**Board of Directors Meeting Minutes**

|  |  |  |  |
| --- | --- | --- | --- |
| **Location** | **Date** | **Time** | **Format** |
| Virtual | June 26, 2024 | 3:00 p.m. CT | Zoom |

**In Attendance**

|  |  |  |
| --- | --- | --- |
| **Board Members** | | |
| Dave Devine | President | Present |
| Dan Pfeffer | President-Elect | Present, joined at 3:15 p.m. |
| Joe Patterson | Immediate Past President | Present |
| Beverly Wiley | Northeast Regional Vice-President | Present |
| John McPhail | Central Atlantic Regional Vice-President | Present |
| Tim Doby | Southeast Regional Vice-President | Present |
| Walker Clark | South Regional Vice-President | Present, left at 4:00 p.m. |
| 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 |
| Roger Garcia | Northwest Mountain Regional Vice-President | Present |
| Chris Drumm | Pacific Coast Regional Vice-President | Present |
| Donn Addante | Elected At-Large Representative | Present |
| Sandy Searcy | Allied / Affiliated Members | Absent |
| David James | Independent Director | Present, joined at 3:05 p.m. |
| Valerie Arioto | Elite Athlete Representative | Absent |
| Ally Carda | Elite Athlete Representative | Present |
| Joshua Johnson | Elite Athlete Representative | Present |
| Lovieanne Jung | Elite Athlete Representative | Absent |
| Michelle Moultrie | Elite Athlete Representative | Absent |
| Nick Mullins | Elite Athlete Representative | Absent |
| Codi Pannebaker | Elite Athlete Representative | Absent |
| Cam Schiller | Elite Athlete Representative | Absent |
| **Others Present** | | |
| Craig Cress | CEO | Present |
| Cheryl Bond | CFO, Minute Taker | Absent |
| 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 |
| Michael Warner | Chair, Membership Improvement Panel | Joined 3:28pm, left 3:36pm |
| Matt Stoddard | Commissioner, West Virginia | Joined 3:42pm, left 4.07pm |
| Jack Hutcherson | Commissioner, Maryland-DC-Delaware | Joined 4:29pm, left 5:09pm |
| Steve Zawierucha | Maryland-DC-Delaware | Joined 4:30pm, left 5:09pm |
| Ralph Eggen | Maryland-DC-Delaware | Joined 4:30pm, left 5:09pm |
| Joseph Band | Maryland-DC-Delaware | Joined 4:30pm, left 5:09pm |



**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 | 24-06 | 01 |
| To approve the agenda for the meeting as presented. | | | |
| Moved | Mary Mahoney | Seconded | Roger Garcia |
| CARRIED | | | |

1. **Management Report**

CEO Cress presented the May 2024 production report showing we are close to 2023 registrations at the same point last year for JO individuals and umpires but behind on team registrations.

CEO Cress presented the May complex report noting that we hosted the Slow Pitch State Tournament, USA Patriots vs First Responders, and Big 12 Softball Championship.

CEO Cress reminded the Board of actions taken in 2022 in Shreveport at the Annual Council Meeting most notably that background checks will be increasing to $20 per year beginning with the 2025 season. Additionally, it was contemplated at that time that all cards would be all digital beginning in 2025 but staff is requesting Board ratification of that intent or staff can develop costing for presentation at the next meeting. Director Gulmon noted the Finance Committee is in favor converting to digital background check cards for the 2025 season.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-06 | 02 |
| To approve electronic background check cards. | | | |
| Moved | Dick Gulmon | Seconded | Donn Addante |
| CARRIED | | | |

CEO Cress provided an update on the SafeSport site visit in Ashland, Ohio and regional audit in Kansas City. The audit report will be provided at the July meeting.

1. **Next Board Meeting**

President Devine tentatively scheduled the next board meeting for July 24th.

1. **Executive Session**

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-06 | 03 |
| To enter Executive Session at 3:18 p.m. | | | |
| Moved | Roger Garcia | Seconded | Bev Wiley |
| CARRIED | | | |

CEO Cress presented 2024 May stadium event financials.

Membership Improvement Panel (MIP) Chair Warner provided a preliminary report of the meetings of West Virginia and Maryland-DC-Delaware with the Membership Improvement Panel.

President Devine conducted a hearing reviewing Commissioner Matt Stoddard as recommended by the Membership Improvement Panel. CEO Cress outlined the process of the hearing as outlined in the Code. Directors Garcia, McPhail, Addante, Patterson, and Doby contributed to the conversation.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-06 | 04 |
| To remove Matt Stoddard as Commissioner. | | | |
| Moved | Donn Addante | Seconded | Dan Pfeffer |
| CARRIED | | | |

President Devine conducted a hearing reviewing Commissioner Jack Hutcherson as recommended by the Membership Improvement Panel. Steve and Ralph Eggen provided support. Director Cobb contributed to the questions. Directors McPhail, Drumm, Garcia, Wiley, Addante, and Pfeffer contributed to the discussion.

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-06 | 05 |
| To approve the Membership Improvement Panel to draft a Performance Improvement Plan that includes a Contingency Plan. | | | |
| Moved | Chris Drumm | Seconded | Rodney Cobb |
|  | | | |

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-06 | 06 |
| To return to open session at 5:28 p.m. | | | |
| Moved | Joe Patterson | Seconded | Bev Wiley |
| CARRIED | | | |

1. **Adjournment**

|  |  |  |  |
| --- | --- | --- | --- |
| **MOTION** | BD | 24-06 | 07 |
| To adjourn the June 26, 2024, meeting at 5:32 p.m. | | | |
| Moved | Roger Garcia | Seconded | Bev Wiley |
| CARRIED | | | |