

**U.S. Field Hockey Association**  
**Board of Directors Meeting**  
**Philadelphia, PA, June 2-4, 2006**  
**Marriott Airport Hotel**

**Board Members Present:**

Merrily Baker  
Barb Carreiro  
Pat Cota  
Meri Dembrow  
Barb Doran  
Andrew Duncan  
Pam Hixon (via phone)  
Jim Johnson  
Michele Madison  
Lenny McCaigue  
Char Morett  
Dan Shapiro  
Sharon Taylor  
Jason Wellings

**Staff Present:**

Sheila Walker  
Laura Darling

**Guest:**

Grace Robertson

**Absent:**

Billie Ahluwalia  
Christine Hunsicker  
Christine Millbauer

1. Call to Order. President Sharon Taylor called the meeting to order at 5:00 p.m. and noted a quorum was present.
2. Approval of Agenda.

**Motion**

Ms. Dembrow moved

“To reorder the agenda to 1-4, then 6, 7,9,8,5, and 10-12” **PASSED**

3. Approval of Minutes. Minutes of the February 10-12, 2006 minutes were not available and will be approved at the next Board meeting.

It was clarified that minutes from the Executive Committee are first approved by that committee and then may come to the Board for review.

4. President's Report.

Ms. Taylor introduced guest, Grace Robertson, former USFHA President and current Chair of the USFH Foundation, and then informed the board of the death of Jo Fisk, who served as Professor at Goucher College for many years. Throughout her lifetime, Ms. Fisk was active in promoting field hockey and

sports for women and officiated at field hockey games well into her eighties. Ms. Taylor gratefully acknowledged Ms. Fisk's many contributions to the sport.

Ms. Taylor reported that Pam Hixon would not be in attendance as planned due to personal issues, but would join the meeting via conference call as her schedule permitted.

Ms. Taylor stated she believed settling the issues set forth by the USOC should be the main emphasis of this Board meeting, and that it is critical they be settled in order that USOC funding be restored.

5. Treasurer's Report/Finance & Audit Report.

Ms. Dembrow reported on a study the University of Michigan conducted for the USOC to develop a scorecard to evaluate and monitor the performance of all the NGBs. She suggested a copy of the results for USFHA might be beneficial to assist in our strategic planning efforts.

- a. Financial Management Review. Meri Dembrow, Billie Ahluwalia, and Jim Johnson conducted a financial review at the Field Hockey national office on April 26-28. They reviewed: how money comes in and goes out, the ability to get accurate and timely data, whether policies are in place for monthly budget reviews, contract commitments, payments to non-US citizens, and staff policy handbook. They also discussed with Ms. Walker setting a timeline for creating the 2007 budget. Ms. Dembrow provided a list of recommendations emanating from the review.
- b. 2005 Audit. After reviewing the 2005 audit report from BKD, Ms. Walker requested they make changes on how they record the 2006 USOC funding, the 403B (pension) plan, and the General and Management budget category. Upon completion, the final report will be made available to the Board.

The US Field Hockey Foundation assets are now listed in the USFHA audit in compliance with FASB regulations.

A lengthy discussion ensued about the cost of the BKD audit.

The Finance/Audit Committee will solicit bids for the 2006 audit, select a company, and present the rationale for their selection to the Board for approval at the November meeting. The Executive Director is the only person authorized to sign the audit contract.

Ms. Dembrow was asked if the Finance/Audit Committee is satisfied with salary numbers and detail disclosed during the Financial Review. She replied they had done some marketplace comparisons and found all salaries except one to be in line with other NGBs. She said that the

USFHA Technical Director's salary exceeded the high end of all NGB's by a couple of times.

c. 2006 Budget.

**Motion** (From the Finance/Audit Committee)

“To accept the 2006 budget as provided in the Board packet”.

**PASSED**

6. Review of Actions for Executive Committee Call of 4/10/2006 – meeting 4/12/2006. These items were not included in the board packet.

**Motion**

Mr. Johnson moved:

“To delay review [of April 10 and April 12, 2006 Executive Committee conference calls] until the following day.”

