bylaws
☐ Championship Conditions
☐ Regulations
☒ Committee Terms of Reference
☐ Ted Stevens Act

Submitted by Richard Jepsen
Diversity, Equity and Inclusion Committee Bylaws Update

Bylaw 511 – General Section

1. Standing Committees. US Sailing shall have the following standing committees:
   (1) Appeals Committee
   (2) Audit Committee
   (3) Bylaws Committee
   (4) Nominating Committee
   (5) Review Board
   (6) Governance Committee
   (7) Compensation Committee
   (8) Diversity, Equality and Inclusion Committee
   (9) Such other committees of a permanent nature as are created by the Board of Directors and described in the Regulations.

New Bylaw 519 – Diversity, Equity and Inclusion Committee

Section 1. Composition. The committee shall be composed of a Chair, proposed by the President and confirmed by the Board, and up to 12 other voting members. A non-voting staff liaison and a non-voting board liaison may be assigned to the committee.

Section 2. Terms. Terms of the members of the committee shall be two years or until their successors are approved by the Board. Such terms shall be staggered so that the terms of one or two members' terms expire each year. The Chair shall serve for a term of three years and up to two terms or until a successor is approved by the Board.

Section 3. Duties. The committee shall:

(a) Advise and Consult with the Board and staff leadership on matters of diversity, equity and inclusion in the sport of sailing and within US Sailing's leadership, staff and volunteer demographics. This includes, but is not limited to:

   (i) Advising the Board, Foundation Board, Staff leaders and committee chairs on the recruitment, retention and promotion of diverse sailing leaders and proposing specific diverse leaders for the Board, Staff and Committees of US Sailing.
   (ii) Advising US Sailing Staff and Volunteer Leadership on policies and procedures to ensure they comport with best practices of improving diversity, equity and inclusion.

(b) Develop and propose initiatives to the Board and staff leadership that are financially prudent and consistent with US Sailing's commitment to making sailing more diverse, equitable and inclusionary.
(c) Help implement these initiatives.

US Sailing Regulation

4.09 OVERSIGHT COMMITTEES

D. Diversity, Equity and Inclusion Committee – reviews leadership on matters of diversity, equity and inclusion in the sport of sailing and within US Sailing’s leadership, staff and volunteer demographics.

(Bylaw 519)
Action Request Form

Request No. _____ BAR20200723_______________ Date Submitted: __July 23, 2020____

Submitted By: _____Martine Zurinskas, Nomination Committee Member and Secretary of US Sailing

Subject: _____Nomination Committee proposed slate_______________________________________

Action Requested (word this in resolution form):

So it be moved to approve the Nomination Committee Slate as presented in their Report dated July 2020. 2020 Nominating Committee Members met 10 times via teleconference 1Q and 2Q of 2020, those members include: Bruce Burton, Chairman-2021, Martine Zurinskas-2021, Gary Jobson-2021, Elizabeth Kratzig-2020, Lou Sandoval – 2022

The Nominating Committee makes the following recommendations:

1. Russ Lucas-Current Board Member (2nd term, 3-year position)
2. Tony Rey-Current Board Member (2nd term, 3-year position)
3. Bill Ruh-San Diego (finishing the last year of the vacated by Ron White)

Please be reminded that 1 Director position will be a Sailor Athlete Director that comes from the Sailor Athlete Council (Bylaw 302 and Bylaw 305 Section 3.a).

Member Impacts: Describe below the impacts (i.e. Will it be seen as a member benefit or not? Explain)
Any perceived positive effects: This 2020 US Sailing Board Nomination slate has a diverse range of talents that will continue to benefit the leadership of US Sailing.

Any perceived negative effects: None

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): This 2020 US Sailing Board Nomination slate has a wide range of talents to bring to the Board and the US Sailing organization.

No impact (be specific):

Financial Impacts: Describe below any expected financial impacts on US Sailing. Include figures.
Positive effects: None
Negative effects: None

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

Submitted by ________Martine Zurinskas ________________