

**Pacific Northwest Association of Masters Swimmers
Board Meeting
Sally Dillon's Residence
January 21, 2014**

Minutes

PNA President Lisa Dahl called the meeting to order at 6:50 pm. Also present were Jim Davidson, Sally Dillon, Mike Grimm, Doug Jelen, Arni Litt, Hugh & Jane Moore, Guila Muir, Steve Peterson, Shannon Sullivan and Sarah Welch. Kathy Casey and Herb Cook attended by phone.

I. Warm-Up

- A. **President's Report:** Lisa informed the Board that she is no longer coaching CAAT, is training more, and looks forward to having more time to work on PNA business.
- B. **Minutes:** It was **MSA to approve the December 3, 2013 minutes as amended.**
- C. **Treasurer's Report:** Jeanne submitted the 2013 year-end report along with notes of explanation. It was **MSA to approve the financial report.**
- D. **Membership:** Arni reported that as of Jan. 20 we have 1160 members registered: 588 men and 572 women; 138 are new swimmers. Ten have opted for newly available USMS vanity ID. Arni is monitoring the number of hardcopy newsletters that are being sent out this year; 145 have been requested so far. Our bulk mail permit, with its required 300-piece minimum per mailing, is paid up for 2014. A new group has been formed on Vashon Island (ROCK). There are only 2 swimmers so Arni is working with the group to determine whether they should register as a club or a workout group. There are 32 workout groups registered with USMS and 31 not registered.

II. Main Set

- A. **Governance:** Hugh presented the recommendations from the PNA Governance Committee – specifically, twelve amendments to the PNA Bylaws. There was consensus on each item and some minor changes were made. It was **MSA to approve the recommendations from the governance committee for the proposed Bylaws amendments L-1 through L-12, as amended.**

Jane recommended ten amendments to the Bylaws that reflect current practice. They included housekeeping issues, clarification of unattached membership, electronic voting, and terms of office. Amendment 2014-2 was deemed unnecessary and deleted entirely. 2014-11 was proposed to clarify the procedure for replacing the PNA President. It was **MSA to approve Bylaws amendments 2014-1 through 2014-11 as amended.**

Bylaws Voting: Proposed amendments to the Bylaws require a vote of the membership and the current rules for amendments to the Bylaws were reviewed. A membership-wide vote via Survey Monkey and hardcopy (for those members who do not use the internet) will be held. The total ballots received must represent 30% of our membership so we need to implore our members to participate in the vote. Linda suggested we provide only the link to the survey in the email and have the Bylaws proposals on Survey Monkey for review before the opportunity to vote is given. We might want to separate the list of Bylaws relating to governance changes from the list of Bylaws describing current practices, possibly requiring two separate votes. We also need to ensure that members joining PNA after the survey goes out will have an opportunity to vote. A deadline for adding new people to vote should come before the deadline to vote. We will put a feature article in the March issue of *The WetSet* that draws attention to the vote and encourages members to participate. Lisa will write about the vote in *Leading Off*. It was **MSA that we put articles in the March newsletter and that we begin voting by the end of March.**

- B. **Policies:** Jane recommended amendments to the PNA Policies that have become necessary due to USMS changes for workout groups. It was **MSA to accept all of the recommended amendments to the policies.** There are a few policy issues that need further review and discussion at the next meeting.

The board thanked Jane, Hugh, Herb, Mike, and Steve for all of their hard work on the governance issues and the revisions to the Bylaws and Policies.

- C. **Treasurer Position:** Mike reported that a volunteer for the position has been found. Before finalizing the appointment, Mike will arrange a conference call within the next few weeks with the new volunteer, Jeanne, himself and others.
- D. **The WetSet:** Sally suggested that we remove Lisa's address on the officer list and replace it with the PNA PO Box. She also inquired about the state of PNA's historical materials since Tom Foley is no longer the Historian. Lisa will seek out Tom and collect the historical documents.
- E. **PNA on Twitter and Facebook:** The discussion was postponed to a future meeting.

