



Minutes

BOD Public Jan Board Meeting

Jan 26th, 2022 5:30 pm - 6:30 pm

👥 In Attendance

Charlie Arms, Henry Brauer, Paul Cayard, Clerc Cooper, Stan Honey, Rich Jepsen, Sarah Lihan, Russ Lucas, Alan Ostfield, Bill Ruh, John Schoendorf, Justin Shaffer, Maggie Shea

Guest: 36 guests including staff

a. Announcements - President's Report

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

b. Consent Calendar

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

- 1. Minutes 12.6.21 & 12.13.21**
- 2. BAR2021 1216 - Safety Equipment Regulations for 2022-23 - approved by e-vote**
- 3. BAR20211230 - Championship Conditions for both USMR and USWMR Championships - approved by e-vote**

c. **Reports**

1. **Secretary's Report**

Charlie Arms shared and discussed meeting cadence and deadlines for Board meetings this year. Her goal is to build the agenda in advance so members know what will be discussed during the meeting.

2. **Sailor Athlete Council Report**

Clerc Cooper, SAC Chair, explained the new sailor athlete definitions (10 year, 10 year + and Actively Engaged) and how the SAC is working to identify those on committees who would qualify in order to be compliant with the USOPC requirement.

3. **CEO Update**

Association Report stands as submitted. Full report can be found, [HERE](#).

Alan Ostfield, CEO, shared each department is working with him and Heather to create departmental KPIs. He stressed the importance of bringing KPIs into the organization. Additionally, he shared an update on the new hires and gave an update on the IT review that is ongoing.

4. **CFO Report**

Heather Monoson, CFO, provided a snapshot of the preliminary 2021 numbers. They are currently in the process of closing the year out. Currently expecting to end 2021 above budget.

5. **Treasurer's Report**

John Schoendorf shared a new audit firm, KLR, has been secured for 2022. He and the Finance Committee are confident in KLR's strong non-profit division. He also explained the D&O Insurance for the Board of Directors and Officers, has been reviewed and updated after discussions with our carrier and the Finance Committee.

d. **Old Business**

1. **BAR20220120 - Committee Update**

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

2. **BAR 20220122 Youth Racing Taskforce Recommendations**

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

e. **New Business**

1. **BAR 20220121 Offshore Division Reorganization**

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

2. **BAR 20220213 Direct Athlete Support**

John Schoendorf shared the importance of educating Olympic athletes with the knowledge of how to properly address campaign finance reporting.

Decision: Vote #5: Motion to approve, unanimously approved.

3. **BAR 20220124 USCG SAS MOA**

Andrew Clouston shared that the MOA outlines how the USCG will recognize the US Sailing Safety at Sea Program as the National standard for the purpose of training and certifying nearshore, coastal, and offshore sailboat cruisers and sailboat racers in the United States.

Decision: Vote #6: Motion to approve, unanimously approved.

IV. **Adjourn**

Motion to Adjourn 6:37 pm.



Action Request Form

Request No. 2021 1216

Date Submitted: 16 December 2021

Submitted By: Safety at Sea Committee and Offshore Committee

Subject: Approval of the Safety Equipment Requirements (SERs) for 2022-2023

Board Action Requested (word this in resolution form):

Resolved: The Board approves the recommendation of the Offshore Committee to issue the Safety Equipment Requirements for 2022-2023 as submitted by the Safety at Sea Committee.

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

Since 2013 US Sailing has created and promulgated the Safety Equipment Requirements every two years (matching the cycle of the Offshore Special Recommendations of World Sailing).

Among much other work in US Sailing, the SERs deliver on our promise of the role we play as a National Governing Body and a Member National Authority (MNA) of World Sailing.

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

By issuing these requirements, we promote safety at sea for US sailors, and provide standardization in equipment and training required across the country. Training for sailors is delivered through courses run by the Education department and our Training Partners. By issuing the SERs, US Sailing fulfills one of its roles as a MNA under World Sailing. Also we enhance the deliverables of Member Development, and of Competitive Services and Support, leading to new members and higher retention of members.

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

Both Organizing Authorities and Persons in Charge of boats racing and cruising refer to the SERs as their key source of intelligence about safety in design, equipment and training. The value of this is hard to overestimate, as sailors need an authoritative guide when selecting and equipping boats, and training crew.

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

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

Little to no impact on the finances of US Sailing. The SERs are distributed via the US Sailing website. A simple modification of the website to update the language and links to the already-produced files is the key cost.

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.

The publication of the 2022-23 version of the SERs will be supported by public relations efforts, including notices and mentions in existing US Sailing communications and social media, and notification in key outside media (e.g. Sailing Scuttlebutt). Additionally, the Safety at Sea Committee makes direct contact with Organizing Authorities to alert them to updates in the SERs.

Summary:

We request you approve the publication and distribution of current version of the Special Equipment Regulations, as the Board had every se year in the past. We note that the changes in this cycle are very minor, and will cause no issues with sailors.

