

# Board of Directors Meeting Minutes

Location	Date	Time	Format
Zoom	June 28, 2023	2:00 p.m. CT	Virtual

## In Attendance

Board Members		
Joe Patterson	President	Present
Dave Devine	President-Elect	Present
Rodney Cobb	Immediate Past President	Present
Beverly Wiley	Northeast Regional Vice-President	Present
John McPhail	Central Atlantic Regional Vice-President	Present, joined at 2:17 p.m.
Al Dattolo	Southeast Regional Vice-President	Present
Walker Clark	South Regional Vice-President	Present, joined at 2:13 p.m./left 3:08 p.m.
Richard Merritt	Southwest Regional Vice-President	Present
Darrin Duisternars	Midwest Regional Vice-President	Present
Mary Mahoney	Mid-America Regional Vice-President	Present
Dick Gulmon	Northern Regional Vice-President	Present
Roger Garcia	Northwest Mountain Regional Vice-President	Present
Anna Louie	Pacific Coast Regional Vice-President	Present
Donn Addante	Elected At-Large Representative	Present
Sandy Searcy	Allied / Affiliated Members	Absent
David James	Independent Director	Absent
Ally Carda	Elite Athlete Representative	Present, left at 3:16 p.m.
Nick Mullins	Elite Athlete Representative	Absent
Michelle Moultrie	Elite Athlete Representative	Present, joined at 2:30 p.m./left at 3:25 p.m.
Cam Schiller	Elite Athlete Representative	Absent
Joshua Johnson	Elite Athlete Representative	Absent
Aubree Munro	Elite Athlete Representative	Present, joined at 2:08 p.m./left at 3:45 p.m.
Kelsey Stewart	Elite Athlete Representative	Absent
Lovieanne Jung	Elite Athlete Representative	Absent
Others Present		
Craig Cress	CEO	Present
Cheryl Bond	CFO, Minute Taker	Present
Chris Sebren	Chief Sport Development/Performance Officer	Present
Allison Flaig	Chief of Staff	Present
Andrea McKee	Director of Marketing	Present
Jay Hedrick	Managing Director of Network Systems	Present
Devin Loehrs	Director of IT	Present
Morgan Palmer	Director of Communications	Present
John Falcone	Legal Counsel	Present, joined at 2:45 p.m.

## Minutes

### 1. Call to Order

President Patterson called the meeting to order at 2:00 p.m. CT.

### Conflicts of Interest

“Is any member aware of any conflict of interest (that is, of a personal interest or direct or indirect pecuniary interest) in any matter being considered by this meeting, which should now be reported or disclosed or addressed under the USA Softball Conflict of Interest Policy?”

“If a Board member determines there to be a conflict of interest at any point during the course of the meeting when a specific subject is being discussed and / or action is being taken, a declaration of a conflict of interest should be made at this time.”

“This is also a reminder that no confidential information disclosed during this meeting, or while doing any of the business of USA Softball can be used for the benefit of any other entity.”

It was noted that all Commissioners on the Board have an inherent conflict of interest when discussing and voting on the proposed bylaw amendment related to board composition.

**2. Roll Call**

A quorum was determined as noted in the “In Attendance” grid.

**3. Approve the Agenda and Minutes**

<b>MOTION</b>	BD	23-06	01
To approve the agenda for the meeting as presented with a National Teams report in Executive Session.			
Moved	Darrin Duistermars	Seconded	Mary Mahoney
CARRIED			

**4. Management Report**

CEO Cress presented the updated production reports through May 2023. Reports are positive for 2023 JO individual registrations, but team registrations for JO and Adult are behind 2022 compared to the same time last year. CEO Cress noted some previous missed umpire registrations had been added, but registrations are still below but more in line with last year.

CEO Cress presented the monthly stadium report for May.

CEO Cress presented an agreement with WCEO providing access to CEOs of large companies and financial consulting for National Team athletes.

<b>MOTION</b>	BD	23-06	02
To approve the partnership with WCEO as presented.			
Moved	Rodney Cobb	Seconded	Bev Wiley
CARRIED			

CEO Cress updated the Board on the status of agreements due to the National Office by July 7, which have been submitted by commissioners including Local Association Agreements, Commissioner Agreements, and Contingency Plans.