III. Sprint Set: Committee Reports

- A. **Meets:** Linda announced that ORCA requests a sanction for a pentathlon on March 29 at Juanita Pool in Kirkland. The event would include all stroke distances (50, 100, 200) plus matching IMs (100, 200, 400). It was **MSA to approve the event.**
- B. **Open Water:** Sally reported for Jim, who left the meeting early. The PNA website has all the necessary information and documents posted for getting an open water event sanctioned. Jim has contacted our event directors and requested that they submit their date request by January 31. Once the date is approved, the director can complete and submit to Jim the rest of the paperwork, apply for the USMS sanction, and once received, get Jim's final approval. Jim is also organizing an open water workshop for late March or early April.
- C. **Open Positions on the Board:**
 - 1. Shannon Singer expressed interest in filling the vacant PNA Coaches Coordinator position. After a brief discussion of details for the position, Lisa appointed Shannon and the Board concurred.
 - 2. Guila Muir expressed interest in filling the vacant At-Large Representative position. It was MS to appoint Guila to fill the position. Guila asked for information about the position and responsibilities that come with it and after some discussion said that she would like to attend a meeting or two before making the commitment. The motion to appoint Guila was withdrawn.
- D. **Funding request:** Lisa expressed interested in starting a "get wet" program for adults who have financial need. She requested funding to get the program started. It was **MSA to approve an expenditure of \$300 to get the program off the ground.** Lisa will provide written details about the program before the next meeting.
- E. **PNA Annual Meeting:** The December meeting has traditionally been our "annual meeting". Sally suggested that we do better at encouraging members at large to attend and that our current location, Arni's home, would not accommodate many visitors. She proposed that we make our April 5 meeting the "annual meeting" since it is held in a location that can accommodate a lot of attendees. It was **MSA that the April 5th meeting become PNA's "annual meeting" and that we publicize it in the March issue of The WetSet to encourage participation.** We will discuss further promotion of the meeting at the February board meeting. Mike will chair a committee with Sally and Shannon to prepare an agenda for the meeting. The meeting is scheduled for 9 am – noon and we will focus on items that would be particularly interesting to the membership in the first hour.

It was **MSA to adjourn the meeting at 9:03 pm**

Minutes prepared by PNA Secretary Sally Dillon

PACIFIC NORTHWEST ASSOCIATION OF MASTERS SWIMMERS – BYLAWS

2014 AMENDMENT PROPOSALS – Board recommended Bylaws regarding governance changes Approved by the board for recommendation to the membership – 1/21/14

PNA L-1

~~5.3 TEAM MEMBERSHIP: A group of four or more individual members of PNA may register with PNA for the purpose of participating as a group in activities sponsored by PNA. More than one team may be part of the same club. Team membership is recognized only within PNA.~~

Rationale: PNA is no longer registering teams. Teams have the option of registering as a workout group through USMS. PNA will still recognize any team that registers as a workout group through USMS as well as any team that competes at PNA Champs, and acknowledge any group of registered members otherwise electing to call itself a team.

PNA L-2

6.1 MEMBERSHIP OF THE BOARD OF DIRECTORS: Voting Members of The the Board of Directors shall consist of the four elected officers; the immediate past president; one to three elected representatives two elected at-large directors; Chair of the Club and Team Development Committee; Meets Coordinator; Membership Coordinator; Bylaws Coordinator and Open Water Coordinator, two board-appointed directors; and two directors selected by the board to represent all clubs. one representative from each team duly registered with 8 or more members; and each person appointed to a position as defined in Article 9.
Non-voting members of the Board of Directors shall include each person appointed to a position as defined in Article 9 who is not a voting member of the board, and others as defined in PNA policy.
All board members shall be currently registered individual members of PNA.

Rationale: Revise structure of PNA Board of Directors. Team reps will continue as non-voting members of the board. Club reps, and coaches will be added as non-voting members as defined in policy.

PNA L-3

6.4 BOARD OF DIRECTORS MEETINGS: The Board of Directors shall meet at least four times per year. The date and site for each meeting shall be determined during the preceding meeting. Whenever possible, the President or Secretary shall notify ~~the other~~ all voting and non-voting board members at least seven days prior to the scheduled meeting should any changes in the established date or site occur.

