



Minutes

December Board Meeting

📅 Mon December 6th, 2021

🕒 7:30pm - 9:30pm EST

📍 Zoom Conference Call

👥 In Attendance

Charlie Arms, Henry Brauer, Paul Cayard, Clerc Cooper, Stan Honey, Rich Jepsen, sarah lihan, Alan Ostfield, Tony Rey, Bill Ruh, Judge Ryan, John Schoendorf, Justin Shaffer, Maggie Shea

I. Call to Order and Roll Call

Excused: Briana Provancha and Russ Lucas

Guest: 30 including staff

II. Announcements - President's Report

President's report stands as submitted. To view, click [HERE](#).

III. Consent Calendar

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

a. **World Championship Approval**

b. **Minutes from November 12 & 13**

c. **Olympic - Marseille Team Training Site**

IV. CEO/ CFO Report

Alan Ostfield, CEO, reported on the 2022 budget process and gave an overview of the documentation and level of details that will be shown. The budget will be presented to the Board for approval next week. Additionally, he reported on the three new hires: Jim Teeters -Offshore Director, John Persch -Chief Marketing Officers, and Andrew Clouston -Senior Vice President of Programs and Services. Heather Monoson, CFO, provided the Board with the financial report for the month of October.

V. **Secretary Report**

a. **Committee Chairs and Members Approval**

Decision: Vote #2: Motion to approve, unanimously approved.

b. **Board Onboarding**

Charlie Arms will be working to update the onboarding documents and scheduling an onboarding call before the January board meeting. Additionally, she reminded everyone to complete the Boardspan training.

c. **Bylaw update 801 Amendments**

Decision: Vote#3: Motion to approve, unanimously approved.

d. **Offshore Division Bylaws Update**

Discussion moved to executive session.

VI. **Old Business**

a. **Diversifying US Sailing Leadership**

Board President Rich Jepsen started the conversation regarding the priority of diversifying our leadership including women but further to include people of color, LGBTQ, and the disabled. He noted each group will require a different strategy. His focus this evening was on people of color. He shared his thoughts towards the benefits and growth US Sailing will experience if we take the opportunity to recruit and penetrate markets that we have neglected in the past. He posed questions surrounding how to recruit for committees outside of the DEI committee and asked for advice and thoughts on how this can be achieved.

b. **Sailor Athlete Definition Update**

Clerc Cooper, SAC Chair, reported the USOPC approved our sailor athlete definitions. We are starting the process of identifying the committee members who will qualify as 10, 10+, and actively engaged athletes. Once these have been identified, we can assess which committees meet the requirement or where additional athletes are needed.

VII. **New Business**

a. **2022 Schedule**

Rich reported he has been in conversations with Alan regarding the board meeting schedule and reporting. They have decided to have fewer meetings and shift towards having a more robust set of discussions as opposed to staff reporting. Public-facing meetings will become more informational and educational. Comments arose to the start time of these meetings to ensure they do not veer too late in the evening for those on the east coast. Rich will be following up at the January meeting with a final meeting schedule.

VIII. **Executive Session**

a. **Gender ID**

Decision: Vote #4: Motion to approve, unanimously approved.

IX. **Adjourn**

Motion to Adjourn at 9:30 pm.

Board Action Request Form



Request No. [20211208](#) (assigned by Secretary **Date:** [12/6/2021](#))

Submitted by: [Charlie Arms](#)

Subject: 2022 Immunolin F18 World Championship

Action Requested (word this in resolution form:

Resolved, that the US Sailing Board of Directors gives its approval, pursuant to World Sailing Regulation.10.5(m), to the following world championship in the United States:

2022 Immunolin F18 World Championship 1/17-21/2022, organized by the Red Gear Racing, held at Sheraton Sand Key Resort 1160 Gulf Blvd Clearwater Beach, FL

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

Encourages high-level competition in the US.

Any perceived negative effects? Opportunities for our sailors, host organization and race officials to compete and support competition at the highest level within this specific class.

Will this proposal bring in new members: Yes. Estimated Number: [Click or tap here to enter text.](#)

No Unknown

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

Positive impact (be specific): [Click or tap here to enter text.](#)

No impact (be specific): [Click or tap here to enter text.](#)

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

Positive effects: [None.](#)

Negative effects: [None.](#)

Implementation Strategy/Ownership: Describe the implementation for the actions/changes that will be initiated by approval of the BAR, including communication plans, process revisions, responsible parties, etc. Email will be sent to the host club and class association informing them of the approval.

