

These minutes will be officially approved by the Board of Directors at its next meeting.

USA Swimming Board of Directors Meeting Minutes

January 30, 2026/Virtual

1 **PRESENT**

2 Maya Andrews, Katy Arris-Wilson, Jack Bauerle, Chris Brearton, Kenneth Chung, Billy Doughty,
3 Nic Fink, Kathy Fish, Brent Lang, Caitlin Leverenz Smith, Kate Lundsten, Sabir Muhammad, Katie
4 Playko, Kathleen Prindle, Kevin Ring, Andrew Seliskar, Michelle Steinfeld.

5

6 **GUESTS**

7 Julie Bachman, Anne Berry, Jennifer LaMont, Michael Lawrence, Kathryn McNerney, Jamie Platt,
8 Ann Senn, Bob Staab.

9

10 **STAFF**

11 Elaine Calip, Paula D’Amico, Liz Hahn, Cory Hilliard, Jake Grosser, Greg Meehan, Patrick Murphy,
12 Derek Paul, Joel Shinofield, Nikki Warner.

13

14 **CALL TO ORDER**

15 Board Chair, Brent Lang, called the January 30, 2026 Board of Directors meeting to order at 10:05
16 a.m. Mountain Time.

17

18 **CEO WELCOME & UPDATE**

19 Kevin Ring, Chief Executive Officer (CEO), reflected on his first 100 days as CEO, highlighting the
20 passion he has witnessed across all levels of the sport, the importance of taking a holistic
21 approach as a National Governing Body, and the staff’s strong support in bringing him up to speed
22 as the organization advances toward a domestic Olympic Games in LA28. Mr. Ring emphasized
23 that the meeting’s primary focus is 2026, while noting that long-term success through the 2032
24 Quad remains a key priority.

25

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

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

30

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

34

35 No disclosures were made.

36

37 **CONSENT AGENDA**

38 Mr. Lang presented the consent agenda.

39

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40 **MOTION:** To approve the following Consent Agenda items (Attachments 2- 6):

- 41 a) Draft December 8, 2025 Board Minutes
- 42 b) Monitoring Report – Management Parameters
- 43 c) MR 3.4 Financial Conditions and Activities (as revised in BoardEffect)
- 44 d) Board Work Plan
- 45 e) Appointment of Laura Hall to the Nominating Committee to complete Mike Donadio’s
- 46 term
- 47 f) Approval of 2026 Short Course World Championships Trials to the FMC Natatorium

48

49 *Seconded. Motion passed unanimously.*

50

51 **BOARD CHARGE TO THE NOMINATING COMMITTEE**

52 Michelle Steinfeld, Secretary & General Counsel, presented the proposed updates to the Board
53 Governing Policies Manual (BGPM) and the 2026 Board Charge, which were developed by the
54 Governance Committee based on the findings of the Board Gap Analysis.

55

56 **MOTION:** Approve changes to the Board Governing Policies Manual – Amendments to Policy 2.9.

57

58 *2. Nominating Criteria: No later than its January/February meeting each year, the Board will*
59 *consider its needs for certain competencies, and will identify and provide a charge to the*
60 *Nominating Committee (the “Board Charge”) that specifies experience, skills, and attributes that*
61 *would constitute “ideal candidates” to complement and augment the composition of the*
62 *incumbent Board in the upcoming nominations/election cycle. Primary criteria to be considered*
63 *must at least include:*

64 *A. Past demonstration of commitment to USA Swimming, or a “demonstrable connection to the*
65 *sport.”*

66 *B. Governance experience, e.g. knowledge and skills in policy-making, legal and fiduciary*
67 *responsibilities.*

68 *C. High-level (board or management) experience in setting standards for and/or overseeing a*
69 *multi-milliondollar corporation or complex non-profit (e.g., USA Swimming member club, local*
70 *charity, etc.).*

71 *D. Financial literacy.*

72 *E. Demonstrated ability to participate productively in group processes.*

73 ~~*F. Professional relationships/associations that may be beneficial to USA Swimming.*~~