Rationale: Clarify that all board members are to be included in communications.

PNA L-4

6.5 BOARD OF DIRECTORS VOTING:
A. Each voting member of the Board of Directors shall be entitled to one vote on each issue.
B. ~~Any club representing only one team is considered to be a team for voting purposes; voting privileges for clubs representing more than one team shall be cast by the eligible team representatives.~~
C. Those members filling more than one position shall be entitled to only one vote.
D. ~~Those positions filled by more than one person shall be entitled to only one vote.~~
E. A quorum shall be defined as ten eligible voting members. The presence of a majority of the directors with voting privileges shall constitute a quorum at any meeting of the Board of Directors. Unless otherwise stated in the bylaws, a simple majority of any quorum shall decide the action on an issue. In the case of a tie, the issue shall be considered defeated.

Rationale: Clarify voting privileges.

PNA L-5

6.6 BOARD OF DIRECTORS ACTION WITHOUT MEETING: The President may occasionally confer between board meetings with the other voting board members on a given situation pertaining to PNA and act according to the consensus of such members of the Board. Such situations shall be limited to emergent issues that need to be resolved prior to the next scheduled meeting. ~~not involve expenditures in excess of \$100 nor policies having major impact on the organization.~~ All voting board members shall be included in discussions. Any action taken between meetings must be considered for approval at the next board meeting.

Rationale: With current technology and a smaller board it should be practical to consult all voting board members.

PNA L-6

6.7 REMOVAL OF VOTING BOARD OF DIRECTORS MEMBERS: A voting member of the Board of Directors, ~~excluding the team representatives,~~ may be removed from the Board for failing to attend more than half of the board meetings during any 12-month period, unless there are demonstrable extenuating circumstances to excuse the absences. Lacking such circumstances, the director shall be removed by a two-thirds vote of the Board. The director in question shall have no vote on such removal.

Rationale: limit removal of members to voting members.

PNA L-7

7.0 ELECTED POSITIONS

7.1 POSITIONS: The elected officers of PNA shall be president, vice president, secretary, and treasurer. There shall also be ~~a maximum of three~~ two ~~elected representatives-at-large~~ directors. No person may concurrently hold more than one elected office.

7.2 ELECTIONS AND TERM OF OFFICE:

A. Officers and ~~representatives-~~ at-large directors shall be elected by the PNA membership to two year terms.

Rationale: Provide for elections of two at-large directors.

PNA L-8

7.3 VACANCIES: A vacancy ~~in any elected office of PNA in any voting position on the Board of Directors,~~ except the office of President, may be filled for the unexpired term by the Board of Directors. The Vice President shall fill a vacancy in the office of President.

Rationale: Updates method for filling of vacancies. Also allows for migration to new structure – i.e., the remaining board members can appoint the initial two at-large directors, club Reps and “robust” volunteers.

PNA L-9

~~7.4 E. The representatives at large shall represent:~~

- ~~1. Unattached swimmers.~~
- ~~2. Swimmers not affiliated with a team.~~
- ~~3. Members of teams with less than eight members.~~

Rationale: no longer necessary.

PNA L-10

~~8.2 TEAM REPRESENTATIVES: Each registered team with eight or more individual members shall be allowed to appoint one representative to the Board of Directors. The name of this representative shall be forwarded to the PNA.~~

Rationale: Team reps will remain on the board as non-voting members. Team size requirements and method of registering will be controlled by policy.

PNA L-11

8.3 CLUB REPRESENTATIVES. Two directors shall be selected by the board to represent all clubs.

Rationale: Provides for two club reps. Procedures left to policy.

PNA L-12

8.3 APPOINTED DIRECTORS. Two directors shall be selected annually by the other fourteen board members. Selections shall be made no later than December for the following year’s term.

Rationale: Provide for selection of “robust” volunteers. Procedures left to policy.

