

# USA Swimming Board of Directors Meeting Minutes

February 7, 2025/Virtual

## **PRESENT**

Maya Andrews, Katy Arris-Wilson, Chris Brearton, Frank Busch, Kenneth Chung, Shana Ferguson, Nic Fink, Kathy Fish, Natalie Hall, Clark Hammond, Ira Klein, Caitlin Leverenz Smith, Katie Meili, Sabir Muhammad, Kathleen Prindle, Michelle Steinfeld, Bob Vincent.

## **STAFF**

Matt Barbini, Elaine Calip, Paula D'Amico, Jake Grosser, Elizabeth Hahn, Stacy Michael-Miller, Patrick Murphy, Ellery Parish, Derek Paul, Joel Shinofield, Eric Skufca, MJ Truex, Nikki Warner.

## **CALL TO ORDER**

Natalie Hall, Board Vice-Chair, called the February 7, 2025 Board of Directors meeting to order at 11:20 a.m. Mountain Time.

## **CEO WELCOME**

Shana Ferguson, Chief Operating Officer & Interim Chief Executive Officer, reported that the International Swimming Hall of Fame induction ceremony will be in Singapore during the 2025 World Aquatics Championships and the list of honorees includes Olympic gold medalist and former Board member, Anthony Ervin.

## **RULES OF ENGAGEMENT/PROTOCOL**

Michelle Steinfeld, Secretary & General Counsel, presented the Rules of Engagement for the Board.

## **DECLARATION OF CONFLICT OF INTEREST (2.5.4)**

*"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 Swimming 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 that time.

No disclosures were made.

## **SAFE SPORT MOMENT**

Elizabeth Hahn, Director, Safe Sport, reported that USA Swimming has appointed an outside expert, Nicki Patton, from the Special Victims Unit of the Colorado Springs Police Department to the Safe Sport Committee.

## **FINANCE UPDATE**

Eric Skufca, Chief Financial Officer, noted the 2024 financial close process is underway with positive trends and projections from a balance sheet, income statement, and cashflow perspective. Current year-end balance sheet projections show total assets at approximately \$50 million with a 2024 operating surplus of approximately \$2.88 million, which equates to a current quad operating surplus of over \$1 million.

Mr. Skufca also noted that the transition from the prior investment advisors to Goldman Sachs is now complete.

Mr. Skufca presented Policy 3.4, "Financial Condition and Activities" (Attachments 2 - 7).

**MOTION:** *That the Board approves that the performance monitoring report on Policy 3.4 "Financial Condition and Activities - Internal" conveys (a) interpretations of the policy that are reasonable, and (b) that the report reasonably substantiates compliance with the policy requirements, consistent with the CEO's interpretations. Seconded. Motion passed unanimously.*

## **PRESENTATION OF THE DRAFT 2025 STRATEGIC PLAN AND KPIS**

USA Swimming Staff presented the draft 2025 Strategic Plan and Key Performance Indicators (KPIs) (Attachment 8).

### **1.1 COMPETITIVE SUCCESS**

Stacy Micheal Miller, Director, National Team Support & Services, reported that Emily Klueh, Manager, Psychological Services, will be implementing quarterly coach mental health roundtables in 2025, with topics derived from coach surveys.

Matt Barbini, Director, Performance, provided an update on performance analysis technology, including ongoing negotiations with a preferred vendor while still engaging in conversations with other potential vendors, to ensure that we make the best decision possible for our membership.

Mr. Barbini provided an overview of the metrics for achieving international success, specifically around the 2025 World Championships and the 2025 National Junior Team.

Ms. Ferguson discussed greater use of surveys in the future to garner feedback from National Team trips and to share those results with individual coaches. Ms. Ferguson provided highlights from the Paris Olympic Team survey, conducted by a third party.

### **1.2 SUCCESSFUL ATHLETES, COACHES, AND CLUBS**

Joel Shinofield, Managing Director, Sport Development, outlined USA Swimming's initiative to grow the sport through retention initiatives, including separating our current Team Services team into Local Swimming Committees (LSC) Services and Team Services to be more responsive to membership needs.