Summary: This is part of our Strategic Plan – Vision for the Future of Sailing – driven by American success in international competition– hosting World Championships is part of that American Success for the sailors, volunteers and host organizations.

I certify that this proposal has been checked and the following governing documents are affected:

- | | |
|--------------------------------------|--|
| <input type="checkbox"/> Bylaws | <input type="checkbox"/> Championship Conditions |
| <input type="checkbox"/> Regulations | <input type="checkbox"/> Ted Stephens Act |

Submitted by: [Charlie Arms](#)

Action Request Form



Request No. BAR20211201 Date Submitted: 11/30/21 _____

Submitted By: _____ Paul Cayard _____

Subject: _____ Team Training Site in Marseille, FRA _____

Board Action Requested (word this in resolution form):

Board Approval for three-year contract with training base in Marseille, FRA.

Strategic Plan Alignment: Describe below how and why this is aligned to the current strategic plan.

Confirming Team USA space at the Olympic venue aligns with the Olympic and High-Performance Success Pillar of the Strategic Plan.

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

- The team needs a training venue where we can also place our Team containers (workshop & athlete container that were in Tokyo)
- The official Olympic Games venue will be closed for construction and this is presently the only option

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

Does not impact the membership at large, but directly supports our Olympic hopefuls.

Will this proposal bring in new members? Yes, _____ Estimated Number No Unknown

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

Three year contract from May 1, 2022 – June 30, 2024

- 39,250€ from May 1st to December 31st 2022
- 75075€ from January 1st 2023 to December 31st 2023
- 45600€ from January 1st 2024 to June 30th 2024

Total 159,925€. With 11/18/21 exchange rate is \$181,877.63

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

2022 training schedules to be finalized and communicated to the athletes.

Summary:

The US Sailing team needs a training location at the 2024 Olympic venue and we have the opportunity to be at the Point Rouge Yacht Club. This is a prime location and we will have committed 198 sq. meters.



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

- | | |
|--|---|
| <input type="checkbox"/> Bylaws | <input type="checkbox"/> Committee Terms of Reference |
| <input type="checkbox"/> Championship Conditions | <input type="checkbox"/> Ted Stevens Act |
| <input type="checkbox"/> Regulations | |

Submitted by Paul Cayard_____

Board Action Request Form



Request No. [20211207](#) (assigned by Secretary **Date:** [12/6/2021](#))

Submitted by: [Clark Chapin, Governance and Compliance Committee](#)

Subject: [Correction to Bylaw 801 - Amendments](#)

Action Requested (word this in resolution form:

The Board of Directors approves the following change to Bylaw 8-1 – Amendments, which corrects and error when the Governance and Compliance Committee was created previously. A numbering error is also corrected in Section 4. Added text is underlined and deleted text is ~~struck through~~.

“Bylaw 801 – Amendments

Section 1. An amendment to these Bylaws may be initiated by the Board of Directors by a majority vote of the then sitting members. The Board of Directors shall present the amendment to the ~~Bylaws Committee~~ Governance and Compliance Committee for its review in accordance with Bylaw 514.

Section 2. The ~~Bylaws Committee~~ Governance and Compliance Committee shall then submit such proposed amendment, together with any suggested changes it may have, to the Board of Directors for its consideration.

Section 3. The Board of Directors may then approve an amendment to these Bylaws by a two-thirds (2/3) majority vote of the Directors present at a duly called meeting.

Section ~~54~~. The amendment shall take effect at the time specified in the motion approved by the Board, unless the amendment specifies a date for effectiveness.

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

[None. Error correction only.](#)

Any perceived negative effects? [None](#)

Will this proposal bring in new members: Yes. Estimated Number: [Click or tap here to enter text.](#)

No Unknown

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

Positive impact (be specific): [Click or tap here to enter text.](#)

No impact (be specific): [Corrects a previous error](#)

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

Positive effects: [None.](#)

Negative effects: [None.](#)

Summary: [Corrects a previous error.](#)

I certify that this proposal has been checked and the following governing documents are affected:

- | | |
|--|--|
| <input checked="" type="checkbox"/> Bylaws | <input type="checkbox"/> Championship Conditions |
| <input type="checkbox"/> Regulations | <input type="checkbox"/> Ted Stephens Act |

Submitted by: [Clark E. Chapin](#)