74 *G. Commitment to support and adhere to the Board’s governing documents (Bylaws, these*
75 *Governing Policies, etc.).*

76 *H. Ensuring diversity within the Board’s composition (gender, ethnic, age, geography, etc.).*

77 *I. For incumbent or past Board members seeking re-nomination, fulfillment of individual Board*
78 *members’ responsibilities.*

79 *J. Expertise to drive the mission of USA Swimming.*

80

81 *Seconded. Motion passed unanimously.*

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82 **MOTION:** *To approve the following 2026 Board Charge to the Nominating Committee:*

83

84 *The Board would like to highlight the additional attributes that would benefit the current*
85 *composition of the Board. However, the Board directs the Nominating Committee to consider all*
86 *of a candidate's qualities in the above and below lists. The Board asks that the Nominating*
87 *Committee still consider candidates even if they may have less of these skillsets than other*
88 *candidates, particularly if such candidate is very strong in certain key areas, and the Nominating*
89 *Committee overall believes that the individual would be a high-functioning Board member.*

90

91 *Non-athlete seats:*

- 92 • *LSC governance or similar leadership experience on a non-profit Board*
- 93 • *Professional experience in financial services*
- 94 • *Children's advocacy experience, background, or current involvement*
- 95 • *Leadership and decision-making skills*
- 96 • *Passion for sport, not limited to the sport of swimming*
- 97 • *Understanding and appreciation of the customer service aspect of the organization and*
98 *the Board*
- 99 • *Experience in creating content to build brands (including organizations and individuals).*

100

101 *Athlete seats: Based on recommendations from the USA Swimming Athletes' Advisory Council,*
102 *the Board directs the Nominating Committee to consider the following attributes and experiences*
103 *when evaluating 10-Year Athlete candidates, recognizing that no single candidate may meet all*
104 *of these criteria:*

105

- 106 • *Passion for understanding and representing the best interests of the current National*
107 *Team, as well as all USA Swimming athlete members*
- 108 • *Whether retired or currently competing, an individual that has the ability to meet the time*
109 *commitment required of the role*
- 110 • *Work experience outside of the pool*
- 111 • *Governance experience within a USA Swimming National Committee, Local Swimming*
112 *Committee, university, or other non-profit*

113

114 *Seconded. Motion passed unanimously.*

115

116 **NOMINATING COMMITTEE PROCESS**

117 Ms. Steinfeld opened the discussion regarding potential changes to the Nominating Committee
118 process. The Board discussed potential future changes.

119

120 **MEMBERSHIP UPDATE**

121 Mr. Ring shared that a group of Board members has been meeting to consider the next evolution
122 of the membership model. Joel Shinofield, Managing Director, Sport Development, reported that
123 membership trends are consistent with the past few years, noting that premium memberships

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124 are slightly down compared to last year, while flex and seasonal memberships have seen modest
125 increases; outreach and non-athlete memberships remain fairly steady.

126

127 **CLOSED SESSION**

128 **FINANCE UPDATE**

129 The Board went into Closed Session to discuss expenses related to Board-designated funds.

130

131 **OPEN SESSION**

132 The Board came out of Closed Session to vote on the following motion.

133

134 **MOTION:** *To approve to pay certain 2025 legal expenses from Board-designated funds.*
135 *Seconded. Motion passed unanimously.*

136

137 **BUDGET**

138 Cory Hilliard, Chief Financial Officer, provided a written report (Attachment 7) and presented a
139 comparison of the 2025 budget—from the originally approved version, to the projected budget
140 shared in December 2025, to the latest projection as of the Board meeting—noting that incoming
141 expenses will continue to affect the final 2025 figures, which are currently projected to result in
142 a net surplus of \$567,615.

143

144 Mr. Hilliard presented the 2026 budget, outlining projected revenues and expenses and
145 highlighting key variances contributing to the projected \$5.5 million deficit. Mr. Hilliard reported
146 that the two largest drivers of the deficit are Board-directed investments in the National Team
147 and in event operations. Mr. Hilliard stated the \$1.3 million National Team investment includes
148 athlete services, coaching support, high-performance resources, and sports medicine and
149 science, while the events investment includes hosting the 2026 Pan Pacific Championships.