Jake Grosser, Managing Director, Marketing & Communications, described a marketing strategy that will partner with LSCs to offer tools to clubs focused on recruiting and retention while targeting the LSCs with paid media advertising. Mr. Shinofield remarked on additional retention efforts to include publishing best practices resources from interviews and case studies of clubs that exceed national retention rates.

Mr. Shinofield noted that the organization is building competition capacity to aid in membership growth, specifically through increasing the number of officials with more educational offerings including the soon-to-be-launched online Referee Course. In addition to education, Mr. Shinofield noted that Block Party has helped to onboard officials. The Board discussed how Block Party has become a tool for clubs to use for growth and retention.

Lastly, Mr. Shinofield shared the final goal of increasing athlete membership annually by 5% which was set by the Board of Directors in the April, 2024 Board of Directors Meeting.

### **1.3 PUBLIC ENGAGEMENT WITH SWIMMING**

Mr. Grosser discussed the development and utilization of marketing campaigns to showcase competitions as a pipeline to convert memberships. Mr. Grosser additionally discussed updating the USA Swimming website with additions that will help improve member access to resources, specifically for non-athlete members. Mr. Grosser also provided goals for additional digital engagement, including growing the USA Swimming Network, gathering additional athlete lifestyle content through an athlete marketing and content summit, and focusing on a new broadcast deal with revenue improvements.

### **1.4 BEST-IN-CLASS NGB**

Mr. Grosser described a new initiative to revise and promote the USA Swimming mission, vision, and values statements.

Elaine Calip, Executive Director of the Foundation, discussed development of a strategy to continue to build a robust National Team alumni relations program. Ms. Calip also noted the Foundation's KPI to achieve the 2025 fundraising goals, including providing more grants and supporting the National Team.

### **1.0 BROADEST END – GROWTH AND SUCCESS OF SWIMMING**

Ms. Ferguson explained that the Board and staff will collaborate to solidify a 2028 Quad business plan and budget strategy. Mr. Brearton added that this topic would be a large part of the next Board meeting.

### **FOUNDATION UPDATE**

Ms. Calip provided a Foundation update, including planning for the future of Golden Goggles and successful fourth quarter fundraising resulting in a surplus in 2024. Ms. Calip invited the USA Swimming Board to join the Foundation Board's orientation to learn more about the Foundation Board's goals and roles.

130 **BOARD CHARGE TO THE NOMINATING COMMITTEE**

131 Ms. Steinfeld reported that the Board must appoint a coach member to the Nominating  
132 Committee and presented a motion to amend the Bylaws so the Board could provide a coach  
133 designee in place of a coach from the Board.

134  
135 **MOTION:** *That the Board approve the following amendment to the USA Swimming Bylaws:*

136  
137 *Article 5.6.1 Nominating Committee – Membership*

138 *D. One (1) shall be a coach member of the Board of Directors (or a designee selected by the*  
139 *coach members of the Board of Directors), appointed by the Board of Directors.*

140  
141 *Seconded. Motion passed unanimously.*

142  
143 Ms. Steinfeld presented a proposed amendment to the Bylaws to require a minimum of three  
144 coaches on the Board, not including the National Team Steering Committee, to ensure coach  
145 participation on the Board.

146  
147 **MOTION:** *That the Board approve the following amendment to the USA Swimming Bylaws:*

148 *Article 4.2 VOTING BOARD MEMBERS shall be listed herein; a minimum of three (3) coaches*  
149 *(all of whom must be elected by the House of Delegates pursuant to Bylaw 4.2.4) shall be*  
150 *maintained. Seconded. Motion passed unanimously.*

151  
152 **BOARD CHARGE TO THE NOMINATING COMMITTEE**

153 Caitlin Leverenz Smith provided input from the Athletes' Advisory Council regarding an ideal  
154 candidate for the Board athlete seat, including college swimming, governance, and  
155 professional experience, as well as the time and commitment to the position.

156  
157 Ms. Steinfeld presented the charge for the coach seats, which was unchanged from 2023. Ms.  
158 Steinfeld additionally noted that candidates with a financial background would be helpful, as  
159 well as someone with youth-serving sports organization experience.