CEO Cress updated the Board on the status of the 3 audits currently underway or scheduled for July. They include the financial audit by Grant Thornton, USOPC quad audit, SafeSport Admin audit and SafeSport Event audit to be held at our Gold National Championships in Oklahoma City, July 17-23.

**5. Old Business**

Director Addante presented an update regarding Board Composition and discussion received from around the country. It is requested that the proposal be sent back to the committee for review and potential resubmission. Directors Duistermars, Gulmon, and McPhail contributed to the discussion.

<b>MOTION</b>	BD	23-06	03
To return the Board Composition proposals to the Governance Committee for further evaluation.			
Moved	Donn Addante	Seconded	Rodney Cobb
Motion - CARRIED			

**6. New Business**

President Patterson updated the Board on a meeting with Virginia Congressman Griffith regarding SafeSport. CEO Cress, Director McPhail and Commissioner Andy Dooley attended the meeting and felt the message from the NGBs was heard.

**7. Executive Session**

<b>MOTION</b>	BD	23-06	04
To enter Executive Session at 3:14 p.m.			
Moved	Anna Louie	Seconded	Al Dattolo
CARRIED			

CEO Cress updated the Board that Kathryn Sandercock has been added as an alternate for the World Cup in Ireland this month at the recommendation of the Women’s National Team Selection Team.

CEO Cress updated the Board that Tennessee is recommended to be deemed a viable association by the Association Review Committee.

<b>MOTION</b>	BD	23-06	05
To approve Tennessee as a viable association.			
Moved	Al Dattolo	Seconded	Darrin Duistermars
CARRIED			

CEO Cress updated the Board on the status of the search for the next Arizona commissioner. Commissioner Louie contributed to the discussion.

Finance Committee Chairman Gulmon presented recommendation from the committee based on legal counsel to take legal action against former Commissioner Mead in District Court of Oklahoma for funds due to the National Office.

<b>MOTION</b>	BD	23-06	06
To approve authorizing legal action in District Court in Oklahoma against Nik Mead and USA Softball of Colorado.			
Moved	Dick Gulmon	Seconded	Roger Garcia
CARRIED			

Director Gulmon presented the Finance Committee’s recommendation from the committee and legal counsel related to collection of ball licensing with Decker Sports. Director Garcia and Louie also contributed to the discussion.

<b>MOTION</b>	BD	23-06	07
To approve the Finance Committee recommendation regarding legal action against Decker Sports for enforcement of ball licensing agreements.			
Moved	Dick Gulmon	Seconded	Roger Garcia
CARRIED			

Director Gulmon presented the Finance Committee recommendation to begin imposing a 3% convenience fee on all credit card transactions. Director Louie contributed to the discussion.

<b>MOTION</b>	BD	23-06	08
To approve the Finance Committee recommendation regarding a 3% convenience charge on all credit card transactions.			
Moved	Dick Gulmon	Seconded	Roger Garcia
CARRIED			

CEO Cress presented the May stadium financials for May covering the Oklahoma State Slow Pitch Championships and the Big 12 Tournament.

CEO Cress updated the Board on the status with Suncoast Bats and the addition of their new bat to the approved list. New testing protocols are in effect beginning as of May 31, 2023.

CEO Cress presented an update on the new registration system, TourneyMachine and the new website. John Falcone, legal counsel, presented what he believes to be our viable options related to implementation of the systems. Directors Cobb, Devine, Duistermars, Garcia, Gulmon, Louie, Mahoney and President Patterson contributed to the discussion.

<b>MOTION</b>	BD	23-06	09
To authorize CEO and legal counsel to send a Notice of Default to SportsEngine.			
Moved	Donn Addante	Seconded	Anna Louie
CARRIED			

<b>MOTION</b>	BD	23-06	10
To return to open session at 4:02 p.m.			
Moved	Anna Louie	Seconded	Darrin Duistermars
CARRIED			

**8. Adjournment**

<b>MOTION</b>	BD	23-06	11
To adjourn June 28, 2023, meeting at 4:06 p.m.			
Moved	Darrin Duistermars	Seconded	Anna Louie
CARRIED			