150

151 Mr. Hilliard also noted that technology is identified as a separate line item, currently contributing
152 \$800,000 to 2026 expenses, but emphasized the anticipated return on investment through
153 increased revenues driven by enhanced technology usage across membership and other services.

154

155 Mr. Ring added that staff will provide ongoing updates at each Board meeting on the 2026
156 budget, reflecting real-time adjustments based on current conditions rather than unknown
157 projections.

158

159 **MOTION:** *To approve the 2026 Budget. Seconded. Motion passed unanimously.*

160

161 **CLOSED SESSION**

162 **BUDGET**

163 The Board entered Closed Session for Mr. Ring and Mr. Hilliard to present additional budget
164 information.

165

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166 **OBJECTIVES & KEY RESULTS**

167 The Board remained in Closed Session so Jake Grosser, Chief Operating Officer, could present the
168 proposed Objectives & Key Results (OKRs).

169
170 **OPEN SESSION**

171 **OBJECTIVES & KEY RESULTS**

172 Mr. Grosser presented the organization's Mission, Vision, and Core Values. Mr. Grosser also
173 shared the proposed OKRs, highlighting the four strategic pillars: Grow the Sport, Strengthen the
174 Organization, Elevate Performance, and Inspire Membership and Fans (Attachment 8).

175
176 **MOTION:** *To approve the Objectives & Key Results. Seconded. Motion passed unanimously.*

177
178 Ms. Steinfeld provided context for the proposed changes to the BGPM (Attachment 9), explaining
179 that the approved OKRs will replace the current Ends within the document.

180
181 **MOTION:** *To approve the Board Governing Policies Manual updates. Seconded. Motion passed*
182 *unanimously.*

183
184 **CLOSED SESSION**

185 **LITIGATION UPDATE**

186 The Board went into Closed Session so Ms. Steinfeld could provide a litigation update.

187
188 **U.S. CENTER FOR SAFESPORT UPDATE**

189 Ms. Steinfeld delivered an update regarding the U.S. Center for SafeSport.

190
191 **CLOSED SESSION**

192 **EXECUTIVE COMPENSATION COMMITTEE CHARTER**

193 The Board went back into Closed Session so Kathy Fish could present the Executive Compensation
194 Committee Charter (Attachment 10).

195
196 **OPEN SESSION**

197 The Board came out of Closed session to approve Executive Compensation Committee Charter.

198
199 **MOTION:** *To approve the Executive Compensation Committee Charter. Seconded. Motion passed*
200 *unanimously.*

201
202 **CLOSED SESSION**

203 **EXECUTIVE SESSION**

204 The Board went back into Closed Session to conduct an Executive Session; all members of the
205 staff left the meeting except for Mr. Ring.

206
207 **EXECUTIVE SESSION – BOARD ONLY**

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208 The Board remained in Closed Session to continue conducting an Executive Session; Mr. Ring left
209 the meeting.

210

211 **ADJOURNMENT**

212 Mr. Lang adjourned the January 30, 2026 meeting of the Board of Directors at 12:45 p.m.
213 Mountain Time.

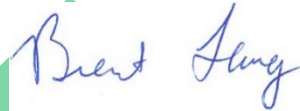
214

215 Respectfully submitted:

216

217

218



Michelle Steinfeld, Secretary and General Counsel

Brent Lang, Board Chair

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Attachment 1	Agenda
Attachment 2	Page 2 – Draft December 8, 2025 Board Minutes
Attachment 3	Page 2 – Monitoring Report – Management Parameters
Attachment 4	Page 2 – Policy 3.4 Financial Conditions and Activities
Attachment 5	Page 2 – 2026 Board Work Plan
Attachment 6	Page 2 – Laura Hall Bio
Attachment 7	Page 4 – USA Swimming 2025 Budget vs Projection & 2026 Budget
Attachment 8	Page 5 – 2026 Objectives & Key Results
Attachment 9	Page 5 – Draft BGPM Updates
Attachment 10	Page 5 – Executive Compensation Committee Charter

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