

**STSI Board of Directors Zoom Meeting**  
**Tuesday September 13, 2022**  
**8:00 p.m.**  
**Approved 11/8/22**

**Call to Order**

The meeting was called to order 8:02 p.m.

**Board Members Present:**

Chris Kjeldsen, Deanna Oliphant, Mary Evelyn Bowling, Kevin Cai, Mindy Donofrio, Monica Thomason, Alek Orloff, Jen Smetana, Mike Witt, Harold Christiansen

**Board Members Absent:**

Bill Spurgeon, Ben Skinner, Hector Becerra

**Others present**

Tim Byerly

**Verify Quorum**

A quorum was verified.

**Approval of Minutes**

Chris Kjeldsen moved to pass the August 8, 2022 BOD meeting minutes as posted. Motion **PASSED**.

**Board Member Summary – approved by BOD**

**Admin Vice Chair – Deanna Oliphant**

Deanna hosted the strategic planning meeting.

**Senior Vice Chair – Monica Thomason**

The Championship meet committee reviewed the LC Championship meet feedback. The championship meet committee will begin working on SC meet information after the HOD. The bid meet form has gone out to teams and bids are being collected. The planning calendar request form has gone out to teams. Mailchimp has been used to distribute emails to non-athletes. The new website will go live this month. The communications committee plans to meet to move forward on setting up access to social media.

**Finance Vice chair – Alek Orloff**

Alek distributed the draft audit report for review and approval. No questions were asked by the BOD.

**Safe Sport – Mary Evelyn Bowling**

South Texas has 24 clubs safe sport recognized as of 8/31/22. The committee is reviewing recommendations regarding renewals, meet sanctions, and how best to meet the needs of athlete's while prioritizing Safe Sport. The committee is prioritizing educating athletes and creating a Safe Sport culture across the LSC. Athlete members and coaches will work to create educational social media posts designed to increase awareness.

**Coaches Representative – Hector Becerra**

Hector continues to meet to finalize the South Texas logo. The coaches monthly meeting was moved to Monday Sept 12 due to the holiday weekend.

**Governance Committee – Tim Byerly**

The nomination committee posted the slate of candidates on the South Texas website. Zoom calls were used to vet the athlete nominees and official chair nominees.

### **Old Business**

#### **Applications for BOD positions**

The slate of candidates has been posted on the ST website.

#### **Policy and procedure updates**

An updated policy and procedure have been posted on the ST website.

### **New Business**

#### **Nomination Policy and Procedure**

Mindy moved to remove the word Best from the 2<sup>nd</sup> paragraph of the nomination policy and procedure appendix E. **Motion Passed.**

#### **Use of Funds Statement – Investment policy manual**

Deanna moved to recommend to the HOD an update to the use of funds statement within the investment policy manual. “Allocate 3% of the Investment Fund balance as of August 31 of the preceding year to add to the annual operating revenue to support programming aligned with the STSI mission for the benefit of all STSI members.” **Motion Passed, the BOD will recommend an update to the use of funds statement**

#### **2023 Budget**

Alek moved to recommend the 2023 proposed budgets, one with and one without an Executive Director.

**Motion Passed, the BOD will recommend two budgets to be presented to the HOD**

#### **Proposed Bylaw change**

Tim Byerly moved to recommend an addition to the bylaws section 7.3. “Board members are limited to serving on two committees with the limitation of no more than two Board members (Non-Athlete) on a committee. The Governance, Executive and Athletes committees are not included in these limitations.” **The board reviewed and will bring to HOD.**

#### **Adjournment**

The meeting adjourned at 9:04 PM.

#### **Next BOD Meeting**

To Be determined after HOD October 8, 2022.

#### **Email vote 8/31/22 – Nominating Committee Policy and Procedure**

Monica Thomason moved to approve the nominating committee policy and procedure. **Motion Passed**

The Governance Committee, when acting in its role as a Nominating Committee, shall ensure that the nominations process is administered in accordance with the STSI Bylaws, Robert's Rules of Order and the following policies and procedures:

The Nominating Committee charge is to provide the best candidate or candidates for each office to the House of Delegates no later than 20 days prior to House of Delegates meeting, as per STSI By-Laws. The Nominating Committee as part of the duty of care principle shall adhere to the following:

- 1) Independence – Committee members should not be contacted by a particular candidate or other persons in furtherance of a nomination; lobbying by a particular candidate or any coercive behavior is not appropriate and should be reported to the Chair of the Governance Committee.
- 2) Confidentiality – Committee members shall not divulge the names or details of nominees, nor the nature or specifics of conversations engaged in during Committee meetings unless requested by the BOD in performance of its oversight duties.