PACIFIC NORTHWEST ASSOCIATION OF MASTERS SWIMMERS – BYLAWS

2014 AMENDMENT PROPOSALS – Reflecting current practice Approved by the board for recommendation to the membership – 1/21/14

2014-1 – replace word

5.2 CLUB MEMBERSHIP:

- A. Any organization or group may become a club.
- B. To be a club, the organization or group must register with USMS through PNA as defined in the USMS ~~Rulebook~~ Rule Book.

Rationale: Correct title (housekeeping)

2014-2 – delete

~~5.4 UNATTACHED MEMBERSHIP:~~

- ~~A. NATIONAL: Not belonging to a nationally registered club. An unattached swimmer is an individual member who is registered with the club Unattached through PNA. Swimmers registered with the club Unattached shall not be eligible to compete in relays or score club points in competition.~~
- ~~B. LOCAL: Not belonging to a PNA team but is a member of a club registered with PNA.~~

Rationale: USMS addresses this in their membership rules

2014-3 – add sentence

- #### 6.4 BOARD OF DIRECTORS MEETINGS:
- The Board of Directors shall meet at least four times per year. The date and site for each meeting shall be ~~determined~~ announced during the preceding meeting. Whenever possible, the President or Secretary shall notify the other board members at least seven days prior to the scheduled meeting should any changes in the established date or site occur. Meetings may be held by electronic conferencing. Directions for participation shall be distributed with meeting notice.

Rationale: update to reflect current practice.

2014-5 – change word; add section

7.2 ELECTIONS AND TERM OF OFFICE:

- D. VOTING: Voting shall be by ~~secret~~ ballot with winners determined by a simple majority vote of the members casting ballots.
 - 1. Vote by mail: The PNA ~~shall~~ may mail election ballots containing the names of all qualified nominees to each registered individual member of PNA at least 30 days prior to the first day of the PNA Championships for any year in which elections are to be conducted. To be counted, ballots must be postmarked or hand-delivered to the Secretary not later than one week prior to the first day of the PNA Championships.
 - 2. Electronic voting: The ballot or a link to an on-line voting mechanism containing the names of all qualified nominees may be distributed by electronic means to each registered individual member of PNA at least 30 days prior to the first day of the PNA Championships for any year in which elections are to be conducted. To be counted, ballots must be completed and returned not later than one week prior to the first day of the PNA Championships.

Rationale: allow for electronic voting.

2014-6 – add sections

7.4 DUTIES OF ELECTED POSITIONS

- C. The secretary of PNA shall:
 - 7. Prepare and submit annual meeting minutes to the USMS National Office.
- D. The treasurer of PNA shall:

6. Not also serve as Membership Coordinator.

7. Submit annual financial statements to USMS National Office within four months of the year-end.

Rationale: to be consistent with USMS LMSC Standards

2014-7 – change list

9.0 COMMITTEES AND APPOINTMENTS

9.3 APPOINTMENTS

A. COORDINATORS – The president, with the concurrence of the Board of Directors, may appoint coordinators as listed below. Coordinators shall have the same rights and responsibilities as the chairs of standing committees. A coordinator, with the concurrence of the president, may appoint a working group to assist the coordinator. Further information on coordinators is contained in the PNA Standing Policies.

- (1) Awards Coordinator
- (2) Bylaws Coordinator
- (3) Coaches Coordinator
- (4) Fitness and Clinics Coordinator
- (5) Historian
- (6) Marketing Coordinator
- (7) Meets Coordinator
- (8) Membership Coordinator
- (9) New Swimmer Coordinator
- (10) Officials Coordinator
- (11) Open Water & Long Distance Coordinator
- (12) Records and Tabulation Coordinator
- (13) Rules Coordinator
- (14) Safety Coordinator
- (15) Social Coordinator
- (16) Clinics Coordinator
- (17) Postal Event Coordinator

Rationale: Splits fitness and clinics into two positions; removes Long Distance and adds Postal Event Coordinator (After approval, list will be put in alphabetical order and renumbered.)

2014-8 – add new

9.4 REPRESENTATION

The president and the Board of Directors shall consider broad club representation in appointing standing committee chairs, coordinators, and special assignments. Standing committee chairs shall consider broad club representation in appointing committee members.

Rationale: USMS LMSC Standards; help ensure equitable representation.