7. Member Services Committee Report.

Ms. Carreiro led the Board in a discussion of the Member Services Committee recommendation for developing a presentation to recruit college seniors as members of USFHA. Board members suggested making the presentation at college banquets or presenting it to high school seniors who have finished Futures. Member Services will re-examine the focus of their presentation. It was also suggested that development look at alumnae and how to engage them in post-collegiate play, and that we get statistics about renewals to understand better where we are losing members. Other ideas suggested: explore a partnership with Cal Cup; think about making the Cal Cup a qualifier for the Festival club play; consider state games as qualifiers for futures. Several board members expressed concerns about implementation and lack of a strategic plan to allocate resources appropriately. Other ideas: appoint a Director of Development, have the Foundation give money, decide who should do fund raising: the foundation or the USFHA.

Ms. Hixon reported:

- National team members are being dispersed to EPTC centers to help raise playing level and give young players exposure to National players.
- The Women's National Championship tournament will be June 29-July 4 at Virginia Beach, and the Men's USA Field Hockey National Championship tournament will take place June 21-25 in Chula Vista.
- The Women's National Team will host the AstroTurf March on Madrid Tournament on Aug. 17-27 in Virginia Beach and College Park, MD.
- The Men's National Team will compete against Trinidad & Tobago on July 18-29 in Virginia Beach.

- The Women's National Team will compete at the World Cup, Sept. 27-Oct. 7 in Madrid, Spain.

8. Development Committee Report.

Ms. Robertson reported that the USFH Foundation appointed an ad hoc committee to develop the relationship between the Foundation and USFHA. The Board discussed the need to clarify the fund raising responsibilities of each group.

**Motion**

Mr. Shapiro moved:

"The Development Committee act as a sub-committee to confer with the Foundation sub-committee to coordinate fundraising activities between the two organizations so committees can go back to their respective organizations and make recommendations." **PASSED**

See attached Development Committee Report for fundraising initiative details. Marcia Pankratz, Christine Millbauer, Sheila Walker and Susan Weeks are finalizing the fundraising campaign "Mission Madrid" with Susan serving as the point person. The Board would like to be copied on the proposal request being sent for "Mission Madrid."

9. Strategic Planning Committee Report.

The committee is still gathering SWOT/Issue analyses and plans to put these together this summer. Board members are encouraged to submit information to the committee as soon as possible.

10 Board Policies.

- a. Finance/Audit Policies. The Board voted and **PASSED** USFHA Finance Policy III-I with the following changes: (Draft and final copy are attached)

- 1 (a) The finance and audit procedures shall be conducted in accordance with:
  - i. Colorado Laws
  - ii. Articles of Incorporation of the USFHA
  - iii. By-Laws of the USFHA
  - iv. Policies of the United States Olympic Committee (USOC) and USFHA.
- 2 (b,iv) The Executive Director shall submit all contracts in excess of \$50,000 to the Finance/Audit Committee for review and recommendations to the Board for action.

- 2(ci) Travel expenses for Board members to attend Board meetings or Board approved events shall be reimbursed by the USFHA for: airfare at lowest available coach rates, automobile travel at \$.40 per mile. Hotel stay will be reimbursed at actual cost. Goes into effect November 2006.
- 2(d,ii) All approved expenses in the budget associated with activities of the President shall be paid by the USFHA.
- 2(v) The Executive Director shall review the expenses incurred by the President and related documentation. The President shall review the Treasurer's expenses, and the Treasurer shall review the Executive Director's expenses.
- 2(e) All Athlete Representatives shall have travel, room, and board expenses incurred to attend Board meetings paid by the USFHA.
- 3(a) The Treasurer, on behalf of the Finance/Audit Committee shall nominate to the Board, annually, the independent auditor for the USFHA.

The meeting recessed for the evening at 9:00 p.m.

The Board meeting reconvened at 8:30 on Saturday, June 3, 2006. Ms. Taylor called the meeting to order and discussion resumed on Board Policies.

