

USAW Board of Directors
April 28, 2009, 7:00 p.m.
Conference Call
Recorded by Laurie Lopez

BOD present: Mark Cameron (MCM), Mike Cayton (MCT), Rachel Hearn (RH), Jack Lano (JL), Ursula Papandrea (UP), Megan Tornstrom DeFourny (MTD), Emmy Vargas (EV), Mike Wittmer (MW). Called in late: Regis Becker (RB); Staff present: Laurie Lopez (LL). Not present: Leo Temoshenko (LT), Dragomir Cioroslan (DC).

MC: This is a meeting of the voting members of the Foundation to address the removal and appointment of a new Foundation board.

All agreed to waive 10 day written notice by mail, noting that those not present LT, RB, DC, were aware of call.

Motion by JL, 2nd MTD: To remove current Foundation Board of Directors. Passed unanimously.

Discussion re identification of an interim BOD, President and Secretary in order to sign documents, specifically, application to invest in the USOC Foundation.

Motion by JL that existing USAW BOD become interim USAWF BOD. MTD: Steve Smith, USAW legal counsel, recommends against this, warning of potential for “piercing the corporate veil” and “interlocking directorates.” MTD suggests that a small number from USAW directors (e.g. two) can be on Foundation board plus three additional members. JL withdraws motion.

Further discussion re make-up of interim Foundation board, possible candidates, method of notification to membership of Foundation nominations via mail, website, e-mail, vote of Athlete Rep by athletes.

Motion by MCT, 2nd by RB: To nominate Dan Bell. Howard Cohen, Regis Becker, Mike Cayton and Jodie Vaughn as AR, to serve as interim Foundation board. Passed unanimously.

MC opened floor to new business.

Motion by RH, second by MTD: To waive 10-signature requirement for the Athlete’s rep nominations, to stay in line with USOC AAC guidelines. Passed unanimously.

Discussion re 30 day rule. Following excerpt is from October 2006 BOD minutes:

Motion by Pierce, second by Totten, that the 30-day rule will only apply to the following competitions:

a. Olympics

- b. World Championships*
 - c. Pan Am Games*
- Motion passed unanimously.*

Motion by UP, 2nd by RB: To remove the 30-day rule as a policy. Passed unanimously.

EV requested payment of airfare for Athlete Reps to the Board residing in COS to attend Board meeting in Chicago, as no expense was encountered on their behalf for BOD meeting in COS. All agreed.

MC will confirm with Mike Gattone the capability for BOD members to participate in the meeting in Chicago by conference call.

Discussion ensued on following issues:

Inclusion of all USAW members in governance issues: It was determined that a mail vote, with e-mail option, will be facilitated for USAW members to vote on committees in accordance with the bylaws. Nominations and accompanying resumes to be posted on USAW website by end of week. Ballots to be sent out by May 9.

Resume files for nominations to Ethics and Judicial committees: MCM will forward to BOD members for review.

Athlete Reps for Judicial and Ethics committees: To be identified at the “athlete’s annual meeting” at Nationals.

2010 Bid presentations at Nationals: Bids received by the May 21st deadline will be posted on the USAW website for members to review; questions from membership to be routed through the Competition Committee; Competition Committee will make recommendation to the BOD. MTD suggested a time for bid cities to either give a presentation or be available for questions from the membership and Competition Committee on Thurs. or Fri. evening. Bidders not required to be present.

Agenda for Annual Meeting: To be posted by May 7, 30 days in advance of meeting.

Citizenship at national-level events: Not addressed in bylaws; suggestion that American Open be opened to athletes with resident status, even if not US citizens; suggestion that we use poll feature at bottom of website to get member feedback.

Meeting adjourned 9:05 pm.