2014-9 – add new

9.5 TERM OF OFFICE

A. Chairs of standing committees and coordinators shall generally have the same term as the president who appoints them. Each may be reappointed by subsequent presidents for an unlimited number of terms with concurrence of the Board of Directors.

B. If the Board of Directors agrees that a chair or coordinator is not performing adequately, that chair or coordinator may be removed by a majority vote of the Board of Directors.

C. Special Committees and Special Assignments shall serve until their assigned duties have been completed.

Rationale: clarify term and process for removal.

2014-10 – delete section

10.0 MEMBERSHIP MEETINGS

~~10.4 The secretary of PNA shall submit the minutes of the annual general membership meeting to the USMS national office.~~

Rationale: covered in section 7.4.

2014-11 Vacancy in office of President

7.3 VACANCIES: A vacancy in any elected office of PNA, except the office of President, may be filled for the unexpired term by the Board of Directors. ~~The Vice President shall fill a vacancy in the office of President. In the event of a vacancy in the office of President, the Vice President shall become President.~~

Clarifies that the Vice President will become President, not fill the vacancy with another person.

PNA POLICIES RELATED TO WORKOUT GROUP CHANGES

Adopted by the board - 1/21/14

NEW

R-14 Workout Groups may register with USMS. PNA shall not charge an additional registration fee for Workout Groups.

DELETE

F-1 Team fees shall be \$12 per year.

G-6 PNA shall give a copy of the current USMS rulebook to each team that registers with PNA before PNA Champs. Teams that register after Champs will receive Rulebooks only as available.

CHANGE

IT-5 The website may include items of general interest to swimmers including, but not limited to:

1. Calendar of upcoming events: meets, meetings, clinics, etc.
2. PNA pool & open water event entry forms.
3. PNA event results or links to posted results.
4. PNA Records and Top Ten.
5. Places to Swim including links to club and workout group websites.
6. PNA workout group list.
7. Membership list.
8. General information about PNA.
9. PNA Handbook including bylaws and policies.
10. History of the PNA.
11. Board member contact information.
12. Individual registration forms.
13. Current and past issues of The WetSet.
14. Current and past board meeting minutes.
15. Links to other sites (USMS, NW Zone, near-by LMSCs for example) as approved.
16. Articles about PNA swimmers or links to information regarding PNA swimmers.
17. Dawn Musselman award winners' names and biographical information.
18. Coach of the Year award winners' names and biographical information.
19. Meet Packet.
20. Link to USMS list of officially measured pools.

- IT-7** A coach who is registered with USMS and whose workout group is registered with USMS-may post contact information (name, phone, email, address, general location, and pool) for private lessons and clinics in *The WetSet* and on the website.
- MS-7** The criteria used to evaluate bids are: capability and history of host in holding efficient and well-run events, types of events proposed, and date of event.
- N-4** Required contents for each issue of *The WetSet* should include:
1. Title and Masthead
 2. Leading Off (submitted by President or designee)
 3. Summary of recent actions taken by the PNA Board (submitted by Secretary).
 4. List of new PNA members (submitted by Membership Coordinator)
 5. Calendar of events: to include meets, meetings, clinics, etc.
 6. PNA and NW Zone pool and open water meet entry forms
 7. PNA membership registration form
 8. A feature article
 9. PNA workout group listing (usually included on membership form)
- N-6** Other publishable items may be considered:
1. Editor's letter
 2. Human interest stories on PNA workout group or swimmers
 3. Announcements for USMS postal long distance events
 4. Announcements for meets in other NW Zone LMSCs
 5. Announcements for USMS open water and long distance events
 6. Announcements for British Columbia/MSC meets and open water events
 7. Condensed USMS Convention report
 8. Explanation of PNA's organizational structure (once a year, preferably in the fall)
 9. Profiles of PNA coaches
 10. Profiles of PNA Board members
 11. Such other content as the newsletter editor deems worthy
- N-14** A coach who is registered with USMS and whose workout group is registered with USMS-may post contact information (name, phone, email, address, general location, and pool) for private lessons and clinics in *The WetSet* and on the website.