- b. Travel Policy. The Board voted and **PASSED** Policy X-I "Travel by USFHA Board of Directors, Staff and Committee Members" with the following changes: (Draft and final copy are attached)
  - (1a) Travel shall be conducted in accordance with USFHA Bylaws & Policies.
  - (2d) Add 2D: "Exceptions require the approval of the President in the case of volunteers or the Executive Director in case of staff"
  - (2e) Add 2D: "Request to travel other than through the USFHA approved travel provider will not be approved unless and exception is granted in advance and approved by the Executive Director."
  - (3) International Travel. FIH Council, PAHF Board, all International Standing Committee Members and others representing USFHA:
    - i. Travel and hotel shall be arranged and paid for by the National Office.
    - ii. Per diem shall be \$50 per day based on the number of meeting days plus one.
    - iii. Add: "An expense report shall be submitted within thirty days of conclusion of the meeting to the Executive Director."
    - iv. This policy will be reviewed annually by the Finance/Audit Committee.
  - (4) Delete all of item 4. Travel by Board, Staff.

11. Executive Committee. Board members discussed at length whether the Association should continue to function with an Executive Committee.

**Motion.**

Dan Shapiro moved:

“There will be no further Executive Committee meetings until the Board decides otherwise.” **PASSED**

12. Bylaws and Board Size. The current USFHA Bylaws were last revised in December 2005 to comply with USOC recommendations for NGB Bylaws. They do not reflect the current Board structure and several areas need to be updated.

**Motion.**

Jim Johnson moved:

“The Policy Committee shall work with the Nominating & Governance Committee to review and come forward with Bylaw recommendations as necessary.” **PASSED** The Board suggested the committees also make a recommendation on Board size.

13. Nominating & Governance Committee. The function of the Nom/Gov committee was discussed with some saying that Article IX of the Bylaws may not be inclusive enough in defining the duties of the committee. It was suggested that better committee communication and assertive leadership might best be served if a Chair were appointed. The Board also discussed whether communication between the Board and the Nom/Gov Committee is appropriate. The board directed that all Nominating/Governance members shall be notified of Board of Director meetings and should receive minutes of those meetings.

**Motion.**

Merrily Baker moved:

“Members of the Board of Directors shall not contact members of the Nominating & Governance Committee on USFHA business except through the Board Liaison to the committee [Jim Johnson] or the Executive Director.” **PASSED**

14. Review of Actions for Executive Committee Call of 4/10/06 5/12/06 meetings.

On April 10, 2006 Executive Committee and Board of Director meetings were scheduled for the same date and time, creating conflict between the Board and the Executive Committee, though the EC had scheduled their meeting over a week before the Board meeting was called. The Board meeting was

cancelled due to lack of a quorum, and the Executive Committee met and ruled on several issues.

The Executive Committee also met on May 12, 2006.

After discussing the authority of the President and the function of the Executive Committee, the Board agreed to the following motion:

**Motion.**

Char Morett moved:

“To table the record of the minutes of the April 10, 2006 and May 12, 2006 Executive Committee meetings.” **PASSED**

15. Board Meeting Policy. Ms. Baker and Mr. Johnson combined the Meeting Procedures 1 & 2 documents. The following policy was **PASSED** by the Board:

1. Required Attendance.
  - a. Attendance is governed by Section 5.5 of the By-Laws.
  - b. Directors who are Athlete Members are exempt from this policy if their absence from Board Meetings is due to National Team training or competitions. Meetings shall be scheduled to maximize the participation of Athlete Members.
2. Agenda.
  - a. Any agenda items having financial implications shall be reviewed by the Finance and Audit Committee prior to being considered for vote.
3. Meeting Minutes.
  - a. The Secretary shall be responsible for the preparation and distribution of the meeting minutes.
  - b. The Secretary shall be responsible for recording the proceedings of all meetings of the Board.
  - c. Draft minutes of meeting shall be distributed to Board members within fourteen days after the meeting to which the minutes pertain.
  - d. The Secretary may request the assistance of the Staff to prepare recordings of the meetings and draft and distribute the minutes.
4. Open Board Meetings and Invited Guests.
  - a. Board of Director meetings shall be open to USFHA members and invited guests, unless specifically closed by a Board vote.
  - b. Noticed announcement of subject matter experts, invited by a majority vote of a committee to address and/or participate in Board discussion of an agenda items or issue, shall be provided at the same time as the noticed agenda, 14 business days in advance of the meeting. The notice shall include identification of the person, reason, time, and cost.
5. Board of Director Contact with Staff.

