

<b>Committee Name:</b>	Governance	<b>Session #:</b>	<b>Report #:</b>
<b>Committee Chair:</b>	Hugh Moore	<b>Vice Chair:</b>	Anthony Thompson
<b>Minutes recorded by:</b>	Hugh Moore	<b>Date/time of meeting:</b>	December 2, 2012 8:30 pm Eastern

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## Motions Passed:

1. None

<b>Number of committee members present: 4</b>	<b>Absent: 2</b>	<b>Number of other delegates present: 0</b>
<b>Committee members present (list all, including chair and vice chair):</b> Hugh Moore, Patty Miller, Leianne Crittenden, Jim Wheeler		

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## Minutes

The meeting was called to order at 8:30 pm Eastern.

1. Pending Legislative Proposals

The committee has drafted wording for making the Investment Committee and Audit Committee Permanent Committees of the Board of Directors. The committee agreed to complete review via email by 12/9. The Audit Committee and Investment Committee will be contacted for approval. The final draft will be submitted to the BOD, who will then have the option of submitting to Legislation Committee.

2. Overview of Committees\Task Forces reporting to Governance

The committee discussed proposals that the following Task forces/ad hoc committees report to Governance.

- a. Dispute Resolution Task Force. The committee feels that the task force should report directly to the Board of Directors.
- b. USMS 2.0. Task Force. The committee discussed the task force and raised concerns about the purpose of the task force and duplication of effort since the task force appears to be investigating governance issues. Hugh will contact Nadine and discuss the committee's concerns.
- c. Policy Committee. The committee feels that a good "home" for the Policy Committee might be to report to the Governance Committee. Hugh will discuss with Nadine

3. Board Evaluations

The committee discussed plans for future board assessments and agreed that this year's focus should be on board improvements. The committee will review areas that were identified as needing improvement and changes that have been made or need to be made.

4. Pending Tasks

- a. Communications/Social Media Policy. Patty has prepared a draft and will submit it to the committee for discussion at our January meeting with a goal of submitting to the BOD in February.
- b. Review 506.9 – removal of officers. The committee agreed unanimously that the current wording of 506.9 is sufficient.
- c. LMSC Model Bylaws. The committee felt that there is no need to produce LMSC Model Bylaws since a list of necessary and suggested items is provided in the LMSC Standards. A better use of resources is to provide subject matter experts if an LMSC needs to update their bylaws.

5. New Tasks\unfinished tasks

- a. LMSC Standards suggest a Conflict of Interest statement. (BS9). The committee recommends that the USMS Conflict of Interest policy be used as a baseline for LMSCs. Education regarding Conflict of Interest would be a good topic for an LMSC Development webinar.
- b. Purpose(s) of convention and duties of HOD members, both during convention and the remainder of the year. The committee has previously discussed size and makeup of HOD and did not recommend any changes. However, the committee feels that we should discuss purpose/use of convention and delegates.
  - Delegates who have no national responsibility outside of convention/HOD
  - Educational uses of convention. Delegates reporting what they learn.

- c. Terminology for Local Masters Swim Committee. The committee previously discussed the subject. To bring closure the committee unanimously agreed to not pursue any changes
- d. Review Election Process for USMS at-large directors. The committee previously discussed the subject. To bring closure the committee unanimously agreed to not pursue any changes
- e. Leadership Development Task Force. Hugh agreed to further review minutes to determine if this was relative to LMSCs or USMS.
- f. Creating a leadership library was suggested. Governance has been asked to review a bibliography list from BoardSource and suggest if any of the books might be worth USMS buying to have available for loaning to leadership volunteers. (2/5/12 email). The committee feels that this is not a productive use of time.

Next meeting tentatively scheduled for 1/6/13 at 8:00 EST

The meeting was adjourned at 9:30 pm Eastern

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