I certify that this proposal has been checked. Governing Documents affected: none

- | | |
|--|---|
| <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 | |



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 Nancy Mazzulli



Action Request Form

Request No. _____(assigned by Secretary)

Date Submitted: 12/20/2021

Submitted By: Betsy Alison, Staff Liaison; Bill Simon, Chair of US Match Race Championship Cttee

Subject: Conditions for US Match Racing Championship and Conditions for US Women’s Match Racing Championship (both are Adult National Championships)

Action Requested (word this in resolution form):

- 1. Move to approve updates to the Championship Conditions for both of these events. Overhaul of all aspects of the conditions to reflect current nature of these championships including the qualification series for Match Racing events.

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

- 1. The Clarity achieved through the updates make it clear what the requirements are for all aspects of these championships which are unique to the match racing format. The defined roles and responsibilities will prevent any confusion or conflict in the decision-making process in regard to the event.
2. The addition of wording to cover instances when this championship(s) is a qualifier for an international event like the Nations Cup makes it clear to competitors what the process is for all concerned.

Any perceived negative effects: None.

Will this proposal bring in new members? Not necessarily, but we believe that it will encourage sailors to apply for the event without the anxiety of feeling that they are competing in an event that is dominated by folks being paid to play.

Yes, _____ Estimated Number No Unknown

Membership is required to compete in any Adult Championship

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

Positive impact (be specific):

- 1. Supports the competitive nature of the match racing discipline and encourages participation in feeder events by staging these qualification events across the USA, accommodating a broader geographically based sailing community.
2. Encourages clarity and transparency on the hosting and conduct of the events.

No impact (be specific):

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

Positive effects



None directly, but it will encourage more applications by competitors in qualification events.

Negative effects: None

Summary:

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

- | | |
|--|---|
| <input type="checkbox"/> Bylaws | <input type="checkbox"/> Committee Terms of Reference |
| <input checked="" type="checkbox"/> Championship Conditions (attached) | <input type="checkbox"/> Ted Stephens Act |
| <input type="checkbox"/> Regulations | |

Submitted by __Betsy Alison on behalf of Bill Simon, USMR Championship Committee Chair

Action Request Form



Request No. BAR20220120

Date Submitted: 12/17/21

Submitted By: __Nancy Mazzulli and John Schoendorf_____

Subject: __ Committee Member Update_____

Board Action Requested (word this in resolution form):

Be it resolved, to approve the following committee member as presented:

Para Sailing Committee

- Cristina Rubke

She accidentally was left off the bulk committee list approval in December.

Finance Committee

- Russel Lucas, voting
- Stan Honey, voting
- Katie Pettibone, voting & sailor athlete
- Tarasa Davis, voting & sailor athlete
- John Schoendorf, voting & chairperson
- Johnny Lovell, non-voting, Foundation treasurer
- Heather Monoson, non-voting, US Sailing CFO

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

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

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

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.

N/A

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. _____



Action Request Form

Request No. 2022 0122

Date Submitted: 01/22/2022

Submitted By: John Pearce on behalf of the Youth Racing Task Force

Subject: Youth Racing Strategy and Recommendations for Action

Board Action Requested (word this in resolution form):

Move that the US Sailing Youth Racing Task Force Recommendations dated November 2021 (attached) be approved as the Youth Racing Strategy for US Sailing.

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

Increase participation in youth racing by

- Providing a robust pathway that is clearly defined and understandable to sailors, coaches and parents;
- Identifying, educating and developing athletes in order to produce high-performing Youth Racing Sailors.

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

This strategy will clarify and align the youth racing pipeline and enhance opportunities for youth racers in the USA.

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

- Improved communication to youth athletes, parents, coaches, and clubs.
- Increased participation by youth racers in the USA in modern equipment, thereby increasing the pool of identifiable athletes for ODP and beyond, coupled with expansion of coaches ready to embrace the modern equipment
- A bridge to help address the post-college gap
- Increased focus on female participation and advancement, leading to growth of active female racers and coaches
- Improve the racing calendar in the USA, reduce bottlenecks and improve visibility and consistency, looking out 10 years.

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

Minimal impact on membership. However, this strategy will improve retention of youth racing sailors and families as US Sailing members.

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

This plan is already woven into the FY 2022 Budget as approved.

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.

The attached Task Force Paper outlines this in detail. Implementation will be led by the Youth Competition Manager and the Youth Racing Events Manager.

Summary:

As the Board requested in November 2021 when the Youth Racing Task Force strategy was first presented for discussion, we have engaged key stakeholders in discussions on the impact and implementation of the strategy.



This includes the Youth and Junior Championship Committee Chairs, the Instructor and Coaches Committee, industry partners, several Class Associations, and past US Sailing regatta host organizations. We have received their strong support for this strategic direction and designed a phased rollout over the next 18 months, a timeline that is ambitious but not disruptive.

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 _____ John Pearce_____

Board Action Request Form



Request No. [20220121](#)

Date: [1/21/2022](#)

Submitted by: [Matt Gallagher, Offshore Division](#)

Subject: [Offshore Committee Reorganization](#)

Action Requested (word this in resolution form:

The Board of Directors hereby initiates the attached changes to the Bylaws and Regulations, which revise both the Bylaws and Regulations regarding the Offshore Division and also approve the name change to “Offshore and Technology Division”.