a. Contact between any USFHA staff member by any USFHA Board of Directors member must be initiated through the Executive Director.

16. Ethics and Compliance Policy.

Merrily Baker moved:

**Motion.**

“The proposed Ethics and Compliance Policy (attached) be adopted with the caveat that the compliance process section be reconciled in Bylaws 5.6 & 9.1. Until the reconciliation occurs, Bylaws 5.6 & 9.1 shall be in effect.” **PASSED**

17. USOC List of Issues. The Board reviewed the USOC List of Issues compiled by Eric Parthen from the USOC/board meeting of the spring. See attached lists: Issues Needing Further Discussion and Issues Resolved. The Board discussed issues 10,5,8,15,16, & 17.

The meeting recessed for the evening at 5:00 p.m.

The Board meeting reconvened at 8:30 on Sunday, June 3, 2006. Ms. Taylor called the meeting to order and acknowledged it was the birthday of Constance Appleby. Discussion resumed on the USOC list of issues.

The following motions came forth during discussion of the USOC issues:

**Motion.**

Dan Shapiro moved:

“All policies adopted prior to October 1, 2005 shall be deemed advisory only.” **PASSED**

**Motion.**

Jason Wellings moved:

“We confirm that we are a Governing Board and not an Operating Board.” **PASSED Unanimously**

**Motion.**

Jim Johnson moved:

“USFHA shall send a written response to the USOC on the actions taken by the Board relative to the USOC List of Issues.” **PASSED**

The board asked that the secretary be responsible for sending the USOC an update after board review of that response.

18. Terms of Nom/Gov Committee members and Board of Directors.

According to USFHA Bylaws, two Nom/Gov members will conclude their terms on December 31, 2006. The Board agreed that the size of the Nom/Gov committee should remain at five members (the by-laws do not mandate five but give five as the maximum number). Mr. Johnson said he will check to see if any current member of the committee wishes to step down. If not, a request for applicants to serve on the committee will be posted on the USFHA web site. If necessary, at the November Board meeting the Board will decide which member to replace (Patrick Rodgers' seat is already vacant), and will also select the replacements.

Five Directors will also conclude their terms on December 31, 2006. The Nominating/Governance committee will develop the selection process in order to present a slate to the Board at the November meeting.

19. Office Space.

The Finance/ Audit Committee and staff formed a working group to look at options to find suitable office space for the national staff. The committee is checking into specifics on a building being erected by Univ. of Colorado at Colorado Springs that will have office space available.

20. New Business

a. Field Hockey rules.

- Currently, field hockey is being played under three separate sets of rules: FIH, NCAA, and High School Federation. USA Field Hockey recommends FIH rules be used in USFHA sponsored events.
- USFHA should begin immediately to inform athletes of the FIH stick requirements and to enforce the rule.
- FIH rules do not permit players to wear goggles. However, a full face mask is allowed, and athletes should be informed of this rule, Laura Darling will check the current release form to see if it covers liability risks.

**Motion.**

Barb Carreiro moved:

"All FIH rules will be followed and enforced in all events sponsored by USFHA. Rule modifications may be made with the Board of Director's approval. Special consideration may be made at events by a Technical Committee composed of the tournament director, umpire manager, and senior USFHA staff in charge of that event." **PASSED**

Approved:11/19/2006

By:Board of Directors

- b. Meeting Dates for Next Board Meeting. The Board of Directors will meet November 18-19, 2006 in Winston-Salem, NC during the NCAA Field Hockey Final Four tournament at Wake Forest University.