

# Agenda

## Annual Meeting of the USA Fencing Board of Directors

October 17, 2020 at 5:00 pm ET  
Via Teleconference  
1-877-805-0965 Passcode: 2478629

### I. Call to Order

General Announcements

Remarks – Peter Burchard, President

Conflict of Interest announcement.

### II. Consent Agenda Items (Mr. Burchard)

1. To approve the minutes from the October 6, 2020 meeting.

### III. New Business

#### DE&I Resource Team Update

**Motion (Ms. Holmes):** to create a task force to complete development of USA Fencing Leadership Academy along the lines of the memo attached (**Appendix A**). The task force should be authorized to further develop the curriculum, select the speakers and moderator and seek applications from interested individuals. The program shall begin as soon as possible and look towards completing its initial program year at the time of the 2021 Summer Nationals.

**Motion (Ms. Holmes):** to appoint the following members to the USA Fencing Leadership Academy task force:

Kat Holmes, athlete member;

Sam Cheris, program developer;

Board Member to be selected by the Board; and

staff liaison to be chosen by the USA Fencing CEO

**Motion (Mr. Alperstein, on behalf of the Division Resource Team):** The Board of Directors takes the following actions:

1. The Division Resource Team is hereby authorized to adopt minimum standards to be met by the bylaws of each USA Fencing Division and, in its discretion, to prescribe mandatory uniform provisions for inclusion in Division Bylaws; and
2. The Division Resource Team is directed to undertake a review of the bylaws of each USA Fencing Division to assure compliance with USA Fencing's Bylaws and the resolutions of its Board of Directors; to work with Divisions to obtain such compliance; and to refer to the Board of Directors for decertification or other remedial action any Division that declines, after reasonable efforts by the Division Resource Team, to assure such compliance.

**RATIONALE:** The Division Resource Team has determined that there is unwieldy inconsistency among the Divisions in how they are governed, as reflected in their respective bylaws. In many instances, Division bylaws are long outdated, and some Divisions have adopted bylaws that include provisions that are in direct conflict with USA Fencing's Bylaws (such as limiting or extending voting rights inconsistently with USA Fencing's voting rights). In other instances, Division bylaws have been crafted or applied to unfairly benefit or burden certain clubs, individuals, or other constituencies within the Division. At present, the DRT is unsure of its authority to require compliance with USA Fencing's own Bylaws and the policies embodied in the actions of its Board of Directors. The motion seeks to remedy this situation by allowing the DRT to prescribe certain practices to which all Divisions must adhere and, where latitude is extended to the Divisions, to assure that it is not abused to the detriment of USA Fencing or its members.

**Motion (Mr. Alperstein):** USA Fencing establishes the following procedures to be followed by the Hall of Fame Committee and the selection of Hall of Fame Candidates, beginning with the 2020-2021 membership year:

1. In its assessment of candidates who stand for election to the USA Fencing Hall of Fame, the Hall of Fame Committee shall consider the character and reputation of nominees along with their fencing accomplishments.
2. Bore announcing candidates for election to the USA Fencing Hall of Fame, the Hall of Fame Committee shall forward the names and credentials of its selected nominees and any rationale for selection it deems pertinent to the Board of Directors, which shall confirm or reject the nominees by simple majority vote. The names and supporting materials shall be reported to the Board of Directors by the Hall of Fame Committee no later than February 1 of each calendar year, and the Board shall act thereon in sufficient time to include approved nominees on the annual election ballot.

**RATIONALE:** The Hall of Fame exists to acknowledge the best of USA Fencing and individuals of whom the organization is most proud. Those recognized by the Hall of Fame represent and reflect on the organization, and should therefore embody its values and ideals. Character is an important element of USA Fencing's identity and the image it seeks to project. It is therefore important that individuals selected to the Hall of Fame be persons of good repute. This is not to say they must be perfect or free of controversy. But

members of the Hall should be individuals with whom the organization and its membership are proud to be associated.

Having the Board of Directors approve the nominations of the Hall of Fame Committee serves several purposes. Among these, it better assures the quality of candidates placed before the membership for election. It also relieves the Hall of Fame Committee of final accountability for selection and places it on the Board, which is ultimately responsible for the management of USA Fencing and for protecting its reputation. Further, Board approval recognizes that the role of committees is to assist the Board in discharging its duties, not relieving the Board of responsibility for actions taken in the name of USA Fencing. Nevertheless, it is anticipated the Committee will act diligently, and that approval of its recommendations will usually be routine. The suggested timing for the Hall of Fame Committee report to the Board allows consideration of candidates at the Winter Meeting, well before the Election Committee finalizes the ballot.

**Motion (Ms. Holmes):** to approve the committee, resource team and working group appointments.

- IV. Good and Welfare**
- V. Recess to Executive Session**
- VI. Executive Session**

**Appendix A**  
**USA FENCING**  
**LEADERSHIP ACADEMY**

**Mission:** To develop a diverse cadre of leaders of the future for an equitable and inclusive USA Fencing.

**Mechanism:** Monthly 3-hour moderated training session from September to June, with graduation at the Summer Nationals.

**Candidates:** Candidates proposed by the DEI group, the Board and the national office. Goal is to have a class diversified by age, race, religion and as many other elements as possible. Selection criteria will include ability to commit to attendance and participation in the entire program, interest in the governance of USA Fencing and current activity in the sport.

**Class size:** Start with 12 in order to allow active participation by all class members with session moderators in an interactive video format. Candidate will be responsible for familiarization with provided written documents before the relevant session.

**Sample Curriculum and presentation leaders:**

**September:** Short History of Fencing in the U.S., Review of documents governing fencing, including, e.g. Articles of incorporation, Bylaws, Athlete Handbook, Strategic Plan and Roberts Rules of Order. Introduction to the operations of USA Fencing led by USFA President, USFA CEO, Chair of AAC, head of DEI Task Force and someone involved in fencing for decades.

**October:** USA Fencing domestic events led by Senior Director of Sports Operations, Senior Events Manager and the Chair of the Tournament Committee.

**November:** Refereeing led by Chair of Referees' Commission (RC), Chair of RC Domestic Development, a National Coach and USA Fencing members of FIE Rules and Arbitrage Commission. It shall include discussion of Code of Ethics and procedure for handling breaches of the Code.

**December:** USA Fencing Finances led by CFO, Treasurer and the Director of Development and other members of Budget or Audit Committee.

**January:** International programs led by Senior Director of Sports Performance, a USOPC representative, a National Coach, Chair of RC International Development and Assignment and an International Team Manager.

**February:** USA Fencing hosted International Events, Senior Director of Sports Operations, USA Fencing Chief of Protocol and a DT president.

**March:** Ethics and Discipline, SafeSport and DEI led by Chair of Ethics committee, Chair of RC Ethics committee, Member of DEI group, USA Fencing SafeSport Coordinator and General Counsel.

**April:** Youth led by chair of Youth program and USA Fencing staff liaison for youth programming.

May: Veterans and Para-fencing programs led by USA Fencing's member of the FIE Veteran's council, USA Fencing veterans' committee and Paralympic Committee.

June: Membership led by Director of Member Services, and heads of committees for clubs, high school, colleges and grass roots programming.