

<b>Committee Name:</b>	Board of Directors	<b>Session #:</b>	1
<b>Committee Chair:</b>	Ed Coates		
<b>Minutes recorded by:</b>	Carrie Stolar	<b>Date/time of meeting:</b>	5/19/25 8:00 PM ET

## Actions Taken:

1. Approved: The April BOD meeting minutes.
2. Approved: The over budget request of up to \$50,000 and that these expenses not be included in Dawson's bonus calculation.

<b>Number of committee members present:</b>	17	<b>Absent:</b>	1	<b>Guests:</b>	0
<b>Committee members present/virtual (list all, including chair and vice chair):</b> Ed Coates – President; Julie Dusliere - VP of Administration; Kenny Brisbin - VP of Community Services; Crystie McGrail - VP of Local Operations; Robin Smith - VP of Programs; Carrie Stolar - Secretary; Teddy Decker – Treasurer; Katie Kenyon (Legal Counsel); Peter Guadagni (Immediate Past President); Dawson Hughes – CEO; At-Large Directors: Sam Kraft (Breadbasket); Guy Davis (Colonies); C.J. Rushman (Great Lakes); Rob Heath (Northwest); Phyllis Quinn (Oceana); Nicole Christensen (South Central); Jeff Commings (Southwest).					
<b>Not present:</b> Trey Taylor (Southeast).					
<b>Guests:</b> none					

## Minutes

The meeting was called to order at 8:02 PM ET.

1. Agenda review and declarations of conflict of interest (Ed): The only change to the agenda was to correct the deadline for the BOD candidate applications and endorsements. There were no conflicts of interest.
2. Approval of the minutes (Carrie): **MSA for approval of the April 14, 2025 BOD meeting minutes.** Discussion: none. **The motion passed unanimously.**
3. Minute of good news (Robin): Robin mentioned that during her PT and OT, she discovered that some of her therapists were swimmers or had connections to swimmers, and they talked about swim lessons, GUS, and locations of programs, especially during her outdoor walks.
4. CEO update (Dawson):
  - a Traditional USMS membership is on track, remaining at 3% over 2024.
  - b The sanction process improvement and CCS website update are both targeted to be completed later this summer.
5. Spring nationals eligibility issue:
  - a History of USMS transgender policy:
    - i USMS has had a transgender policy since 2005, and it was last updated in 2023-2024. Dawson reviewed the history of the policy. The USMS rule book states that the Rules Committee is responsible for developing a policy for this with the approval of the BOD. The 2024 updates were driven by the BOD task forces with input from the Rules Committee. World Aquatics' current policy specifically says that national federations should set their own policies and says that organizations that are non-elite/recreational should be as inclusive as possible.
    - ii In response to World Aquatics new policy, the board decided to review the policy in 2022 via a task force, acknowledging that any policy changes would require careful consideration of competitive fairness and inclusivity. The task force did not give any clear guidance to the Board. The president requested that the Rules Committee review the policy after the task force, but the committee was not able to due to timing and a full committee agenda. A second task force was named in January of 2023 with a focus on the administrative processes and procedures. After significant Board discussion and consultation with the Rules Committee an updated policy containing revised procedures was approved by the BOD. The actual policy standards did not change. The most significant change was to add a panel to do eligibility reviews rather than having it be the responsibility of the rules committee chair. A question was asked about the involvement

of the HOD in the updates. Dawson said that there haven't been any rule changes but rather policy changes. Several board members shared comments on the subject.

- iii Questions about transparency of the review process have been raised. It was noted that discussions related to the policy were included in the forums and subsequently in the minutes of the meetings which were approved by the HOD. The policy itself is a BOD policy and it is reviewed every two years or as it gets updated. It was last approved in Sept. of 2024. At the 2023 annual meeting, specific comments were made in the HOD about the D&I report and the date of the original transgender policy.
  - iv Dawson and Ed met with the Aquatics Integrity Unit of World Aquatics last week. They clarified that USMS can have its own transgender policy and that the World Aquatics policy applies to World Aquatics events and world records.
- b Dawson emphasized that USMS is navigating a complex situation involving inclusivity, fairness, and competition with regards to San Antonio nationals. Katie explained the legal aspects of the situation, noting the USMS has followed its policies and continues to follow its policies and procedures, both in the protests that were filed and in the review panel and has done everything appropriately. The panel has completed its review, but before the findings are finalized it is recommended that USMS retain outside counsel, someone licensed in the state of Texas. The outside counsel would be familiar with the nuances of the state and its laws. The outside counsel would also review the language that is used in the eligibility review panel's decision.
  - c Ed shared member feedback. Some members have expressed support for the current policy while others have issues with the policy and have requested refunds of their USMS memberships. We will seek input from legal counsel on refund requests.
  - d The Texas Attorney General issued a letter to USMS, asking for information about Spring Nationals in San Antonio. Katie and counsel in Florida have recommended hiring outside counsel in Texas. Subsequently Ed and Dawson sought recommendations and quotes for Texas counsel and have narrowed the options and shared them with the BOD. To engage the counsel, an over budget request is required. Dawson reviewed USMS policy on RFPs and approvals with the BOD and said that he also consulted with the Finance Chair, Brandon Franklin. Ed and Dawson presented an over budget request of up to \$50,000 to engage Texas counsel to help navigate the Attorney General's letter, help on the policy review process and PR support. **MSA for approval of the over budget request of up to \$50,000 and that these expenses not be included in Dawson's bonus calculation.** Discussion: none. **The motion passed unanimously.**
- 6. LMSC Zone calls (Ed): The call teams and dates of scheduled calls are listed in the agenda. The agenda for the calls has been shared. As the calls take place, please summarize the discussions and post them in Community. Either Dawson, Kyle or Jessica will be on the calls, which are expected to last around 90 minutes.
  - 7. Huntsman Games: This agenda item was moved to a future meeting.
  - 8. The next BOD meeting will be on June 9 (date change). We will be discussing any legislation that the BOD would like to put forward for the 2025 annual meeting. Please let Kenny know if you would like to swim in the GUS meet at the July BOD meeting as he will be planning relays. Please make your travel arrangements for Atlanta and share them with Bethany.
  - 9. 2025 Executive Committee Elections (Ed): The BOD moved into executive session at 9:25 to discuss upcoming EC elections.

The meeting was adjourned at 9:35 PM ET.

Respectfully Submitted,

Carrie Stolar, Secretary