160  
161 **MOTION:** *To approve the Board Charge to the Nominating Committee as presented:*

- 162  
163
  - **Athlete Seat** (input from AAC)
    - *Experience/interest in college swimming and changing NCAA environment*
    - *Existing governance experience to understand complexity and some of the*  
166 *stakeholders*
    - *Post-swimming job experience (or “while-swimming” job experience)*
    - *Time & commitment to the sport & to this volunteer board position*
  - **Coach Seats**
    - *Pursuant to Bylaw 4.2, the Board must have a minimum of three voting coach*  
170 *members. Based on current Board member terms, in the 2025 election, the House*  
171 *of Delegates must elect at least one coach member. Thus, the Board is seeking a*  
172 *successful coach who (1) is currently leading a thriving USA Swimming Club, (2)*  
173 *has governance experience through service on USA Swimming national*  
174

committees, and (3) demonstrates a track record of coaching athletes at all levels of USA Swimming competition. The Board has also emphasized the importance of a coach member who has led a fiscally and strategically sound club.

- Overall

- Corporate and/or non-profit finance and accounting experience

- CPA and/or MBA

- Experience in:

- Financial statement production and review

- Financial planning and analysis

- Financial reporting and compliance (including audit and/or investment committee work)

- Budget development

- Risk management

- Youth-serving sport organization experience

Seconded. Motion passed unanimously.

## CONSENT AGENDA 1

**MOTION:** To approve the following Consent Agenda items (Attachments 9 - 12):

- a. December 19, 2024 Board Meeting Minutes

- b. Monitoring Report 3.3: Treatment of Employees and Volunteers

- c. Monitoring Report 3.9: Board Awareness and Support

- d. 2025 Board Work Plan

Seconded. Motion passed unanimously.

## CONSENT AGENDA 2

**MOTION:** To approve the following Consent Agenda items (Attachments 13 - 14):

- a. End Report 1.0: Broadest End – Growth and Success of Swimming

- b. End Report 1.3: Public Engagement with Swimming

Seconded. Motion passed unanimously.

## 2025 CALENDAR

Ms. Ferguson presented the 2025 events calendar.

## CLOSED SESSION

### PERSONNEL

The Board went into Closed Session and staff provided a personnel update.

## USOPC UPDATES

Ms. Ferguson provided an update regarding the United States Olympic and Paralympic Committee.

220 **LITIGATION UPDATE**

221 Michelle Steinfeld, Secretary & General Counsel, provided a litigation update.

222

223 **ADJOURNMENT**

224 Mr. Brearton adjourned the February 7, 2025 meeting of the Board of Directors at 3:17 p.m.  
225 Mountain Time.

226

227 Respectfully submitted:

228

229

230

231



Michelle Steinfeld, Secretary and General Counsel



Chris Brearton, Board Chair

## **USA Swimming Board of Directors Meeting Minutes**

February 7, 2025 / Virtual

Attachment 1	Agenda
Attachment 2	Page 2 – Policy 3.4: Financial Condition and Activities
Attachment 3	Page 2 – 2024 Budget vs. 2024 Current Projection Summary
Attachment 4	Page 2 – 2024 Budget vs. 2024 Dec. Projection vs. 2024 Current Projection Summary
Attachment 5	Page 2 – 2022-2024 Quad Business Plan Summary
Attachment 6	Page 2 – Preliminary Comparative 12/31/2024 Balance Sheet
Attachment 7	Page 2 – Q4 2024 Portfolio Review from Goldman Sachs
Attachment 8	Page 2 – 2025 Strategic Plan and KPIs
Attachment 9	Page 5 – December 19, 2024 Board Meeting Minutes
Attachment 10	Page 5 – MR 3.3: Treatment of Employees & Volunteers
Attachment 11	Page 5 – Monitoring Report 3.9: Board Awareness and Support
Attachment 12	Page 5 – 2025 Board Work Plan
Attachment 13	Page 5 – 1.0: Broadest End – Growth & Success of Swimming
Attachment 14	Page 5 – 1.3: Public Engagement with Swimming