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

Reconstitutes the Offshore Division as the Offshore and Technology Division, no longer a “Special Division” and integrates the various Committees with the current Staff structure.

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): [Demonstrates US Sailing’s commitment to supporting and invigorating offshore sailing in the United States.](#)

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](#).

Summary: [Revises the Bylaws and Regulations to return the Offshore Division to the status of a “Division” rather than a “Special Division”, changes its name to “Offshore and Technology Division”, and revises the Regulations relating to the Offshore and Technology Division to reflect the current committee structure and operating practice.](#)

NOTE: [The Table of Contents of the Bylaws will be regenerated when the changes are adopted. The attached draft does not reflect the needed changes.](#)

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 checked="" type="checkbox"/> Regulations | <input type="checkbox"/> Ted Stephens Act |

Submitted by: [*Matt Gallagher*](#)



US Sailing Bylaws
2022-01-XX Offshore



Update
Regulations 4.01 an



Action Request Form

Request No. 20220123

Date Submitted: Friday, 01/21/22

Submitted By: John J. Schoendorf

Subject: Payment for professional research on tax & accounting related issues to assist athletes in more efficiently managing their program income and expenses from a tax saving perspective.

Action Requested: Motion to approve up to \$20,000 for tax research to benefit our athletes by identifying ways to maximize income tax options for their benefit which results can be incorporated into a planned Athlete Program Guide that among other sections, will have one on Financial Management Practices. Payment would be made from monies reserved for such purposes in the Olympic Windfall Fund. Progress of the research will be closely managed by John Schoendorf and Heather Monoson so as to limit cost to the extent possible.

Member Impacts: None anticipated

Mission Impacts:

The end product will increase athlete understanding of tax reporting alternatives for the purpose of saving them time away from sailing, monies paid to professional tax advisors and increasing fund accumulation that can be better used in their programs.

Perceived positive effects are that athletes will have the benefit of receiving very focused professional tax guidance for managing their accounting records which they can share with their individual tax advisors without having to spend the money or time trying to do the same on their own. This will also dramatically reduce or eliminate numerous misunderstandings about best practices in this area and illustrate how we are trying to provide more positive assistance to our athletes.

Negative impacts: None anticipated

Financial Impacts:

Positive effects: Will save valuable staff time trying to navigate numerous issues regarding 1099 reporting and numerous other related issues related to recordkeeping.

Negative effects: None anticipated.

Implementation Strategy: Tax advisors will research issues raised in the attached white paper along with anticipate to be numerous offshoots to those issues. A priority will be to address certain issues related to 2021 tax return preparation first with the balance for managing 2022 and beyond.

Negative impact: None anticipated

Summary:

I certify that this proposal has been checked. The governing document affected is Regulations 8.09 Olympic Sailing Funds.

Submitted by _____

John J. Schoendorf



Action Request Form

Request No. 2022 0125

Date Submitted: Friday, 01/24/22

Submitted By: John J. Schoendorf

Subject: D & O Insurance Coverage Limit for 2022.

Action Requested: Motion to approve \$5 million in D & O coverage for the new policy year.

Member Impacts: None anticipated

Mission Impacts:

D & O coverage will be reduced from a combined \$16 million to \$5 million. This is primarily due to a change in insurance industry standards and how D & O coverage is managed.

Perceived positive effects are that although coverage is dramatically less than in prior years, this reduced coverage limit will be sufficient to cover any exposure to the directors and officers under the policy.

Negative impacts: N/A.

Financial Impacts:

Positive effects will be a savings of \$12,000 in premium that would have been incurred to obtain an additional \$5 million in coverage.

Negative effects: None are anticipated based on past claim history and discussions with senior representatives at the Gowrie Group.

Implementation Strategy:

Negative impact: None anticipated

Summary:

I certify that this proposal has been checked. The governing document affected are both the Bylaws and Regulations as they apply to the Finance Committee.

Submitted by: John J. Schoendorf, as Chairman of the Finance Committee



Action Request Form

Request No. _____

Date Submitted: _____

Submitted By: _____

Subject: _____

Board Action Requested (word this in resolution form):

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

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

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

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.

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.

Summary:

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 _____

Related items in US Sailing Bylaws and Regulations

Note: No changes are required, but this identifies the areas which are impacted.

Bylaws

Bylaw 102 – Purpose and Objectives, Section 2., b and e

- b. To encourage sailing participation and excellence through education, competition, and equal opportunity; while upholding the principles of fair play, sportsmanship, and safety;
- e. To promote safe boating and foster educational programs for the training of members in boating safety and the science of seamanship and navigation;

Regulations

4.05, Section A, 5-6

A. US Offshore Performance Goals

- 5. Be an innovative leader in sailing safety through research, standards, instructional media, reports, seminars, and hands-on training to assure preparedness for the risks associated with offshore sailing; and
- 6. Develop an excellent working relationship with regional, national and international sailing organizations including, but not limited to, World Sailing, USCG, racing associations, researchers, foundations, rating rule owners, and rule administrators.