**Board of Directors Meeting Minutes**

|  |  |  |  |
| --- | --- | --- | --- |
| **Location** | **Date** | **Time** | **Format** |
| Virtual  | April 24, 2024 | 3:00 p.m. CT | Zoom |

**In Attendance**

|  |
| --- |
| **Board Members**  |
| Dave Devine | President | Present |
| Dan Pfeffer | President-Elect | Present |
| Joe Patterson | Immediate Past President | Present, left at 4:45 p.m. |
| Beverly Wiley | Northeast Regional Vice-President | Present |
| John McPhail | Central Atlantic Regional Vice-President | Present |
| Dwayne Sealy | Southeast Regional Vice-President | Present, left at 4:24 p.m. |
| Walker Clark | South Regional Vice-President | Present |
| Rodney Cobb | Southwest Regional Vice-President | Present |
| Darrin Duistermars | Midwest Regional Vice-President | Present |
| Mary Mahoney | Mid-America Regional Vice-President | Present |
| Dick Gulmon | Northern Regional Vice-President | Present, left at 5:00 p.m. |
| Roger Garcia  | Northwest Mountain Regional Vice-President | Present, left at 5:00 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 | Absent |
| Valerie Arioto | Elite Athlete Representative  | Present |
| Ally Carda | Elite Athlete Representative  | Absent |
| Joshua Johnson | Elite Athlete Representative | Absent |
| Lovieanne Jung | Elite Athlete Representative | Absent |
| Michelle Moultrie | Elite Athlete Representative | Absent |
| Nick Mullins | Elite Athlete Representative | Present, left at 4:23 p.m. |
| Codi Pannebaker | Elite Athlete Representative | Absent |
| Cam Schiller | 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 Operating Officer | Present |
| Jay Hedrick | Managing Director of Network Systems | Present |
| Devin Loehrs | Director of IT | Present |
| Todd Blyleven | Chief Marketing Officer | Present |
| Michelle Murch | Director of Communications | Present |

**Minutes**

1. **Call to Order**

President Devine called the meeting to order at 3:00 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.

1. **Roll Call**

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

1. **Approve the Agenda**

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 01 |
| To approve the agenda for the meeting as presented. |
| Moved | Sandy Searcy | Seconded | Roger Garcia |
| CARRIED  |

1. **Management Report**

CEO Cress presented the final 2023 year-end production reports with a few late team additions. CEO Cress presented the March 2024 production report shows that adult teams are slightly ahead while JO Teams and Umpires have again decreased compared to the same last year.

CEO Cress presented the March complex report noting we hosted both college and high school events to begin the season.

1. **Old Business**

None.

1. **New Business**

CEO Cress presented a bylaw amendment related to anti-doping which was noted during our USOPC audit as needing to be included in Section 5.2A.03.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 02 |
| To approve amendment as written. |
| Moved | Donn Addante | Seconded | Sandy Searcy |
| CARRIED |

1. **Executive Session**

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 03 |
| To enter Executive Session at 3:09 p.m. |
| Moved | Joe Patterson | Seconded | Dan Pfeffer |
| CARRIED |

CEO Cress presented March 2024 stadium event financials.

CEO Cress updated the Board on the schedule of events on May 6 & 7 related to the naming rights announcement.

CEO Cress presented a contract from Synergy for National Teams technology data. Synergy is also a partner with the WBSC. CSDPO Sebren added additional information related to various events Synergy attends that assists with the Men’s and various grassroots events.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 04 |
| To approve Synergy contract as presented. |
| Moved | Joe Patterson | Seconded | Roger Garcia |
| CARRIED |

CEO Cress presented a Council Member Emeritus application submitted by Davey Cole, Commissioner USA Softball of Mississippi, for Larry Montgomery. Directors Addante, Drumm and Garcia contributed to the discussion.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 05 |
| To approve Council Member Emeritus for Larry Montgomery. |
| Moved | Donn Addante | Seconded | Roger Garcia |
| CARRIED  |

President Devine conducted a hearing reviewing Commissioner Sealy of Florida as recommended by the Membership Improvement Panel. CEO Cress outlined the process of the hearing as outlined in the Code. Directors Garcia, Cobb, Patterson, McPhail, Gulmon, Mahoney, Wiley, Pfeffer, Searcy and Addante asked questions and commented during the hearing. Upon conclusion of the hearing, Mr. Sealy left the meeting for the Board to discuss and consider action.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 06 |
| To remove Commissioner Sealy immediately as Commissioner of USA Softball of Florida. |
| Moved | John McPhail | Seconded | Dick Gulmon |
| CARRIED  |

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 07 |
| To remove Director Sealy immediately from the Board of Directors. |
| Moved | Donn Addante | Seconded | Roger Garcia |
| CARRIED  |

Directors Garcia and Searcy presented the latest results of the reviews held by the Membership Improvement Committee over the last 4 weeks and presented the recommendations of the Committee to the Board. Director Drumm contributed to the discussion.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 08 |
| To approve the recommendations of the Membership Improvement Committee for Maryland-DC-DE, West Virginia, Illinois, Washington, Idaho, Kentucky, Indiana, and Rhode Island. |
| Moved | Donn Addante | Seconded | Roger Garcia |
| CARRIED  |

An additional Board Meeting was scheduled for May 15, 2024, to address issues noted by the Membership Improvement Committee.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 09 |
| To return to open session at 5:05 p.m. |
| Moved | Mary Mahoney | Seconded | Chris Drumm |
| CARRIED  |

1. **Adjournment**

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-04 | 10 |
| To adjourn the April 24,2024, meeting at 5:12 p.m. |
| Moved | Mary Mahoney | Seconded | Bev Wiley |
| CARRIED |