**Board of Directors Meeting Minutes**

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| **Location** | **Date** | **Time** | **Format** |
| Virtual  | December 20, 2023 | 3:30 p.m. CT | Zoom |

**In Attendance**

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| **Board Members**  |
| Dave Devine | President | Present |
| Dan Pfeffer | President-Elect | Present |
| Joe Patterson | Immediate Past President | Present |
| Beverly Wiley | Northeast Regional Vice-President | Present |
| John McPhail | Central Atlantic Regional Vice-President | Absent |
| Dwayne Sealy | Southeast Regional Vice-President | Present |
| Walker Clark | South Regional Vice-President | Absent |
| Rodney Cobb | Southwest Regional Vice-President | Absent |
| Darrin Duistermars | Midwest Regional Vice-President | Absent |
| Mary Mahoney | Mid-America Regional Vice-President | Present |
| Dick Gulmon | Northern Regional Vice-President | Present |
| Roger Garcia  | Northwest Mountain Regional Vice-President | Present, joined at 3:39 p.m. |
| Chris Drumm | Pacific Coast Regional Vice-President | Present |
| Donn Addante | Elected At-Large Representative | Present |
| Sandy Searcy | Allied / Affiliated Members | Present |
| David James | Independent Director | Present |
| Ally Carda | Elite Athlete Representative  | Absent |
| Nick Mullins | Elite Athlete Representative  | Present |
| Michelle Moultrie | Elite Athlete Representative | Present |
| Cam Schiller | Elite Athlete Representative | Absent |
| Joshua Johnson | Elite Athlete Representative | Absent |
| Aubree Munro | Elite Athlete Representative | Absent |
| Kelsey Stewart | Elite Athlete Representative | Absent |
| Lovieanne Jung | Elite Athlete Representative | Present |
| **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 |
| Jay Hedrick | Managing Director of Network Systems | Present |
| Devin Loehrs | Director of IT | Present |
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**Minutes**

1. **Call to Order**

President Devine called the meeting to order at 3:32 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.

1. **Roll Call**

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

1. **Approve the Agenda and Minutes**

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| **MOTION** | BD | 23-12 | 01 |
| To approve the agenda for the meeting as presented. |
| Moved | David James | Seconded | Chris Drumm |
| CARRIED  |

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| **MOTION** | BD | 23-12 | 02 |
| To approve the November 29, 2023, minutes as presented. |
| Moved | Joe Patterson | Seconded | Donn Addante |
| CARRIED  |

1. **Management Report**

CEO Cress presented the preliminary year-end production reports for 2023. As in the past, we expect changes will occur over the next couple of months in the adult registrations. All areas were down slightly in 2023.

CEO Cress reported that the Oklahoma high school association has reportedly accepted our proposal for a multi-year agreement to return the championships to the complex. We expect to bring a contract to the Board for approval in the next month or so.

CEO Cress reported on the HPP National Selection Event held recently in Vero Beach at the Jackie Robinson Training Center hosting over 450 athletes. We have received very positive feedback on the event. Chris Sebren, CSPDO, presented additional feedback and how we can accommodate some changes in the future. Director James commented on the success of the event from both the USA Softball and MLB perspectives.

1. **Old Business**

President Devine and Director Garcia presented communication from the Membership Improvement Panel to all local associations. The committee has paused for the holidays but will resume meetings in the new year. Director Addante expressed a desire for the committee to work to help associations in the adult program as several are reporting no registrations for the 2023 season.

1. **New Business**

Director Gulmon presented the final budget for 2024 noting that there had been no changes from the preliminary budget presented at the Council Meeting in October.

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| **MOTION** | BD | 23-12 | 03 |
| To approve the final 2024 Budget for USA Softball Inc. as presented. |
| Moved | Dick Gulmon | Seconded | Roger Garcia |
| CARRIED |

1. **Executive Session**

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| **MOTION** | BD | 23-12 | 04 |
| To enter Executive Session at 3:59 p.m. |
| Moved | Joe Patterson | Seconded | Chris Drumm |
| CARRIED |

CEO Cress presented a proposal for funding for equipment for the complex to improve our streaming quality. The hardware cost is budgeted but the support is a 3-year agreement that requires Board approval. Each field will be equipped with a 2-camera system for streaming. Directors Drumm, Addante, Gulmon and Pfeffer contributed to the discussion.

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| **MOTION** | BD | 23-12 | 05 |
| To approve the 3-year software license for the new streaming camera system and the purchase of the related equipment. |
| Moved | Dick Gulmon | Seconded | Mary Mahoney |
| CARRIED  |

CEO Cress updated the Board on the continued use of our trademarks by a former commissioner in Arizona. Our legal counsel sent a cease and desist letter today and will await a response to that request.

Past-President Patterson requested an update on Idaho. Director Addante requested an update on Colorado and South Carolina. CEO Cress provided the latest on each association.

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| **MOTION** | BD | 23-12 | 06 |
| To return to open session at 4:19 p.m. |
| Moved | Mary Mahoney | Seconded | Donn Addante |
| CARRIED  |

1. **Adjournment**

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| **MOTION** | BD | 23-12 | 07 |
| To adjourn the December 20, 2023, meeting at 4:21 p.m. |
| Moved | Joe Patterson  | Seconded | Chris Drumm |
| CARRIED |