Nominating Criteria: The Nominating Committee specifies experience, skills and attributes with input from the current South Texas Swimming BOD that would constitute “ideal candidates” to complement and augment the composition of the incumbent Board in the upcoming nominations/election cycle.

A. Primary Criteria may include, but is not limited to, the following:

1. Member of STSI in Good Standing, including registration, certification, financial and Safe Sport compliance.
2. Acknowledgment of an understanding of the requirements of the office.
3. Past demonstration of commitment to South Texas Swimming or a “demonstrable connection to the sport.”
4. Demonstrated ability to participate productively and positively in group processes.
5. Commitment to attend HOD, BOD, USAS and other meetings relevant to that office.
6. Commitment to support and adhere to the South Texas Swimming governing documents (Bylaws, Governing Policies, etc.).
7. Ensuring diversity within the Board’s composition (gender, ethnic, age, geography, etc.).
8. For incumbent or past Board members seeking re-nomination, fulfillment of individual Board members’ responsibilities.

B. Nominating Process

1. No later than 4 months prior to the HOD meeting post the call for nominations for open offices on the STSI website, mass email to coaches and officials, and engage in all STSI Social Media. Reposting may be required.
2. All nominations will be kept in an electronic format regardless of nomination method i.e. email, verbal, etc.
3. During the application process the Nominating Committee shall inform candidates of the following:
  - a. Requirements of the prospective office.

- b. Attendance requirements and date/ times for monthly BOD meetings, HOD, USA-S Annual Workshop and any other known USA-S or STSI meetings.
  - c. Deadline to complete the LSC Governance Course on the USA-S website.
  - d. Board orientation time/date if elected, which is commonly at the conclusion of the HOD.
  - e. Provide STSI Bylaws, Policies & Procedures and Board Manual
4. Depending on the number of nominees and when they apply, the Committee may meet more than once to vet the candidates for qualification based on criteria described in Primary Criteria above.
  5. The committee will keep in electronic format a matrix questionnaire for every nominee, to be completed by the committee during the vetting process using the criteria laid out in A) 1-8. Any disqualifications shall be noted.
  6. All qualified nominees' names and the office they are seeking shall be provided for posting on the STSI website no later than 20 days prior to the HOD meeting. Additional nominations will be accepted from the floor of the House of Delegates by voting members of the House of Delegates.
    - a. It is the duty of the Nominating Committee Chair to notify the General Chair if a previously disqualified nominee is entered from the floor. This should be done discreetly so as to not compromise confidentiality or cause embarrassment.
  7. Nominees should be afforded the opportunity to provide a biography to be posted.
  8. If requested by the BOD, for the purpose of committee oversight, the Nominating Committee shall provide the nomination electronic documentation or other pertinent information to the General Chair within 24 hours of the request. This information may only be reviewed with the BOD in closed session, and shall be kept confidential.

#### C. Post-Election-

1. If a claim of malfeasance is made relating to the nominating and/or election process, BOD and/or Nominating Committee it shall be referred to the Admin Board of Review process.

#### **Email vote – Budget Amendment 9/9/22**

Mindy Donofrio moved to increase the Officials Dues reimbursement budget line item by \$17,000 to continue to cover the dues reimbursement for officials for 2023 registration. The membership dues for officials are \$83 and there are currently 220 officials. **Motion Passed**

#### **Email vote – Safe Sport Policy 9/19/22**

Mary Evelyn Bowling moved to approve the following update to the Safe Sport policy effective immediately due to Safe Sport Portal being unavailable. **Motion Passed**

- Any team in South Texas, requesting a sanction to hold a dual, open, invitational or championship meet, whose Safe Sport Certification expires between 9/1/22 and 10/31/22 will have until 1/31/23 to become recognized, prior to being granted a sanction.

- Any team in South Texas, requesting a sanction to hold a dual, open, invitational or championship meet, whose Safe Sport Certification expired prior to 8/31/22 will need to demonstrate to the Safe Sport Committee an accumulation of 48 points towards Safe Sport Recognition, prior to being granted a sanction.

**Email vote – Senior Vice Chair 10/14/22**

Monica Thomason officially stepped down as Senior Vice Chair and Mary Evelyn Bowling moved that we approve Steve Mandacina, South Texas non-athlete member in good standing, as the Senior Vice Chair, (effective immediately, through HOD 2023). **Motion Passed**